

NEW ISSUE – BOOK ENTRY ONLY

RATINGS:
Moody's: "Aaa"
S&P: "AAA"

(See "MISCELLANEOUS—Ratings")

In the opinion of Bond Counsel, under current law and subject to conditions described in the section "TAX MATTERS" herein, interest on the Bonds (1) is not included in gross income for federal income tax purposes, (2) is not an item of tax preference for purposes of the federal alternative minimum tax, (3) is taken into account in determining adjusted financial statement income for applicable corporations (as defined in Section 59(k) of the Code) for the alternative minimum tax imposed on such corporations, and (4) is exempt from present State of Georgia income taxation. A holder may be subject to other federal tax consequences as described in the section "TAX MATTERS" herein. See the proposed form of the approving opinion of Bond Counsel in Appendix D hereto.

\$50,000,000
CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024

Dated: Date of Issuance

Principal Due: July 1, as shown on the inside cover

The City of Brookhaven, Georgia, a municipal corporation of the State of Georgia (the "City"), is issuing its General Obligation Sales Tax Bonds, Series 2024 (the "Bonds") in fully registered form and in denominations of \$5,000, or any integral multiple thereof, for the purpose of (a) financing certain specific municipal capital outlay projects (the "City Projects") approved by the Voters of the City in the November 7, 2023 election (the "Election"), and (b) paying the costs of issuing the Bonds. See "PLAN OF FINANCING."

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable first from the City's portion of a one percent special purpose local option sales and use tax (the "Sales and Use Tax") collected within the DeKalb County, Georgia (the "County"), which was approved by a majority of the qualified voters residing within the County in the Election. The City reasonably expects that the proceeds of the Sales and Use Tax will be sufficient to pay all debt service on the Bonds; nevertheless, to the extent that the proceeds of the Sales and Use Tax are insufficient to make such payments, the principal and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, which may be levied upon all taxable property within the City subject to taxation for general obligation bond purposes. See "THE BONDS – Security and Sources of Payment for the Bonds" herein, and "CITY AD VALOREM TAXATION" in Appendix A.

Interest on the Bonds is payable semiannually on January 1 and July 1 of each year (each such date, an "Interest Payment Date"), commencing January 1, 2025, by U.S. Bank Trust Company, National Association, as Paying Agent, to the owners thereof as of close of business on each Record Date, herein defined, as shown on the registration books maintained by U.S. Bank Trust Company, National Association, as Bond Registrar. The "Record Date" as used herein shall be the 15th day of the calendar month preceding each Interest Payment Date. The Bonds bear interest from the Interest Payment Date next preceding their date of authentication, except as provided herein. See "THE BONDS – Description." The Bonds are not subject to redemption prior to maturity.

The Bonds will be issued in book-entry form and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds. Purchases will be made only in book-entry form through the Direct Participants and Indirect Participants (as herein defined), and no physical delivery of the Bonds will be made to Beneficial Owners (as herein defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by DTC through its Direct Participants and Indirect Participants. As long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, references herein to the holders of the Bonds or registered owners shall mean Cede & Co., as aforesaid, and shall not mean the Beneficial Owners of the Bonds. See "THE BONDS – Book-Entry Only System."

THIS COVER PAGE CONTAINS CERTAIN INFORMATION FOR QUICK REFERENCE ONLY. IT IS NOT A SUMMARY OF THE BONDS. INVESTORS MUST READ THE ENTIRE OFFICIAL STATEMENT TO OBTAIN INFORMATION ESSENTIAL TO MAKING AN INFORMED INVESTMENT DECISION.

The Bonds are offered when, as, and if issued by the City and accepted by the purchaser, subject to prior sale, to the withdrawal or modification of the offer without notice, and to the approving opinion of Hunton Andrews Kurth LLP, Atlanta, Georgia, as Bond Counsel and Disclosure Counsel to the City. Certain matters will be passed upon for the City by Chilivis Grubman Warner & Berry LLP, Atlanta, Georgia. Davenport & Company LLC is acting as the City's financial advisor. The Bonds are expected to be delivered through DTC in New York, New York, on or about February 27, 2024.

Dated: February 13, 2024

\$50,000,000
CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024

MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS AND CUSIP NOS.

<u>Maturity</u> <u>July 1</u>	<u>Principal</u> <u>Amount</u>	<u>Interest</u> <u>Rate</u>	<u>Yield</u>	<u>CUSIP No.</u> [†]
2025	\$7,170,000	5.000%	2.850%	113071 BG8
2026	7,600,000	4.000	2.680	113071 BH6
2027	8,055,000	5.000	2.510	113071 BJ2
2028	8,535,000	5.000	2.460	113071 BK9
2029	9,050,000	5.000	2.430	113071 BL7
2030	9,590,000	5.000	2.440	113071 BM5

[†]CUSIP is a registered trademark of the American Bankers Association. CUSIP data is provided by CUSIP Global Services (CGS) which is managed on behalf of the American Bankers Association by FactSet Research Systems Inc. CUSIP numbers listed above have been assigned by an independent company not affiliated with the City and are intended solely for the convenience of the holders of the Bonds. The City is not responsible for the selection or uses of these CUSIP numbers, and no representation is made as to their correctness now or at any time in the future on the Bonds as indicated above. The CUSIP number for a specific Bond is subject to change after the issuance of the Bonds as a result of various subsequent actions.

CITY OF BROOKHAVEN, GEORGIA

Mayor and City Council

John Park, Mayor
Michael Diaz
John J. Funny
Jennifer Owens
Madeleine Simmons

City Staff

Christian Sigman, City Manager
Steven Chapman II, Deputy City Manager/Chief Financial Officer
Patrice S. Ruffin Dowdell, Assistant City Manager
Oscar Medina, Finance Director

COUNSEL TO THE CITY

Chilivis Grubman Warner & Berry LLP
Atlanta, Georgia

CITY AUDITOR

Mauldin & Jenkins, LLC
Atlanta, Georgia

BOND COUNSEL AND DISCLOSURE COUNSEL

Hunton Andrews Kurth LLP
Atlanta, Georgia

FINANCIAL ADVISOR

Davenport & Company LLC
Atlanta, Georgia

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement and the Appendices hereto and, if given or made, such other information or representations must not be relied upon as having been authorized by the City. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person, in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained from the City and other sources which are deemed to be reliable.

Certain persons participating in this offering may engage in transactions that stabilize, maintain or otherwise affect the price of the Bonds, including transactions to (1) over allot in arranging the sales of the Bonds and (2) make purchases and sales of Bonds, for long or short account, on a when-issued basis or otherwise, at such prices, in such amounts and in such manner as the underwriters may determine. Such stabilizing, if commenced, may be discontinued at any time.

CAUTIONARY INFORMATION REGARDING FORWARD-LOOKING STATEMENTS IN THIS OFFICIAL STATEMENT

Certain statements included or incorporated by reference in this Official Statement constitute “forward-looking statements.” Such statements are generally identifiable by the terminology used such as “project,” “forecast,” “anticipate,” “intend,” “believe,” “plan,” “expect,” “estimate,” “budget” or the negative thereof or other similar words. Such forward-looking information addresses certain events and matters subject to risks and uncertainties. As a result, events and matters may significantly differ from those expressed in this Official Statement. Potential investors are cautioned that such statements are only predictions and that actual events or results may differ materially. Investors should specifically consider the various factors that could cause actual events or results to differ materially from those indicated by such forward-looking statements. The City does not plan to issue any updates or revisions to such forward-looking statements if or when changes to its expectations, or events, conditions or circumstances on which such statements are based, occur.

THE BONDS HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES ACT OF 1933, AS AMENDED, NOR HAS THE RESOLUTION BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON CERTAIN EXEMPTIONS SET FORTH IN SUCH ACTS. THE REGISTRATION, QUALIFICATION OR EXEMPTION OF ANY BONDS IN ACCORDANCE WITH THE APPLICABLE SECURITIES LAW PROVISIONS OF THE JURISDICTIONS WHEREIN THESE SECURITIES HAVE BEEN REGISTERED, QUALIFIED OR EXEMPTED SHOULD NOT BE REGARDED AS A RECOMMENDATION THEREOF.

THE ORDER AND PLACEMENT OF MATERIALS IN THIS OFFICIAL STATEMENT, INCLUDING THE APPENDICES, ARE NOT TO BE DEEMED A DETERMINATION OF RELEVANCE, MATERIALITY OR IMPORTANCE, AND THIS OFFICIAL STATEMENT, INCLUDING THE APPENDICES, MUST BE CONSIDERED IN ITS ENTIRETY. THE CAPTIONS AND HEADINGS IN THIS OFFICIAL STATEMENT ARE FOR CONVENIENCE OF REFERENCE ONLY AND IN NO WAY DEFINE, LIMIT OR DESCRIBE THE SCOPE OR INTENT, OR AFFECT THE MEANING OR CONSTRUCTION, OF ANY PROVISIONS OR SECTIONS IN THIS OFFICIAL STATEMENT. THE OFFERING OF THE BONDS IS MADE ONLY BY MEANS OF THIS ENTIRE OFFICIAL STATEMENT.

THIS OFFICIAL STATEMENT IS BEING PROVIDED TO PROSPECTIVE PURCHASERS EITHER IN BOUND PRINTED FORM (“ORIGINAL BOUND FORMAT”) OR IN ELECTRONIC FORMAT ON THE FOLLOWING WEBSITES: WWW.FINPRESSLLC.COM AND WWW.EMMA.MSRB.ORG. THIS OFFICIAL STATEMENT MAY BE RELIED UPON ONLY IF IT IS IN ITS ORIGINAL BOUND FORMAT OR AS PRINTED IN ITS ENTIRELY DIRECTLY FROM SUCH WEBSITES.

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE CITY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THE BONDS HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

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\$50,000,000
CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024

SUMMARY STATEMENT

The following information is furnished solely to provide limited introductory information regarding the terms of the Bonds (as hereinafter defined) and does not purport to be comprehensive. Such information is qualified in its entirety by reference to the more detailed descriptions appearing in the entire Official Statement. No person is authorized to detach this Summary Statement from the Official Statement or to otherwise use it without the entire Official Statement.

The City

The City is a municipal corporation of the State. The City is located in the northwest suburbs of the City of Atlanta and is the largest city in DeKalb County, Georgia (the “County” or “DeKalb County”). The City had an estimated population of 57,934 as of July 1, 2022 (the most recent information available). “See APPENDIX A - THE CITY.”

Purpose of the Bonds

The proceeds of the Bonds will be used for the purpose of (a) financing certain specific municipal capital outlay projects (the “City Projects”) approved by the Voters of the City in the November 7, 2023 election (the “Election”) and (b) paying the costs of issuing the Bonds. See “PLAN OF FINANCING.”

Security and Sources of Payment for the Bonds

The Bonds are direct and general obligations of the City. The principal of and interest on the Bonds are payable first from the City’s portion of a one percent special purpose local option sales and use tax (the “Sales and Use Tax”) collected within DeKalb County, which was approved by a majority of the qualified voters residing within the County in the Election. To the extent that the proceeds of the Sales and Use Tax are insufficient to make such payments, the principal and interest on the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, which may be levied upon all taxable property within the City subject to taxation for general obligation bond purposes. Prior to the issuance of the Bonds, the governing body of the City will provide for the assessment and collection of an ad valorem tax within the City in an amount which, together with the Sales and Use Tax collections, will be sufficient to pay the principal of and interest on the Bonds as they become due and payable. For more detailed information, see “THE BONDS – Security and Sources of Payment for the Bonds” and “APPENDIX C—FORM OF BOND RESOLUTION” herein.

Description of the Bonds

Redemption. The Bonds are not subject to redemption prior to their respective maturities.

Denominations. The Bonds are issuable in denominations of \$5,000 or any integral multiple thereof.

Book-Entry Bonds. The Bonds will be issued in book-entry form (“Book-Entry Form”) and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (the “Securities Depository”). The Securities Depository will act as securities depository for the Bonds. Purchases will be made only through the Participants (as herein defined) in the Securities Depository, and no physical delivery of the Bonds will be made to Beneficial Owners (as hereinafter defined). Payment of principal of and interest on the Bonds will be made to Beneficial Owners by the Securities Depository through its Participants. Registrations of transfers and exchanges shall be made in accordance with the rules of the Securities Depository. See “THE BONDS – Book-Entry Only System” and Appendix F.

Payments. Interest on the Bonds will be payable semiannually on January 1 and July 1 of each year until maturity (each an “Interest Payment Date”), commencing January 1, 2025. Principal of the Bonds will be payable at the times and in the amounts shown on the inside front cover of this Official Statement. When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See “THE BONDS – Book-Entry Only System” herein.

For a more complete description of the Bonds, see “THE BONDS” herein.

Tax Matters

In the opinion of Bond Counsel, under current law and subject to conditions described in the section “TAX MATTERS” herein, interest on the Bonds (1) is not included in gross income for federal income tax purposes, (2) is not an item of tax preference for purposes of the federal alternative minimum tax, (3) is taken into account in determining adjusted financial statement income for applicable corporations (as defined in Section 59(k) of the Code) for the alternative minimum tax imposed on such corporations, and (4) is exempt from present State of Georgia income taxation. A holder may be subject to other federal tax consequences as described in the section “TAX MATTERS” herein. See the proposed form of the approving opinion of Bond Counsel in Appendix D hereto.

Bond Registrar, Paying Agent and Custodian

U.S. Bank Trust Company, National Association will act as Bond Registrar and as Paying Agent for the Bonds and will also act as the Project Fund Custodian. The corporate trust office of U.S. Bank Trust Company, National Association in Atlanta is located in Atlanta, Georgia.

Professionals Involved in the Offering

Certain legal matters pertaining to the City and its authorization and issuance of the Bonds are subject to the approving opinion of Hunton Andrews Kurth LLP, of Atlanta, Georgia, Bond Counsel and Disclosure Counsel to the City. Copies of the opinion will be available at the time of delivery of the Bonds, and a copy of the proposed form of the opinion of Bond Counsel is attached hereto as Appendix D. Certain legal matters will be passed on for the City by Chilivis Grubman Warner & Berry LLP of Atlanta, Georgia. See “LEGAL MATTERS” herein.

Davenport & Company LLC is acting as the City’s financial advisor (the “Financial Advisor”). The financial statements of the City for the fiscal year ended December 31, 2022, attached hereto as Appendix B have been audited by Mauldin & Jenkins, LLC, to the extent and for the period indicated in its report thereon which appears in Appendix B hereto. See “MISCELLANEOUS – Financial Advisor and – Independent Auditors” herein.

Authority for Issuance of the Bonds

The Bonds are being issued pursuant to the authority granted by (i) the Constitution of Georgia, (ii) the general laws of the State of Georgia, particularly the Special County One Percent (1%) Sales and Use Tax codified in Part 1, Article 3 of Chapter 8 of the Title 48 of O.C.G.A., and (iii) a resolution of the Mayor and City Council of the City adopted on December 19, 2023, as supplemented by a pricing resolution expected to be adopted on February 13, 2024 (together, the “Bond Resolution”), with respect to the Bonds. The City has entered into an intergovernmental contract with the County, the City of Avondale Estates, City of Clarkston, City of Decatur, City of Dunwoody, City of Lithonia, and City of Stonecrest (the “Contract”), as authorized by Article IX, Section III, Paragraph 1 of the Constitution of the State of Georgia, to provide for the division of proceeds from the imposition of a special county one percent sales and use tax and the proposed issuance of general obligation debt of the County and the City. The DeKalb County Board of Commissioners, as the governing body of the County, adopted a resolution on August 24, 2023, imposing the Special Sales Tax within the County, conditioned upon approval of a majority of the qualified voters residing within the County and the City voting in the Election, and authorizing the issuance of general obligation debt of the County and the City, conditioned upon approval of a majority of the votes cast in the Election. The Election was held in accordance with Article 14 of Chapter 2 of Title 21 of the O.C.G.A. The canvass of the Election declared the county-wide consolidated returns to be 45,013 “Yes” votes and 15,563

“No” votes, a 74.3% approval by those who voted in the county-wide Election. The results of the city-wide consolidated returns were declared to be 3,709 “Yes” votes and 2,879 “No” votes, a 56.3% approval by those voters living in the City. Subsequent to such approval, Mayor and City Council of the City, as the governing body of the City, adopted the Bond Resolution authorizing the and regulating the issuance of the Bonds.

Validation of the Bonds

As required by the Revenue Bond Law, the Bonds and the security therefor were confirmed and validated by judgment of the Superior Court of DeKalb County, Georgia on February 6, 2024, Civil Action No. 2024-CV-1504 in accordance with the procedures of Article 2 of Chapter 82 of Title 36 of O.C.G.A.

Offering and Delivery of the Bonds

The Bonds are offered when, as, and if issued by the City and accepted by the underwriter, subject to prior sale and to withdrawal or modification of the offer without notice and to the approval of legality by Hunton Andrews Kurth LLP as Bond Counsel and Disclosure Counsel to the City. The Bonds in definitive form are expected to be delivered through the Securities Depository in New York, New York, on or about February 27, 2024.

Continuing Disclosure

The City has covenanted in a Continuing Disclosure Certificate (the “Disclosure Certificate”) for the benefit of the owners of the Bonds to provide (a) certain financial information and operating data relating to the City (the “Operating and Financial Data”) to the Municipal Securities Rulemaking Board’s (the “MSRB”) Electronic Municipal Market Access System (“EMMA”) by not later than September 27 after the end of each fiscal year of the City, commencing with fiscal year ending December 31, 2023, and (b) notices of the occurrence of certain events (the “Material Event Notices”) to EMMA within 10 business days of their occurrence. The form of the Disclosure Certificate is attached as Appendix E hereto. The covenants have been made in order to assist the underwriter in complying with Securities and Exchange Commission Rule 15c2-12 (the “Rule”).

The City has previously entered into continuing disclosure undertakings pursuant to the Rule in connection with the City of Brookhaven Public Facilities Authority Revenue Bonds (Peachtree Creek Greenway Project), Series 2018, issued in the original aggregate principal amount of \$12,640,000; the City of Brookhaven General Obligation Bonds, Series 2019, issued in the original aggregate principal amount of \$38,855,000; and the Urban Redevelopment Agency of the City of Brookhaven, Georgia, Revenue Bonds, Series 2023A, issued in the original aggregate principal amount of \$88,550,000 (the “Prior Undertakings”). Pursuant to the Prior Undertakings, the City agreed to provide certain operating and financial data by not later than (1) 270 days after or (2) the September 27 after the end of the City’s fiscal year, respectively. During the past five years, the City has failed to comply with its Prior Undertakings, as described below.

The City failed to file the operating and financial data for fiscal year ending December 31, 2018. The City did not file the required operating and financial data for fiscal years 2019 and 2020 until August 19, 2022, more than a year after the filing deadline for each such fiscal year. The late filing was due to staff turnover and a change in bond counsel monitoring continuing disclosure procedures. Management has implemented an end of fiscal year process in order to ensure ongoing continuing compliance will be completed timely.

The City filed its audited financial report for fiscal year 2018, which includes the required operating and financial data, on January 20, 2023 and simultaneously filed a Notice of Failure to File on January 20, 2023. The City filed its audited financial report for fiscal years 2021 and 2022 within the requisite 270 days following the end of fiscal years 2021 and 2022, respectively, and expects to be in compliance with its continuing disclosure obligations going forward.

Other Information

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

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

This Official Statement and the Appendices hereto contain brief descriptions of, among other matters, the City, the Bonds, and the security and sources of payment for the Bonds. Such descriptions and information do not purport to be comprehensive or definitive. The summaries of various constitutional provisions, statutes, the Bond Resolution, and other documents are intended as summaries only and are qualified in their entirety by reference to such laws and documents, and references herein to the Bonds are qualified in their entirety to the form thereof included in the Resolution. See APPENDIX C - “FORM OF BOND RESOLUTION.” Copies of the Bond Resolution and other documents and information are available, upon request and upon payment to the City of a charge for copying, mailing and handling, from City of Brookhaven, Georgia, 4362 Peachtree Road, Brookhaven, Georgia 30319, Attention: Chief Financial Officer, telephone: (404) 637-0620. During the period of the offering of the Bonds, copies of such documents are available, upon request and upon payment to the Financial Advisor of a charge for copying, mailing and handling, from Davenport & Company LLC, 515 East Crossville, Suite 380, Roswell, Georgia 30075, telephone: (404) 825-9467.

THE BONDS

Description

The Bonds will be dated their date of issuance and will bear interest at the rates specified on the inside cover page of this Official Statement (computed on the basis of a 360-day year of twelve 30-day months) from the Interest Payment Date next preceding their date of authentication to which interest has been paid (unless their date of authentication is an Interest Payment Date, in which case from such Interest Payment Date, unless their date of authentication is after a Record Date but before an Interest Payment Date, in which case from the next Interest Payment Date, or unless their date of authentication is before the first Interest Payment Date, in which case from their date of issuance). Interest will be payable semiannually on each Interest Payment Date, commencing January 1, 2025. The principal amount of the Bonds is payable at the times and in the amounts set forth on the cover page of this Official Statement. Both the principal of and interest on the Bonds shall be payable in lawful money of the United States of America.

When in book-entry form, payment of the principal of and interest on the Bonds will be made by the Paying Agent directly to Cede & Co., as nominee of DTC, and will subsequently be disbursed to Direct Participants and Indirect Participants and thereafter to Beneficial Owners of the Bonds. See “THE BONDS – Book-Entry System Only.”

When not in book-entry form, the principal of the Bonds shall be payable at maturity upon presentation and surrender thereof at the designated corporate trust office of the Paying Agent. When not in book-entry form, payments of interest on the Bonds shall be made by check or draft payable to the registered owner as shown on the bond registration book kept by the Bond Registrar at the close of business on each Record Date, and such payments of interest shall be mailed to the registered owner at the address shown on the bond registration book.

Security and Sources of Payment for the Bonds

Security from Ad Valorem Taxation. The Bonds will constitute general obligation debt of the City within the meaning of Article IX, Section V, Paragraph I of the Constitution of Georgia and shall count against the limitation on debt contained therein. See “CITY DEBT STRUCTURE – Limitations on City Debt – *General Obligation Debt*” in Appendix A. Said limitation requires that the general obligation debt of the City shall never exceed 10% of the assessed value of taxable property within the territorial limits of the City. The County shall have no direct obligation or responsibility with regard to the Bonds, except for the payments to be made to the “Brookhaven Sinking Fund,” defined herein, from the receipts of a special purpose local option sales tax (the “Sales and Use Tax”). Any liability on such debt which is not satisfied from the proceeds of the Sales and Use Tax shall be satisfied from the general fund of the City, in which event the principal of and interest on the Bonds will be payable from *ad valorem* taxes levied, without limitation as to rate or amount, upon all taxable property within the City that is subject to taxation for general obligation bond purposes, in an amount sufficient to pay the principal of and interest on the Bonds.

Prior to the issuance of the Bonds, the City, as required by Article IX, Section V, Paragraph VI of the Constitution of the State of Georgia, will provide for the assessment and collection of an *ad valorem* tax on all taxable property within the territorial limits of the City subject to taxation for general obligation bond purposes in an amount, which, together with the Sales and Use Tax collections, will be sufficient to pay the principal of and interest on the Bonds as the same become due and payable. The proceeds of the *ad valorem* tax assessed to pay the principal of and interest on the Bonds, together with any other money collected for such purpose, will be placed, pursuant to Article IX, Section V, Paragraph VI of the Constitution of the State of Georgia, in the Brookhaven Sinking Fund, as a sinking fund, to be used exclusively for paying the principal of and interest on the Bonds. Such money will be held and kept separate and apart from all other revenues collected by the City.

Security from Sales and Use Tax. Payment of the principal of and interest on the Bonds will be secured by, and will be first payable from, the Sales and Use Tax. The Sales and Use Tax will begin being levied in the County on April 1, 2024, and will be collected for a period of time not to exceed six years to raise an estimated \$850,000,000. The County and each of the incorporated municipalities therein, including the City, entered into an Intergovernmental Agreement for the Use and Distribution of Proceeds from the One Percent Special Purpose Local Option Sales Tax dated August 24, 2023 (the “Distribution Agreement”), pursuant to which, among other things, the parties agreed to the amount of the net Sales and Use Tax collections to be distributed by the Revenue Commissioner to the County and each of the incorporated municipalities therein, including the City, for which the “distribution percentage” was determined to be 8.069%.

Notwithstanding the distribution provisions set forth in the Distribution Agreement, all funds provided by the Sales and Use Tax (and any amount obtained from any *ad valorem* tax levied and collected for payment of the Bonds) are pledged irrevocably to and appropriated for the payment of the principal of and interest on the Bonds so that all of the Bonds will be fully paid as the same mature and become due. The City has covenanted to pay to the Paying Agent on or before each Interest Payment Date, amounts sufficient to pay the principal of and interest on the Bonds on such dates. The City estimates that receipts of the Sales and Use Tax will be sufficient to meet all debt service requirements on the Bonds.

After the Brookhaven Sinking Fund has accumulated sufficient money to satisfy the Debt Service Requirement on the Bonds for the current Bond Year, all remaining proceeds of the Sales and Use Tax received in such Bond Year shall be deposited in the City of Brookhaven Project Fund Account (the “Project Fund”). Proceeds of the Sales and Use Tax deposited in the Project Fund will be used to finance all projects and purposes approved by the voters not financed with the proceeds of the Bonds.

Pursuant to Part 1 of Article 3 of Chapter 8 of Title 48 of O.C.G.A. (the “Sales Tax Act”) and the results of the Election, the imposition of the Sales and Use Tax has been authorized upon the retail purchase, retail sale, rental, storage, use, and consumption of tangible personal property, and upon the services described and set forth in the Georgia Retailers’ and Consumers’ Sales and Use Tax Act (O.C.G.A. § 48-8-1, *et seq.*) (the “State Sales Tax Act”) within the County, subject to numerous exemptions. The Sales and Use Tax is to correspond as nearly as practicable, except as to rate, with the 4% State of Georgia sales and use tax (the “State Sales Tax”) levied pursuant to the State Sales Tax Act, except that the Sales and Use Tax applies to sales of motor fuels, food and food

ingredients and alcoholic beverages, and except that sales of tangible personal property ordered by and delivered to a purchaser outside the County shall not be subject to the Sales and Use Tax regardless of the point at which title passes, and building and construction materials are not subject to the Sales and Use Tax when the contract pursuant to which the materials are purchased or used was advertised for bid prior to the voters' approval of the imposition of the tax and the contract was entered into as a result of a bid actually submitted in response to the advertisement prior to approval of the imposition of the tax. A reciprocal credit is also allowed against the Sales and Use Tax for any amounts paid pursuant to any local sales and use tax on tangible personal property purchased outside the County.

The Sales and Use Tax shall be administered and collected by the State of Georgia Department of Revenue, Sales and Use Tax Division (the "Collection Agent") in the same manner as the State Sales Tax. On or before the 20th day of each month, Sales and Use Tax proceeds collected by retailers are required to be paid for the preceding month, except for retailers or providers of services with a very small tax liability who remit taxes to the Collection Agent quarterly. Retailers or providers of services are allowed, as a collection fee, a percentage of the amount of Sales and Use Tax receipts due to the Department of Revenue in the form of a deduction in paying the amount due, if said receipts are not delinquent at the time of payment to the Department of Revenue. The rate of the deduction shall be the same as the rate from time to time authorized for deductions under the State Sales Tax. The following deductions are allowed: (1) 3% of the first \$3,000 of Sales and Use Tax reported due on each monthly return (other than Sales and Use Tax on motor fuel), (2) 0.50% of Sales and Use Tax in excess of \$3,000 reported due on each monthly return (other than Sales and Use Tax on motor fuel), and (3) 3% of Sales and Use Tax on motor fuel reported due on each monthly return.

The Collection Agent is required to disburse the proceeds of the Sales and Use Tax as soon as practicable after collection. One percent of the amount collected is retained by the Collection Agent and paid into the general fund of the state treasury to defray the costs of administration.

Any net proceeds of the Sales and Use Tax received by the City in excess of the amounts required for payment of the Bonds and the costs of acquiring, constructing, and equipping all projects and purposes approved by the voters shall be used for the purpose of reducing indebtedness of the City other than indebtedness incurred pursuant to the Act. If there is no such other indebtedness or, if the excess proceeds exceed the amount of any such other indebtedness, then the excess proceeds shall next be paid into the general fund of the City to be used for the purpose of reducing *ad valorem* taxes.

Historical Sales and Use Tax Data. The Sales and Use Tax is scheduled to begin being collected on April 1, 2024. A special county one percent (1%) sales and use tax was previously collected in the County from April 1, 2018, through October 31, 2023 (the "Prior Sales and Use Tax"). Set forth below is the total amount of the Prior Sales and Use Tax distributed by the Collection Agent to the County as of December 31 in the years 2018 through 2023, the portion of such amount distributed to the City, and the percentage change of the City's Distribution from the prior year. The City received 7.411% of the Prior Sales and Use Tax.

<u>Year</u>	<u>Total Distributions</u>	<u>City's Distribution</u>	<u>Percentage Change from Prior Year (City's Distribution)</u>
2018 ⁽¹⁾	\$ 73,967,293	\$5,481,716	N/A
2019	101,821,607	7,545,999	N/A
2020	98,955,632	7,333,602	-2.81%
2021	119,159,050	8,830,877	20.42
2022	129,542,135	9,600,368	8.71
2023	131,178,356	9,721,628	1.26

Source: State of Georgia Department of Revenue.

⁽¹⁾ Collections are for a nine month period.

The historical sales and use tax data presented above should not be considered to represent future results that may be obtained by the County and the City from collections of the Sales and Use Tax. Although the City believes that future financial results will be comparable to, or exceed, those set forth above, certain of the

assumptions upon which it presently is relying may not materialize, and unanticipated events and circumstances, such as a recession, may occur that may adversely affect such results.

Redemption

The Bonds are not subject to redemption prior to their respective maturities.

Book-Entry Only System

The Bonds initially will be issued solely in book-entry form to be held in the book-entry only system maintained by DTC. So long as such book-entry system is used, only DTC will receive or have the right to receive physical delivery of the Bonds and, except as otherwise provided herein with respect to tenders by beneficial owners of beneficial ownership interests, beneficial owners will not be or be considered to be, and will not have any rights as, owners or holders of the Bonds.

The information set forth in Appendix F about the book-entry only system applicable to the Bonds has been supplied by DTC. The City makes no representations, warranties or guarantees with respect to its accuracy or completeness.

PLAN OF FINANCING

Sources and Applications of Funds

The sources and applications of funds in connection with the issuance of the Bonds are set forth below.

Sources of Funds:	
Par Amount of Bonds	\$50,000,000.00
Plus: Original Issue Premium	4,548,172.65
Total Sources of Funds	<u>\$54,548,172.65</u>
Application of Funds:	
City Projects	\$54,065,949.15
Costs of Issuance ⁽¹⁾	482,223.50
Total Application of Funds	<u>\$54,548,172.65</u>

⁽¹⁾ Includes underwriter’s discount, legal and accounting fees, rating agency fees, printing costs, validation court costs and other costs of issuance.

City Projects

The proceeds from the sale of the bonds and the investment earnings thereon, together with the City’s portion of the proceeds of the Sales and Use Tax, if any, will be used to acquire, construct, and equip, in whole or in part, the following capital outlay projects of the City, as approved by the voters voting in the election (i) pavement management, (ii) transportation improvements, (iii) parks capital and asset maintenance, (iv) public safety equipment and fleet, and (v) expenses incident to accomplish all of the forgoing.

Investment of Bond Proceeds.

The moneys in the Project Fund will be invested pending their disbursement. Section 36-82-7 of the Official Code of Georgia Annotated provides that the proceeds of the Bonds may be invested and reinvested by the governing authority of the City in the following investments, and no others:

- (1) the local government investment pool created in Chapter 83 of Title 36 of the Official Code of Georgia Annotated;

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

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

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

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

(6) certificates of deposit of national or state banks located within the State of Georgia which have deposits insured by the Federal Deposit Insurance Corporation and certificates of deposit of federal savings and loan associations and state building and loan or savings and loan associations located within the State of Georgia which have deposits insured by the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation or the Georgia Credit Union Deposit Insurance Corporation, including the certificates of deposit of any bank, savings and loan association, or building and loan association acting as depository, custodian, or trustee for any such bond proceeds, provided the portion of the certificates of deposit in excess of the amount insured by the Federal Deposit Insurance Corporation, the Savings Association Insurance Fund of the Federal Deposit Insurance Corporation, or the Georgia Credit Union Deposit Insurance Corporation, if any, must be secured by deposit, with the Federal Reserve Bank of Atlanta, Georgia, or with any national or state bank or federal savings and loan association or state building and loan or savings and loan association located within the State of Georgia, of one or more of the following securities in an aggregate principal amount equal at least to the amount of such excess: direct and general obligations of the State of Georgia or of any county or municipal corporation in the State of Georgia, obligations of the United States or subsidiary corporations described in (3) above, obligations of the agencies of the United States government described in (4) above, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities described in (5) above;

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

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

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

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

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

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

Annual Debt Service Requirements

The following table sets forth the principal and interest payment requirements with respect to the Bonds in each of the fiscal years shown below.

<u>Fiscal Year Ended</u> <u>December 31</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2025	\$ 7,170,000.00	\$3,258,933.33	\$10,428,933.33
2026	7,600,000.00	2,065,500.00	9,665,500.00
2027	8,055,000.00	1,761,500.00	9,816,500.00
2028	8,535,000.00	1,358,750.00	9,893,750.00
2029	9,050,000.00	932,000.00	9,982,000.00
2030	9,590,000.00	479,500.00	10,069,500.00
Total	<u>\$50,000,000.00</u>	<u>\$9,856,183.33</u>	<u>\$59,856,183.33</u>

FORWARD LOOKING STATEMENTS

Any statements made in this Official Statement, including appendices involving estimates, projections or matters of opinion, whether or not expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates, projections or matters of opinion will be realized.

The use of the words “shall” or “will” in this Official Statement 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. The statements contained in this Official Statement that are not purely historical, are “forward looking statements.” Such statements generally are identifiable by terminology such as “project,” “forecast,” “anticipate,” “intend,” “believe,” “plan,” “expect,” “estimate,” “budget” or the negative thereof or other similar words. Readers should not place undue reliance on forward looking statements. All forward looking statements included or incorporated by reference in this Official Statement are based upon information available on the date hereof and the City does not assume any obligation to update any such forward looking statements. It is important to note that the actual results could differ materially from those in such forward looking statements.

LEGAL MATTERS

Pending Litigation

The City, like other similar bodies, is subject to a variety of suits and proceedings arising in the ordinary conduct of its affairs. The City, after reviewing the current status of all pending and threatened litigation with its

attorney, believes that, while the outcome of litigation cannot be predicted, the final resolution or outcome of all lawsuits that have been filed and of any actions or claims pending or threatened against the City or its officials in such capacity are adequately covered by insurance or sovereign immunity or will not have a material adverse effect upon the financial position or results of operations of the City.

There is no litigation now pending or, to the knowledge of the City, threatened against the City, which (a) restrains or enjoins the issuance or delivery of the Bonds, the levy of an ad valorem tax for the payment of the Bonds or the use of the proceeds of the Bonds or (b) questions or contests the validity of the Bonds, the proceedings and authority under which they are to be issued or the security for the Bonds. Neither the creation, organization, or existence of the City, nor the title of the present members or other officials of the City to their respective offices, is being contested or questioned.

Validation Proceedings

The City caused proceedings to be instituted in the Superior Court of DeKalb County, Georgia to validate the Bonds, and the Bonds were validated on February 6, 2024. The order is not being appealed or contested. Georgia law provides that the judgment of the Superior Court of DeKalb County validating the issuance of the Bonds and the Security therefor, shall be forever conclusive as to the validity of the Bonds against the City.

Closing Certificates

The City will furnish to the successful bidders a certificate that no litigation is pending or threatened against it which would have a material effect on the issuance or validity of the Bonds, the levy and collection of an ad valorem tax to pay the Bonds, or on the financial condition of the City. In addition, the City will represent to the successful bidders 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

Opinion of Bond Counsel

In the opinion of Bond Counsel, under current law, interest on the Bonds (a) is not included in gross income for Federal income tax purposes, (b) is not an item of tax preference for purposes of the Federal alternative minimum tax, (c) is taken into account in determining adjusted financial statement income for applicable corporations (as defined in Section 59(k) of the Code) for the alternative minimum tax imposed on such corporations, and (d) is exempt from income taxation by the State of Georgia. No other opinion is expressed by Bond Counsel regarding the tax consequences of the ownership of or the receipt or accrual of interest on the Bonds.

Bond Counsel's opinion is given in reliance upon certifications by representatives of the City as to certain facts relevant to both the opinion and requirements of the Internal Revenue Code of 1986, as amended (the "Code"), and is subject to the condition that there is compliance subsequent to the issuance of the Bonds with all requirements of the Code that must be satisfied in order for interest thereon to remain excludable from gross income for Federal income tax purposes. The City has covenanted to comply with the provisions of the Code regarding, among other matters, the use, expenditure and investment of the proceeds of the Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Bonds. Failure by the City to comply with such covenants, among other things, could cause interest on the Bonds to be included in gross income for Federal income tax purposes retroactively to their date of issue.

Bond Counsel's opinion represents its legal judgment based in part upon the representations and covenants referenced therein and its review of current law, but is not a guarantee of result or binding on the Internal Revenue Service (the "Service") or the courts. Bond Counsel assumes no duty to update or supplement its opinion to reflect any facts or circumstances that may come to Bond Counsel's attention after the date of its opinion or to reflect any changes in law or the interpretation thereof that may occur or become effective after such date.

Customary practice in the giving of legal opinions includes not detailing in the opinion all of the assumptions, limitations and exclusions that are a part of the conclusions therein. See “*Statement on the Role of Customary Practice in the Preparation and Understanding of Third-Party Legal Opinions*”, 63 Bus. Law. 1277 (2008)” and “*Legal Opinion Principles*”, 53 Bus. Law. 831 (May 1998), updated by “*Statement of Opinion Practices*”, 74 Bus. Law. 801, 807 (2019). Purchasers of the Bonds should seek advice or counsel concerning such matters as they deem prudent in connection with their purchase of Bonds.

No other opinion is expressed by Bond Counsel regarding the tax consequences of the ownership of or receipt or accrual of interest on the Bonds.

Alternative Minimum Tax

Individuals – Bond Counsel’s opinion states that under current law interest on the Bonds is not an item of preference and is not subject to the alternative minimum tax on individuals.

Applicable Corporations – Bond Counsel’s opinion also states that under current law interest on the Bonds is taken into account in determining adjusted financial statement income for applicable corporations (as defined in Section 59(k) of the Code) for the alternative minimum tax imposed on such corporations. Under current law, an “applicable corporation” generally is a corporation with average annual adjusted financial statement income for a three-taxable-year period ending after December 31, 2021, that exceeds \$1 billion.

Original Issue Premium

Bonds purchased, whether upon issuance or otherwise, for an amount (excluding any amount attributable to accrued interest) in excess of their principal amount will be treated for Federal income tax purposes as having amortizable bond premium. A holder’s basis in such a Bond must be reduced by the amount of premium which accrues while such Bond is held by the holder. No deduction for such amount will be allowed, but it generally will offset interest on the Bonds while so held. Purchasers of such Bonds should consult their own tax advisors as to the calculation, accrual and treatment of amortizable bond premium and the state and local tax consequences of holding such Bonds.

Other Tax Matters

In addition to the matters addressed above, prospective purchasers of the Bonds should be aware that the ownership of tax-exempt obligations may result in collateral Federal income tax consequences to certain taxpayers, including without limitation financial institutions, property and casualty insurance companies, S corporations, foreign corporations subject to the branch profits tax, recipients of Social Security or Railroad Retirement benefits and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations. Prospective purchasers of the Bonds should consult their tax advisors as to the applicability and impact of such consequences.

Current and future legislative proposals, if enacted into law, may cause interest on the Bonds to be subject, directly or indirectly, to federal income taxation by, for example, changing the current exclusion or deduction rules to limit the aggregate amount of interest on state and local government bonds that may be treated as tax exempt by certain individuals.

The Service has a program to audit state and local government obligations to determine whether the interest thereon is includible in gross income for Federal income tax purposes. If the Service does audit the Bonds, under current Service procedures, the Service will treat the City as the taxpayer and the owners of the Bonds will have only limited rights, if any, to participate.

There are many events that could affect the value and liquidity or marketability of the Bonds after their issuance, including but not limited to public knowledge of an audit of the Bonds by the Service, a general change in interest rates for comparable securities, a change in Federal or state income tax rates, Federal or state legislative or regulatory proposals affecting state and local government securities and changes in judicial interpretation of existing

law. In addition, certain tax considerations relevant to owners of Bonds who purchase Bonds after their issuance may be different from those relevant to purchasers upon issuance. Neither the opinion of Bond Counsel nor this Official Statement purports to address the likelihood or effect of any such potential events or such other tax considerations and purchasers of the Bonds should seek advice concerning such matters as they deem prudent in connection with their purchase of Bonds.

Prospective purchasers of the Bonds should consult their own tax advisors as to the status of interest on the Bonds under the tax laws of any state other than Georgia.

MISCELLANEOUS

Ratings

Moody's Investors Service, Inc. ("Moody's") has assigned the Bonds the rating of "Aaa" and S&P Global Ratings Inc. ("S&P") has assigned the Bonds the rating of "AAA." Any desired explanation of the significance of such ratings should be obtained from Moody's and S&P. Certain information and materials, including information and materials not included in this Official Statement, were furnished by the City to Moody's and S&P. Generally, the rating agencies base their ratings on the information and materials so furnished and on its respective investigations, studies and assumptions. A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

There is no assurance that the ratings will be maintained for any given period of time or that they will not be lowered or withdrawn entirely if, in the judgment of Moody's or S&P circumstances so warrant. Any such change in or withdrawal of such ratings could have an adverse effect on the market price or the marketability of the Bonds.

Competitive Sale of Bonds

The Bonds were offered by the City at a competitive sale on February 13, 2024. The Bonds are being purchased by Hilltop Securities Inc. (the "Underwriter"), as the successful bidder pursuant to a competitive sale. The Underwriter has agreed to purchase the Bonds at a purchase price of \$54,490,949.15 (representing par, plus original issue premium of \$4,548,172.65, less an underwriting discount of \$57,223.50 (0.114447% of the principal amount of the Bonds)). The Underwriter's obligation to purchase the Bonds is subject to certain conditions precedent set forth in the Official Notice of Sale. The Underwriter will be obligated to purchase all of the Bonds if any are purchased. The offering prices or yields of the Bonds may be changed by the Underwriter after the Bonds are released for sale, and the Bonds may be offered and sold by the Underwriter at prices other than the initial offering prices, including sales to dealers who may sell the Bonds to investment accounts. All other information concerning the notice and terms of any re-offering should be obtained from the Underwriter, not the City.

Independent Auditors

The financial statements of the City for the fiscal year ended December 31, 2022, included in Appendix B to this Official Statement have been audited by Mauldin & Jenkins, LLC, Atlanta, Georgia (the "Auditor"), certified public accountants, for the period indicated in its report. **The Auditor has not been engaged to perform and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in its report included in this Official Statement.** The Auditor also has not performed any procedures relating to this Official Statement.

Financial Advisor

Davenport & Company LLC, Atlanta, Georgia, serves as Financial Advisor to the City and has no underwriting responsibility to the City with respect to this transaction. As Financial Advisor, Davenport & Company LLC has advised the City in matters relating to the planning, structuring and issuance of the Bonds, assisted the City with the preparation of this Official Statement and provided to the City other advice with respect to the issuance and sale of the Bonds. The Financial Advisor's fee will be paid from proceeds of the Bonds.

Although Davenport & Company LLC has assisted in the preparation of the Official Statement, Davenport & Company LLC is not obligated to undertake, and has not undertaken to make, an independent verification or assume responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement.

Additional Information

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

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

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CERTIFICATION

The execution of this Official Statement has been duly authorized by the City Council. The City has deemed this Official Statement “final” as of its date within the meaning of the Rule.

CITY OF BROOKHAVEN, GEORGIA

By: /s/ John Park
Mayor

APPENDIX A

THE CITY

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THE CITY

Introduction

The City of Brookhaven (“Brookhaven” or the “City”) is a municipal corporation of the State of Georgia (the “State”). After a July 31, 2012, voter referendum approving the establishment of Brookhaven, the City officially became the largest city in DeKalb County, Georgia, on December 17, 2012. As of July 1, 2022, the City had an estimated population of 56,848. Brookhaven is located in the northeast suburbs of the City of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 11.6 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, quality restaurants and shopping.

Governmental Organization and Elected Officials

Under the Charter of the City, the City Council is comprised of a mayor and four council members who enact local legislation, determine policies, and adopt the City’s annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with two Councilmembers’ terms expiring on odd-numbered years on an alternating basis with the other two Councilmembers’ terms.

The City is divided into four council districts. One member is elected from each district, and the Mayor is elected from the City at large. The Mayor is recognized as the head of the City government for all ceremonial purposes and serves as the chair of all meetings of the City Council. The Mayor votes only in the case of a tie or in the case where his or her vote will provide the number of votes necessary for approval of a matter.

Certain other information concerning the City Council members is set forth below:

Name and Office Held	District	Years in Office	Principal Occupation
John Park, Mayor	At-Large		Technology Consultant
Michael Diaz	1		Vice President and Area Manager of Sustainable Design and Engineering Firm
John J. Funny	4	1	President/CEO Planning and Engineering Firm
Jennifer Owens	2	1	President/CEO - HealthMPowers
Madeleine Simmons	3	3	Attorney

The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day to day operations of the City. The City Manager is the chief administrative officer of the City and is responsible to the City Council for the proper administration of all affairs of the City. The Deputy City Manager and Assistant City Manager are appointed by the City Manager.

Certain City Staff Members

Christian Sigman, City Manager, was appointed City Manager on May 10, 2016. He has served in various leadership roles within several cities and counties including Hamilton County, Ohio; the City of Cincinnati, Ohio; and the District of Columbia. Mr. Sigman has also served as a strategy consultant with Booz Allen Hamilton. He began his 30+ year public service career as a police officer for Indiana University where he double majored in Psychology and Criminal Justice and went on to earn his MPA at the Paul H. O’Neill School of Public and Environmental Affairs. He has attended the Senior Executives in State and Local Government Program at Harvard University. Mr. Sigman is a Credentialed Manager with the International City/County Management Association and has served as a guest lecturer on local government leadership and management at Indiana University, University of Cincinnati, The George Washington University, Xavier University, and the University of Georgia.

Steven Chapman II, Deputy City Manager and Chief Financial Officer, was appointed Deputy City Manager on August 1, 2021, after serving as Assistant City Manager and Chief Financial Officer since joining the City in September 2016. Mr. Chapman started his career with a small investment bank in Atlanta and has since served in

many roles with federal, county and city governments over his 34-year career. Mr. Chapman was recognized as the “CFO of the Year” in 2021 by the Atlanta Business Chronicle for the governmental/non-profit category. Mr. Chapman holds an MS in Finance from Georgia State University’s Jack M. Robinson School of Business and a BS in Management from the Georgia Institute of Technology, and is currently working on his PhD dissertation in Public Administration from Florida Atlantic University. Mr. Chapman has been a prolific speaker on the topic of government finance and leadership at various national, state and local conferences as well as teaching classes at the university level. He previously served six years as a committee member for the GFOA Governmental Budget and Fiscal Policy committee where he championed the most recent best practice in fund balance policy. Mr. Chapman has been on many boards including serving on the Florida League of Cities Pension Investment Advisory Committee.

Patrice S. Ruffin Dowdell, AICP, Assistant City Manager, was appointed Assistant City Manager in August 2021 after serving as Director of Community Development since January 2017. Ms. Ruffin is an urban planning practitioner with over 15 years of experience gained through a variety of program and leadership positions and community development consulting work with local governments in the southeast. The start-up of newly incorporated municipalities, zoning administration, and long-range planning have been her career focus. As Assistant City Manager, she is responsible for several enterprise-wide initiatives, including sustainability and community engagement. Ms. Ruffin has earned a juris doctor degree from Georgia State University and bachelor’s and master’s degrees in urban and regional planning from Alabama A&M University.

Employees

The City employed approximately 180 full-time and 10 full-time equivalent (part-time) employees in all departments of government as of December 31, 2023. No employees of the City are represented by labor organizations or are covered by collective bargaining agreements, and the City is not aware of any union organizing efforts at the present time. Georgia is a “right-to-work” state and employees cannot be required to join a union or make payments to a union as a condition of employment. The City believes that employee relations are good.

Retirement Plans and Other Post-Employment Benefits

Defined Contribution Pension Plan. Brookhaven offers two retirement plans for City employees. The 401(a) and 457 plan are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. For the 457 plan, the City matches full-time employee contributions at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following 30 days of employment and are fully vested after 12 months. At December 31, 2022, there were 139 employees participating in the plan who contributed \$972,960, while the City’s contributions totaled \$1,066,920. The City also contributes the social security withholding amount (6.2% for 2022) to a social security replacement plan for each eligible employee. All participants are fully vested in the social security replacement plan at all times. At December 31, 2022, there were 154 employees participating in the plan with total contributions from the City of \$741,639.

Other Post-Employment Benefits. The City does not currently offer post-employment benefits other than those set forth above.

Demographic Information

Population. Set forth below is the estimated total population of the City and the County for the years 2018-2022, the most current data available.

Year	City	County
2018	53,140	754,906
2019	53,819	759,297
2020	54,727	763,831
2021	54,902	757,718
2022	56,848	762,820

Source: U.S. Census Bureau.

Population By Age; Median Age. The following table presents estimated population by age for the City for calendar year 2022, the most recent information available. The median age of residents of the City in 2022 was 34.6.

Under 20 Years	20 to 44 Years	45 to 64 Years	65 Years and Over
23.9%	43.4%	22.5%	10.2%

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Educational Attainment. The following table presents the estimated level of education of the population aged 25 years and over for the City for the year 2022, the most recent information available.

Less than 9 th grade	3.5%
9 th to 12 grade, no diploma	2.9
High school graduate (including equivalency)	8.3
Some college, no degree	7.9
Associate degree	3.9
Bachelor's degree	41.2
Graduate or professional degree	32.3
	<u>100.0%</u>
Percent high school graduate or higher	93.6%
Percent bachelor's degree or higher	73.5%

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Commuting Characteristics. The following table presents the estimated percentages of the City's population employed at jobs located within the County and those employed at jobs located outside of the County for the calendar year 2022, the most recent information available.

Residents of the City Employed:

Inside the County	49.4%
Outside the County	50.0

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Economic Information

The following information is provided to give prospective investors an overview of the general economic condition in the City. Where information related to the City is not available, information for the County has been provided instead. These statistics have not been adjusted to reflect economic trends and are not to be relied upon as a representation or guarantee of the City, the County or the Underwriter.

Per Capita Personal Income. The following table reflects the estimated per capita personal income (mean) for the City, the County, the State and the United States for the calendar years 2018 through 2022, the most recent information available.

Year	City	County	State of Georgia	United States
2018	\$57,001	\$34,100	\$29,523	\$32,621
2019	60,163	36,077	31,067	34,103
2020	63,704	37,523	32,427	35,384
2021	67,388	39,994	34,516	37,638
2022	74,964	43,958	37,836	41,261

Source: U.S. Census Bureau, 2022, 2021, 2020, 2019 and 2018 American Community Survey 5-Year Estimates.

Median and Mean Household Income. The following table contains an estimate of the median and mean household incomes in the City, the County, the State and the United States for the year 2022, the most recent information available.

	City	County	State	United States
Median	\$114,570	\$76,044	\$71,355	\$75,149
Mean	171,389	111,453	99,345	105,833

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Poverty Levels. The following table contains an estimate of the percentage of all people that were living below the poverty level in the City, the County, the State and the United States for the year 2022, the most recent information available.

City	County	State	United States
10.6%	13.5%	12.7%	11.5%

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Household Income Distribution. The following table reflects the estimated income distribution of all households in the City for the calendar year 2022 (the most recent information available).

Income	Percent of Population
Less than \$10,000	3.3%
\$10,000 to \$14,999	2.2
\$15,000 to \$24,999	5.4
\$25,000 to \$34,999	3.8
\$35,000 to \$49,999	6.4
\$50,000 to \$74,999	12.2
\$75,000 to \$99,999	10.0
\$100,000 to \$149,999	17.5
\$150,000 to \$199,999	9.5
\$200,000 or more	29.7
	100.0%

Source: U.S. Census Bureau, 2022 American Community Survey 5-Year Estimates.

Median Home Values. The following table contains the median home values for the City, the County, the State and the United States for 2018 - 2022, the most recent information available.

Year	City	County	State	United States
2018	\$461,700	\$192,100	\$179,500	\$226,900
2019	489,200	216,600	192,700	239,100
2020	542,400	234,100	208,900	251,700
2021	562,700	255,600	226,600	268,800
2022	626,800	301,100	245,900	281,900

Source: U.S. Census Bureau, 2022, 2021, 2020, 2019 and 2018 American Community Survey 5-Year Estimates.

Building Permits Summary. The following table reflects the number of commercial and residential building permits issued in Brookhaven for the last five full fiscal years. The number of permits issued includes both commercial and residential, with each category including new construction, additions, alterations and conversions.

Year	Building Permits Issued
2019	3,670
2020	3,790
2021	3,715
2022	3,656
2023 ⁽¹⁾	2,809

Source: City of Brookhaven City Manager's Office.

⁽¹⁾ Decrease from prior years due to high construction costs and interest rates, and limited land availability for new development.

Banking Deposits. The following table contains the number of banking institutions and the total banking deposits (in thousands) for all FDIC-insured institutions in the County for the last five years ended June 30, the most current information available. Comparable information for the City is not available.

Year	Number of Institutions	Total Deposits (In Thousands)
2019	130	\$12,481,873
2020	130	14,103,508
2021	122	16,644,637
2022	115	17,772,880
2023	117	16,626,577

Source: Federal Deposit Insurance Corporation.

Largest Employers. Set forth below are the 10 largest employers located in the City for the fiscal year ended December 31, 2022 (the most recent information available), their type of business and estimated number of employees. There can be no assurance that any employer listed below will continue to be located in the City or will continue employment at the level stated. No independent investigation has been made of, and no representation can be made as to, the stability of the financial condition of the companies listed.

Employer	Industry	Number of Employees
Children's Healthcare of Atlanta	Healthcare	3,090
AT&T Services, Inc.	Telecommunications	1,979
AT&T Mobility Services, LLC	Telecommunications	1,064
Autotrader	Automobile sales	332
Target Store T146	Groceries	210
ABM	Building maintenance and facility services	200
Publix Super Markets #601	Groceries	181
Costco	Groceries	139
Access Control Systems LLC	Security	131
Publix Super Markets #1363	Groceries	124

Source: City of Brookhaven, December 31, 2022 Annual Comprehensive Financial Report.

Labor Statistics. The following table reflects the unemployment rates in the City, the County, the State and the United States for the calendar years 2018 through 2022 and for September 2023 (the most recent information available).

	2018	2019	2020	2021	2022	2023 ⁽¹⁾
Brookhaven Unemployment Rate	2.6%	2.2%	3.9%	2.2%	2.0%	2.4%
County Unemployment Rate	4.1	3.6	7.9	4.5	3.1	3.7
State Unemployment Rate	4.0	3.6	6.5	3.9	3.0	3.4
United States Unemployment Rate	3.9	3.7	8.1	5.3	3.6	3.6

⁽¹⁾ Reflects labor statistics for the month of September 2023.

Source: United States Department of Labor; Bureau of Labor Statistics.

Industry Mix. The following table sets forth an estimate of the industry mix within the County, based upon the average number of employees employed in the indicated industry covered by the State Trust Fund (unemployment insurance) as of the 2nd quarter of 2023 (the most current information available). The estimates include persons employed on a job site in the County regardless of where they reside. Comparable information for the City is not available.

Industry	Number of Firms	Number of Employees
Agricultural, forestry, fishing and hunting	11	112
Mining	5	63
Utilities	27	1,250
Construction	972	10,110
Manufacturing	599	13,910
Wholesale trade	1,052	11,334
Retail trade	2,215	32,704
Transportation and warehousing	517	13,116
Information	491	9,215
Finance and insurance	979	16,677
Real estate and rental and leasing	1,080	4,677
Professional, scientific and technical services	3,405	21,335
Management of companies and enterprises	84	4,375
Administrative and support and waste management and remediation	1,154	22,599
Educational services	348	22,085
Health care and social assistance	2,501	43,903
Arts, entertainment and recreation	344	3,317
Accommodation and food services	1,670	23,479
Other service (except public administration)	1,546	8,546
Unclassified – industry not assigned	4,485	1,816
Total – Private Sector	23,485	264,623
Total – Government		
Federal government	59	12,053
State government	108	8,449
Local government	216	22,009
All Industries⁽¹⁾	23,868	307,133

⁽¹⁾ Figures may not sum accurately due to rounding as all figures presented represent annually prepared averages.

Source: Georgia Department of Labor.

Category of Land Use. The following table reflects the categories of land use in the City for the calendar year 2022.

Land Type	Percentage⁽¹⁾
Residential	72.56%
Commercial	26.38
Industrial	1.00
Brownfield	0.06
TOTAL	100.00%

⁽¹⁾ Percentages are based on the number of acres excluding exempt property.
Source: DeKalb County Tax Commissioner, 2022 Tax Digest Consolidated Summary.

Cybersecurity

In light of ever changing and continuing cybersecurity threats faced by governmental entities, the City information technology department (“IT”) has completed installation of a network monitoring system that will be monitored 24/7 by a security company called Arctic Wolf, in partnership with the City’s primary vendor Carousel Industries. If anything suspicious is detected, an alert or phone call (depending on severity) is made to IT staff for investigation. Carousel is also available to assist if needed. Also included in the monitoring program is a quarterly external scan of the City’s network to look for vulnerabilities. This adds another layer of protection to the City’s digital assets. Implementation of this network monitoring system was a recommendation from the 2019 IT Strategic Plan and last year’s financial audit.

CITY FINANCIAL MANAGEMENT

Audited Financial Statements

The audited financial statements of the City for Fiscal Year ended December 31, 2022, are attached as Appendix B.

See Note 1 of the audited financial statements of the City for a detailed description of the City’s significant accounting policies.

Financial Policies

The City maintains financial policies to establish guidance for developing its financial goals and objectives, making financial decisions, reporting the financial status of the organization and managing the organization’s assets. The financial policies of the City are reviewed on an annual basis or as needed. Certain of the City financial policies are summarized below.

Operating Budget Policy. The City’s budget fiscal year begins on January 1 and ends on December 31. The budget is prepared by the City Manager and the Finance Director, with the cooperation and input of all City departments, on a basis that is consistent with the City charter, State budget laws, and generally accepted accounting principles. A proposed budget is subject to public hearing and comment. A final budget is approved by ordinance of City Council and approved at each fund/department level. The City strives for the following characteristics in its revenue structure: simplicity, equity, adequacy, administration, diversification and stability, and conservative estimates. Revenues received are compared to budgeted revenues and significant variances are investigated by the Finance Department.

Fund Balance Policy. The City has adopted a fund balance policy to ensure that the City maintains adequate fund balances and reserves to:

- Provide sufficient cash flow for daily financial needs;
- Secure and maintain investment grade bond ratings;

- Offset significant economic downturns or revenue shortfalls;
- Provide funding for unforeseen expenditures related to emergencies, and
- Provide funding for other commitments made by the City Council.

Compliance with the fund balance policy is reviewed as part of the annual budget adoption process.

Debt Management Policy. The debt management policy sets forth the parameters for all debt issued by or for the benefit of the City and its related entities, and to manage outstanding debt, consistent with all federal and state laws, rules and regulations related to the issuance of such debt. When the issuance of debt by or for the benefit of the City and its related entities is proposed, the City will consider its legal debt margin, direct net debt per capita, debt service in governmental funds as a percentage of operating expenditures in governmental funds, debt burden (overall net debt as a percentage of full valuation, and the ten-year payout ratio).

Insurance Coverage and Governmental Immunity

The General Assembly of the State of Georgia has declared, in Section 36-33-1 of the Official Code of Georgia Annotated, that it is the public policy of the State of Georgia that there is no waiver of the sovereign immunity of municipal corporations and that municipal corporations shall be immune from liability for damages. This policy is applicable to actions based upon tort but is not applicable to actions based upon contract. 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. Section 36-33-1 of the Official Code of Georgia Annotated also provides that a municipal corporation shall not waive its immunity by the purchase of liability insurance, except for vehicular liability insurance or unless the insurance policy covers an occurrence for which the defense of sovereign immunity is available, but the waiver is limited to the extent of the limits of the insurance policy. Section 36-33-1 of the Official Code of Georgia Annotated also provides that municipal corporations are not liable for failure to perform or for errors in performing their legislative or judicial powers, but are liable for neglect to perform or improper or unskillful performance of their ministerial duties.

The City carries commercial insurance for risks of losses related to torts, theft or damage to, and destruction of assets, errors and omissions, injuries to employees and natural disasters. Settled claims in the last three fiscal years have not exceeded the City's coverages. See Note 14 to the City's audited financial statements attached hereto as Appendix B.

Investment of Funds

O.C.G.A. Section 36-80-3 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:

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

O.C.G.A. Section 36-83-4 provides that the governing body of the City may invest and reinvest money subject to its control and jurisdiction in:

- (1) obligations of the State 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 bankers' acceptances;
- (6) the local government investment pool established by Section 36-83-8 of the Official Code of Georgia Annotated;
- (7) repurchase agreements; and
- (8) obligations of other political subdivisions of the State.

See Note 4 of the audited financial statements of the City for information regarding investment risk and policies.

Economic Development

Below is a brief description of anticipated development within the Special Service District for which building permits have been issued or are currently under review by the City.

Emory Executive Park. Emory University has located an executive park at the interchange of I-85 and North Druid Hills Road intended to be a “live-work-play health innovation district”. The district includes legacy health facilities such as Emory’s Brain Health Center and more recently opened health facilities such as the Hawks High Performance Training Facility and Emory’s Musculoskeletal Institute. Also within the executive park district is the Cortland Oleander Multifamily Housing, comprising approximately 350 units, that was completed around 2020. Emory is working with third parties to invest in additional projects in the district, including a Greystar Multifamily Housing project that is under construction and estimated to be completed in early 2024.

Solis Dresden Village. Construction of the Solis Dresden Village project commenced in summer of 2022. The project is expected to feature 183 residential units and walkable street retail. The project is expected to be completed in May 2024.

Children’s Healthcare of Atlanta. In 2017, Children’s Healthcare of Atlanta (“CHOA”) announced a master plan for its new North Druid Hills Campus in the City. When complete, CHOA’s main campus is expected to include a replacement hospital, a Center for Advanced Pediatrics, support buildings and over 20 acres of greenspace, including walking trails and parks. The plan also anticipates investments to improve transportation in the area, such as redesigning the I-85/North Druid Hills intersection, increasing access points and improving nearby arterial roads. Construction on the North Druid Hills Campus began in 2020, with completion anticipated in September 2024.

Manor Druid Hills Mixed-use Project. The Manor Druid Hills project is a mixed-use project comprising 55,000 square feet of high-end medical office space, a 140-room hotel designed for patients and their families obtaining medical care from CHOA and Emory Healthcare, and 382 units of multifamily housing to be marketed to healthcare and public service employees. It is expected to produce an estimated \$160.0 million in capital investment and an estimated 270 new full-time jobs.

AMLI Lake Hearn. AMLI, a major multifamily firm, is redeveloping the former Cox Communications office complex on Lake Hearn Drive in the City. The redevelopment includes razing the existing building and constructing 615 residential units, 25,000 square feet of commercial space and approximately 5.14 acres of dedicated park space as well as a three-fourths of a mile long trail. The estimated value of the project at completion is expected to be \$260.0 million. Completion is expected in the third quarter of 2024.

FINANCIAL INFORMATION CONCERNING THE CITY

Five-Year General Fund Operating History

The following table sets forth a historical, comparative summary of revenues, expenditures and changes in fund balance for the City's General Fund for the past six fiscal years. Information for the fiscal years ended December 31, 2018, through December 31, 2022, has been extracted from audited financial statements of the City for those fiscal years. Although taken from audited financial statements, no representation is made that the information is comparable from year to year, or that the information as shown, taken by itself, presents fairly the financial condition of the City for the fiscal years shown. For more complete information, reference is made to the audited financial statements for the City for fiscal year 2022, which are included in this Official Statement as APPENDIX B, and to the audited financial statements of the City for fiscal years 2018 through 2021, copies of which are available from the City upon request. **Information for the fiscal year ended December 31, 2023, has been extracted from unaudited financial statements provided by the City.**

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	2018	2019	2020	2021	2022	2023 (Unaudited)
Revenues:						
Property taxes	\$ 8,822,615	\$10,047,541	\$11,200,433	\$12,629,314	\$12,982,057	\$14,414,166
Franchise taxes	2,661,917	4,001,898	3,332,292	3,420,434	3,583,853	3,581,953
Alcohol excise taxes	1,155,312	323,470	1,296,488	1,329,170	1,407,444	1,120,128
Business taxes	5,834,215	5,818,439	5,749,738	5,753,831	6,920,718	7,126,491
Excise taxes	533,192	468,870	279,151	324,711	383,196	465,849
Licenses and permits	5,745,897	4,199,025	10,439,887	6,867,049	4,847,307	4,920,126
Intergovernmental	312,601	556,318	796,159	449,226	254,115	196,426
Charges for services	922,287	929,095	571,472	720,823	845,701	915,175
Fines and forfeitures	1,038,309	1,538,857	830,271	1,015,707	1,549,753	1,597,151
Contributions	34,271	41,168	57,450	37,670	76,022	33,023
Interest earned	159,148	223,489	138,452	33,358	230,028	972,380
Miscellaneous	129,320	61,327	95,761	386,189	171,734	245,520
Total Revenues	\$27,349,084	\$29,209,497	\$34,787,554	\$32,967,482	\$33,251,928	\$35,588,387
Expenditures:						
Current:						
General government	\$ 6,323,975	\$ 6,736,648	\$ 7,212,603	\$ 7,629,025	\$ 8,480,219	\$12,686,143
Judicial	555,029	922,688	629,954	682,638	1,027,978	646,594
Public safety	8,359,743	9,526,968	8,719,527	10,775,024	11,626,209	14,099,572
Public works	1,439,610	1,669,956	1,442,244	1,447,764	1,725,679	1,809,997
Recreation	2,577,742	3,146,376	3,274,142	4,001,873	3,671,934	1,983,837
Housing and development	3,243,602	3,302,095	3,967,062	3,650,319	3,573,726	3,526,109
Economic development	316,878	289,495	267,860	541,533	239,288	238,924
Capital outlay	2,075,870	988,087	1,541,546	945,785	7,178,464	167,486
Total expenditures	\$24,892,449	\$26,582,313	\$27,054,938	\$29,673,961	\$37,523,497	\$35,158,664
Excess (deficiency) of revenues over expenditures	\$ 2,456,635	\$ 2,627,184	\$ 7,732,616	\$ 3,293,521	(\$ 4,271,569)	\$ 429,723
Other financing sources (uses):						
Transfer in	\$ 1,409,545	\$ 1,407,591	\$ 718,677	\$ 5,559,208	\$ 5,785,357	\$ 8,054,700
Transfers out	(695,422)	(1,867,906)	(2,647,168)	(3,357,218)	(4,510,419)	(11,130,610)
Proceeds from sale of capital assets	-	3,570	6,931	33,849	78,755	-
Total other financing sources (uses)	\$ 714,123	(\$ 456,745)	(\$ 1,921,560)	\$ 2,235,839	\$ 1,353,693	(\$ 3,075,909)
Net change in fund balances	\$ 3,170,758	\$ 2,170,439	\$ 5,811,056	\$ 5,529,360	(\$ 2,917,876)	(\$ 2,646,186)
Fund balances, beginning of year	\$10,445,685	\$13,616,443	\$15,786,882	\$21,597,938	\$27,127,298	\$24,209,321
Fund balances, end of year	\$13,616,443	\$15,786,882	\$21,597,938	\$27,127,298	\$24,209,422	\$21,563,134

Source: Fiscal years 2018 through 2022: City of Brookhaven, Georgia, Annual Comprehensive Financial Reports. Fiscal year 2023: unaudited financial statements provided by the City.

Management's Discussion and Analysis

The City has maintained careful management of operating expenses and oversight of revenues to ensure balanced funding sufficient to meet its operating, debt service and capital needs. Despite no general millage rate increases between Fiscal Years 2018 and 2022, operating revenues have increased by \$5.9 million or 22%. The largest component of the increase, property taxes, accounts for \$4.2 million or 71% of the increase. Taking into consideration that the mill rate has not been increased since 2016, this demonstrates that the City has experienced strong real growth in its tax digest. The City expects continuation of this growth.

Total operating expenses between Fiscal Years 2018 and 2022 increased by 51% or \$12.6 million. In Fiscal Year 2022, a one-time capital expense (\$7.2 million funded through assigned fund balance) for the purchase of the Planning, Engineering, and Permitting Building and other one-time capital purchases is included in the expenditure totals. Normalizing Fiscal Year 2022 by removing the one-time capital asset purchases yields a total of \$30.3 million for Fiscal Year 2022, which in turn accounts for a five-year expenditure increase of \$5.4 million or 22%, which is in balance with the recurring revenue amounts.

General Fund balance as reflected in the Net change in fund balance line has had substantial annual increases for Fiscal Years 2018 through 2021. The decrease in fund balance in Fiscal Year 2022 of (\$2.9) million takes into account one-time capital purchases of \$7.2 million. If the one-time purchases had not been made, the Fiscal Year 2022 net change in fund balance would have been reported as an increase of \$4.3 million, which is consistent with the previous years.

City Budget

The City's budget year begins on January 1 and ends on December 31. The adopted budget is prepared by the City Manager and the Finance Director with cooperation and input of all City departments, on a basis that is consistent with Generally Accepted Accounting Principles. A proposed budget is prepared annually by the City Manager with participation of all City departments consistent with provisions of the City Charter and State budget laws. The budget includes 1) revenues; 2) personnel costs including employee benefits, 3) purchased/contracted services, 4) supplies, and 5) capital outlay. The budget review process includes public hearings. The proposed budget is transmitted to the Mayor and members of the City Council by the City Manager, and made available for public inspection at City Hall. No earlier than seven (7) days after the proposed budget is transmitted to the City Council and at least seven (7) days in advance of budget adoption, a public hearing will take place to give the public an opportunity to comment on the proposed budget.

Pursuant to O.C.G.A. §36-81-3(b), the annual budget approved by the Council must be balanced. A budget is balanced when the sum of estimated revenues and appropriated fund balances is equal to appropriations. The Council has the authority under O.C.G.A. §36-81-3(d), however, to amend its budget as follows:

- (i) Any increase in appropriation in any fund for a department of the City, whether accomplished through a change in anticipated revenues in any fund or through a transfer of appropriations among departments requires the approval of Council; and
- (ii) Transfers of appropriations in any fund among the various accounts within a department shall, up to certain limits, require only the approval of the Finance Director, except that transfers of appropriations within a department that increase or decrease the salary appropriation requires approval of the Council.

Periodic financial reports are prepared and distributed to the City Manager and department heads. Summary financial and budgetary reports are presented by the City Manager to the Mayor and City Council monthly, as well as posted on the City's website for public access.

Set forth below is a summary of the City's adopted General Fund budget for the fiscal years ending December 31, 2023 and 2024. These budgets are based upon certain assumptions and estimates of the City's management regarding future events, transactions, and circumstances. Realizations of the result projected in the budget for fiscal year 2024 will depend upon implementation by management of policies and procedures consistent with the assumptions. Accordingly, the actual results achieved could materially vary from those projected in the budget for fiscal year 2024 shown below:

**City of Brookhaven, GA
General Fund**

	2023 Adopted	2024 Adopted
Revenues		
Taxes	\$25,029,014	\$27,800,061
Licenses and Permits	3,168,000	3,525,000
Charges for Services	408,450	652,450
Fines and Forfeitures	1,300,000	1,200,000
Investment Income	45,000	293,339
Miscellaneous Revenue	66,000	66,000
Other Financing Sources	3,092,240	1,936,693
Total Sources of Funds	<u>\$33,108,704</u>	<u>\$35,473,543</u>
Expenditures		
Mayor & Council	\$ 856,551	\$ 806,926
City Manager	1,043,551	1,210,398
City Clerk	398,794	300,330
Finance	1,912,438	1,913,162
City Attorney	590,000	626,000
Information Technology	2,027,741	2,238,556
Human Resources	429,708	470,983
Facility Services	1,800,324	3,058,578
Communications	705,953	1,101,493
Municipal Court	593,862	665,080
Police	12,984,496	14,501,331
Public Works	1,759,672	2,290,190
Parks & Recreation	3,144,839	1,972,047
Community Development	4,475,564	3,672,648
Economic Development	253,068	328,507
Non-Department	132,143	317,314
Total Uses of Funds	<u>\$33,108,704</u>	<u>\$35,473,543</u>

Source: City of Brookhaven, Georgia

CITY DEBT STRUCTURE

Summary of City Direct and Overlapping Debt by Category

The following table sets forth the outstanding tax-supported debt of the City and certain overlapping governmental entities as of December 31, 2023, and assumes the issuance of the Bonds. Although the City has attempted to obtain accurate information as to the outstanding overlapping debt, it does not warrant its completeness or accuracy, as there is no central reporting entity that has this information available, and the amounts are based on information supplied by others. The information set forth below should be read in conjunction with the City's audited financial statements included as Appendix B and the notes thereto.

Category of Debt*	Amount of Outstanding Debt	% Applicable to City of Brookhaven	Amount of Debt Applicable to City of Brookhaven
Direct:			
General Obligation Bonds ⁽¹⁾	\$ 90,043,928	100.00	\$ 90,043,928
Intergovernmental Contracts ⁽³⁾	99,965,000	100.00	99,965,000
Notes Payable ⁽⁴⁾	3,715,057	100.00	3,715,057
Total Direct Debt	<u>\$193,723,985</u>		<u>\$193,723,985</u>
Overlapping Entities ⁽²⁾			
The County	\$210,590,000	12.90	\$ 27,166,110
Fulton-DeKalb Hospital Authority	33,630,000	12.90	4,338,270
DeKalb County Board of Education	218,089,000	12.90	28,133,481
Total Overlapping Debt	<u>\$462,309,000</u>		<u>\$9,637,861</u>
Total Direct and Overlapping Debt	<u>\$656,032,985</u>		<u>\$253,361,846</u>

⁽¹⁾ General obligation bonds are general obligations of the issuer to which its full faith and credit and taxing powers are pledged and constitute debt for purposes of a constitutional debt limit of 10% of the assessed value of property subject to taxation for general obligation general obligation bond purposes.

⁽²⁾ The percentage of each overlapping entity's outstanding debt chargeable to property in the City is calculated by dividing the gross assessed valuation of property in the City by the gross assessed valuation of property in the unincorporated County.

⁽³⁾ The obligations under intergovernmental contracts are general obligations of the governmental entity to which its full faith and credit and taxing powers are pledged, but do not constitute debt for purposes of the constitutional debt limit.

⁽⁴⁾ GEFA loans that are expected to be paid from system revenues.

Source: City of Brookhaven.

* Table has been updated to reflect the issuance of the Bonds and correct mathematical errors in the percentage of overlapping debt applicable to the City.

Tax Supported Debt Ratios

The following table sets forth certain tax-supported debt ratios prior to the issuance of the Bonds.

	Direct Debt	Overlapping Debt	Total Tax Supported Debt
Per Capita Debt ⁽¹⁾	\$2,528.22	\$1,022.76	\$3,550.98
Percentage of Net M&O Tax Digest ⁽²⁾	3.16%	1.28%	4.44%
Percentage of Estimated Fair Market Value ⁽³⁾	0.93	0.38	1.31
Per Capita Debt as Percentage of Per Capita Income ⁽⁴⁾	3.37	1.36	4.73

⁽¹⁾ Based upon 2022 estimated population figure of 56,848.

⁽²⁾ Based upon 2023 Net M&O Tax Digest of \$4,554,994,855.

⁽³⁾ Based on 2023 estimated actual fair market value of \$15,409,148,965.

⁽⁴⁾ Based upon 2022 per capita income figure for the City of \$74,964.

Limitations on City Debt

General Obligation Debt. The Constitution of the State of Georgia provides that the City may not incur long-term obligations payable out of general property taxes without the approval of a majority of the qualified voters of such governmental entity voting at an election called to approve the obligations. In addition, under the Constitution of the State of Georgia, the City and the other governmental entities within the City may not incur long-term obligations payable out of general property taxes in excess of ten percent of the assessed value of all taxable property within such governmental entity.

As computed in the table below, based upon its 2023 net general obligation bond digest, the City could incur (upon necessary voter approval) approximately \$415,455,557 of additional long-term obligations payable out of general property taxes (or general obligation bonds).

Computation of Legal Debt Margin

2023 Net General Obligation Digest	\$4,554,994,855
Debt Limit (10% of Assessed Value)	455,499,486
Amount of Debt Applicable to Debt Limit	<u>40,043,929</u>
Legal Debt Margin	<u><u>\$415,455,557</u></u>

Source: City of Brookhaven

Other Debt. Short-term obligations (those payable within the same calendar year in which they are incurred and intergovernmental obligations are not subject to the legal limitations described above. Georgia law provides that no lease or installment purchase contract subject to annual appropriation may be delivered if the principal portion of such contract, when added to the amount of debt subject to the debt limitation described above, exceeds 10 percent of the assessed value of all taxable property within the City. Georgia law also provides that no lease or installment purchase contract subject to annual appropriation with respect to real property may (with certain exceptions) be executed or renewed, refinanced, or restructured if the lesser of either of the following is exceeded:

- (a) the average annual payments on the aggregate of all such outstanding contracts exceed 7.5 percent of the governmental fund revenues of the City for the calendar year preceding the delivery of such contract plus any available special County one percent sales and use tax proceeds collected; or
- (b) the outstanding principal balance on the aggregate of all such outstanding contracts exceeds \$25 million.

Proposed Debt

The City has no plans to issue general obligation or sales tax bonds other than the Bonds in the foreseeable future.

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Debt Service on City Debt

The following table sets forth the principal and interest payment requirements with respect to debt of the City (other than the Bonds) in each of the fiscal years shown below.

FY Ended December 31	GEFA	PFA Bonds	SPLOST GO Bonds	GO Bonds	URA Bonds	Total
2024	\$283,922	\$ 680,731	\$2,055,000	\$3,723,715	\$5,091,569	\$11,834,937
2025	283,922	697,481	-	2,165,100	4,230,350	7,376,853
2026	283,922	707,731	-	2,166,600	4,314,350	7,472,603
2027	283,922	726,731	-	2,165,850	4,398,100	7,574,603
2028	283,922	738,981	-	2,167,850	4,486,350	7,677,103
2029	283,922	754,731	-	2,162,350	4,578,600	7,779,603
2030	283,922	778,731	-	2,149,600	4,664,350	7,876,603
2031	283,922	794,781	-	2,151,750	4,758,600	7,989,053
2032	283,922	814,931	-	2,146,550	4,850,600	8,096,003
2033	283,922	839,031	-	2,139,750	4,950,100	8,212,803
2034	283,922	861,219	-	2,148,450	5,046,350	8,339,941
2035	283,922	887,156	-	2,155,800	5,149,100	8,475,978
2036	283,922	915,869	-	2,160,175	5,247,600	8,607,566
2037	260,266	942,075	-	2,163,144	5,351,600	8,717,085
2038	-	970,650	-	2,167,969	5,460,350	8,598,969
2039	-	997,300	-	2,166,169	5,568,100	8,731,569
2040	-	1,032,025	-	2,166,050	5,679,350	8,877,425
2041	-	1,059,475	-	2,167,325	5,788,350	9,015,150
2042	-	1,029,824	-	2,166,675	5,909,600	9,106,099
2043	-	-	-	2,169,100	6,026,400	8,195,500
2044	-	-	-	2,169,425	6,148,000	8,317,425
2045	-	-	-	2,167,650	6,268,800	8,436,450
2046	-	-	-	2,168,775	6,388,400	8,557,175
2047	-	-	-	2,167,625	6,521,400	8,689,025
2048	-	-	-	2,169,200	6,651,800	8,821,000
2049	-	-	-	2,168,325	6,779,200	8,947,525
2050	-	-	-	-	6,913,200	6,913,200
2051	-	-	-	-	7,053,000	7,053,000
2052	-	-	-	-	7,192,800	7,192,800
2053	-	-	-	-	7,332,000	7,332,000
Total	\$3,951,252	\$16,229,453	\$2,055,000	\$57,780,972	\$168,798,369	\$248,815,046

Source: City of Brookhaven, Georgia.

CITY AD VALOREM TAXATION

Introduction

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

Property Subject to Taxation

Ad valorem property taxes are levied on the assessed value of real and personal property within the City limits. There are, however, certain classes of property which are exempt from taxation, including the following: (a) public property, (b) places of burial, (c) places of religious worship, (d) property owned by religious groups and used only for single-family residences, (e) property of nonprofit hospitals used in connection with patient care, the

delivery of healthcare services or training or educating physicians, nurses and other health care personnel, (f) buildings erected for and used as a college, incorporated academy or other seminary of learning, (g) funds or property held or used as endowment by colleges, nonprofit hospitals, incorporated academies or other seminaries of learning when the funds or property are not invested in real estate, (h) real and personal property of public libraries and literary associations, (i) all books, philosophical apparatus, paintings and statuary of any company or association which are kept in a public hall and which are not held as merchandise or for purposes of sale or gain, (j) certain air or water pollution control property, (k) property of a nonprofit home for the aged used in connection with the provision of residential or health care services for the aged, (l) property of any nonprofit home for the mentally disabled used in connection with the provision of residential or healthcare services for the mentally disabled, (m) property which is owned by and used exclusively as the headquarters, post home or similar facility of a veterans organization, (n) property which is owned by and used exclusively by any veterans organization organized for the purpose of refurbishing and operating historic military aircraft, (o) property that is owned by a historical fraternal benefit association and which is used exclusively for charitable, fraternal and benevolent purposes, (p) certain qualified farm products and harvested agricultural products, (q) personal property used within the home, (r) certain other personal property including personal property valued at less than \$7,500 and (s) certain fertilizers.

Cities and counties are not permitted under Georgia law to reduce or abate a company's property taxes. When a community wants to offer economic incentives to a company in order to create or retain jobs, the company's property is transferred to a development authority and leased back to the company. The authority's fee ownership interest in the property becomes "public property" exempt from ad valorem taxation as described above. The company may or may not be taxed on the value of its leasehold interest. The City does not control the willingness of the Brookhaven Development Authority to accept title to property that may be removed from the City's digest in order to provide economic incentives. Therefore, property could be removed from the City's digest without the City's consent.

For purposes of reducing the burden of ad valorem taxation on property owned and occupied by a taxpayer as his or her legal residence, Georgia general law grants several types of homestead exemptions. In addition, the City by virtue of a local law offers a basic homestead exemption and additional homestead exemptions for senior citizens and the disabled who meet certain income limits and for surviving spouses of service members.

The City is authorized by law to exempt (a) (i) inventories of goods in the process of manufacture or production, (ii) inventory of finished goods manufactured or produced in Georgia held by the manufacturer or producer for a period not to exceed 12 months, (iii) inventory of finished goods which, on January 1, are stored in a warehouse, dock or wharf and which are destined for shipment to a final destination outside of Georgia and inventory of finished goods which are shipped into Georgia from outside of Georgia and stored for the transshipment to a final destination outside of Georgia for a period not to exceed 12 months and (iv) stock in trade of a fulfillment center which, on January 1, are stored in a fulfillment center and which are made available to remote purchasers who may make such purchases by electronic, internet, telephonic or other remote means and where such stock in trade of a fulfillment center will be shipped from the fulfillment center and delivered to the purchaser at a location other than the location of the fulfillment center for a period not to exceed 12 months (the "Freeport Exemption") and (b) goods, wares and merchandise of every character and kind constituting business inventory which would not otherwise qualify for the Freeport Exemption (the "Business Inventory Exemption"). Both the Freeport Exemption and the Business Inventory Exemption must be approved by the voters and exempt 20%, 40%, 60%, 80% or 100% of the property. Once approved by the voters the Freeport Exemption and the Business Inventory Exemption remain in effect until they are repealed by the voters. The City has not approved a Freeport Exemption or a Business Inventory Exemption.

Motor Vehicles

House Bill 386 eliminated the ad valorem taxation of vehicles and replaced it with a one-time title tax (the "Title Tax") that is levied whenever the title to a vehicle is registered to a new owner (except if a transfer is made between immediate family members). The Title Tax is based upon the value of the vehicle and is levied at a rate of 7.0% as of July 1, 2023. The rate may be adjusted in future years; provided, however, the rate may not exceed 9%. The revenues will be shared among the State and local governments by formula.

Assessed Value

Assessed valuation, which represents the value upon which ad valorem property taxes are levied, is calculated as a percentage of fair market value. Georgia law requires taxable tangible property to be assessed, with certain exceptions, at 40 percent of its fair market value and to be taxed on a levy made by each tax jurisdiction according to 40 percent of the property's fair market value. Georgia law requires certain agricultural real property to be assessed for ad valorem property tax purposes at 75 percent of the value of which other real property is assessed, requires certain historical property to be valued at a lower fair market value for ad valorem property tax purposes, and requires certain agricultural, timber, and environmentally sensitive real property and certain single-family real property located in transitional developing areas to be valued at their "current use value" (as opposed to fair market value). Standing timber is assessed at 100% of its fair market value.

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

The State of Georgia Motor Vehicle Tax Unit assesses the value of motor vehicles by make, model, and year by county and provides this information to each county tax office. The State of Georgia Property Tax Unit assesses the value of the property of public utilities and divides the assessment into two parts, assessed value of property and assessed value of franchise, and provides these amounts to the City, which bills these taxes to the utilities.

Annual Tax Levy

Generally. The City determines a rate of levy for each fiscal year by computing a rate which, when levied upon the assessed value of taxable property within its territorial limits, will produce the necessary amount of property tax revenues. The City's Charter limits the millage that can be levied for maintenance and operations purposes to 3.35 mills unless a higher limit is recommended by resolution of the City Council and approved by a majority of the voters. The City then levies its ad valorem property taxes. There is no limit or cap on the millage for general obligation bond purposes, except for the State constitutional limitation that such debt may not exceed 10% of the assessed value of property subject to taxation for general obligation bond purposes.

Procedural Requirements. Effective January 1, 2000, the General Assembly of the State of Georgia enacted Senate Bill 177, Act 431, known as The Property Taxpayer's Bill of Rights and codified at O.C.G.A. § 48-5-32.1 (the "Taxpayer's Act"). The purpose of the Taxpayer's Act was to prevent indirect tax increases resulting from increases to existing property values due purely to inflation. The Taxpayer's Act requires that each taxing jurisdiction located within the State (including local governments, such as the City), roll back (or reduce) the millage rate in each year to offset any inflationary increases in the tax digest of such taxing jurisdiction that have occurred since the last tax year. Any local government or taxing jurisdiction that elects to set the millage rate higher than the rollback rate must follow certain requirements to notify the public of such increase, including three public hearings, the publication of a notice of the increase in the local newspaper and the publication of a press release to explain the intent of the increase in taxes. The Taxpayer's Act also requires that the notice of assessment sent to any taxpayer who receives a 15% increase or greater in their property value contains a simple, non-technical description of the basis for the increased assessment and permits taxpayers to have access to records used in preparing the increased assessment and to record any meetings or hearings held in connection with an appeal of their property tax assessment. The Taxpayer's Act also entitles any taxpayer who wins an appeal by demonstrating a property value that is 85% or less than the proposed assessed value (80% for commercial property) to recover litigation costs and reasonable attorney's fees.

Impact of Foreclosures on Assessment Procedures. In 2009, the Georgia legislature enacted Senate Bill 55, codified as Official Code of Georgia Annotated, Section 48-5-2, which requires county tax assessors to consider foreclosure sales, bank sales, sales by other financial institutions, distressed sales and the decreased value of property subject to conservation easements in determining the fair market value of real property.

Property Tax Collections

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect Brookhaven property taxes. The taxes are levied on or before August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

All taxes levied on real and personal property, together with interest thereon and penalties for late payment, constitute a perpetual lien on and against the property taxed. The lien normally becomes enforceable 30 days after notification. Georgia law provides that taxes must be paid before any other debt, lien, or claim of any kind, except for certain claims against the estate of a decedent and except that the title and operation of a security deed is superior to the taxes assessed against the owner of property when the tax represents an assessment upon property of the owner other than the property specifically subject to the title and operation of the security deed.

Collection of delinquent real property taxes is enforceable by tax sale of such realty. Delinquent personal property taxes are similarly enforceable by seizure and sale of the taxpayer's personal property. There can be no assurance, however, that the value of property sold, in the event of a tax sale, will be sufficient to produce the amount required to pay in full the delinquent taxes, including any interest or penalties thereon.

When the last day for the payment of taxes has arrived, the tax collector may notify the taxpayer in writing of the fact that the taxes have not been paid and that, unless paid, an execution will be issued. At any time after thirty days from giving the notice described in the preceding sentence, an execution for nonpayment of taxes may be issued. A notice of the sale is then published in a local newspaper weekly for four weeks and gives the taxpayer ten days written notice by registered or certified mail. A public sale of the property may then be made on the first Tuesday of the month after the required notices are given.

Property Tax Millage Rates

The following table sets forth the millage rate (*i.e.*, the tax rates per \$1,000 of assessed value) of the various taxing entities located within the City (including the City itself) for the current year and for the last four fiscal years.

Calendar Year	Direct Rates (City)			Overlapping			Total Direct & Overlapping Rates
	M&O	Bond	Total City Millage	County ⁽¹⁾	School	State	
2018	2.740	-	2.740	13.784	23.180	0.000	39.704
2019	2.740	0.680	3.420	13.614	23.080	0.000	40.114
2020	2.740	0.570	3.310	13.709	23.080	0.000	40.099
2021	2.740	0.570	3.310	12.964	23.080	0.000	39.354
2022	2.740	0.550	3.290	13.113	23.080	0.000	39.483
2023	2.740	0.490	3.230	12.425	23.080	0.000	38.735

⁽¹⁾ Includes County M&O, Bond, Fire District, and Hospital.
Source: Georgia Department of Revenue.

Ad Valorem Property Tax Digest

The property tax digest of the City for 2023 and for the last four fiscal years are set forth below.

Property Type ⁽¹⁾	2019	2020	2021	2022	2023
Residential	\$2,731,976,571	\$2,954,594,552	\$3,120,451,414	\$3,533,113,805	\$4,016,133,098
Commercial	1,705,555,970	1,768,366,407	1,791,245,010	1,818,906,307	2,069,044,539
Industrial	27,790,063	22,391,994	21,926,221	22,321,427	35,101,120
Brownfield	3,315,360	3,315,360	3,315,360	5,610,320	5,400,000
Utilities	27,904,818	29,870,584	31,592,678	32,824,449	31,423,499
Motor Vehicle	16,582,860	11,979,940	8,987,470	7,359,740	6,557,330
Gross Digest	\$4,513,125,642	\$4,790,518,837	\$4,977,518,153	\$5,420,136,048	\$6,163,659,586
M&O Exemptions	873,969,644	927,815,129	1,011,861,788	1,277,826,965	1,608,664,731
Net M&O Digest	\$3,639,155,998	\$3,862,703,708	\$3,965,656,365	\$4,142,309,083	\$4,554,994,855
Bond Exemptions	873,969,644	927,815,129	1,011,861,788	1,277,826,965	1,608,664,731
Net Bond Digest	\$3,639,155,998	\$3,862,703,708	\$3,965,656,365	\$4,142,309,083	\$4,554,994,855
Estimated Actual Value ⁽²⁾	\$11,282,814,105	\$11,976,297,093	\$12,443,795,383	\$13,550,340,120	\$15,409,148,965

⁽¹⁾ Most real property other than timber is assessed at 40% of its fair market value. Standing timber is assessed at 100% of its fair market value and is subject to taxation even if the underlying land is exempt from taxation. Residential, Commercial, and Industrial numbers include real and personal property.

⁽²⁾ Based on Gross Digest.

Source: Georgia Department of Revenue and DeKalb County Tax Commissioner.

Tax Collections

The following table sets forth the real and personal property tax levy and collection record of the City for the last five fiscal years.

Fiscal Year	Taxes Levied for the Fiscal Year ⁽¹⁾	Collections within the Fiscal Year of Levy ⁽²⁾	Percentage of Levy	Collections in Subsequent Years	Total Collections to Date	Percentage of Levy
2018	\$10,175,123 ⁽³⁾	\$ 9,942,376	97.7%	-	\$ 9,942,376	97.71%
2019	12,659,916	12,304,135	97.2	\$106,792	12,410,927	98.03
2020	13,056,554	12,860,526	98.5	9,926	12,870,452	98.57
2021	13,818,687	13,473,682	97.5	200,549	13,674,231	98.95
2022	20,264,906	19,790,538	97.7	-	19,790,538	97.66

⁽¹⁾ Represents taxes levied for real and personal property (excludes motor vehicles, utilities and mobile homes). Includes adjustments made from the original levy.

⁽²⁾ Collections within that fiscal year. Excludes collections from prior levies.

⁽³⁾ For Fiscal Year 2018, taxes levied was adjusted to reflect billing adjustments made by DeKalb County.

Source: DeKalb County Tax Commissioner and City of Brookhaven tax reports. Latest information available.

Ten Largest Taxpayers

Set forth below are the 10 largest taxpayers of the City for the fiscal year ending December 31, 2022, based upon the assessed valuation of property within the City. A determination of the largest taxpayers within the City can be made only by manually reviewing individual tax records. Therefore, it is possible that owners of several small parcels may have an aggregate assessment in excess of those set forth in the table below. Furthermore, the taxpayers shown in the table below may own additional parcels within the City. No independent investigation has been made of, and consequently no representation can be made as to, the financial condition of any of the taxpayers listed below or that such taxpayers will continue to maintain their status as major taxpayers in the City.

Taxpayer	2022 Assessed Valuation	Percentage of Total Taxable Assessed Valuation⁽²⁾
Development Authority of DeKalb County ⁽¹⁾	\$ 83,125,562	2.01%
BOF GA Lenox Park LLC ⁽¹⁾	76,907,880	1.86
EUEP LLC ⁽¹⁾	49,923,639	1.21
20 Perimeter Summit, LLC	40,014,635	0.97
Goodwynn Owner LLPC	36,000,000	0.87
Lion Gables Realty LP	34,400,000	0.83
BLP Apartments Owner LLC	34,220,000	0.83
3450 Blair Circle LLC ⁽¹⁾	32,910,000	0.79
Development Authority of DeKalb County ⁽¹⁾	32,818,480	0.79
Mid America Apartments LP ⁽¹⁾	29,622,360	0.72
	\$449,942,556	10.86%

⁽¹⁾ May comprise multi-tenant developments.

⁽²⁾ Based upon 2022 Net M&O digest of \$4,142,309,083.

Source: DeKalb County Tax Commissioner.

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APPENDIX B

FINANCIAL STATEMENTS OF THE CITY
FOR FISCAL YEAR ENDED DECEMBER 31, 2022

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CITY OF BROOKHAVEN, GEORGIA
ANNUAL COMPREHENSIVE FINANCIAL REPORT
FOR THE YEAR ENDED
DECEMBER 31, 2022

Prepared by:
Finance Department

CITY OF BROOKHAVEN, GEORGIA
ANNUAL COMPREHENSIVE FINANCIAL REPORT
FOR THE YEAR ENDED DECEMBER 31, 2022

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CITY OF BROOKHAVEN, GEORGIA

ANNUAL COMPREHENSIVE FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2022

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INTRODUCTORY SECTION



June 28, 2023

Honorable Mayor, Members of the City Council,
City Manager, Deputy City Manager, and Assistant City Manager
City of Brookhaven, Georgia

The Finance Department of the City of Brookhaven, Georgia (the "City") is pleased to submit the Annual Comprehensive Financial Report of the City for the fiscal year ended December 31, 2022. The purpose of the report is to provide the Mayor, City Council, management, staff, the public and other interested parties with detailed information reflecting the City's financial condition.

THE REPORT

State law and local ordinances require that every general-purpose local government publish a complete set of audited financial statements each fiscal year. This report has been prepared in accordance with State statutes providing uniform standards for audits of municipalities and counties within the State of Georgia, approved March 28, 1968 (p.464), and as amended by the Act approved April 21, 1968 (GA Laws 1977, p.883). Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the City.

We believe the data is accurate in all material respects and is presented in a manner that fairly sets forth the financial position of the City of Brookhaven. We also believe all disclosures necessary to enable the reader to gain an understanding of the City's financial affairs have been included.

The management of the City of Brookhaven has established a comprehensive internal control framework that is designed both to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the City of Brookhaven's financial statements in conformity with Generally Accepted Accounting Principles (GAAP) as applied to governmental units. Because the cost of internal controls should not outweigh their benefits, the City of Brookhaven's comprehensive framework of internal controls has been designed to provide reasonable, rather than absolute, assurance that the financial statements will be free from material misstatement. Management asserts that, to the best of our knowledge and belief, this financial report is complete and reliable in all material respects.

The City of Brookhaven's financial statements have been audited by Mauldin & Jenkins, LLC. The responsibility of the independent auditor was to provide reasonable assurance that the financial statements of the City of Brookhaven for the fiscal year ended December 31, 2022 are free of material misstatements. The independent audit involved examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; assessing the accounting principles used and significant estimates made by management; and evaluating the overall financial statement presentation. The independent auditor concluded, based upon the audit, that there was a reasonable basis for rendering an unmodified opinion that the City of Brookhaven's financial statements for the fiscal year ended December 31, 2022 are fairly presented in conformity with GAAP. The auditors do not express an opinion on the effectiveness of the City's internal controls. However, they do provide a form of negative assurance as to the City's internal controls and compliance with applicable rules and regulations. The independent auditor's report is presented as the first component of the financial section of this report.

Also included in the report is the Management's Discussion and Analysis (MD&A) that provides a narrative introduction, overview, and analysis. The basic financial statements, including the accompanying notes, represent the core of the financial section. These financial statements present the financial condition of the City of Brookhaven as a single entity, as well as the individual funds that account for the City's various governmental and business-type activities.

PROFILE OF THE CITY

After a July 31, 2012, voter referendum, approving the establishment of the City of Brookhaven, the City officially became the largest city in DeKalb County, Georgia on December 17, 2012. Brookhaven is in the northeast suburbs of Atlanta and is bounded by the Fulton County line to its west, just south of interstate I-85 to its south, the City of Dunwoody at interstate I-285 to its north, and the City of Chamblee to its east. At 12.2 square miles, the area has developed rapidly over the past three decades, and is home to affluent neighborhoods, numerous work-play communities, scores of quality restaurants, quality shopping, and a large diverse international population.

Under the Charter, the Council is comprised of a Mayor and four Councilmembers who enact local legislation, determine policies, adopt the City's annual budget and millage rates. The Mayor and Councilmembers are elected for four-year terms with the Mayor and two Councilmembers alternating with the other two Councilmembers on odd-numbered years. The City Manager is appointed by the Mayor and confirmed by the City Council and is responsible for implementing the policies set forth by the Council, overseeing all City employees, and managing the day-to-day operations of the City.

The City provides a range of municipal services including general government, public safety (police), streets, parks and recreation, planning and zoning, code enforcement, and stormwater management. Sanitation collection services, fire protection, and emergency medical services are provided to residents via an intergovernmental agreement with DeKalb County. DeKalb County also provides water and sewer services to all municipalities, within its borders, including Brookhaven.

The annual budget of the City of Brookhaven serves as the foundation for the City's financial planning and control. The budget is prepared by the City Manager, transmitted to the City Council by the Mayor, and adopted by the City Council in accordance with policies and procedures established by the Brookhaven Charter and City ordinances. The appropriated budget is prepared and presented by fund, department (e.g., police) or function (e.g., debt service), and major cost category (e.g., personnel services). All expenditures of the City are made in accordance with the adopted annual budget. The department level is the legal level of control enacted by the Brookhaven Code of Ordinances. Budgetary control is maintained at the individual expenditure account level by the review of all requisitions of estimated purchase amounts prior to the release of purchase orders to vendors. Transfers among expenditure accounts in one department may occur with the approval of the Finance Director. Transfers between operating departments may occur with the approval of the City Council. Transfers between funds accomplished via budget amendment must be approved by the City Council. Budget amendments, increasing or decreasing fund appropriations, must also be approved by the City Council.

Budget-to-actual comparisons are provided in this report for each individual governmental fund for which an appropriated annual budget has been adopted. For all governmental funds with appropriated annual budgets, this comparison is presented in the required supplementary information (RSI) or combining fund section of this report.

ECONOMIC CONDITION AND OUTLOOK

Some of the factors, which will contribute to the future growth and development of the City, are listed below:

Improved Transportation System

The City of Brookhaven is home to a heavy rail rapid transit station operated by the Metropolitan Atlanta Rapid Transit Authority (MARTA). Opening in 1984, the Brookhaven station is a heavily travelled station with connections north and south. Transportation systems have a major impact on the growth and development of any community. With access to I-85 and I-285, the City's major local thoroughfares include Buford Highway (GA 13), Ashford Dunwoody Road, and Peachtree Road. Also, the City has paved over 22.5 lane-miles during the last three years, while a total of over 6,335 linear feet of new sidewalks have been added during the same period.

Redevelopment of Existing Land/Properties

With most of the land/property in the City developed, the City's growth has been redevelopment in nature. This redevelopment includes mixed-use (commercial and residential), medical campuses, multiple family residences, and larger, modern homes. With an estimated population of 56,343 (Source: U.S. Census Bureau), the Community Development Department continues to work with developers and builders on projects promoting live-work-play communities, bike and pedestrian mobility, and neighborhood character preservation. Continuous measures have been implemented to make the City of Brookhaven aesthetically pleasing for its citizens and business owners such as design standards and overlay districts.

Recent Economic Development

The City continues its growth through mixed-use development, zoning improvements, and business attraction and retention.

Emory University announced its master plan for the Executive Park office park located on the City's Southern gateway near I-85 in 2018. The master plan calls for over 2 million square feet of new development totaling \$1 Billion in investment. The master plan will include a hospital, multi-family housing, and a hotel. As part of this effort, Emory University and the City of Brookhaven executed a Community Investment Agreement between the two organizations. The City's partnership with Emory places an emphasis on solving issues surrounding transit connectivity and alternate modes of transit for pedestrians and vehicles, and several other infrastructure priorities. The City plans to use the tax proceeds from the Emory Executive Park build-out to fund two pedestrian bridges - one over North Druid Hills and the other over I-85 – further enhancing the connectivity and prioritizing within the corridor. Despite the challenges of the COVID-19 pandemic, Emory University has managed to push forward on their construction schedule, with the first building, the Musculoskeletal Building being completed in 2021. With confidence that the project will move forward as planned within the anticipated phasing timeline, the Economic Development Department moved forward with leading conceptual design efforts for the North Druid Hills Pedestrian Bridge.

Children's Healthcare of Atlanta (CHOA), recognized by US News and World Reports as one of the top pediatric hospitals in the country, opened its 300,000 square foot Center for Advanced Pediatrics in late summer of 2018. Similar to Emory, CHOA faced challenges as a result of the COVID-19 pandemic but has continued to forge ahead on its construction plans to complete two new hospital towers, new parking facilities, and more medical offices at their corporate campus in Brookhaven. The facility was in the area annexed into the City in 2014, and is expected to service 300,000 patients annually, provide for ancillary health services, and treat children with complex and chronic illnesses. At completion, the new hospital and its supporting buildings will total \$1.5 Billion in investment. The expected completion is in late 2023.

In 2020, 4004 Perimeter Summit, an 18-story, 355,000 square foot office tower in the Perimeter Parkway office development, became home to Rooms to Go's Atlanta area Headquarters and ~150 new employees; while construction and engineering firm Burns & McDonnell also announced its relocation to the building. Both organizations will be joining accounting firm Carr, Riggs, and Ingram, the 4004 Building's first tenant that announced its relocation to Brookhaven in 2019. Perimeter Summit is an 83-acre master planned development in the northern, I-285 area of the City currently consisting of three office buildings providing a total of more than 1.3 million square feet of Class A office space, two hotels (Hyatt Regency Villa Christina and Hilton Garden Inn) and residential housing. The Perimeter Summit development has over 300 residential condominiums and almost 200 hotel rooms.

Lastly, the City's Economic Development Department led the effort to complete the 5-year plan update for the Buford Highway Strategic and Economic Development Plan, which highlighted the need for a continued emphasis on increased housing options for all socioeconomic backgrounds, and the wide range of opportunity for impactful commercial redevelopment throughout the Buford Highway Corridor.

Budgetary Controls

The City of Brookhaven maintains budgetary controls to ensure compliance with legal provisions of the annual appropriated budget approved by the City Council. Governmental Fund Activities of the General Fund, ARPA Fund, Confiscated Asset Fund, Special Tax District Fund, Hotel/Motel Tax Fund, Streetlight Fund, E911 Fund, Grant Fund, LaVista Park Special Tax District Fund, Special Service District Fund and Debt Service Fund are included in the annual appropriated budget. A project length budget is adopted for the Capital Projects Fund, Vehicle Replacement Fund, and SPLOST Fund. The level of budgetary control (that is, the level at which expenditures cannot legally exceed the appropriated amount) is the department level.

A copy of the City of Brookhaven's annual budget can be obtained from the City of Brookhaven's Finance Department by calling (404) 637-0479. Copies of the annual budget or the various master plans can also be accessed through the respective department's web page at www.brookhavenga.gov.

Financial Policies

The City's Financial Management Policy guides management in the preparation of its annual budget and daily financial operations. The Policy provides standards for the use of contingencies, unexpected expenditures, the establishment of an unassigned fund balance reserve of 25% of annually budgeted following year expenditures in the General Fund, cash and investment management, grant management, purchasing policies, and internal control policies.

Internal accounting controls are business processes to provide reasonable assurance that the City is operating efficiently, reporting is reliable, and that the City is in compliance with the applicable regulations and internal procedures as well as, preparing financial statements in conformity with Generally Accepted Accounting Principles (GAAP). The concept of reasonable assurance recognizes that the cost of a control should not exceed the benefits likely to be derived and the evaluation of costs and benefits requires estimates and judgments by management. All internal control evaluations occur within the above framework.

Long-Term Financial Planning

The City actively engages in multi-year financial planning. The City has developed several master plans including parks, transportation and sidewalks, and stormwater infrastructure. The 2022 budget funded substantial progress on the City's master plan. As part of the annual five-year capital improvement program, future capital acquisitions and capital asset replacements are considered in the strategic plan. The City uses various data in forecasts for future operating and capital needs in the preparation of the City's annual budget document.

MAJOR INITIATIVES

The 33,385 sq. ft. Public Safety Building broke ground on September 13, 2019 and is expected to be completed in 2023. Located on the banks of the Peachtree Creek Greenway within the Briarwood Road trail head, this City-owned facility will meet the current and future needs of the Police Department and Municipal Court, while also providing budgetary savings by avoiding annual lease expenses of approximately \$240,000.

The Park Bond Capital Improvement Program (funded with a \$40 Million G.O. bond issuance) continued through 2022. The Lynwood Park Recreation Center and the Briarwood Park Recreation Center improvements were both completed during 2021 and the Blackburn Park and Ashford Park Improvement Projects were completed in 2022. The remaining master plan park projects in the Park Bond Program continued through construction in 2023. Additional information about the Park Bond Program can be found at <https://www.brookhavenga.gov/parks-bond-ref>.

Peachtree Creek Greenway Project

The Peachtree Creek Greenway is a 12-mile multi-city trail project beginning just outside of I-285, following the North Fork of Peachtree Creek to its confluence with the South Fork, and linking with regional trails including the Atlanta Beltline. Brookhaven is leveraging the project to provide transportation and recreation alternatives, while encouraging development facing the creek. Plans call for a 2.7-mile multi-use trail and linear park featuring a series of paved multi-purpose and promenade trails near a revitalized corridor dotted with residences, offices, restaurants, bike rental stands, coffee shops, and picnic areas. Phase I of the Peachtree Greenway (Briarwood Road to North Druid Hills Road) opened in December 2019. Design for Phase II (North Druid Hills Road to the City of Atlanta line) began during 2020 and is underway. The amount of funding needed for the land acquisition for Phase II has not yet been approved, however the City is working closely with the Atlanta Regional Commission (ARC) as the project progresses to the next stage of development. Design of Phase III will be started in 2023 and continue into 2024.

AWARDS AND ACKNOWLEDGMENTS

The Government Finance Officers Association of the United States and Canada (GFOA) *Certificate of Achievement for Excellence in Financial Reporting* is the highest form of recognition for excellence in state and local government financial reporting. To be awarded a *Certificate of Achievement*, a government unit must publish an easily readable and efficiently organized ACFR whose contents conform to program standards. The document must satisfy both generally accepted accounting principles and applicable legal requirements. The City is submitting our fiscal year 2022 report expecting to receive the award for a seventh consecutive year.

I would like to thank all members of the Finance Department as well as all other departments who assisted with assembling the information presented in this report. I would like to acknowledge the City's auditors, Mauldin & Jenkins, LLC, with the assistance they provided in meeting the deadlines established for publication of the document.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'Oscar Medina', is positioned above the printed name.

Oscar Medina
Finance Director

CITY OF BROOKHAVEN, GEORGIA

LIST OF PRINCIPAL OFFICIALS

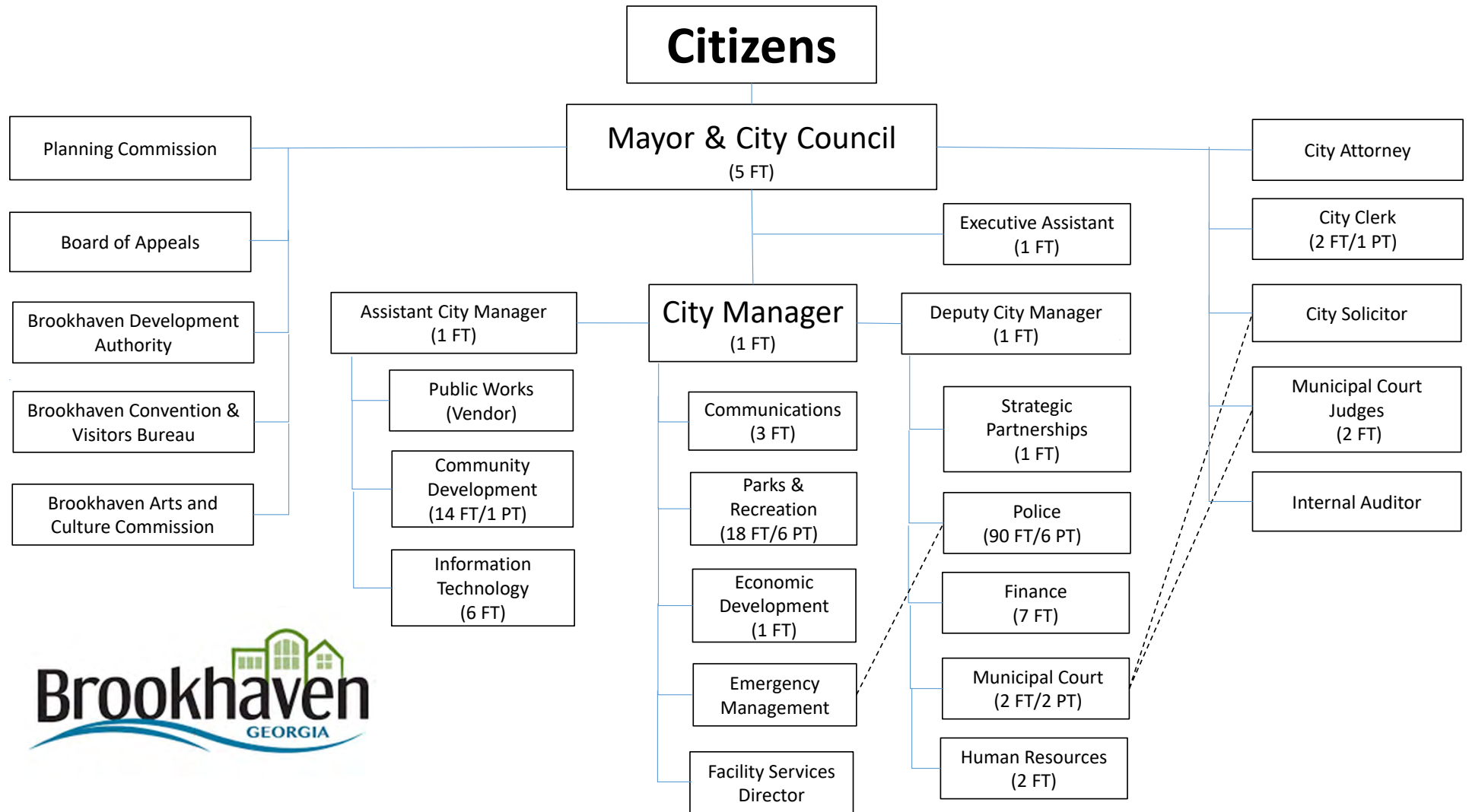
DECEMBER 31, 2022

LEGISLATIVE BRANCH

Mayor	John A. Ernst, Jr.
Council Member – District 1	Linley Jones
Council Member – District 2	John Park
Council Member – District 3	Madeleine Simmons
Council Member – District 4	John Funny

MANAGEMENT STAFF

City Manager	Christian Sigman
Deputy City Manager/CFO	Steve Chapman II
Assistant City Manager	Patrice Ruffin
City Clerk	Susan Hiott
Director of Human Resources	Lillian Young
Director of Finance	Oscar Medina
Communications Director	Burke Brennan
Director of Information Technology	Robert Mullis
Municipal Court Administrator	Dominiqui Southall
Director of Facilities	Greg Klima
Police Chief	Brandon Gurley
Director of Public Works	Don Sherrill
Director of Parks & Recreation	Karen Owens
Director of Community Development	Linda Abaray
Director of Economic Development	Michael Johnson
Director of Strategic Partnerships	Patty Hansen





Government Finance Officers Association

Certificate of
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Reporting

Presented to

**City of Brookhaven
Georgia**

For its Annual Comprehensive
Financial Report
For the Fiscal Year Ended

December 31, 2021

Christopher P. Morrell

Executive Director/CEO

FINANCIAL SECTION

INDEPENDENT AUDITOR'S REPORT

**The Honorable Mayor and Members
of the City Council of the
City of Brookhaven, Georgia**

Report on the Audit of the Financial Statements

Opinions

We have audited 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 Brookhaven, Georgia** (the "City"), as of and for the year ended December 31, 2022, 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 accompanying 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 December 31, 2022, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) 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.

Emphasis of Matter – Change in Accounting Principle

As discussed in Notes 1, 7 and 8, the City implemented Governmental Accounting Standards Board (GASB) Statement No. 87, *Leases*, as of January 1, 2022. This standard significantly changed the accounting for the City's lease activities. Our opinions are not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

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

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 GAAS 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 GAAS and *Government Auditing Standards*, we:

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

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

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis and the budgetary comparison information for the General Fund, as listed in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We 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 fund financial statements and schedules and the schedule of projects constructed with special purpose local option sales tax proceeds, as required by the Official Code of Georgia 48-8-121, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual fund financial statements and schedules and the schedule of projects constructed with special purpose local option sales tax proceeds are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

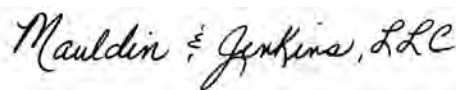
Other Information

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

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 28, 2023, 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.

A handwritten signature in black ink that reads "Mauldin & Jenkins, LLC". The signature is written in a cursive, flowing style.

Atlanta, Georgia
June 28, 2023

CITY OF BROOKHAVEN, GEORGIA MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the City of Brookhaven (the "City"), we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the year ended December 31, 2022. We encourage readers to consider the information presented in conjunction with the basic financial statements, notes, and supplementary information found in this report. This information taken collectively is designed to provide readers with an understanding of the City's finances.

FINANCIAL HIGHLIGHTS

- The assets of the City exceeded its liabilities at the close of the fiscal period by \$183,729,384. Of this amount, unrestricted net position of \$40,854,797 is available to meet the ongoing obligations of the government.
- As of the close of the fiscal period, the City's governmental funds reported combined ending fund balances of \$67,547,516.
- The City has increased its overall net position by \$20,532,897 in 2022.

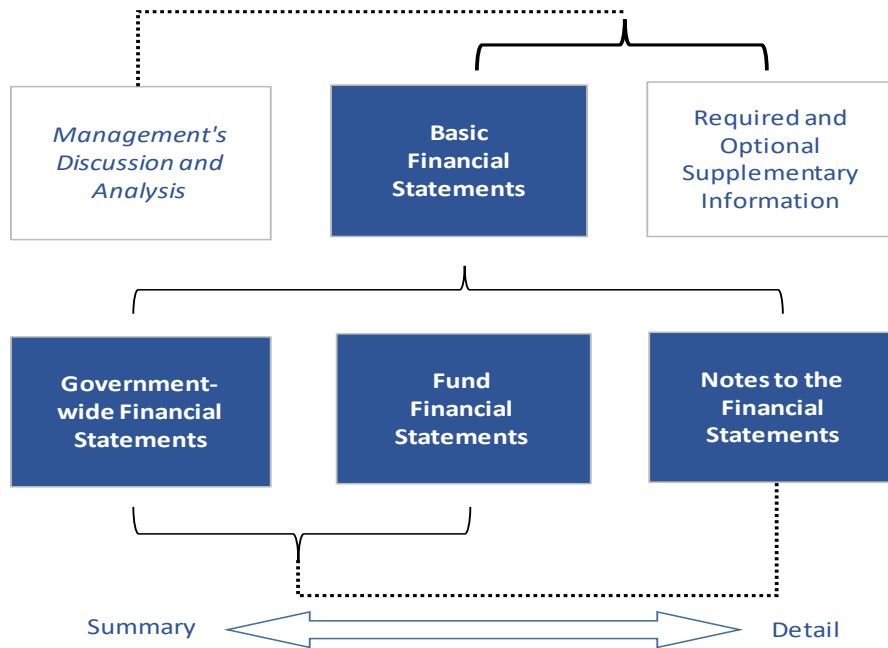
OVERVIEW OF THE FINANCIAL STATEMENTS

This annual report is comprised of four segments as dictated by generally accepted accounting principles (GAAP); *management's discussion and analysis* (this section), the *basic financial statements*, *required supplementary information* and *other supplementary information*. The basic financial statements include two kinds of statements that present different views of the City and are comprised of the following four components:

- 1) Government-wide financial statements
- 2) Fund financial statements
- 3) Notes to the financial statements
- 4) Other supplementary information in addition to the basic financial statements

The aforementioned financial statements focus on both the City as a whole (government-wide) and on the major individual funds. The following graph shows the relationship between the Annual Comprehensive Financial Report and the basic financial statements and the Required Supplementary information ("RSI").

Relationship Between Annual Comprehensive
Financial Report
and
Basic Financial Statements and Required
Supplementary Information (RSI)



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

The Statement of Net Position presents information on all of the City's assets and liabilities, with the difference between them reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating.

The Statement of Activities presents information showing how the City's net position changed during the most recent fiscal period. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cashflows. Thus, revenues and expenses are reported in this statement for some items that will only result in cashflows in future fiscal periods (e.g., uncollected taxes and earned but unused vacation leave).

Major Features of the City of Brookhaven's Government-wide and Fund Financial Statements			
	Government-wide Statements	Fund Statements	
		Governmental Funds	Proprietary Funds
Scope	Entire City government	Activities of the City that are not proprietary, such as police, zoning, and parks	Activities the City operates similar to private business; stormwater utility
Required financial statements	* Statement of net position * Statement of activities	* Balance sheet * Statement of revenues, expenditures, and changes in fund balance	* Statement of net position * Statement of revenues, expenses, and changes in net position * Statement of cash flows
Accounting basis and measurement focus	Accrual accounting and economic resources focus	Modified accrual accounting and current financial resources focus	Accrual accounting and economic resources focus
Type of asset/liability information	All assets and liabilities, both financial and capital, short-term and long-term	Only assets expected to be used up and liabilities that come due during the year or soon thereafter; no capital assets included	All assets and liabilities, both financial and capital, short-term and long-term
Type of inflow/outflow information	All revenues and expenses during year, regardless of when cash is received or paid	Revenues for which cash is received during or soon after the end of the year; expenditures when goods or services have been received and payment is due during the year or soon thereafter	All revenues and expenses during the year, regardless of when cash is received or paid

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes (governmental activities) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (business-type activities). The governmental activities of the City include general government, judicial, public safety, public works, housing and development, economic development and recreation. The business-type activities of the City include stormwater.

The government-wide financial statements contain not only the City itself (known as the primary government), but also a legally separate development authority and a legally separate convention and visitors bureau for which the City is financially accountable. Financial information for these component units is reported separately from the financial information presented for the primary government itself.

The government-wide financial statements can be found on pages 18 through 20 of this report.

Fund Financial Statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into governmental funds or proprietary funds.

Governmental Funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the City's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the City's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The City maintains four major governmental funds. The City's major governmental funds are the General Fund, Special Purpose Local Option Sales Tax (SPLOST) Fund, Capital Projects Fund, and Debt Service Fund. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances for these major funds.

The City adopts an annual appropriated budget for its General, Special Revenue, and Debt Service Funds. A project length budget is adopted for the Capital Project Funds. A budgetary comparison statement has been provided for the General Fund and Special Revenue Funds to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found on pages 21 through 23 of this report.

Proprietary Funds. Under GASB Statement No. 34, governments report two types of proprietary funds if applicable. The City maintains one proprietary fund. Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses an enterprise fund to account for its Stormwater Fund. Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail.

The proprietary fund financial statements can be found on pages 24 through 26 of this report.

Notes to the Financial Statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 27 through 52 of this report.

Other Information. In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information such as the budgetary comparison schedule for the General Fund and major special revenue funds as presented on a generally accepted accounting principal basis in this section. These schedules are intended to demonstrate the City's compliance with the legally adopted and amended budget. Required supplementary information can be found on pages 53 and 54 of this report.

The combining fund financial statements for the nonmajor governmental funds are presented immediately following the required supplementary information. They can be found on pages 55 and 56 of this report.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

	Governmental Activities		Business-type Activities		Total Primary Government	
	2022	2021	2022	2021	2022	2021
Assets:						
Current assets	\$ 78,158,763	\$ 92,276,083	\$ 1,435,178	\$ 952,665	\$ 79,593,941	\$ 93,228,748
Capital assets, net	165,963,679	140,954,101	14,154,052	12,662,778	180,117,731	153,616,879
Total assets	244,122,442	233,230,184	15,589,230	13,615,443	259,711,672	246,845,627
Liabilities						
Current liabilities	10,844,039	11,898,442	328,521	87,346	11,172,560	11,985,788
Long-term liabilities	64,605,874	71,663,352	203,854	-	64,809,728	71,663,352
Total liabilities	75,449,913	83,561,794	532,375	87,346	75,982,288	83,649,140
Net Position						
Net investment in capital assets	116,423,987	97,992,025	13,888,229	12,662,778	130,312,216	110,654,803
Restricted	12,562,371	6,206,659	-	-	12,562,371	6,206,659
Unrestricted	39,686,171	45,469,706	1,168,626	865,319	40,854,797	46,335,025
Total net position	\$ 168,672,529	\$ 149,668,390	\$ 15,056,855	\$ 13,528,097	\$ 183,729,384	\$ 163,196,487

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the City, assets exceeded liabilities by \$183,729,384 at the close of the most recent fiscal year.

By far the largest portion of the City's net position 71% reflects its investment in capital assets (e.g. land, buildings, machinery and equipment, and infrastructure); less any related debt used to acquire those assets that is still outstanding. The City uses these capital assets to provide services to citizens; consequently, these assets are not available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the City's net position \$12,562,371 represents resources that are subject to external restrictions on how they may be used. The remaining balance of unrestricted net position \$40,854,797 or 22% may be used to meet the City's ongoing obligations to citizens and creditors.

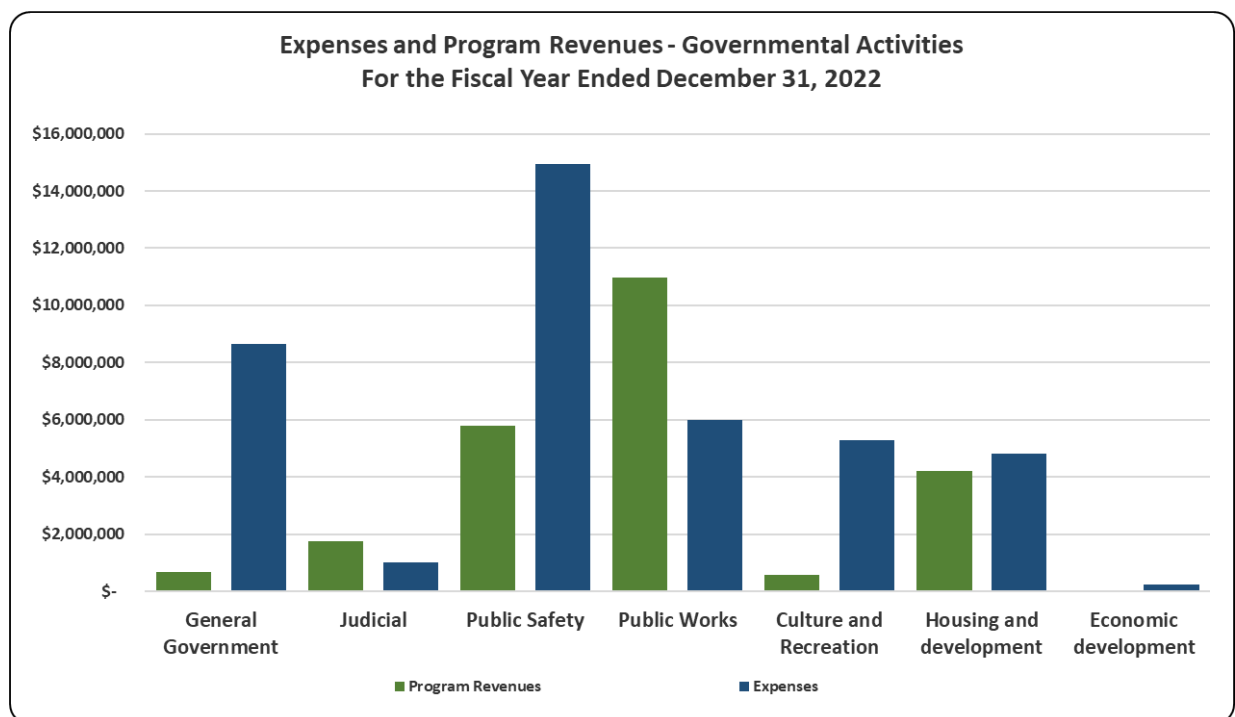
At the end of the current year, the City is able to report positive balances in all three categories of net position, both for the City as a whole, as well as for its separate governmental activities.

Governmental Activities. Governmental activities increased the City of Brookhaven's net position by \$19,004,139, thereby accounting for 93% of the total increase in the net position of the City. Key elements of this increase are shown in detail in the table below:

City of Brookhaven, Georgia Change in Net Position						
	Governmental Activities		Business-type Activities		Total Primary Government	
	2022	2021	2022	2021	2022	2021
Revenues						
Program revenues:						
Charges for services	\$ 8,767,128	\$ 10,081,293	\$ 3,549,117	\$ 3,356,815	\$ 12,316,245	\$ 13,438,108
Operating grants & contributions	4,306,593	4,235,578	-	-	4,306,593	4,235,578
Capital grants & contributions	10,914,810	10,726,532	-	855,545	10,914,810	11,582,077
General revenues:						
Property taxes	22,992,463	16,647,451	-	-	22,992,463	16,647,451
Hotel/Motel tax	2,740,101	2,277,493	-	-	2,740,101	2,277,493
Franchise taxes	3,583,853	3,420,434	-	-	3,583,853	3,420,434
Business tax	6,920,718	5,753,831	-	-	6,920,718	5,753,831
Alcohol and excise taxes	1,790,640	1,653,881	-	-	1,790,640	1,653,881
Unrestricted						
Investment earnings	428,242	167,067	-	-	428,242	167,067
Miscellaneous	247,756	423,859	-	-	247,756	423,859
Gain on sale of capital assets	108,074	63,351	-	-	108,074	63,351
Total revenues	62,800,378	55,450,770	3,549,117	4,212,360	66,349,495	59,663,130
Expenses:						
General government	8,644,521	7,772,660	-	-	8,644,521	7,772,660
Judicial	1,027,541	682,042	-	-	1,027,541	682,042
Public safety	14,950,405	13,893,886	-	-	14,950,405	13,893,886
Public works	5,983,411	5,810,581	-	-	5,983,411	5,810,581
Housing and development	4,816,576	4,681,868	-	-	4,816,576	4,681,868
Culture and recreation	5,282,799	5,506,366	-	-	5,282,799	5,506,366
Economic development	240,138	542,679	-	-	240,138	542,679
Interest on long-term debt	2,918,407	2,090,519	-	-	2,918,407	2,090,519
Stormwater	-	-	1,952,800	1,554,392	1,952,800	1,554,392
Total expenses	43,863,798	40,980,601	1,952,800	1,554,392	45,816,598	42,534,993
Transfers	67,559	(322,164)	(67,559)	322,164	-	-
Changes in net position	19,004,139	14,148,005	1,528,758	2,980,132	20,532,897	17,128,137
Net position, beginning of year	149,668,390	135,520,385	13,528,097	10,547,965	163,196,487	146,068,350
Net position, end of year	\$ 168,672,529	\$ 149,668,390	\$ 15,056,855	\$ 13,528,097	\$ 183,729,384	\$ 163,196,487

- Governmental activities charges for services decreased by \$1,314,165 or 13% due to a significant decrease in building permits revenue collected in 2022. Most of the decrease is attributable to hospital building and trade permits issued to the Children's Healthcare of Atlanta in 2021.
- Operating grants and contributions in 2022 increased slightly by \$71,015 or 2% compared to the prior fiscal year.

- Capital grants and contributions are up \$188,278 or 2% primarily due to the federal and state grant revenue received for the Community Block Development Grant and Georgia Department of Transportation Highway Planning and Construction Cluster Grants.
- Property Tax revenues for the year increased primarily due to 2021 refunds for prior year property tax reassessments approved by the Board of Appeals and changes in the State of Georgia taxation for motor vehicles. In general, 2022 increases in property tax revenues is due to digest growth and appreciation of assessed parcel values.
- Hotel/Motel tax revenues for 2022 increased by \$462,608 compared to the prior fiscal year. This 20% increase was due to the leisure and hospitality industries bouncing back from 2021, which was still affected by the COVID-19 pandemic.
- The City's unrestricted investment earnings increased by \$261,175 or 156% due to higher interest rates.

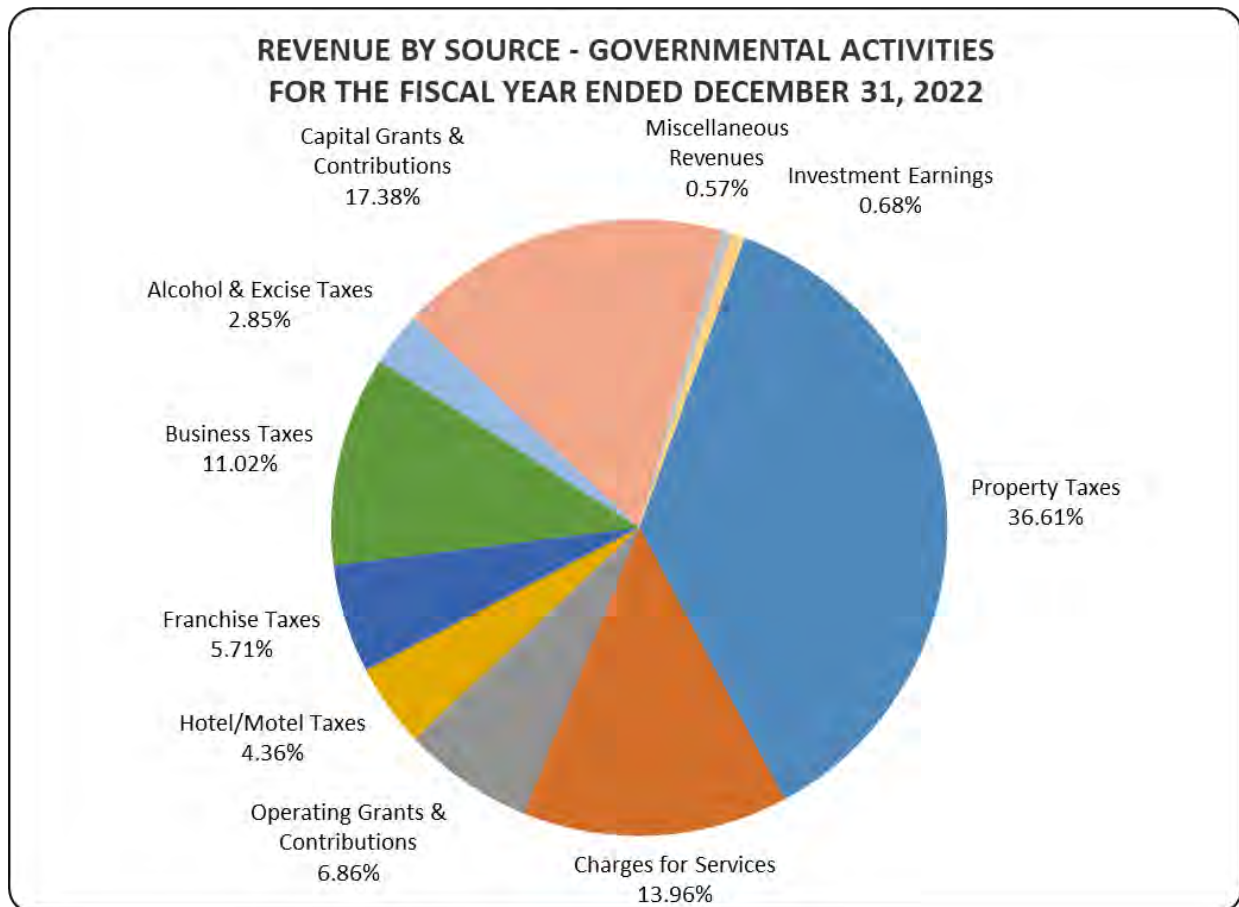


The increase in governmental activities expenses of \$2,883,197 is attributed to the following major changes:

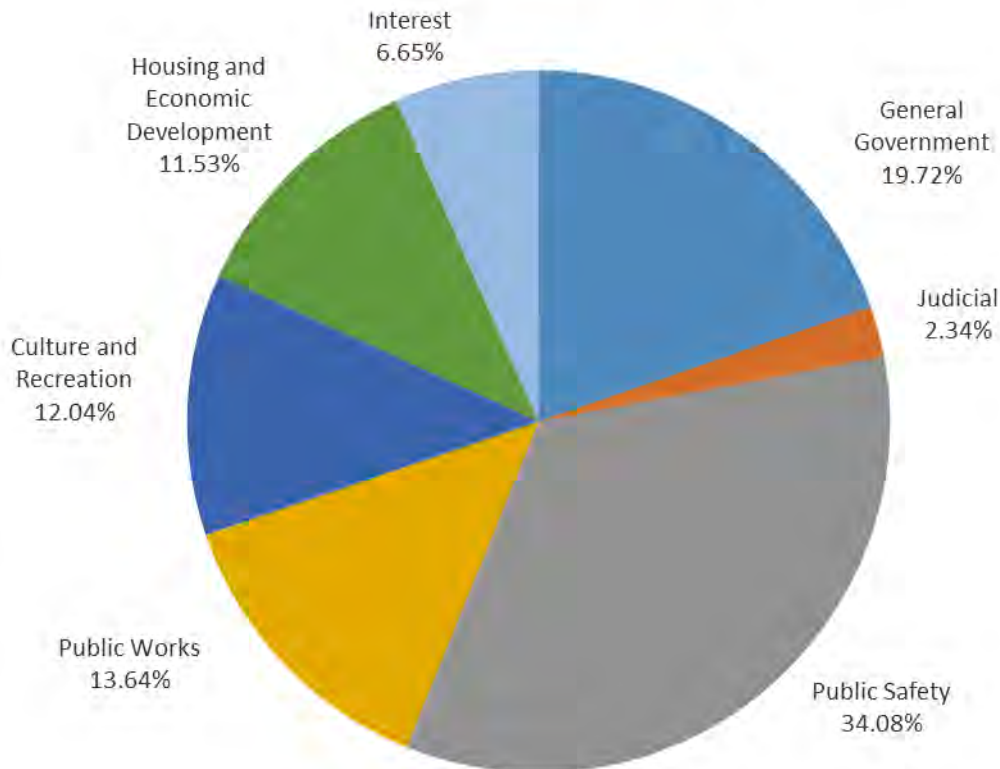
- General government expenses increased by \$871,861 or 11% compared to the prior fiscal year. This increase is due to added professional expenditures in the City Manager, Finance and Legal Departments.
- In 2022, the expenses for public safety increased by \$1,056,519 or 8%. This resulted primarily due to general growth in the overall activities of the City and additional grant related expenses.

- Judicial expenses increased by \$345,499 or 51% in 2022. This resulted primarily due to a reclassification of reporting of amounts within the City's municipal court, which is reported within the General Fund.
- Interest and fiscal charges on long-term debt increased by \$827,888 or 40% compared to 2021. The increase was due to prepaid interest payments on all four bonds for the payments due January 1, 2023.

The charts below and on the next page denote the source of the City's governmental revenues and expenses.



**EXPENSES BY FUNCTION - GOVERNMENTAL ACTIVITIES
FOR THE FISCAL YEAR ENDED DECEMBER 31, 2022**



Business-Type Activities. Business-type activities increased the City's net position by \$1,528,758, thereby accounting for 7% of the total increase in the net position of the City. The sole business-type activity of the City is stormwater operations, which is accounted for in its Stormwater Fund. This fund is used to facilitate the repair, maintenance, and improvements to the City's stormwater facilities.

	Operating Revenues		Operating Expenses		Income from Operations	
	2022	2021	2022	2021	2022	2021
Fund:						
Stormwater	\$3,549,117	\$3,356,815	\$1,946,861	\$1,554,392	\$1,602,256	\$1,802,423
Totals	\$3,549,117	\$3,356,815	\$1,946,861	\$1,554,392	\$1,602,256	\$1,802,423

The revenues for the Stormwater Fund increased by \$192,302 or 6% from the previous year. The increase is mainly attributable to the increase in the stormwater annual rate of \$94 in 2021 to \$100.50 in 2022.

Stormwater assessment fees (computed based on a property's impervious surface area) were \$3,549,117; depreciation on the capital assets accounted for 12% of the operating expenses.

FINANCIAL ANALYSIS OF THE GOVERNMENT'S FUNDS

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

Governmental Funds. The focus of the City's governmental funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the City's financing requirements. In particular, unassigned fund balance may serve as a useful measure of the City's net resources available for spending at the end of the fiscal year.

At the end of the current fiscal year, the City's governmental funds reported combined ending fund balance of \$67,547,516.

Government Fund Balance		Purpose	2022	2021	Diff.
UNRESTRICTED FUND BALANCE	Non-spendable "inherently non-expendable "such as deposits or inventory	Prepaid Items	\$ 1,724,116	\$ 405,250	\$ 1,318,866
		Advances to other funds	1,016,078	1,660,562	(644,484)
	Restricted External "legal limitations" on use	Streetlighting	211,207	191,605	19,602
		Law Enforcement	695,300	838,889	(143,589)
		Public Safety	166,338	166,338	-
		Public Works	453,805	-	453,805
		Capital Projects	25,234,177	32,588,333	(7,354,156)
		Police Donations	81,995	67,561	14,434
	Committed "Self-imposed" limitations on use	Debt Service	868,167	2,482,279	(1,614,112)
		Library	1,600,000	-	1,600,000
	Assigned Limitations resulting from "intended use"	Subsequent year's budget: appropriation of fund balance	1,085,684	782,811	302,873
		Capital Projects	14,126,829	15,893,018	(1,766,189)
		Future Capital Improvements	4,351,393	11,966,511	(7,615,118)
		Tree Conservation	194,302	63,735	130,567
Recreation		70,296	159,880	(89,584)	
Sidewalk bank		307,595	518,347	(210,752)	
Public safety		243,643	157,651	85,992	
Unassigned "Residual" net resources		General Fund	15,116,591	11,662,542	3,454,049
TOTALS FOR GOVERNMENTAL FUNDS			\$ 67,547,516	\$ 79,605,312	\$ (12,057,796)

General Fund. The General Fund is the primary operating fund of the City. At the end of the current fiscal period, unassigned fund balance was \$15,116,591 while total fund balance was \$24,209,422. This balance includes \$455,784 in prepaid items and \$1,016,078 in advances to other funds as non-spendable fund balance, and \$81,995 in police donations as restricted fund balance. Additionally,

\$5,938,974 was assigned for other purposes. This includes \$4,351,393 for future capital improvements, \$194,302 for tree conservation, \$307,595 for the sidewalk bank, and \$1,085,684 for subsequent year's budget. The fund balance decreased by \$2,917,876 over the prior year primarily from the acquisition of land and future capital improvements. The unassigned reserve accounts for 46% of FY 2023 approved budgetary expenditures which is above the 25% target set by the City's fund balance policy as approved by the City Council.

Special Purpose Local Option Sales Tax Fund (SPLOST). The SPLOST Fund was set up to account for receipt of SPLOST sales tax revenues and associated expenditures for capital improvements. The City recognized \$9,702,743 (\$9,604,672 in intergovernmental revenues, and \$98,071 in investment income), while a total of \$6,962,224 was expended on SPLOST projects found on page 67 of this report. The decrease in SPLOST Fund balance of 3.1 million is due primarily to the expenditures of the public safety building project estimated to be completed in fiscal year 2023.

Capital Projects Fund. The Capital Projects Fund was set up to capture the costs related to major projects that include, public safety, public works and recreation. The projects were funded using transfers from other funds, as well as, proceeds from issuance of revenue bonds in 2019. There was approximately \$10.8 million spent on capital outlay with the bulk of the expenditures used for street paving, sidewalk projects, and park improvements. The total fund balance remains at \$29.1 million at the end of 2022 to be used for ongoing and future capital projects. The \$10 million decrease in fund balance from 2021 is due to expenditures incurred in the completion of several park bond projects.

Debt Service Fund. The Debt Service Fund is used to account for the debt service expenditures of the City. Fund balance decreased by \$345,801 from the prior year. This was primarily the result of debt repayments exceeding transfers in the fund.

GENERAL FUND BUDGETARY HIGHLIGHTS

The City utilized a conservative approach focusing on core services and accounting for the unknown while creating the budget. Emphasis was given to ensuring financial stability for the current period as well as long-term stability.

The City employs an annual mid-year budget process to re-align appropriations made during the annual budget process with significant unexpected trends. This ensures adjustments facilitating appropriations to be in alignment with expected resources. Throughout the year the City funded several purchases using fund balance to maintain a balanced budget.

The General Fund 2022 actual revenues were approximately \$3.1 million or 10% greater than the amended budget. This variance is principally attributed to the \$1.7 million in business taxes and charges for services received in excess of the amended budget. The 2022 expenditures were \$2.6 million or 7% less than the amended budget. Details of the original General Fund budget and the amended budget are contained on pages 53 and 54 of this report.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets. The City's investment in capital assets for its governmental and business-type activities at December 31, 2022, amounts to a total of \$180,117,731 (net of accumulated depreciation). This investment in capital assets includes land, structures, vehicles, as well as infrastructure assets such as streets, curbs, sidewalks, culverts and drainage ponds. The majority of the infrastructure assets were transferred to the City from DeKalb County. The City continues to work on projects and improvements.

The following table summarizes the capital assets (net of depreciation) for governmental activities, business-type activities and the total for the primary government.

City of Brookhaven, Georgia						
Capital Assets						
(Net of depreciation)						
	Governmental Activities		Business-type Activities		Totals	
	2022	2021	2022	2021	2022	2021
Land	\$ 33,167,408	\$ 27,957,792	\$ 3,017,333	\$ 2,279,091	\$ 36,184,741	\$ 30,236,883
Construction in progress	56,995,326	41,693,440	1,049,341	557,117	58,044,667	42,250,557
Improvements	12,120,155	10,967,185	-	-	12,120,155	10,967,185
Buildings	5,392,551	1,495,937	-	-	5,392,551	1,495,937
Machinery and equipment	2,714,261	2,899,920	248,853	-	2,963,114	2,899,920
Infrastructure	55,573,978	55,939,827	-	-	55,573,978	55,939,827
Stormwater infrastructure	-	-	9,838,525	9,826,570	9,838,525	9,826,570
Totals	\$ 165,963,679	\$ 140,954,101	\$ 14,154,052	\$ 12,662,778	\$ 180,117,731	\$ 153,616,879

Additional information on the City's capital assets can be found in note 6 on pages 41 and 42 of this report.

Long-Term Debt. At December 31, 2022, the City's long-term debt amounted to \$64,809,728. Parks General Obligation Bonds, Public Facilities Authority Revenue Bonds, Special Purpose Local Option Sales Tax (SPLOST) General Obligation Bonds, Notes Payable and any accrued compensated absences in the amount of \$973,115 make up these debt obligations. At the end of the fiscal year direct placement bonds amounted to \$9,261,775, all of which resulted from the SPLOST General Obligation Bonds issuance in 2018 and 2020. Additionally, direct borrowings amounted to \$3,964,710 at the end of 2022 and all resulted from the loan discussed in the paragraph below.

In 2017 the City took out a Georgia Environmental Finance Authority (GEFA) loan in the amount of \$5.2 million for the purchase of greenspace near the Peachtree DeKalb Airport utilizing a low interest rate loan acquired through the Clean Water State Revolving Fund. The principal balance at the end of 2022 was approximately \$4.0 million.

The City issued four bonds, the Parks General Obligation Bonds, the Public Facilities Authority Revenue Bonds, and the SPLOST General Obligation Bonds (issuance in 2018 and 2020) in the amount of \$38.9 million, \$12.6 million, \$12 million, and \$15 million, respectively. The Parks Bonds were issued to finance the cost of City Council approved Parks and Recreational Master Plans and other related park amenities, equipment, and real and personal property useful or desirable in connection therewith. The Public Facilities Authority Revenue Bonds were issued for the construction of the Peachtree Creek Greenway project, Phase I. The 2018 SPLOST General Obligation Bonds were issued to build the public

safety/municipal court building. The 2020 SPLOST General Obligation Bonds were issued to fund various projects among which transportation improvements, pavement management, and existing capital asset maintenance.

Additional information on the City's long-term debt can be found in note 8 on pages 43 through 49 of this report.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND RATES

The City's management and elected officials considered many factors when adopting the budget for the fiscal year ending December 31, 2023.

- The City has an operating millage rate cap of 3.35 mills that is set by City Charter. The 2023 budget was prepared using the same rate as in 2022 of 2.740 mills. In 2019 the City added debt service millage rate of 0.680 mills to fund the Park Bonds that were approved on the voter ballot in November 2018. The adopted debt millage rate in 2022 was 0.550 mills.
- The 2023 preliminary consolidation and evaluation of digest report provided by DeKalb County anticipates a 15.67% net tax increase in the City operating tax digest and .87% net tax decrease in the debt service tax digest over 2023.
- The City sees the biggest challenge in the upcoming budget year as continuing to strive to provide excellent customer service to citizens, while executing on completion of budgeted capital improvements throughout the City.

REQUESTS FOR INFORMATION

This financial report is designed to provide a general overview of the City of Brookhaven's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Finance Department, City of Brookhaven, 4362 Peachtree Road, Brookhaven, Georgia, 30319, or by calling (404) 637-0500.

CITY OF BROOKHAVEN, GEORGIA

STATEMENT OF NET POSITION DECEMBER 31, 2022

	Primary Government			Component Units	
	Governmental Activities	Business-type Activities	Total	Convention and Visitors Bureau	Development Authority
ASSETS					
Cash and cash equivalents	\$ 69,660,644	\$ 1,257,582	\$ 70,918,226	\$ 908,350	\$ 241,089
Accounts receivable	3,705,898	1,033,292	4,739,190	192,470	-
Property taxes receivable, net	821,659	-	821,659	-	-
Due from other governments	1,088,951	-	1,088,951	-	-
Due from primary government	-	-	-	-	55,000
Intergovernmental receivable from component unit	1,262,435	-	1,262,435	-	-
Internal balances	855,696	(855,696)	-	-	-
Prepaid items	763,480	-	763,480	9,302	-
Security deposit	-	-	-	6,328	-
Real estate held for development	-	-	-	-	3,795,285
Capital assets:					
Nondepreciable	90,162,734	4,066,674	94,229,408	-	-
Depreciable, net of accumulated depreciation and amortization	75,800,945	10,087,378	85,888,323	138,357	-
Total assets	244,122,442	15,589,230	259,711,672	1,254,807	4,091,374
LIABILITIES					
Accounts payable	6,184,910	328,521	6,513,431	51,178	-
Retainage payable	2,214,137	-	2,214,137	-	-
Due to component unit	55,000	-	55,000	-	-
Accrued liabilities	1,503,815	-	1,503,815	10,313	-
Unearned revenue	886,177	-	886,177	-	-
Compensated absences, due within one year	973,115	-	973,115	24,113	-
Direct placement bonds payable, due within one year	5,707,846	-	5,707,846	-	-
Direct placement bonds payable, due in more than one year	3,553,929	-	3,553,929	-	-
Bonds payable, due within one year	1,035,000	-	1,035,000	-	-
Bonds payable, due in more than one year	49,371,274	-	49,371,274	-	-
Lease liabilities, due within one year	-	-	-	55,711	-
Lease liabilities, due in more than one year	-	-	-	69,687	-
Financed purchases payable, due within one year	-	45,639	45,639	-	-
Financed purchases payable, due in more than one year	-	158,215	158,215	-	-
Intergovernmental payable - primary government, due within one year	-	-	-	-	252,487
Intergovernmental payable - primary government, due in more than one year	-	-	-	-	1,009,948
Note payable from direct borrowing, due within one year	249,653	-	249,653	-	-
Note payable from direct borrowing, due in more than one year	3,715,057	-	3,715,057	150,000	-
Total liabilities	75,449,913	532,375	75,982,288	361,002	1,262,435
NET POSITION					
Net investment in capital assets	116,423,987	13,888,229	130,312,216	12,959	-
Restricted for streetlight service	231,084	-	231,084	-	-
Restricted for law enforcement	711,492	-	711,492	-	-
Restricted for public works	572,905	-	572,905	-	-
Restricted for public safety	166,338	-	166,338	-	-
Restricted for police donations	81,995	-	81,995	-	-
Restricted for economic development	-	-	-	880,846	-
Restricted for capital projects	10,798,557	-	10,798,557	-	-
Unrestricted	39,686,171	1,168,626	40,854,797	-	2,828,939
Total net position	\$ 168,672,529	\$ 15,056,855	\$ 183,729,384	\$ 893,805	\$ 2,828,939

The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2022

Functions/Programs	Expenses	Program Revenues		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions
Primary government:				
Governmental activities:				
General government	\$ 8,644,521	\$ 685,372	\$ -	\$ -
Judicial	1,027,541	1,741,442	-	-
Public safety	14,950,405	1,489,626	4,306,593	-
Public works	5,983,411	307,595	-	10,662,323
Housing and development	4,816,576	3,973,545	-	252,487
Culture and recreation	5,282,799	569,548	-	-
Economic development	240,138	-	-	-
Interest and fiscal charges	2,918,407	-	-	-
Total governmental activities	<u>43,863,798</u>	<u>8,767,128</u>	<u>4,306,593</u>	<u>10,914,810</u>
Business-type activities:				
Stormwater	<u>1,952,800</u>	<u>3,549,117</u>	<u>-</u>	<u>-</u>
Total primary government	<u>\$ 45,816,598</u>	<u>\$ 12,316,245</u>	<u>\$ 4,306,593</u>	<u>\$ 10,914,810</u>
Component units:				
Convention and Visitors Bureau	\$ 1,350,170	\$ -	\$ 1,302,890	\$ -
Development Authority	8,220	302,901	-	-
Total component units	<u>\$ 1,358,390</u>	<u>\$ 302,901</u>	<u>\$ 1,302,890</u>	<u>\$ -</u>
General revenues:				
Property taxes				
Hotel/Motel taxes				
Franchise taxes				
Business taxes				
Alcohol & excise taxes				
Unrestricted investment earnings				
Miscellaneous revenues				
Gain on sale of capital assets				
Transfers				
Total general revenues and transfers				
Change in net position				
Net position, beginning of year				
Net position, end of year				

The accompanying notes are an integral part of these financial statements.

Net (Expenses) Revenues and Changes in Net Position				
Primary Government			Component Units	
Governmental Activities	Business-Type Activities	Total	Convention and Visitors Bureau	Development Authority
\$ (7,959,149)	\$ -	\$ (7,959,149)	\$ -	\$ -
713,901	-	713,901	-	-
(9,154,186)	-	(9,154,186)	-	-
4,986,507	-	4,986,507	-	-
(590,544)	-	(590,544)	-	-
(4,713,251)	-	(4,713,251)	-	-
(240,138)	-	(240,138)	-	-
(2,918,407)	-	(2,918,407)	-	-
(19,875,267)	-	(19,875,267)	-	-
-	1,596,317	1,596,317	-	-
(19,875,267)	1,596,317	(18,278,950)	-	-
-	-	-	(47,280)	-
-	-	-	-	294,681
-	-	-	(47,280)	294,681
22,992,463	-	22,992,463	-	-
2,740,101	-	2,740,101	-	-
3,583,853	-	3,583,853	-	-
6,920,718	-	6,920,718	-	-
1,790,640	-	1,790,640	-	-
428,242	-	428,242	5,498	-
247,756	-	247,756	-	-
108,074	-	108,074	-	-
67,559	(67,559)	-	-	-
38,879,406	(67,559)	38,811,847	5,498	-
19,004,139	1,528,758	20,532,897	(41,782)	294,681
149,668,390	13,528,097	163,196,487	935,587	2,534,258
\$ 168,672,529	\$ 15,056,855	\$ 183,729,384	\$ 893,805	\$ 2,828,939

CITY OF BROOKHAVEN, GEORGIA

BALANCE SHEET GOVERNMENTAL FUNDS DECEMBER 31, 2022

	General Fund	SPLOST Fund	Capital Projects Fund	Debt Service Fund	Nonmajor Governmental Funds	Total Governmental Funds
ASSETS						
Cash and cash equivalents	\$ 22,000,136	\$ 6,817,158	\$ 31,182,725	\$ 846,080	\$ 8,814,545	\$ 69,660,644
Accounts receivable	3,472,217	267	304	-	233,110	3,705,898
Taxes receivable, net of allowance	422,744	-	-	81,825	317,090	821,659
Intergovernmental receivable	-	934,072	-	-	154,879	1,088,951
Due from other funds	114,381	-	3,242,880	-	-	3,357,261
Prepaid items	455,784	-	-	1,268,332	-	1,724,116
Advances to other funds	1,016,078	-	-	-	-	1,016,078
Total assets	<u>\$ 27,481,340</u>	<u>\$ 7,751,497</u>	<u>\$ 34,425,909</u>	<u>\$ 2,196,237</u>	<u>\$ 9,519,624</u>	<u>\$ 81,374,607</u>
LIABILITIES						
Accounts payable	\$ 1,941,953	\$ 69,780	\$ 3,068,643	\$ -	\$ 1,104,534	\$ 6,184,910
Retainage payable	-	-	2,214,137	-	-	2,214,137
Accrued liabilities	540,238	-	-	-	-	540,238
Due to other funds	-	3,242,880	-	-	49,639	3,292,519
Due to component unit	55,000	-	-	-	-	55,000
Advances from other funds	-	-	-	-	225,124	225,124
Unearned revenue	422,892	-	-	-	463,285	886,177
Total liabilities	<u>2,960,083</u>	<u>3,312,660</u>	<u>5,282,780</u>	<u>-</u>	<u>1,842,582</u>	<u>13,398,105</u>
DEFERRED INFLOWS OF RESOURCES						
Unavailable revenue - property taxes	311,835	-	-	59,738	57,413	428,986
Total deferred inflows of resources	<u>311,835</u>	<u>-</u>	<u>-</u>	<u>59,738</u>	<u>57,413</u>	<u>428,986</u>
FUND BALANCES						
Fund balances:						
Nonspendable:						
Prepaid items	455,784	-	-	1,268,332	-	1,724,116
Advances to other funds	1,016,078	-	-	-	-	1,016,078
Restricted:						
Law enforcement	-	-	-	-	695,300	695,300
Public works	-	-	-	-	453,805	453,805
Public safety	-	-	-	-	166,338	166,338
Streetlight service	-	-	-	-	211,207	211,207
Police donations	81,995	-	-	-	-	81,995
Capital projects	-	4,438,837	17,942,125	-	2,853,215	25,234,177
Committed:						
Debt service	-	-	-	868,167	-	868,167
Library	1,600,000	-	-	-	-	1,600,000
Assigned:						
Future capital improvements	4,351,393	-	-	-	-	4,351,393
Subsequent year's budget, appropriations of fund balance	1,085,684	-	-	-	-	1,085,684
Tree fund activities	194,302	-	-	-	-	194,302
Sidewalk bank	307,595	-	-	-	-	307,595
Public safety	-	-	-	-	243,643	243,643
Recreation	-	-	-	-	70,296	70,296
Capital projects	-	-	11,201,004	-	2,925,825	14,126,829
Unassigned	15,116,591	-	-	-	-	15,116,591
Total fund balances	<u>24,209,422</u>	<u>4,438,837</u>	<u>29,143,129</u>	<u>2,136,499</u>	<u>7,619,629</u>	<u>67,547,516</u>
Total liabilities, deferred inflows of resources, and fund balances	<u>\$ 27,481,340</u>	<u>\$ 7,751,497</u>	<u>\$ 34,425,909</u>	<u>\$ 2,196,237</u>	<u>\$ 9,519,624</u>	
Amounts reported for governmental activities in the statement of net position are different because:						
Capital assets used in governmental activities are not current financial resources and, therefore, are not reported in the governmental funds.						165,963,679
In the governmental funds, debt service expenditures prepaid by year-end are not recognized as expenditures until they are due and payable; however, in the governmental activities those payments are recognized as interest expense and accrued interest payable when paid.						(960,636)
Long-term intergovernmental receivable is not due and payable in the current period and, therefore, is not reported in the governmental funds.						1,262,435
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the governmental funds.						(65,569,451)
Some revenues are not available in the current period and, therefore, are not reported in the governmental funds.						428,986
Net position of governmental activities						<u>\$ 168,672,529</u>

The accompanying notes are an integral part of these statements.

CITY OF BROOKHAVEN, GEORGIA
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2022

	General Fund	SPLOST Fund	Capital Projects Fund	Debt Service Fund	Nonmajor Governmental Funds	Total Governmental Funds
Revenues:						
Property taxes	\$ 12,982,057	\$ -	\$ -	\$ 2,185,896	\$ 7,671,454	\$ 22,839,407
Hotel/Motel taxes	-	-	-	-	2,740,101	2,740,101
Franchise taxes	3,583,853	-	-	-	-	3,583,853
Alcohol excise taxes	1,407,444	-	-	-	-	1,407,444
Business taxes	6,920,718	-	-	-	-	6,920,718
Excise taxes	383,196	-	-	-	-	383,196
Licenses and permits	4,847,307	-	-	-	-	4,847,307
Intergovernmental	254,115	9,604,672	-	-	5,517,032	15,375,819
Charges for services	845,701	-	-	-	1,332,678	2,178,379
Fines and forfeitures	1,549,753	-	-	-	191,689	1,741,442
Contributions	76,022	-	-	-	-	76,022
Interest earned	230,028	98,071	190,324	-	7,890	526,313
Miscellaneous	171,734	-	-	-	-	171,734
Total revenues	33,251,928	9,702,743	190,324	2,185,896	17,460,844	62,791,735
Expenditures:						
Current:						
General government	8,480,219	-	-	-	-	8,480,219
Judicial	1,027,978	-	-	-	-	1,027,978
Public safety	11,626,209	-	304,101	-	2,530,265	14,460,575
Public works	1,725,679	359,797	237,753	-	3,633,154	5,956,383
Recreation	3,671,934	-	1,485,797	-	-	5,157,731
Housing and development	3,573,726	-	-	-	1,203,229	4,776,955
Economic development	239,288	-	-	850	-	240,138
Capital outlay	7,178,464	6,602,427	10,788,150	-	1,326,563	25,895,604
Debt service:						
Principal	-	-	-	6,915,018	-	6,915,018
Interest	-	-	-	2,114,563	-	2,114,563
Total expenditures	37,523,497	6,962,224	12,815,801	9,030,431	8,693,211	75,025,164
Excess (deficiency) of revenues over expenditures	(4,271,569)	2,740,519	(12,625,477)	(6,844,535)	8,767,633	(12,233,429)
Other financing sources (uses):						
Transfers in	5,785,357	-	2,641,686	6,498,734	2,369,921	17,295,698
Transfers out	(4,510,419)	(5,902,078)	-	-	(6,815,642)	(17,228,139)
Proceeds from sale of capital assets	78,755	-	-	-	29,319	108,074
Total other financing sources (uses)	1,353,693	(5,902,078)	2,641,686	6,498,734	(4,416,402)	175,633
Net change in fund balances	(2,917,876)	(3,161,559)	(9,983,791)	(345,801)	4,351,231	(12,057,796)
Fund balances, beginning of year	27,127,298	7,600,396	39,126,920	2,482,300	3,268,398	79,605,312
Fund balances, end of year	\$ 24,209,422	\$ 4,438,837	\$ 29,143,129	\$ 2,136,499	\$ 7,619,629	\$ 67,547,516

The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2022

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

Net change in fund balances - total governmental funds	\$ (12,057,796)
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Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. This is the amount by which capital outlays exceeded depreciation expense in the current period.	25,009,578
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The receipt of the principal of long-term intergovernmental receivable provides current financial resources to governmental funds. However, this transaction does not have any effect on net position.	(252,487)
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Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the governmental funds.	153,056
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The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. This amount represents the effect of principal retirement and amortization of bond premiums during the current year.	7,016,864
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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.	95,560
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Interest expenses reported in the statement of activities that were paid in advance of their due date are reported as prepaid items in the governmental funds.	(960,636)
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Change in net position - governmental activities	\$ <u>19,004,139</u>
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The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA

STATEMENT OF NET POSITION PROPRIETARY FUND DECEMBER 31, 2022

		Stormwater
ASSETS		Fund
CURRENT ASSETS		
Cash	\$	1,257,582
Accounts receivable, net of allowance		1,033,292
Total current assets		2,290,874
NONCURRENT ASSETS		
Capital assets, non-depreciable		4,066,674
Capital assets, depreciable		11,941,690
Accumulated depreciation		(1,854,312)
Total capital assets, net		14,154,052
Total assets		16,444,926
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities		328,521
Due to other funds		64,742
Financed purchases payable, due within one year		45,639
Total current liabilities		438,902
NONCURRENT LIABILITIES		
Advances from other funds		790,954
Financed purchases payable, due in more than one year		158,215
Total noncurrent liabilities		949,169
Total liabilities		1,388,071
NET POSITION		
Net investment in capital assets		13,888,229
Unrestricted		1,168,626
Total net position	\$	15,056,855

The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA
STATEMENT OF REVENUES, EXPENSES, AND
CHANGES IN NET POSITION
PROPRIETARY FUND
FOR THE YEAR ENDED DECEMBER 31, 2022

	Stormwater Fund
OPERATING REVENUE	
Stormwater fees	\$ 3,549,117
Total operating revenues	<u>3,549,117</u>
OPERATING EXPENSES	
Cost of services	1,707,500
Depreciation	<u>239,361</u>
Total operating expenses	<u>1,946,861</u>
Operating income	1,602,256
NONOPERATING EXPENSES	
Interest expense	<u>(5,939)</u>
Income before transfers	1,596,317
Transfers in	54,683
Transfers out	<u>(122,242)</u>
Change in net position	1,528,758
Total net position, beginning	<u>13,528,097</u>
Total net position, ending	<u><u>\$ 15,056,855</u></u>

The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA

STATEMENT OF CASH FLOWS PROPRIETARY FUND FOR THE YEAR ENDED DECEMBER 31, 2022

	Stormwater Fund
CASH FLOWS FROM OPERATING ACTIVITIES	
Receipts from customers and users	\$ 3,502,160
Payments to suppliers	(1,466,325)
Net cash provided by operating activities	<u>2,035,835</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES	
Purchase of capital assets	(1,730,635)
Initiation of financed purchases	253,070
Principal payments on financed purchases	(49,216)
Interest paid	(5,939)
Net cash used in capital and related financing activities	<u>(1,532,720)</u>
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES	
Transfer in from other funds	54,683
Transfer out to other funds	(122,242)
Repayment of advances from other funds	(244,484)
Net cash used in noncapital financing activities	<u>(312,043)</u>
Net change in cash	191,072
Cash, beginning of year	<u>1,066,510</u>
Cash, end of year	<u><u>\$ 1,257,582</u></u>
RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES	
Operating income	\$ 1,602,256
Adjustments to reconcile operating income to net cash provided by operating activities:	
Depreciation	239,361
Change in assets and liabilities:	
Increase in accounts receivable	(46,957)
Increase in accounts payable	<u>241,175</u>
Net cash provided by operating activities	<u><u>\$ 2,035,835</u></u>

The accompanying notes are an integral part of these financial statements.

CITY OF BROOKHAVEN, GEORGIA

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2022

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

A. Reporting Entity

The City operates under a charter adopted December 17, 2012, as a municipal corporation governed by an elected mayor and a four-member council. The government provides such services as police protection, cultural and recreational activities, community development, economic and housing development, and public works.

The accompanying financial statements present the City and its component units, entities for which the City is considered to be financially accountable.

Blended Component Units

The Brookhaven Government Finance Corporation (the “BGFC”) has been included as a blended component unit in the accompanying financial statements. The City appoints the four-member board. Although it is legally separate from the City, its sole purpose is to finance construction and acquisitions of the City. The debt and assets of the BGFC have been reported as a form of the City’s debt and assets and all debt service activity is reported as debt service activity of the City. Separate financial statements for the BGFC are not prepared. The City reports the BGFC as a Debt Service Fund.

The Brookhaven Public Facilities Authority (the “BPFA”) has been included as a blended component unit in the accompanying financial statements. All members of the City Council serve as members for the Authority. Although it is legally separate from the City, its sole purpose is to serve as a financing partner for major City developments. The debt and assets of the BPFA have been reported as a form of the City’s debt and assets and all activity is reported as activity of the City. Separate financial statements for the BPFA are not prepared. The City reports the BPFA as a Capital Projects Fund.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

A. Reporting Entity (Continued)

Discretely Presented Component Units

The Brookhaven Convention and Visitors Bureau (the "CVB") has been included as a discretely presented component unit in the accompanying financial statements. The CVB was formed in September 2015 as an organization exempt from federal income tax under Internal Revenue Code Section 501(c)(6). The CVB was formed to develop strategies and initiatives for promoting Brookhaven as a preferred destination for tourism. The City has the ability to impose its will on the CVB by significantly influencing the activities performed by the organization. Separate financial statements for the CVB are not prepared.

The Brookhaven Development Authority (the "DA") has been included as a discretely presented component unit in the accompanying financial statements. The DA is a public body corporate and politic organized under the Development Authorities Law OCGA 36-62-1, as amended, and pursuant to a resolution of the City Council adopted on April 9, 2013. The DA was formed to promote trade, commerce, industry and employment opportunities with the City. The DA operates under the direction of the City's Economic Development Director and meets on an as-needed basis. There are seven positions available on the DA's Board of Directors, and members are appointed by the City of Brookhaven's Mayor and Council. Members serve four year terms. The City has the ability to impose its will on the Development Authority by significantly influencing the activities performed by the organization. Separate financial statements for the Development Authority are not prepared.

NOTES TO FINANCIAL STATEMENTS

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 activities of the primary government and its component units. The statement of net position includes non-current assets and non-current liabilities. In addition, the government-wide statement of activities reflects depreciation and amortization expense on the City's capital assets and right to use leased assets. As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. However, any interfund services provided and used are not eliminated as this process would distort the direct costs and program revenues reported in the various functions.

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

Separate financial statements are provided for governmental funds, and proprietary funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation

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

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the City considers all revenues except for grant revenues to be available if they are collected within 60 days of the end of the current fiscal period. The City considers grant revenues to be available if collected within 180 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 principal and interest expenditures on general long-term debt, including lease liabilities, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due. General capital asset acquisitions, including entering into contracts giving the City the right to use leased assets, are reported as expenditures in governmental funds. Issuance of long-term debt and financing through leases are reported as other financing sources.

Property taxes, sales taxes, franchise taxes, intergovernmental grants, and investment income associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the City.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenue of the enterprise fund are charges to customers for services provided. Operating expenses for the enterprise fund include the cost of services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

In accounting and reporting for its proprietary operations, the City applies all Governmental Accounting Standards Board (GASB) pronouncements. The City applies GASB Statement No. 62, *Codification of Accounting and Financial Reporting Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*. Statement No. 62 incorporated into the GASB's authoritative literature certain accounting and financial reporting guidance on or before November 30, 1989.

In accordance with GASB Statement No. 34, major individual governmental funds are reported as separate columns in the fund financial statements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

C. Measurement Focus, Basis of Accounting and Financial Statement Presentation (Continued)

The City reports the following major 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 **SPLOST Fund** is used to account for the special purpose local option sales tax revenue collected and payments made for capital project expenditures of those funds for major capital projects.

The **Capital Projects Fund** is used to account for the expenditures of money for major capital projects.

The **Debt Service Fund** is used to account for the debt service expenditures of the City.

The City reports the following major proprietary fund:

The **Stormwater Fund** is used to account for the charges and expenses of maintaining the City's stormwater infrastructure.

Additionally, the City reports the following fund types:

The **Special Revenue Funds** are used to account for specific revenues which are either legally restricted or committed to expenditures for particular purposes.

The **Capital Projects Funds** are used to account for the expenditures of money for major capital projects. These funds are general in nature and may be used to finance any capital project that the City Council designates.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Budgets

Formal budgetary accounting is employed as a management control device for the General Fund, Special Revenue Funds, Debt Service Fund, and Capital Projects Funds of the City. The governmental funds budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America. Annual operating budgets are adopted for the General Fund and each Special Revenue Fund each fiscal year through passage of an annual budget ordinance and amended as required. The City adopts project length budgets for the Capital Projects Funds. During the fiscal year ended December 31, 2022, the original budget was amended through supplemental appropriations. These changes are reflected in the budgetary comparison schedules.

All unencumbered budget appropriations lapse at the end of each year.

E. Cash and Cash Equivalents and Investments

Cash and cash equivalents include amounts in demand deposits as well as short-term investments with a maturity date within three months of the date acquired by the City.

Certificates of deposit are non-participating interest earning investment contracts and are valued at cost. All other investments are recorded at fair value. Increases or decreases in the fair value during the year are recognized as a component of interest income.

F. Receivables

All receivables are reported at their gross value and, where appropriate, are reduced by the estimated portion that is expected to be uncollectible.

G. Interfund Receivables and Payables

Activity between funds that is representative of lending/borrowing arrangements outstanding at the end of the fiscal year as well as all other outstanding balances between funds are reported as "due to/from other funds."

Advances between funds, as reported in the fund financial statements, represent long-term borrowing arrangements with established repayments schedules, and are offset by non-spendable fund balance in applicable governmental funds to indicate that they are not available for appropriation and are not expendable available financial resources.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

H. Prepaid Items

Payments made to vendors for services that will benefit periods beyond December 31, 2022, are recorded as prepaid items in both government-wide and fund financial statements. These items are accounted for using the consumption method.

I. Capital Assets

Capital assets, which include improvements, machinery and equipment, and infrastructure assets, and right to use leased assets are reported in the government-wide financial statements. Capital assets are defined by the City as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. The City has reported all infrastructure that it currently owns and has a responsibility for maintaining. Donated capital assets are recorded at estimated acquisition value at the date of donation.

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

Capital assets and right to use leased assets of the City are depreciated using the straight-line method over the following useful lives:

Improvements	15-40 years
Buildings	50 years
Machinery and equipment	3-20 years
Infrastructure	7-60 years
Right to use leased office space	3-5 years

J. Leases

Lessee

The City's CVB is a lessee for a noncancellable lease of office space. The CVB recognizes a lease liability and an intangible right-to-use lease asset in the government-wide financial statements. The CVB recognizes lease liabilities with an initial, individual value of \$5,000 or more.

At the commencement of a lease, the CVB 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.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

J. Leases (Continued)

Key estimates and judgments related to leases include how the CVB determines (1) the discount rate it uses to discount the expected lease payments to present value, (2) lease term, and (3) lease payments:

- The CVB uses the interest rate charged by the lessor as the discount rate. When the interest rate charged by the lessor is not provided, the CVB 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 CVB is reasonably certain to exercise.

The CVB 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.

Leased assets are reported with other capital assets and lease liabilities are reported with long-term debt on the statement of net position.

K. Deferred Inflows of Resources

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net assets that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. Accordingly, the item, unavailable revenue, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from taxes as these amounts are deferred and will be recognized as an inflow of resources in the period in which the amounts become available.

L. Compensated Absences

It is the City's policy to permit employees to accumulate earned but unused vacation benefits. There is no liability for non-vesting accumulated rights to receive sick pay benefits since the City does not have a policy to pay any amounts when employees separate from service with the City. All vacation pay is accrued when incurred in the government-wide financial statements. A liability for these amounts is reported in the governmental funds only if they have matured, for example, as a result of employee resignations and retirements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

M. Long-Term Obligations

In the government-wide financial statements, long-term debt and other long-term obligations are reported as liabilities in the statement of net position. Bond premiums are deferred and amortized over the term of the bonds using the effective interest method. Bond payables are reported net of the applicable premium.

In the fund financial statements, governmental fund types recognize the face amount of the debt issued as other financing sources and the repayment of debt as debt service expenditures. Issuance costs are expenses when incurred.

N. Fund Equity

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

Fund Balance – Generally, fund balance represents the difference between the assets, liabilities and deferred inflows of resources under the current financial resources measurement focus of accounting. In the fund financial statements, governmental funds report fund balance classifications that comprise a hierarchy based primarily on the extent to which the City is bound to honor constraints on the specific purpose for which amounts in those funds can be spent.

Fund balances are classified as follows:

Nonspendable – Fund balances are reported as nonspendable when amounts cannot be spent because they are either (a) not in spendable form (i.e., items that are not expected to be converted to cash) or (b) legally or contractually required to be maintained intact.

Restricted – Fund balances are reported as restricted when there are limitations imposed on their use either through enabling legislation adopted by the City or through external restrictions imposed by creditors, grantors, laws or regulations of other governments.

Committed – Fund balances are reported as committed when they can be used only for specific purposes pursuant to constraints imposed through a resolution of the City Council. Only the City Council may modify or rescind the commitment, also through a resolution.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

N. Fund Equity (Continued)

Assigned – Fund balances are reported as assigned when amounts are constrained by the City's intent to be used for specific purposes, but are neither restricted nor committed. The Fund Balance Policy, as adopted by the City Council, delegates the authority to the City Manager or his or her designee to assign fund balance for particular purposes.

Unassigned – Fund balances are reported as unassigned as the residual amount when the balances do not meet any of the above criterion. The City reports positive unassigned fund balance only in the General Fund. In the event that funds other than the General Fund include an unassigned fund balance, it would be a deficit.

The City's policy is to obtain and then maintain a minimum General Fund balance reserve equal to three months (25%) of annual budgeted expenditures.

Flow Assumptions – When both restricted and unrestricted amounts of fund balance are available for use for expenditures incurred, it is the City's policy to use restricted amounts first and then unrestricted amounts as they are needed. For unrestricted amounts of fund balance, it is the City's policy to use fund balance in the following order: (1) Committed, (2) Assigned and (3) Unassigned.

Net Position – Net position represents the difference between assets, deferred inflows of resources, and liabilities in reporting which utilizes the economic resources measurement focus. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowing used (i.e., the amount that the City has spent) for the acquisition, construction or improvement of those assets. Net position is reported as restricted using the same definition as used for restricted fund balance as described in the section above. The remaining portion of net position is reported as unrestricted.

The City applies restricted resources first to fund outlays for which both restricted and unrestricted net position is available.

O. Use of Estimates

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

NOTES TO FINANCIAL STATEMENTS

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

P. Real Estate Held for Development

The City's real estate held for development consists of real estate properties held by the Development Authority. These properties are held with the intention of future development within the City's downtown area and are not held for income or profit purposes. As such, these assets are recorded at cost.

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS

A. Explanation of Certain Differences Between the Governmental Fund Balance Sheet and the Government-wide Statement of Net Position

The governmental fund balance sheet includes a reconciliation between fund balance – total governmental funds and net position – governmental activities as reported in the government-wide statement of net position. One element of that reconciliation explains that “long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.” The details of this \$65,569,451 difference are as follows:

Bonds payable, net	\$ (59,668,049)
Notes payable	(3,964,710)
Accrued interest payable	(963,577)
Compensated absences (i.e., vacation)	<u>(973,115)</u>
Net adjustment to reduce <i>fund balance - total governmental funds</i> to arrive at <i>net position - governmental activities</i>	<u>\$ (65,569,451)</u>

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities

The governmental fund statement of revenues, expenditures, and changes in fund balances includes a reconciliation between net change in fund balances – total governmental funds and change in net position of governmental activities as reported in the government-wide statement of activities. One element of that reconciliation explains that “Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense.” The details of this \$25,009,578 difference are as follows:

Capital outlay	\$ 29,877,337
Depreciation expense	<u>(4,867,759)</u>
Net adjustment to increase <i>net change in fund balances - total governmental funds</i> to arrive at <i>change in net position - governmental activities</i>	<u>\$ 25,009,578</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 2. RECONCILIATION OF GOVERNMENT-WIDE FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS (CONTINUED)

B. Explanation of Certain Differences Between the Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balances and the Government-wide Statement of Activities (Continued)

Another element of the reconciliation states that “the issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position.” This amount is the net effect of these differences in the treatment of long-term debt. The details of this \$7,016,864 difference are as follows:

Principal payments	\$ 6,915,018
Amortization of bond premiums	<u>101,846</u>

Net adjustment to increase <i>net change in fund balances - total governmental funds</i> to arrive at <i>change in net position - governmental activities</i>	<u><u>\$ 7,016,864</u></u>
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Another element of the reconciliation states that “some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.” The details of this \$95,650 difference are as follows:

Compensated absences	\$ 40,614
Accrued interest	<u>54,946</u>

Net adjustment to increase <i>net change in fund balances - total governmental funds</i> to arrive at <i>change in net position - governmental activities</i>	<u><u>\$ 95,560</u></u>
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NOTE 3. LEGAL COMPLIANCE – BUDGETS

Budgets and Budgetary Accounting

The budget is officially adopted by the governing body prior to the beginning of its fiscal year, or a resolution authorizing the continuation of necessary and essential expenditures to operate the City will be adopted. The legal level of budgetary control (i.e., the level at which expenditures may not legally exceed appropriations) is the department level, within the fund.

Transfers of appropriations within a department budget or within a non-departmental expenditure category require only the approval of the Finance Director. Increases in appropriations in a departmental budget or in a non-departmental expenditure category, require approval of the governing body in the form of amendments to the budget ordinance.

NOTES TO FINANCIAL STATEMENTS

NOTE 3. LEGAL COMPLIANCE – BUDGETS (CONTINUED)

Budgets and Budgetary Accounting (Continued)

For fiscal year 2022, the City spent more than the budgeted amount in the following departments:

General Fund:	
General government - finance and administration	\$ 175,643
General government - data processing	15,740
General government - buildings and plant	269
Judicial	49,243
Public safety - police	152,839
Public safety - police CID	153,874
Housing and development - community development	3,264
Housing and development - code enforcement	2,175
Debt Service Fund - economic development	850
Confiscated Assets Fund - public safety	16,734
Hotel/Motel Tax Fund - housing and development	198,794
Grant Fund - public safety	18,479

The excess of expenditures over budget noted above were funded by expending less than budget in other departments, revenues in excess of budget, and use of other financing sources.

NOTE 4. DEPOSITS AND INVESTMENTS

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 of the State of Georgia. Amounts that exceed standard depository insurance limits are required to be collateralized either (1) individually by the financial institutions through pledged obligations of the U.S. Government, obligations backed by the full faith and credit of the U.S. Government, obligations of the State of Georgia or other states, or obligations of counties, municipalities, or public authorities of the State of Georgia, or (2) participation in the State of Georgia Secure Deposit Program. At December 31, 2022, the City's deposits were insured and/or collateralized as defined by state statutes and GASB pronouncements. As of December 31, 2022, the City had deposits with one (1) financial institution collateralized by the State of Georgia Secure Deposit Program, which is administered by the Office of the State Treasurer and requires participating banks holding deposits of public funds to pledge collateral at varying rates depending on the tier assigned by the State. Additionally, the City had deposits with one (1) financial institution that were collateralized by pledged securities, as defined above, such that all of the City's bank balances were insured and/or collateralized as defined by GASB and required by state statutes.

NOTES TO FINANCIAL STATEMENTS

NOTE 5. RECEIVABLES

Property taxes are levied on property values assessed as of January 1. The City contracts with DeKalb County to bill and collect City of Brookhaven property taxes. The taxes are levied by August 1 based on the assessed value of property as listed on the previous January 1 and are due on November 15 of each year, with a lien date of January 1 of the following year. Property taxes are recorded as receivables and unavailable revenues when assessed. Revenues are recognized when available.

Receivables at December 31, 2022, for the City's individual major funds and aggregate nonmajor funds, including any applicable allowances for uncollectible accounts, are as follows:

	General Fund	SPLOST Fund	Capital Projects Fund
Receivables:			
Accounts	\$ 3,472,217	\$ 267	\$ 304
Taxes	442,990	-	-
Intergovernmental	-	934,072	-
Total receivables	3,915,207	934,339	304
Less allowance for uncollectibles	(20,246)	-	-
Net total receivable	<u>3,894,961</u>	<u>934,339</u>	<u>304</u>

	Debt Service Fund	Nonmajor Governmental Funds	Stormwater
Receivables:			
Accounts	\$ -	\$ 233,110	\$ 1,049,132
Taxes	85,021	326,391	-
Intergovernmental	-	154,879	-
Total receivables	85,021	714,380	1,049,132
Less allowance for uncollectibles	(3,196)	(9,301)	(15,840)
Net total receivable	<u>81,825</u>	<u>705,079</u>	<u>1,033,292</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 6. CAPITAL ASSETS

Primary Government

Capital asset activity for the City for the year ended December 31, 2022 is as follows:

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Transfers</u>	<u>Ending Balance</u>
Governmental activities:					
Capital assets, not being depreciated					
Land	\$ 27,957,792	\$ 5,209,616	\$ -	\$ -	\$ 33,167,408
Construction in progress	41,693,440	19,583,828	-	(4,281,942)	56,995,326
Total	<u>69,651,232</u>	<u>24,793,444</u>	<u>-</u>	<u>(4,281,942)</u>	<u>90,162,734</u>
Capital assets, being depreciated:					
Improvements	16,447,878	-	-	2,534,779	18,982,657
Buildings	4,535,789	3,985,384	-	146,945	8,668,118
Machinery and equipment	12,495,938	1,098,509	(425,623)	-	13,168,824
Infrastructure	70,781,062	-	-	1,600,218	72,381,280
Total	<u>104,260,667</u>	<u>5,083,893</u>	<u>(425,623)</u>	<u>4,281,942</u>	<u>113,200,879</u>
Less accumulated depreciation for:					
Improvements	(5,480,693)	(1,381,809)	-	-	(6,862,502)
Buildings	(3,039,852)	(235,715)	-	-	(3,275,567)
Machinery and equipment	(9,596,018)	(1,284,168)	425,623	-	(10,454,563)
Infrastructure	(14,841,235)	(1,966,067)	-	-	(16,807,302)
Total	<u>(32,957,798)</u>	<u>(4,867,759)</u>	<u>425,623</u>	<u>-</u>	<u>(37,399,934)</u>
Capital assets, net depreciation	<u>71,302,869</u>	<u>216,134</u>	<u>-</u>	<u>4,281,942</u>	<u>75,800,945</u>
Governmental activities capital assets, net	<u>\$ 140,954,101</u>	<u>\$ 25,009,578</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 165,963,679</u>

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Transfers</u>	<u>Ending Balance</u>
Business-type activities:				
Capital assets, not being depreciated				
Land	\$ 2,279,091	\$ 738,242	\$ -	\$ 3,017,333
Construction in progress	557,117	726,008	(233,784)	1,049,341
Total	<u>2,836,208</u>	<u>1,464,250</u>	<u>(233,784)</u>	<u>4,066,674</u>
Capital assets, being depreciated:				
Infrastructure	11,441,521	13,315	233,784	11,688,620
Machinery and equipment	-	253,070	-	253,070
Total	<u>11,441,521</u>	<u>266,385</u>	<u>233,784</u>	<u>11,941,690</u>
Less accumulated depreciation for:				
Infrastructure	(1,614,951)	(235,144)	-	(1,850,095)
Machinery and equipment	-	(4,217)	-	(4,217)
Total	<u>(1,614,951)</u>	<u>(239,361)</u>	<u>-</u>	<u>(1,854,312)</u>
Capital assets, net depreciation	<u>9,826,570</u>	<u>27,024</u>	<u>233,784</u>	<u>10,087,378</u>
Business-type activities capital assets, net	<u>\$ 12,662,778</u>	<u>\$ 1,491,274</u>	<u>\$ -</u>	<u>\$ 14,154,052</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 6. CAPITAL ASSETS (CONTINUED)

Primary Government (Continued)

Depreciation expense was charged to functions/programs of the City as follows:

Governmental activities:	
General government	\$ 89,213
Public safety	1,009,580
Public works	2,140,274
Culture and recreation	1,587,661
Housing and development	41,031
Total depreciation expense - governmental activities	<u>\$ 4,867,759</u>
Business-type activities:	
Stormwater	<u>\$ 239,361</u>

Component Unit – Convention and Visitors Bureau

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets, being depreciated:				
Leasehold improvements	\$ 67,019	\$ -	\$ -	\$ 67,019
Furniture and fixtures	33,253	-	-	33,253
Total	<u>100,272</u>	<u>-</u>	<u>-</u>	<u>100,272</u>
Less accumulated depreciation for:				
Leasehold improvements	(44,680)	(22,339)	-	(67,019)
Furniture and fixtures	(11,080)	(6,649)	-	(17,729)
Total	<u>(55,760)</u>	<u>(28,988)</u>	<u>-</u>	<u>(84,748)</u>
Total capital assets being depreciated, net excluding lease assets	<u>\$ 44,512</u>	<u>\$ (28,988)</u>	<u>\$ -</u>	<u>15,524</u>
Leased assets, net (Note 7)				<u>122,833</u>
Total capital assets, net as reported in the statement of net position				<u>\$ 138,357</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 7. LEASED ASSETS

A summary of leased asset activity for the Convention and Visitors Bureau for the year ended December 31, 2022, is as follows:

	Restated Beginning Balance	Additions	Deductions	Ending Balance
Discretely presented component unit:				
Lease assets:				
Office space	\$ 179,525	\$ -	\$ -	\$ 179,525
Total	<u>179,525</u>	<u>-</u>	<u>-</u>	<u>179,525</u>
Less accumulated amortization for:				
Office space	-	(56,692)	-	(56,692)
Total	<u>-</u>	<u>(56,692)</u>	<u>-</u>	<u>(56,692)</u>
Total lease assets, net	<u>\$ 179,525</u>	<u>\$ (56,692)</u>	<u>\$ -</u>	<u>\$ 122,833</u>

NOTE 8. LONG-TERM DEBT

A. Primary Government

The following is a summary of long-term debt activity of the City for the year ended December 31, 2022:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
Governmental activities:					
Direct placement					
Bonds payable	\$ 14,939,350	\$ -	\$ (5,677,575)	\$ 9,261,775	\$ 5,707,846
Bonds payable	49,930,000	-	(990,000)	48,940,000	1,035,000
Plus: premium	1,568,120	-	(101,846)	1,466,274	-
Total bonds payable	<u>66,437,470</u>	<u>-</u>	<u>(6,769,421)</u>	<u>59,668,049</u>	<u>6,742,846</u>
Note payable					
from direct borrowing	4,212,153	-	(247,443)	3,964,710	249,653
Compensated absences	1,013,729	842,476	(883,090)	973,115	973,115
Governmental activities					
long-term liabilities	<u>\$ 71,663,352</u>	<u>\$ 842,476</u>	<u>\$ (7,899,954)</u>	<u>\$ 64,605,874</u>	<u>\$ 7,965,614</u>
Business-type activities:					
Financed purchases payable	\$ -	\$ 253,070	\$ (49,216)	\$ 203,854	\$ 45,639
Business-type activities					
long-term liabilities	<u>\$ -</u>	<u>\$ 253,070</u>	<u>\$ (49,216)</u>	<u>\$ 203,854</u>	<u>\$ 45,639</u>

For governmental activities, compensated absences are liquidated by the General Fund. The entire compensated absences amount is reported as a current liability based on historical usage as determined by City management.

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

A. Primary Government (Continued)

Governmental activities - Bonds payable

In May 2018, the City issued \$12,000,000 of direct placement Sales Tax Bonds for the purpose of financing capital projects improvements. The issuance of these bonds was approved by a Special Purpose Local Option Sales Tax (SPLOST) referendum in November 2017. Pursuant to Georgia Law, these bonds will be repaid with the proceeds of a one percent sales tax. Principal payments on the bonds are due annually commencing on July 1, 2019 until maturity July 1, 2024. Interest payments on the bonds are due semiannually commencing on January 1, 2019 until maturity at an interest rate of 2.75%.

In March 2020, the City issued \$15,000,000 of direct placement Sales Tax Bonds for the purpose of financing capital projects improvements. The issuance of these bonds was approved by a Special Purpose Local Option Sales Tax (SPLOST) referendum in November 2017. Pursuant to Georgia Law, these bonds will be repaid with the proceeds of a one percent sales tax. The bonds bear interest at a rate of 0.82%, and principal and interest payments on the bonds are due monthly commencing on May 1, 2020 until maturity May 1, 2024.

The sales and use tax proceeds received by the City in any year in which the bonds are outstanding must first be used to make debt service payments, and then may be used for City projects. Failure by the City to make debt service payments constitutes an event of default, however there are no acceleration clauses associated with the bonds.

The total debt service requirements to maturity for the City's direct placement bonds payable are as follows:

Year ending December 31,	Principal	Interest	Total
2023	\$ 5,707,846	\$ 139,232	\$ 5,847,078
2024	3,553,929	58,187	3,612,116
Total	<u>\$ 9,261,775</u>	<u>\$ 197,419</u>	<u>\$ 9,459,194</u>

In October 2018, the Brookhaven Public Facilities Authority issued \$12,640,000 of Series 2018 Revenue Bonds for the purpose of financing the construction of the multi-modal transportation system of trails, parks, and other facilities. Principal payments are due annually commencing on July 1, 2019 until maturity July 1, 2042. Interest payments are due semi-annually commencing on January 1, 2019 until maturity at an interest rate ranging from 3.00–5.00%.

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

A. Primary Government (Continued)

Governmental activities - Bonds payable (Continued)

The bonds are payable from and secured by ad valorem taxes levied by the City based on the dedicated millage rate authorized by law. Failure by the City to make contract payments to the Public Facilities Authority constitutes an event of default, however there are no acceleration clauses associated with the bonds.

In January 2019, the City issued \$38,855,000 of Series 2019 General Obligation Bonds for the purpose of financing capital project improvements, specifically parks and recreational master plans as well as other related park amenities, equipment and real property. Principal payments are due annually commencing on July 1, 2020 until maturity July 1, 2049. Interest payments are due semi-annually commencing on January 1, 2020 until maturity at an interest rate ranging from 3.00–5.00%.

The bonds are payable from and secured by ad valorem taxes levied by the City based on the dedicated millage rate authorized by law. Failure by the City to make contract payments on the bonds constitutes an event of default, however there are no acceleration clauses associated with the bonds.

The total debt service requirements to maturity for the City's bonds payable are as follows:

Year ending December 31,	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 1,035,000	\$ 1,804,081	\$ 2,839,081
2024	1,095,000	1,752,331	2,847,331
2025	1,165,000	1,697,581	2,862,581
2026	1,235,000	1,639,331	2,874,331
2027	1,315,000	1,577,581	2,892,581
2028-2032	7,755,000	6,905,255	14,660,255
2033-2037	9,795,000	5,417,669	15,212,669
2038-2042	12,285,000	3,638,463	15,923,463
2043-2047	9,140,000	1,702,575	10,842,575
2048-2049	4,120,000	217,525	4,337,525
Total	<u>\$ 48,940,000</u>	<u>\$ 26,352,392</u>	<u>\$ 75,292,392</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

A. Primary Government (Continued)

Governmental activities - Note payable from Direct Borrowing

On May 1, 2017, the City issued a note payable to borrow a total of \$5,700,000 from the Georgia Environmental Finance Authority (GEFA) for the purpose of acquiring a greenspace at the Peachtree DeKalb Airport. Additionally, the agreement with GEFA included a principal forgiveness component equal to approximately 8.77% of the face value of the note, or \$500,000. Principal and interest payments totaling \$23,660 are paid each month beginning June 1, 2017 through November 1, 2037 at an interest rate of .89%. The amortization schedule was revised after the Authority extended a six month, deferral period, during fiscal year 2020, requiring no debt service payments to be made by the City to alleviate the effects of COVID-19.

The total debt service requirements to maturity for the City's note payable from direct borrowing are as follows:

Year ending December 31,	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 249,653	\$ 34,269	\$ 283,922
2024	251,884	32,038	283,922
2025	254,135	29,787	283,922
2026	256,406	27,516	283,922
2027	258,697	25,225	283,922
2028-2032	1,328,580	91,031	1,419,611
2033-2037	1,365,355	30,597	1,395,952
Total	<u>\$ 3,964,710</u>	<u>\$ 270,463</u>	<u>\$ 4,235,173</u>

Business-type activities - Financed Purchases from Direct Borrowings

On May 4, 2022, the City entered into a financed purchase agreement for the acquisition of a street sweeper. The agreement, which has an imputed interest rate of 4.7%, qualifies as a financed purchase for accounting purposes and, therefore, has been recorded at the present value of the future minimum note payments as of the date of its inception. The outstanding balance of this financed purchase as of December 31, 2022 is \$203,854. As of December 31, 2022, the total cost of the asset under financed purchase is \$253,070, with \$4,217 of accumulated depreciation.

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

A. Primary Government (Continued)

Business-type activities - Financed Purchases from Direct Borrowings (continued)

The City's total business-type financed purchases payable debt service requirements to maturity are as follows:

Year ending December 31,	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 45,639	\$ 9,515	\$ 55,154
2024	47,770	7,385	55,155
2025	49,999	5,155	55,154
2026	60,446	2,821	63,267
Total	<u>\$ 203,854</u>	<u>\$ 24,876</u>	<u>\$ 228,730</u>

B. Presented Component Unit – Development Authority

The following is a summary of long-term debt activity for the year ended December 31, 2022:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Reductions</u>	<u>Ending Balance</u>	<u>Due Within One Year</u>
Intergovernmental payable - primary government	\$ 1,514,922	\$ -	\$ (252,487)	\$ 1,262,435	\$ 252,487
Total intergovernmental payable	<u>\$ 1,514,922</u>	<u>\$ -</u>	<u>\$ (252,487)</u>	<u>\$ 1,262,435</u>	<u>\$ 252,487</u>

Intergovernmental payable from Direct Borrowing

The City of Brookhaven has issued a zero-interest loan to the Brookhaven Development Authority in the original amount of \$1,712,370 for the sale of real property previously purchased by the City. The property was acquired by the Development Authority for strategic economic development purposes within the City. Payments are due annually through December 2027. The outstanding balance on the loan as of December 31, 2022 is \$856,185. This amount is recorded as an intergovernmental receivable by the City at December 31, 2022.

In February 2020, the City of Brookhaven issued a zero-interest loan to the Brookhaven Development Authority in the amount of \$650,000 in order to finance the Development Authority's purchase of a property located at 2068 Druid Hills Road. The property was acquired by the Development Authority for strategic economic development purposes within the City. Payments are due annually through December 2027. The outstanding balance on the loan as of December 31, 2022 is \$406,250. This amount is also recorded as an intergovernmental receivable by the City at December 31, 2022.

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

C. Discretely Presented Component Unit – Convention and Visitors Bureau (CVB)

The following is a summary of long-term debt activity for the year ended December 31, 2022:

	Restated Beginning Balance	Additions	Reductions	Ending Balance	Due Within One Year
Notes payable from direct borrowing	\$ 150,000	\$ -	\$ -	\$ 150,000	\$ -
Lease liabilities	179,525	-	(54,127)	125,398	55,711
Compensated absences	23,166	5,767	(4,820)	24,113	24,113
Total long-term liabilities	<u>\$ 352,691</u>	<u>\$ 5,767</u>	<u>\$ (58,947)</u>	<u>\$ 299,511</u>	<u>\$ 79,824</u>

Notes payable from Direct Borrowing

On June 16, 2020, the CVB entered into a disaster assistance loan agreement with the U.S. Small Business Administration for a total of \$150,000 for the purpose of alleviating economic injury caused by disaster occurring in the month of January 31, 2020 and continuing thereafter. Principal payments are due monthly from June 16, 2025, through June 16, 2050, and interest payments are due monthly beginning January 16, 2023, through June 16, 2050 at an interest rate of 2.75%. The outstanding balance on the loan as of December 31, 2022 is \$150,000.

The total debt service requirements to maturity for the CVB's note payable from direct borrowing are as follows:

Year ending December 31,	Principal	Interest	Total
2023	\$ -	\$ 8,297	\$ 8,297
2024	-	8,297	8,297
2025	2,217	6,080	8,297
2026	4,287	4,010	8,297
2027	4,406	3,891	8,297
2028-2032	23,941	17,544	41,485
2033-2037	27,466	14,019	41,485
2038-2042	31,510	9,975	41,485
2043-2047	36,148	5,337	41,485
2048-2050	20,025	719	20,744
Total	<u>\$ 150,000</u>	<u>\$ 78,169</u>	<u>\$ 228,169</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 8. LONG-TERM DEBT (CONTINUED)

C. Discretely Presented Component Unit – Convention and Visitors Bureau (CVB) (Continued)

Lease Liabilities

On May 1, 2020, the CVB entered into a fifty-eight-month lease agreement as lessee for the right of use of an office space. An initial lease liability was recorded in the amount of \$179,525. As of December 31, 2022, the value of the lease liability was \$125,398. The CVB is required to make monthly principal and interest payments ranging from \$4,976 to \$5,125. The lease has an interest rate of 4%. The office building has a thirty-eight month estimated useful life and the value of the right-to-use asset as of the end of the current fiscal year was \$179,525 and had accumulated amortization of \$56,692.

The total debt service requirements to maturity for the CVB's lease liabilities are as follows:

Year ending December 31,	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	\$ 55,711	\$ 4,002	\$ 59,713
2024	59,489	1,710	61,199
2025	10,198	51	10,249
Total	<u>\$ 125,398</u>	<u>\$ 5,763</u>	<u>\$ 131,161</u>

NOTE 9. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

The composition of interfund balances as of December 31, 2022, is as follows:

Due to/from other funds and advances to/from other funds:

<u>Receivable fund</u>	<u>Payable fund</u>	<u>Amount</u>
General Fund	Stormwater Fund	\$ 64,742
General Fund	Nonmajor governmental funds	49,639
Capital Projects Fund	SPLOST Fund	3,242,880
		<u>\$ 3,357,261</u>
<u>Advances from</u>	<u>Advances to</u>	<u>Amount</u>
General Fund	Stormwater Fund	\$ 790,954
General Fund	Nonmajor governmental funds	225,124
		<u>\$ 1,016,078</u>

NOTES TO FINANCIAL STATEMENTS

NOTE 9. INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS (CONTINUED)

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. The balance between the SPLOST Fund and Capital Projects Fund is for allowable SPLOST expenditures incurred in the Capital Projects Fund. The advance from the General Fund to the nonmajor governmental funds is being used to fund a capital paving project. The advance from the General Fund to the Stormwater Fund is comprised of two loans: one related to a capital project and one for stormwater repairs, maintenance and operations.

Interfund transfers:

<u>Transfers In</u>	<u>Transfers Out</u>	<u>Amount</u>
General Fund	Nonmajor governmental funds	\$ 5,663,115
General Fund	Stormwater Fund	122,242
Capital Projects Fund	General Fund	2,057,611
Capital Projects Fund	Nonmajor governmental funds	584,075
Debt Service Fund	General Fund	82,887
Debt Service Fund	SPLOST Fund	5,902,078
Debt Service Fund	Nonmajor governmental funds	513,769
Nonmajor governmental funds	General Fund	2,369,921
Stormwater Fund	Nonmajor governmental funds	54,683
		<u>\$ 17,350,381</u>

Transfers are used to (1) move revenues from the fund that statute or budget requires to collect them to the fund that statute or budget requires to expend them, (2) use unrestricted revenues collected in the General Fund to finance various programs accounted for in other funds in accordance with budgetary authorizations, (3) move SPLOST proceeds to the Debt Service to fund debt service as allowed in the referendum and (4) supplant project costs in the General Fund with Stormwater funds.

Due to/from primary government and component unit:

<u>Receivable</u>	<u>Payable</u>	<u>Amount</u>
Brookhaven Development Authority	General Fund	\$ 55,000

NOTE 10. COMMITMENTS AND CONTINGENT LIABILITIES

The City is a defendant in various lawsuits. The total range of amounts for these cases that is reasonably possible of resulting in a liability is \$1,000 to \$5,200,000.

The City has entered several public/private contractual partnerships for outsourced services and operations. Through these contracts with private companies, an array of operational services are provided via outsourcing. These contracts are operating contracts for which the City is continually monitoring its outsourcing needs as compared to providing services in-house. Currently, these contracts are approximately \$4.1 million annually. The contracts were bid for four annual service periods and run through the year ending December 31, 2023.

NOTES TO FINANCIAL STATEMENTS

NOTE 10. COMMITMENTS AND CONTINGENT LIABILITIES (CONTINUED)

As of December 31, 2022, construction commitments on uncompleted contracts were \$19,783,672.

NOTE 11. DEFINED CONTRIBUTION PENSION PLAN

The City of Brookhaven offers two Retirement Plans for City employees. The 401(a) and 457 plans are defined contribution plans established by Brookhaven for all full-time employees. City Council has the authority to establish and amend the plan provisions as well as the contribution for the plan. The City matches employee contributions for the 457 plan at a two to one (2:1) rate up to a maximum of 10%. Employees are eligible on the first day of the month, following thirty days of employment and are fully vested after twelve months. On December 31, 2022 there were 139 employees participating in the plan who contributed \$972,960, while the City's contributions totaled \$1,066,920.

Part-time employees are eligible on the first day of the month, following thirty days of employment to contribute to the 457 plan, however there is no City match contribution to the 401(a) plan. On December 31, 2022, there were 5 employees participating in the plan who contributed \$12,495.

The City also contributes the social security withholding amount (6.2% for 2022) to a social security replacement 401(a) plan for each eligible employee. All participants are fully vested in their social security replacement plan at all times. On December 31, 2022 there were 154 employees participating in the plan with total contributions from the City of \$741,639.

NOTE 12. JOINT VENTURE

Under Georgia law, the City, in conjunction with other cities around the Metropolitan Atlanta Georgia area, is a member of the Atlanta Regional Commission (ARC) and is required to pay annual dues thereto, which DeKalb County has paid on behalf of the City of Brookhaven. Membership in ARC is required by the Official Code of Georgia Annotated (OCGA) Section 50-8-34, which provides for the organization structure of ARC. ARC Board membership includes the chief elected official of each county and municipality of the area. OCGA 50-8-39.1 provides that the member governments are liable for any debts or obligations of the ARC. Separate financial statements may be obtained from ARC, 229 Peachtree Street NE, Suite 100, Atlanta, Georgia 30303.

NOTE 13. HOTEL/MOTEL LODGING TAX

The City has levied an 8% lodging tax. The Official Code of Georgia Annotated (O.C.G.A) 48-13-51 requires that all lodging taxes levied of 3% or more be expended or obligated contractually for the promotion of tourism, conventions, or trade shows. During the year ended December 31, 2022, the City received \$2,740,101 in hotel/motel taxes. Of this amount, \$2,740,101 or 100% was used for the promotion of tourism, conventions, or trade shows and/or remitted to the Brookhaven Convention and Visitors Bureau in accordance with O.C.G.A 48-13-51 as of December 31, 2022.

NOTES TO FINANCIAL STATEMENTS

NOTE 14. RISK MANAGEMENT

The City is exposed to various risks of losses related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The City carries commercial insurance for these risks of losses. There have been no significant reductions in insurance coverage. Settlement amounts have not exceeded insurance coverage in the previous three years.

NOTE 15. TAX ABATEMENTS

For the year ended December 31, 2022, City property tax revenues were reduced by \$165,998 under agreements entered into by the DeKalb County Development Authority and Brookhaven Development Authority. Under the agreements, taxes on both real property and personal property are reduced based on investments made by the corporation to whom the incentives were offered as long as the corporation meets certain investment targets.

Company	Taxes Owed	Taxes Paid	Amount Abated	Abatement Ends
Town Brookhaven	\$ 86,562	\$ 61,892	\$ 24,670	2024
Perimeter Summit	337,280	256,483	80,797	2024-2033
The Prelude at Clairmont	73,647	59,280	14,367	2024
Joint Development Authority	78,912	32,748	46,164	2030
	<u>\$ 576,401</u>	<u>\$ 410,403</u>	<u>\$ 165,998</u>	

NOTE 16. SUBSEQUENT EVENT

In February 2023, the Urban Redevelopment Agency of the City issued Series 2023A Revenue Bonds. The bonds were issued at a par amount of \$88,550,000 with premium of \$2,815,452 and at interest rates ranging from 4.00% to 5.00%. The proceeds of the bonds will be used to finance construction of a new City Hall and various urban redevelopment projects within the City. The bonds are scheduled to mature in 2045.

REQUIRED SUPPLEMENTARY INFORMATION

CITY OF BROOKHAVEN, GEORGIA

GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget		Actual	Variance With Final Budget
	Original	Final		
Revenues:				
Property taxes	\$ 12,730,339	\$ 12,730,339	\$ 12,982,057	\$ 251,718
Franchise taxes	3,540,000	3,540,000	3,583,853	43,853
Alcohol excise taxes	1,266,690	1,266,690	1,407,444	140,754
Business taxes	5,597,734	5,597,734	6,920,718	1,322,984
Excise taxes	240,000	240,000	383,196	143,196
Licenses and permits	4,574,144	4,574,144	4,847,307	273,163
Intergovernmental	252,487	252,487	254,115	1,628
Charges for services	413,450	413,450	845,701	432,251
Fines and forfeitures	1,409,403	1,409,403	1,549,753	140,350
Contributions	-	20,938	76,022	55,084
Interest earned	35,000	35,000	230,028	195,028
Miscellaneous	106,000	106,000	171,734	65,734
Total revenues	30,165,247	30,186,185	33,251,928	3,065,743
Expenditures:				
Current:				
General government:				
Mayor and council	572,681	572,681	449,892	122,789
District 1 (1)	43,416	43,416	41,848	1,568
District 2 (1)	34,996	34,996	32,315	2,681
District 3 (1)	26,771	26,771	22,136	4,635
District 4 (1)	35,741	35,741	22,923	12,818
Mayor (1)	51,126	51,126	49,387	1,739
City manager	865,461	1,015,461	1,011,296	4,165
City clerk	399,284	399,527	330,441	69,086
Finance and administration	2,307,952	2,308,098	2,483,741	(175,643)
Legal	590,000	1,290,000	1,253,221	36,779
Data processing	1,739,475	1,677,700	1,693,440	(15,740)
Human resources	307,216	307,216	301,637	5,579
Buildings and plant	-	-	269	(269)
Public information	599,217	599,217	592,309	6,908
Contingency	1,555,000	1,027,500	195,364	832,136
Total general government	9,128,336	9,389,450	8,480,219	909,231
Judicial	898,735	978,735	1,027,978	(49,243)
Public safety:				
Police	4,072,291	4,281,082	4,433,921	(152,839)
Police patrol	5,990,083	5,953,961	5,391,757	562,204
Police CID	1,687,088	1,646,657	1,800,531	(153,874)
Total public safety	11,749,462	11,881,700	11,626,209	255,491
Public works	1,700,254	1,797,778	1,725,679	72,099
Recreation				
Parks and recreation administration	1,031,839	1,284,980	1,272,299	12,681
Park operations	1,841,204	1,745,694	1,504,395	241,299
Recreation programming	626,054	646,054	614,129	31,925
Aquatics	240,389	284,389	281,111	3,278
Total recreation	3,739,486	3,961,117	3,671,934	289,183

(1) - Represents charter mandated salaries and benefits

Continued

CITY OF BROOKHAVEN, GEORGIA

GENERAL FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS) FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Housing and development				
Community development	\$ 605,694	\$ 563,792	\$ 567,056	\$ (3,264)
Planning and zoning	450,191	543,666	401,388	142,278
Land development	397,187	397,187	358,288	38,899
Building	1,303,860	1,308,795	1,291,354	17,441
Code enforcement	528,000	525,825	528,000	(2,175)
Fire	559,900	442,895	427,640	15,255
Total housing and development	3,844,832	3,782,160	3,573,726	208,434
Economic development	240,244	240,544	239,288	1,256
Capital outlay	198,483	8,138,483	7,178,464	960,019
Total expenditures	31,499,832	40,169,967	37,523,497	2,646,470
Deficiency of revenues over expenditures	(1,334,585)	(9,983,782)	(4,271,569)	5,712,213
Other financing sources (uses):				
Transfers in	1,379,492	1,379,492	5,785,357	4,405,865
Transfers out	(669,907)	(7,564,538)	(4,510,419)	3,054,119
Proceeds from sales of capital assets	-	-	78,755	78,755
Total other financing sources (uses)	709,585	(6,185,046)	1,353,693	7,538,739
Net change in fund balance	(625,000)	(16,168,828)	(2,917,876)	13,250,952
Fund balance, beginning of year	27,127,298	27,127,298	27,127,298	-
Fund balance, end of year	\$ 26,502,298	\$ 10,958,470	\$ 24,209,422	\$ 13,250,952

SUPPLEMENTARY INFORMATION

NONMAJOR GOVERNMENTAL FUNDS

Confiscated Assets Fund – To account for the use of the City's share of monies that have been forfeited through the court system and are restricted for law enforcement purposes.

ARPA Fund – To account for the American Rescue Plan Act ("ARPA") grant revenue received by the City for COVID-19 relief.

Grant Fund – To account for federal and state funded initiatives and projects that are restricted for the specific purposes of those initiatives and projects.

Special Tax District No. 1 Fund – To account for the cost of providing public safety services in the Special Tax District created by the City, which is restricted by City ordinance.

Lavista Park Special District Tax Fund – To account for the cost of providing services in the Lavista Park Special Tax District created by the City, which is restricted by City ordinance.

Special Service Fund – To account for the cost of providing special services to the City, which is restricted by City ordinance.

Hotel/Motel Tax Fund – To account for the 8% lodging tax levied in the City, which is restricted by State law.

Streetlight Fund – To account for special assessments to defray the costs of operating, maintaining and repairing the street lighting system in the City and are restricted for these purposes.

Emergency 911 (E-911) Fund – To account for the monthly 911 charges that are required to be spent on the cost of providing emergency 911 services as restricted by State law.

Vehicle Capital Project Fund – To account for the resources needed to purchase vehicles for the City's fleet. These amounts are assigned by City Council.

Public Facilities Authority – To account for the financing and funding for local and public facilities for the City.

CITY OF BROOKHAVEN, GEORGIA

COMBINING BALANCE SHEET NONMAJOR GOVERNMENTAL FUNDS DECEMBER 31, 2022

	Special Revenue Funds									Capital Projects Funds		Total Nonmajor Governmental Funds
	Confiscated Assets Fund	ARPA Fund	Grant Fund	Special Tax District No. 1 Fund	Lavista Park Special District Tax Fund	Special Service Fund	Hotel/Motel Tax Fund	Streetlight Fund	E-911 Fund	Vehicle Capital Project Fund	Public Facilities Authority	
ASSETS												
Cash and cash equivalents	\$ 752,983	\$ -	\$ 968,251	\$ 13,044	\$ 289,790	\$ 3,245,719	\$ -	\$ 199,285	\$ 182,109	\$ 3,163,364	\$ -	\$ 8,814,545
Accounts receivable	-	-	-	-	-	-	-	-	233,110	-	-	233,110
Taxes receivable, net of allowance	-	-	-	16,778	12,888	24,172	231,453	31,799	-	-	-	317,090
Intergovernmental receivable	-	-	154,879	-	-	-	-	-	-	-	-	154,879
Total assets	<u>\$ 752,983</u>	<u>\$ -</u>	<u>\$ 1,123,130</u>	<u>\$ 29,822</u>	<u>\$ 302,678</u>	<u>\$ 3,269,891</u>	<u>\$ 231,453</u>	<u>\$ 231,084</u>	<u>\$ 415,219</u>	<u>\$ 3,163,364</u>	<u>\$ -</u>	<u>\$ 9,519,624</u>
LIABILITIES												
Accounts payable	\$ 148,903	\$ -	\$ 121,889	\$ -	\$ -	\$ 402,590	\$ 188,375	\$ -	\$ 5,238	\$ 237,539	\$ -	\$ 1,104,534
Due to other funds	-	-	6,561	-	-	-	43,078	-	-	-	-	49,639
Advances from other funds	-	-	-	-	225,124	-	-	-	-	-	-	225,124
Unearned revenue	-	-	463,285	-	-	-	-	-	-	-	-	463,285
Total liabilities	<u>148,903</u>	<u>-</u>	<u>591,735</u>	<u>-</u>	<u>225,124</u>	<u>402,590</u>	<u>231,453</u>	<u>-</u>	<u>5,238</u>	<u>237,539</u>	<u>-</u>	<u>1,842,582</u>
DEFERRED INFLOWS OF RESOURCES												
Unavailable revenue - property taxes	-	-	-	16,192	7,258	14,086	-	19,877	-	-	-	57,413
Total deferred inflows of resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>16,192</u>	<u>7,258</u>	<u>14,086</u>	<u>-</u>	<u>19,877</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>57,413</u>
FUND BALANCES												
Restricted:												
Law enforcement	604,080	-	77,590	13,630	-	-	-	-	-	-	-	695,300
Public works	-	-	453,805	-	-	-	-	-	-	-	-	453,805
Capital projects	-	-	-	-	-	2,853,215	-	-	-	-	-	2,853,215
Public safety	-	-	-	-	-	-	-	-	166,338	-	-	166,338
Streetlight service	-	-	-	-	-	-	-	211,207	-	-	-	211,207
Assigned:												
Public safety	-	-	-	-	-	-	-	-	243,643	-	-	243,643
Recreation	-	-	-	-	70,296	-	-	-	-	-	-	70,296
Capital projects	-	-	-	-	-	-	-	-	-	2,925,825	-	2,925,825
Total fund balances	<u>604,080</u>	<u>-</u>	<u>531,395</u>	<u>13,630</u>	<u>70,296</u>	<u>2,853,215</u>	<u>-</u>	<u>211,207</u>	<u>409,981</u>	<u>2,925,825</u>	<u>-</u>	<u>7,619,629</u>
Total liabilities, deferred inflows of resources and fund balances	<u>\$ 752,983</u>	<u>\$ -</u>	<u>\$ 1,123,130</u>	<u>\$ 29,822</u>	<u>\$ 302,678</u>	<u>\$ 3,269,891</u>	<u>\$ 231,453</u>	<u>\$ 231,084</u>	<u>\$ 415,219</u>	<u>\$ 3,163,364</u>	<u>\$ -</u>	<u>\$ 9,519,624</u>

CITY OF BROOKHAVEN, GEORGIA
COMBINING STATEMENT OF REVENUES, EXPENDITURES,
AND CHANGES IN FUND BALANCES
NONMAJOR GOVERNMENTAL FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2022

	Special Revenue Funds									Capital Projects Funds		Total
	Confiscated Assets Fund	ARPA Fund	Grant Fund	Special Tax District No. 1 Fund	Lavista Park Special District Tax Fund	Special Service Fund	Hotel/Motel Tax Fund	Streetlight Fund	E-911 Fund	Vehicle Capital Project Fund	Public Facilities Authority Fund	Nonmajor Governmental Funds
Revenues												
Property taxes	\$ -	\$ -	\$ -	\$ 855,067	\$ 432,134	\$ 6,020,296	\$ -	\$ 363,957	\$ -	\$ -	\$ -	\$ 7,671,454
Hotel/Motel taxes	-	-	-	-	-	-	2,740,101	-	-	-	-	2,740,101
Intergovernmental	-	4,306,593	1,210,439	-	-	-	-	-	-	-	-	5,517,032
Charges for services	-	-	-	-	-	-	-	-	1,332,678	-	-	1,332,678
Fines and forfeitures	191,689	-	-	-	-	-	-	-	-	-	-	191,689
Interest earned	7,358	-	532	-	-	-	-	-	-	-	-	7,890
Total revenues	199,047	4,306,593	1,210,971	855,067	432,134	6,020,296	2,740,101	363,957	1,332,678	-	-	17,460,844
Expenditures												
Current:												
Public safety	113,542	71,015	36,935	855,067	-	-	-	-	1,453,706	-	-	2,530,265
Public works	-	-	-	-	121,718	3,167,081	-	344,355	-	-	-	3,633,154
Housing and development	-	-	4,435	-	-	-	1,198,794	-	-	-	-	1,203,229
Capital outlay	148,026	-	163,508	-	-	-	-	-	-	857,529	157,500	1,326,563
Total expenditures	261,568	71,015	204,878	855,067	121,718	3,167,081	1,198,794	344,355	1,453,706	857,529	157,500	8,693,211
Excess (deficiency) of revenues over expenditures	(62,521)	4,235,578	1,006,093	-	310,416	2,853,215	1,541,307	19,602	(121,028)	(857,529)	(157,500)	8,767,633
Other Financing Sources (Uses)												
Transfers in	-	-	5,401	-	-	-	-	-	207,020	2,000,000	157,500	2,369,921
Transfers out	-	(4,235,578)	(638,757)	-	(400,000)	-	(1,541,307)	-	-	-	-	(6,815,642)
Proceeds from sales of capital assets	-	-	-	-	-	-	-	-	-	29,319	-	29,319
Total other financing sources (uses)	-	(4,235,578)	(633,356)	-	(400,000)	-	(1,541,307)	-	207,020	2,029,319	157,500	(4,416,402)
Net change in fund balances	(62,521)	-	372,737	-	(89,584)	2,853,215	-	19,602	85,992	1,171,790	-	4,351,231
Fund balances, beginning of year	666,601	-	158,658	13,630	159,880	-	-	191,605	323,989	1,754,035	-	3,268,398
Fund balances, end of year	\$ 604,080	\$ -	\$ 531,395	\$ 13,630	\$ 70,296	\$ 2,853,215	\$ -	\$ 211,207	\$ 409,981	\$ 2,925,825	\$ -	\$ 7,619,629

CITY OF BROOKHAVEN, GEORGIA
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget		Actual	Variance With Final Budget
	Original	Final		
Revenues:				
Taxes	\$ 2,615,992	\$ 2,615,992	\$ 2,185,896	\$ (430,096)
Total revenues	2,615,992	2,615,992	2,185,896	(430,096)
Expenditures:				
Current:				
Economic development	-	-	850	(850)
Debt service:				
Principal	6,915,018	6,915,018	6,915,018	-
Interest	2,114,564	2,114,564	2,114,563	1
Total expenditures	9,029,582	9,029,582	9,030,431	(849)
Deficiency of revenues over expenditures	(6,413,590)	(6,413,590)	(6,844,535)	(430,945)
Other financing sources:				
Transfers in	6,413,590	6,413,590	6,498,734	85,144
Total other financing sources	6,413,590	6,413,590	6,498,734	85,144
Net change in fund balances	-	-	(345,801)	(345,801)
Fund balances, beginning of year	2,482,300	2,482,300	2,482,300	-
Fund balances, end of year	\$ 2,482,300	\$ 2,482,300	\$ 2,136,499	\$ (345,801)

CITY OF BROOKHAVEN, GEORGIA
CONFISCATED ASSETS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Fines and forfeitures	\$ 60,000	\$ 60,000	\$ 191,689	\$ 131,689
Interest	-	-	7,358	7,358
Total revenues	60,000	60,000	199,047	139,047
Expenditures:				
Public safety	60,000	96,808	113,542	(16,734)
Capital outlay	-	149,912	148,026	1,886
Total expenditures	60,000	246,720	261,568	(14,848)
Net change in fund balances	-	(186,720)	(62,521)	124,199
Fund balances, beginning of year	666,601	666,601	666,601	-
Fund balances, end of year	<u>\$ 666,601</u>	<u>\$ 479,881</u>	<u>\$ 604,080</u>	<u>\$ 124,199</u>

CITY OF BROOKHAVEN, GEORGIA
ARPA FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Intergovernmental	\$ 4,306,593	\$ 4,306,593	\$ 4,306,593	\$ -
Total revenues	4,306,593	4,306,593	4,306,593	-
Expenditures:				
Public safety	71,015	71,015	71,015	-
Total expenditures	71,015	71,015	71,015	-
Excess of revenues over expenditures	4,235,578	4,235,578	4,235,578	-
Other financing uses:				
Transfers out	(4,235,578)	(4,235,578)	(4,235,578)	-
Total other financing uses	(4,235,578)	(4,235,578)	(4,235,578)	-
Net change in fund balances	-	-	-	-
Fund balances, beginning of year	-	-	-	-
Fund balances, end of year	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

CITY OF BROOKHAVEN, GEORGIA
GRANT FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Intergovernmental	\$ 823,805	\$ 1,529,599	\$ 1,210,439	\$ (319,160)
Interest	-	-	532	532
Total revenues	823,805	1,529,599	1,210,971	(318,628)
Expenditures:				
Public safety	-	18,456	36,935	(18,479)
Housing and development	370,000	546,200	4,435	541,765
Capital outlay	-	511,138	163,508	347,630
Total expenditures	370,000	1,075,794	204,878	870,916
Excess of revenues over expenditures	453,805	453,805	1,006,093	552,288
Other financing sources (uses):				
Transfers in	-	-	5,401	5,401
Transfers out	(453,805)	(453,805)	(638,757)	(184,952)
Total other financing uses	(453,805)	(453,805)	(633,356)	(179,551)
Net change in fund balances	-	-	372,737	372,737
Fund balances, beginning of year	158,658	158,658	158,658	-
Fund balances, end of year	<u>\$ 158,658</u>	<u>\$ 158,658</u>	<u>\$ 531,395</u>	<u>\$ 372,737</u>

CITY OF BROOKHAVEN, GEORGIA
SPECIAL TAX DISTRICT NO. 1 FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Property taxes	\$ 1,018,650	\$ 1,018,650	\$ 855,067	\$ (163,583)
Total revenues	<u>1,018,650</u>	<u>1,018,650</u>	<u>855,067</u>	<u>(163,583)</u>
Expenditures:				
Public safety	<u>1,018,650</u>	<u>1,018,650</u>	<u>855,067</u>	<u>163,583</u>
Total expenditures	<u>1,018,650</u>	<u>1,018,650</u>	<u>855,067</u>	<u>163,583</u>
Net change in fund balances	-	-	-	-
Fund balances, beginning of year	<u>13,630</u>	<u>13,630</u>	<u>13,630</u>	<u>-</u>
Fund balances, end of year	<u><u>\$ 13,630</u></u>	<u><u>\$ 13,630</u></u>	<u><u>\$ 13,630</u></u>	<u><u>\$ -</u></u>

CITY OF BROOKHAVEN, GEORGIA
LAVISTA PARK SPECIAL TAX DISTRICT FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Property taxes	\$ 400,000	\$ 400,000	\$ 432,134	\$ 32,134
Total revenues	400,000	400,000	432,134	32,134
Expenditures:				
Public works	-	262,228	121,718	140,510
Total expenditures	-	262,228	121,718	140,510
Excess of revenues over expenditures	400,000	137,772	310,416	172,644
Other financing sources uses:				
Transfers out	(400,000)	(400,000)	(400,000)	-
Total other financing uses	(400,000)	(400,000)	(400,000)	-
Net change in fund balances	-	(262,228)	(89,584)	172,644
Fund balances, beginning of year	159,880	159,880	159,880	-
Fund balances, end of year	\$ 159,880	\$ (102,348)	\$ 70,296	\$ 172,644

CITY OF BROOKHAVEN, GEORGIA
SPECIAL SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Property taxes	\$ -	\$ 7,070,000	\$ 6,020,296	\$ (1,049,704)
Total revenues	-	7,070,000	6,020,296	(1,049,704)
Expenditures:				
Public works	-	10,059,520	3,167,081	6,892,439
Total expenditures	-	10,059,520	3,167,081	6,892,439
Excess (deficiency) of revenues over expenditures	-	(2,989,520)	2,853,215	5,842,735
Other financing sources (uses):				
Transfers in	-	3,059,520	-	(3,059,520)
Transfers out	-	(70,000)	-	70,000
Total other financing sources (uses)	-	2,989,520	-	(2,989,520)
Net change in fund balances	-	-	2,853,215	2,853,215
Fund balances, beginning of year	-	-	-	-
Fund balances, end of year	\$ -	\$ -	\$ 2,853,215	\$ 2,853,215

CITY OF BROOKHAVEN, GEORGIA
HOTEL/MOTEL TAX FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Taxes	\$ 2,285,875	\$ 2,285,875	\$ 2,740,101	\$ 454,226
Total revenues	2,285,875	2,285,875	2,740,101	454,226
Expenditures:				
Housing and development	1,000,000	1,000,000	1,198,794	(198,794)
Total expenditures	1,000,000	1,000,000	1,198,794	(198,794)
Excess of revenues over expenditures	1,285,875	1,285,875	1,541,307	255,432
Other financing uses:				
Transfers out	(1,285,875)	(1,285,875)	(1,541,307)	(255,432)
Total other financing uses	(1,285,875)	(1,285,875)	(1,541,307)	(255,432)
Net change in fund balances	-	-	-	-
Fund balances, beginning of year	-	-	-	-
Fund balances, end of year	\$ -	\$ -	\$ -	\$ -

CITY OF BROOKHAVEN, GEORGIA
STREETLIGHT FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget		Actual	Variance With Final Budget
	Original	Final		
Revenues:				
Property taxes	\$ 452,000	\$ 452,000	\$ 363,957	\$ (88,043)
Total revenues	452,000	452,000	363,957	(88,043)
Expenditures:				
Public works	452,000	452,000	344,355	107,645
Total expenditures	452,000	452,000	344,355	107,645
Net change in fund balances	-	-	19,602	19,602
Fund balances, beginning of year	191,605	191,605	191,605	-
Fund balances, end of year	<u>\$ 191,605</u>	<u>\$ 191,605</u>	<u>\$ 211,207</u>	<u>\$ 19,602</u>

CITY OF BROOKHAVEN, GEORGIA
EMERGENCY 911 FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - BUDGET AND ACTUAL (GAAP BASIS)
FOR THE YEAR ENDED DECEMBER 31, 2022

	Budget			Variance With
	Original	Final	Actual	Final Budget
Revenues:				
Charges for services	\$ 1,160,000	\$ 1,160,000	\$ 1,332,678	\$ 172,678
Total revenues	1,160,000	1,160,000	1,332,678	172,678
Expenditures:				
Public safety	1,467,020	1,467,020	1,453,706	13,314
Total expenditures	1,467,020	1,467,020	1,453,706	13,314
Deficiency of revenues over expenditures	(307,020)	(307,020)	(121,028)	185,992
Other financing sources:				
Transfers in	207,020	207,020	207,020	-
Total other financing sources	207,020	207,020	207,020	-
Net change in fund balances	(100,000)	(100,000)	85,992	185,992
Fund balances, beginning of year	323,989	323,989	323,989	-
Fund balances, end of year	<u>\$ 223,989</u>	<u>\$ 223,989</u>	<u>\$ 409,981</u>	<u>\$ 185,992</u>

CITY OF BROOKHAVEN, GEORGIA

SCHEDULE OF PROJECTS CONSTRUCTED WITH SPECIAL PURPOSE LOCAL OPTION SALES TAX PROCEEDS FOR THE YEAR ENDED DECEMBER 31, 2022

PROJECT	ORIGINAL ESTIMATED COST	REVISED ESTIMATED COST	PRIOR YEARS	CURRENT YEAR	TOTAL	ESTIMATED PERCENT COMPLETE
SPLOST:						
Pavement management	\$ 14,000,000	\$ 12,617,132	\$ 6,569,426	\$ 1,140,793	\$ 7,710,219	61.11 %
Existing capital asset maintenance	7,078,569	4,240,900	2,568,649	77,545	2,646,194	62.40
Transportation improvements	11,111,889	13,380,228	10,866,330	935,988	11,802,318	88.21
Public safety facilities and equipment	15,000,000	20,604,569	15,796,671	4,807,898	20,604,569	100.00
Total SPLOST	<u>\$ 47,190,458</u>	<u>\$ 50,842,829</u>	<u>\$ 35,801,076</u>	<u>\$ 6,962,224</u>	<u>\$ 42,763,300</u>	

COMPONENT UNITS

CITY OF BROOKHAVEN, GEORGIA

BALANCE SHEET COMPONENT UNIT - CONVENTION AND VISITORS BUREAU DECEMBER 31, 2022

ASSETS	
Cash	\$ 908,350
Accounts receivable	192,470
Security deposit	6,328
Prepaid items	<u>9,302</u>
Total assets	<u>\$ 1,116,450</u>
LIABILITIES AND FUND BALANCE	
LIABILITIES	
Accounts payable	<u>\$ 51,178</u>
Total liabilities	<u>51,178</u>
FUND BALANCE	
Nonspendable - prepaid items	9,302
Restricted for economic development	<u>1,055,970</u>
Total fund balance	<u>1,065,272</u>
Total liabilities and fund balance	<u>\$ 1,116,450</u>

CITY OF BROOKHAVEN, GEORGIA
SCHEDULE OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE
COMPONENT UNIT - CONVENTION AND VISITORS BUREAU
FOR THE YEAR ENDED DECEMBER 31, 2022

REVENUES

Intergovernmental	\$ 1,302,890
Interest	<u>5,498</u>
Total revenues	<u>1,308,388</u>

EXPENDITURES

Economic development	1,253,832
Debt service:	
Principal	54,127
Interest	<u>5,586</u>
Total expenditures	<u>1,313,545</u>

Net change in fund balance	(5,157)
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FUND BALANCE, beginning of year	<u>1,070,429</u>
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FUND BALANCE, end of year	<u><u>\$ 1,065,272</u></u>
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CITY OF BROOKHAVEN, GEORGIA

BALANCE SHEET COMPONENT UNIT - DEVELOPMENT AUTHORITY DECEMBER 31, 2022

ASSETS	
Cash	\$ 241,089
Land held for redevelopment	3,795,285
Due from primary government	<u>55,000</u>
Total assets	<u>\$ 4,091,374</u>
FUND BALANCE	
Unassigned	<u>\$ 4,091,374</u>
Total fund balance	<u>\$ 4,091,374</u>

CITY OF BROOKHAVEN, GEORGIA
SCHEDULE OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE
COMPONENT UNIT - DEVELOPMENT AUTHORITY
FOR THE YEAR ENDED DECEMBER 31, 2022

REVENUES

Charges for services	\$ 302,901
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Total revenues	<u>302,901</u>
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EXPENDITURES

Housing and development	8,220
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Debt service-principal	<u>252,487</u>
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Total expenditures	<u>260,707</u>
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Net change in fund balance	42,194
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FUND BALANCE, beginning of year	<u>4,049,180</u>
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FUND BALANCE, end of year	<u><u>\$ 4,091,374</u></u>
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STATISTICAL SECTION

This part of the City of Brookhaven'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 City's overall financial health.

	<u>Page</u>
Financial Trends	72
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	77
These schedules contain information to help the reader assess the City's most significant local revenue source, property tax.	
Debt Capacity	82
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	87
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	89
These schedules contain service and infrastructure data to help the reader understand how the information in the City's financial report relates to the services the City provides and the activities it performs.	

Sources: Unless otherwise noted, the information in these schedules is derived from the annual comprehensive financial report for the relevant year. Note that 2013 was the first year of operations.

CITY OF BROOKHAVEN, GEORGIA

NET POSITION BY COMPONENT LAST TEN YEARS (accrual basis of accounting)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Governmental activities										
Net investment in capital assets	\$ 116,423,987	\$ 97,992,025	\$ 88,049,917	\$ 79,892,779	\$ 83,202,488	\$ 72,013,003	\$ 64,370,907	\$ 65,484,793	\$ 66,691,916	\$ 60,658,099
Restricted	12,562,371	6,206,659	6,466,986	11,695,428 ⁽¹⁾	2,720,707	2,724,544	2,405,177	2,202,746	1,573,334	1,428,776
Unrestricted	39,686,171	45,469,706	41,003,482	30,389,360	29,553,636	23,830,990	19,974,759	13,305,139	9,000,585	3,551,798
Total governmental activities net position	<u>\$ 168,672,529</u>	<u>\$ 149,668,390</u>	<u>\$ 135,520,385</u>	<u>\$ 121,977,567</u>	<u>\$ 115,476,831</u>	<u>\$ 98,568,537</u>	<u>\$ 86,750,843</u>	<u>\$ 80,992,678</u>	<u>\$ 77,265,835</u>	<u>\$ 65,638,673</u>
Business-type activities										
Investment in capital assets	\$ 13,888,229	\$ 12,662,778	\$ 10,556,057	\$ 8,498,288	\$ 8,227,377	\$ 7,412,334	\$ 7,146,150	\$ 6,860,091	\$ 6,825,621	\$ 6,487,443
Unrestricted	1,168,626	865,319	(8,092) ⁽²⁾	1,513,447	1,247,610	1,693,080	1,864,710	1,805,995	1,349,322	1,079,849
Total business-type activities net position	<u>\$ 15,056,855</u>	<u>\$ 13,528,097</u>	<u>\$ 10,547,965</u>	<u>\$ 10,011,735</u>	<u>\$ 9,474,987</u>	<u>\$ 9,105,414</u>	<u>\$ 9,010,860</u>	<u>\$ 8,666,086</u>	<u>\$ 8,174,943</u>	<u>\$ 7,567,292</u>
Primary government										
Net investment in capital assets	\$ 130,312,216	\$ 110,654,803	\$ 98,605,974	\$ 88,391,067	\$ 91,429,865	\$ 79,425,337	\$ 71,517,057	\$ 72,344,884	\$ 73,517,537	\$ 67,145,542
Restricted	12,562,371	6,206,659	6,466,986	11,695,428	2,720,707	2,724,544	2,405,177	2,202,746	1,573,334	1,428,776
Unrestricted	40,854,797	46,335,025	40,995,390	31,902,807	30,801,246	25,524,070	21,839,469	15,111,134	10,349,907	4,631,647
Total primary government net position	<u>\$ 183,729,384</u>	<u>\$ 163,196,487</u>	<u>\$ 146,068,350</u>	<u>\$ 131,989,302</u>	<u>\$ 124,951,818</u>	<u>\$ 107,673,951</u>	<u>\$ 95,761,703</u>	<u>\$ 89,658,764</u>	<u>\$ 85,440,778</u>	<u>\$ 73,205,965</u>

(1) Additional SPLOST collections not spent.

(2) Increase in capital assets.

CITY OF BROOKHAVEN, GEORGIA

CHANGES IN NET POSITION LAST TEN YEARS (accrual basis of accounting)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Expenses										
Governmental activities:										
General government	\$ 8,644,521	\$ 7,772,660	\$ 10,295,903	\$ 6,849,657	\$ 6,374,028	\$ 5,896,748	\$ 5,101,706	\$ 4,525,493	\$ 5,211,523	\$ 3,942,196
Judicial	1,027,541	682,042	637,769	926,444	552,602	580,297	584,753	601,508	508,592	468,589
Public safety	14,950,405	13,893,886	14,959,546	12,734,669	11,806,133	11,552,258	10,595,386	11,301,632	7,876,343	6,324,863
Public works	5,983,411	5,810,581	4,172,745	5,325,777	5,163,842	6,628,883	4,295,145	4,225,043	5,614,702	3,070,672
Housing and development	4,816,576	4,681,868	4,039,212	6,471,942	4,869,152	4,644,383	3,736,194	2,898,485	2,442,100	1,272,777
Culture and recreation	5,282,799	5,506,366	5,966,164	5,533,860	4,205,797	5,695,736	4,423,411	3,506,276	1,766,940	595,935
Community development	240,138	542,679	267,860	287,647	316,878	-	146,983	146,642	76,515	11,794
Interest and fiscal charges	2,918,407	2,090,519	2,213,432	2,821,100 ⁽¹⁾	708,232	95,950	28,226	61,895	101,252	81,633
Total governmental activities expenses	43,863,798	40,980,601	42,552,631	40,951,096	33,998,664	35,094,255	28,911,804	27,266,974	23,597,967	15,768,459
Business-type activities:										
Stormwater	1,952,800	1,554,392	1,722,331	1,549,238	1,429,534	1,853,950	1,488,786	1,122,485	1,206,891	441,792
Total business-type activities expenses	1,952,800	1,554,392	1,722,331	1,549,238	1,429,534	1,853,950	1,488,786	1,122,485	1,206,891	441,792
Total primary government expenses	\$ 45,816,598	\$ 42,534,993	\$ 44,274,962	\$ 42,500,334	\$ 35,428,198	\$ 36,948,205	\$ 30,400,590	\$ 28,389,459	\$ 24,804,858	\$ 16,210,251
Program Revenues										
Governmental activities:										
Charges for services:										
General government	\$ 685,372	\$ 578,359	\$ 636,156	\$ 643,698	\$ 549,408	\$ 142,787	\$ 530,353	\$ 836,595	\$ 499,051	\$ 438,665
Judicial	1,741,442	1,174,675	954,672	1,774,371	1,242,168	979,400	1,332,434	1,395,173	1,354,603	359,364
Public safety	1,489,626	1,472,596	1,514,585	1,633,572	1,323,529	1,320,894	1,538,695	771,697	356,111	1,700
Public works	307,595	354,031	331,045	331,045	74,674	-	-	412,402	429,769	362,219
Housing and development	3,973,545	6,046,621	9,577,148 ⁽⁴⁾	3,336,286	5,228,029	3,150,238	2,995,110	1,523,186	2,237,592	1,652,368
Culture and recreation	569,548	455,011	221,281	496,685	467,052	327,876	470,656	240,247	127,830	26,856
Capital grants and contributions	10,914,810	10,726,532	9,500,996	8,717,845	6,366,880	2,492,933	326,032	400,655	2,147,621	-
Operating grants and contributions	4,306,593	4,235,578	6,300,934 ⁽³⁾	-	-	-	-	-	-	-
Total governmental activities program revenues	23,988,531	25,043,403	29,036,817	16,933,502	15,251,740	8,414,128	7,193,280	5,579,955	7,152,577	2,841,172
Business-type activities:										
Charges for services:										
Stormwater	3,549,117	3,356,815	2,356,884	2,018,424	1,999,107	1,988,504	1,581,760	1,613,628	1,538,632	1,466,735
Capital grants and contributions	-	855,545	-	-	-	-	251,800	-	275,910	-
Total business-type activities program revenues	3,549,117	4,212,360	2,356,884	2,018,424	1,999,107	1,988,504	1,833,560	1,613,628	1,814,542	1,466,735
Total primary government program revenues	\$ 27,537,648	\$ 29,255,763	\$ 31,393,701	\$ 18,951,926	\$ 17,250,847	\$ 10,402,632	\$ 9,026,840	\$ 7,193,583	\$ 8,967,119	\$ 4,307,907

(continued)

CITY OF BROOKHAVEN, GEORGIA

CHANGES IN NET POSITION

LAST TEN YEARS

(accrual basis of accounting)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Net (expense)/revenue										
Governmental activities	\$ (19,875,267)	\$ (15,937,198)	\$ (13,515,814)	\$ (24,017,594)	\$ (18,746,924)	\$ (26,680,127)	\$ (21,718,524)	\$ (21,687,019)	\$ (16,445,390)	\$ (12,927,287)
Business-type activities	1,596,317	2,657,968	634,553	469,186	569,573	134,554	344,774	491,143	607,651	1,024,943
Total primary government net expense	<u>\$ (18,278,950)</u>	<u>\$ (13,279,230)</u>	<u>\$ (12,881,261)</u>	<u>\$ (23,548,408)</u>	<u>\$ (18,177,351)</u>	<u>\$ (26,545,573)</u>	<u>\$ (21,373,750)</u>	<u>\$ (21,195,876)</u>	<u>\$ (15,837,739)</u>	<u>\$ (11,902,344)</u>
General Revenues and Other Changes in Net Position										
Governmental activities:										
Property taxes	\$ 22,992,463	\$ 16,647,451	\$ 14,096,790	\$ 13,873,420	\$ 10,090,399	\$ 9,454,749	\$ 7,684,986	\$ 6,516,128	\$ 6,594,450	\$ 5,747,333
Sales taxes	-	-	-	-	1,631,933	6,691,614	6,911,336	5,738,333	6,360,077	5,201,601
Hotel/Motel taxes	2,740,101	2,277,493	1,539,795	3,753,577	3,758,787	2,948,420	1,950,677	1,918,124	1,646,793	1,296,841
Franchise taxes	3,583,853	3,420,434	3,332,292	4,001,898	2,661,917	4,630,027	4,111,311	4,398,368	3,056,603	1,472,669
Business taxes	6,920,718	5,753,831	5,749,738	5,818,439	5,834,215	5,367,889	5,008,501	5,352,681	4,584,705	1,761,762
Alcohol & excise taxes	1,790,640	1,653,881	1,575,639	1,792,340	1,688,504	1,468,069	1,396,966	1,109,297	881,643	741,592
Insurance premium	-	-	-	-	-	-	-	-	-	57,663
Unrestricted investment earnings	428,242	167,067	477,860	1,101,288	181,473	43,259	9,677	3,166	4,782	2,607
Miscellaneous	247,756	423,859	153,211	220,442	276,355	424,329	403,235	377,765	73,955	30,986
Gain on sale of capital assets	108,074	63,351	34,984	-	9,331,635	7,429,465	-	-	-	-
Special item - donation of infrastructure at incorporation	-	-	-	-	-	-	-	-	-	62,252,906
Transfers	67,559	(322,164)	98,323	(43,074)	200,000	40,000	-	-	-	-
Total governmental activities	<u>38,879,406</u>	<u>30,085,203</u>	<u>27,058,632</u>	<u>30,518,330</u>	<u>35,655,218</u>	<u>38,497,821</u>	<u>27,476,689</u>	<u>25,413,862</u>	<u>23,203,008</u>	<u>78,565,960</u>
Business-type activities:										
Special item - donation of infrastructure at incorporation	-	-	-	-	-	-	-	-	-	6,542,349
Unrestricted investment earnings	-	-	-	24,488	-	-	-	-	-	-
Transfers	(67,559)	322,164	(98,323)	43,074	(200,000)	(40,000)	-	-	-	-
Total business-type activities	<u>(67,559)</u>	<u>322,164</u>	<u>(98,323)</u>	<u>67,562</u>	<u>(200,000)</u>	<u>(40,000)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>6,542,349</u>
Total primary government	<u>\$ 38,811,847</u>	<u>\$ 30,407,367</u>	<u>\$ 26,960,309</u>	<u>\$ 30,585,892</u>	<u>\$ 35,455,218</u>	<u>\$ 38,457,821</u>	<u>\$ 27,476,689</u>	<u>\$ 25,413,862</u>	<u>\$ 23,203,008</u>	<u>\$ 85,108,309</u>
Change in Net Position										
Governmental activities	\$ 19,004,139	\$ 14,148,005	\$ 13,542,818	\$ 6,500,736	\$ 16,908,294	\$ 11,817,694	\$ 5,758,165	\$ 3,726,843	\$ 6,757,618	\$ 65,638,673
Business-type activities	1,528,758	2,980,132	536,230	536,748	369,573	94,554	344,774	491,143	607,651	7,567,292
Total primary government	<u>\$ 20,532,897</u>	<u>\$ 17,128,137</u>	<u>\$ 14,079,048</u>	<u>\$ 7,037,484</u>	<u>\$ 17,277,867</u>	<u>\$ 11,912,248</u>	<u>\$ 6,102,939</u>	<u>\$ 4,217,986</u>	<u>\$ 7,365,269</u>	<u>\$ 73,205,965</u>

- (1) The City began making debt service payments on SPLOST, Revenue and General Obligation bonds in 2019.
(2) The HOST program collections ended in 2018.
(3) Receipt of COVID-19 CRF Funds in 2020.
(4) Hospital building and trade permits issued to Children's Healthcare of Atlanta.

CITY OF BROOKHAVEN, GEORGIA

FUND BALANCES OF GOVERNMENTAL FUNDS

LAST TEN YEARS

(modified accrual basis of accounting)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
General fund										
Nonspendable:										
Prepaid items	\$ 455,784	\$ 405,229	\$ 494,307	\$ 441,756	\$ 502,823	\$ 697,283	\$ 431,443	\$ 425,023	\$ 227,320	\$ 165,450
Advances to other funds	1,016,078	1,660,562	517,938	-	-	-	-	-	-	-
Restricted:										
Streetsight service	-	-	-	-	-	-	-	368,189	415,981	377,994
Police donations	81,995	67,561	67,561	45,732	30,928	30,928	31,569	-	-	-
Committed:										
Brookhaven heights land purchase	-	-	-	1,100,000	-	-	-	-	-	-
Library	1,600,000	-	-	-	-	-	-	-	-	-
Assigned:										
Tree fund activities	194,302	63,735	63,735	53,312	54,837	43,969	21,369	27,086	-	-
Future capital improvements	4,351,393	11,966,511	11,377,680	3,264,105	1,867,906	933,953	933,953	-	-	-
Assigned for subsequent year budget	1,085,684	782,811	837,749	340,880	731,443	173,719	550,043	-	-	-
Development Authority loan for land purchase	-	-	-	650,000	-	-	-	-	-	-
Sidewalk bank	307,595	518,347	518,347	405,719	74,674	-	-	-	-	-
Capital projects	-	-	-	-	592,022	-	-	-	-	-
Unassigned	15,116,591	11,662,542	7,720,621	9,485,378	9,761,810	8,565,833	6,253,311	4,553,079	1,104,971	(108,876)
Total general fund	\$ 24,209,422	\$ 27,127,298	\$ 21,597,938	\$ 15,786,882	\$ 13,616,443	\$ 10,445,685	\$ 8,221,688	\$ 5,373,377	\$ 1,748,272	\$ 434,568
All other governmental funds										
Nonspendable:										
Prepaid items	\$ 1,268,332	\$ 21	\$ -	\$ 137,500	\$ 198,917	\$ -	\$ -	\$ -	\$ -	\$ -
Restricted:										
Law enforcement	695,300	838,889	968,721	986,929	690,401	300,353	194,165	21,665	13,748	-
Public works	453,805	-	-	-	-	-	-	-	-	-
E-911 operations	-	-	-	-	-	-	167,434	54,460	54,460	-
Capital projects	25,234,177	32,588,333	46,813,185	51,191,153 ⁽¹⁾	-	-	-	-	-	-
Public safety	166,338	166,338	166,338 ⁽³⁾	-	12,073,120	-	-	-	-	-
Tourism	-	-	-	-	1,513,801	1,485,020	1,660,476	1,758,432	1,089,145	543,839
Streetsight service	211,207	191,605	250,986	297,391	327,538	335,582	337,995	-	-	506,943
Public works	-	-	-	197,257	140,541	562,446	-	-	-	-
Recreation	-	-	319,914	-	-	-	-	-	-	-
Debt service	-	-	-	577,691	-	-	-	-	-	-
Multi-modal transportation projects	-	-	-	- ⁽²⁾	12,577,699	-	-	-	-	-
Committed:										
Debt service	868,167	2,482,279	2,983,927	3,067,712	1,615,613	1,194,763	-	-	-	-
Assigned:										
HOST activities	-	-	-	545,069	113,127	1,661,404	9,486,486	8,699,500	7,115,659	3,740,069
Capital projects	14,126,829	15,893,018	16,477,590	10,779,757	14,330,684	10,975,319	3,028,983	-	-	-
Public works	-	-	-	-	200,000	-	-	-	-	-
Recreation	70,296	159,880 ⁽⁴⁾	-	-	-	-	-	-	-	-
Public safety	243,643	157,651	150,000	271,829	174,961	286,966	-	-	-	-
Unassigned	-	-	-	-	-	-	(76,521)	(288,119)	-	-
Total all other governmental funds	\$ 43,338,094	\$ 52,478,014	\$ 68,130,661	\$ 68,052,288	\$ 43,956,402	\$ 16,801,853	\$ 14,799,018	\$ 10,245,938	\$ 8,273,012	\$ 4,790,851

(1) The City issued Series 2019 General Obligation Bonds in 2019.

(2) The City spent remaining bond proceeds on its outstanding Revenue Bonds in 2019.

(3) Change in accounting for E911 collections resulted in fund balance being reported as restricted in 2020.

(4) Reclassification of fund balance in 2021.

CITY OF BROOKHAVEN, GEORGIA

CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS

LAST TEN YEARS

(modified accrual basis of accounting)

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Revenues										
Property taxes	\$ 22,839,407 (8)	\$ 16,622,869	\$ 14,315,223	\$ 13,686,421	\$ 10,093,068	\$ 9,425,609	\$ 8,100,863	\$ 7,515,590	\$ 6,627,845	\$ 5,682,476
Sales taxes	-	-	-	- (4)	1,631,933	6,691,614	6,911,336	5,738,333	6,360,077	5,201,601
Hotel/Motel taxes	2,740,101	2,277,493	1,539,795	3,753,577	3,758,787	2,948,420	1,950,677	1,918,124	1,646,793	1,296,841
Franchise taxes	3,583,853	3,420,434	3,332,292	4,001,898 (3)	2,661,917 (3)	4,630,027	4,111,311	3,961,934	2,050,890	1,472,669
Alcohol excise taxes	1,407,444	1,329,170	1,296,488	1,323,470	1,155,312	1,138,944	1,089,937	818,244	810,836	741,592
Business taxes	6,920,718	5,753,831	5,749,738	5,818,439	5,834,215	5,367,889	5,008,501	5,352,681	4,584,705	1,761,762
Excise taxes	383,196	324,711	279,151	468,870	533,192	329,125	307,029	291,053	70,807	57,663
Licenses and permits	4,847,307	6,867,049	10,439,887	4,199,025	5,745,897	3,207,348	3,445,759	2,043,013	2,667,375	2,033,031
Intergovernmental	15,375,819	14,979,442	15,793,911 (7)	8,643,412	6,186,413 (2)	2,492,933 (1)	316,032	300,655	300,041	-
Charges for services	2,178,379	2,039,569	1,840,328	2,242,261	1,896,795	1,734,627	2,206,972	1,847,239	1,030,145	442,827
Fines and forfeitures	1,741,442	1,174,675	954,672	1,774,371	1,242,168	979,220	1,214,517	1,289,048	1,307,436	359,364
Contributions	76,022	237,670	257,450	41,168	134,271	37,239	74,283	137,658	30,250	-
Interest earned	526,313	202,222	538,366	1,307,784	261,940	43,259	9,677	3,166	4,782	2,607
Miscellaneous	171,734	386,189	95,761	179,274	242,084	387,090	328,952	240,107	43,705	36,936
Total revenues	62,791,735	55,615,324	56,433,062	47,439,970	41,377,992	39,413,344	35,075,846	31,456,845	27,535,687	19,089,369
Expenditures										
General government	8,480,219	7,632,141	10,581,290	6,741,648	6,324,000	5,775,672	4,740,681	4,420,143	5,107,867	4,129,445
Judicial	1,027,978	682,638	634,502	922,688	555,029	576,361	565,815	582,977	489,077	478,426
Public safety	14,460,575	13,948,017	14,129,307	11,973,669	10,914,971	10,505,639	9,342,980	8,978,542	7,256,316	8,167,651
Public works	5,956,383	3,811,393	2,378,566	2,830,775	2,758,917	4,562,868	2,093,179	2,176,941	2,757,346	1,139,744
Culture and recreation	5,157,731	5,177,623	4,790,917	4,434,946	3,179,824	5,426,618	2,633,492	2,266,481	1,734,171	595,935
Housing and development	4,776,955	4,646,722	4,655,073	6,458,587	4,859,290	4,631,453	3,713,479	2,883,570	2,443,380	1,259,431
Community development	-	-	-	-	-	-	-	100,560	76,515	11,794
Economic development	240,138	542,679	267,860	289,495	316,878	-	-	-	-	-
Capital outlay	25,895,604	19,957,156	20,406,743	23,907,407 (5)	16,378,130	12,933,727	3,778,129	3,735,866	2,097,406	917,693
Debt service										
Principal	6,915,018	6,832,804	4,844,905	2,556,999 (6)	494,368	664,080	773,391	764,022	672,157	35,840
Interest	2,114,563	2,248,625	2,899,751	760,926	48,977	40,656	33,309	65,968	105,587	22,879
Issuance cost	-	-	91,966	760,934	347,884	57,000	-	-	-	-
Total expenditures	75,025,164	65,479,798	65,680,880	61,638,074	46,178,268	45,174,074	27,674,455	25,975,070	22,739,822	16,758,838
Excess (deficiency) of revenues over (under) expenditures	(12,233,429)	(9,864,474)	(9,247,818)	(14,198,104)	(4,800,276)	(5,760,730)	7,401,391	5,481,775	4,795,865	2,330,531
Other financing sources (uses)										
Proceeds from sale of capital assets	108,074	63,351	38,924	33,380	10,000,000	4,747,562	-	-	-	21,915
Issuance of financed purchase	-	-	-	-	-	-	-	116,256	-	2,872,973
Issuance of note payable	-	-	-	-	-	5,200,000	-	-	-	-
Issuance of bonds	-	-	15,000,000	38,855,000	24,640,000	-	-	-	-	-
Issuance of bonds premium	-	-	-	1,619,123	285,583	-	-	-	-	-
Transfers in	17,295,698	16,445,701	10,231,394	19,922,762	11,156,025	20,105,500	5,475,295	2,292,461	1,734,906	2,459,475
Transfers out	(17,228,139)	(16,767,865)	(10,133,071)	(19,965,836)	(10,956,025)	(20,065,500)	(6,475,295)	(2,292,461)	(1,734,906)	(2,459,475)
Total other financing sources (uses)	175,633	(258,813)	15,137,247	40,464,429	35,125,583	9,987,562	-	116,256	-	2,894,888
Net change in fund balances	\$ (12,057,796)	\$ (10,123,287)	\$ 5,889,429	\$ 26,266,325	\$ 30,325,307	\$ 4,226,832	\$ 7,401,391	\$ 5,598,031	\$ 4,795,865	\$ 5,225,419
Debt service as a percentage of noncapital expenditures	20.00%	20.85%	17.14%	8.62%	0.89%	2.18%	3.09%	3.35%	3.65%	0.45%

(1) Intergovernmental revenues increased during 2017 as a result of additional State funding for road improvements.

(2) Intergovernmental revenues increased during 2018 as a result of the new SPLOST program.

(3) Franchise tax revenues decreased during 2018 as a result of an overpayment in prior years by Atlanta Gas Light, but increased in 2019 as Atlanta Gas Light remitted 2019 franchise revenues to the City after correction on overpayment calculation.

(4) The HOST program collections ended in 2018.

(5) The City incurred significant capital outlay expenditures on the Peachtree Creek Greenway project in 2019.

(6) The City began making principal payments on its outstanding SPLOST and Revenue Bonds in 2019.

(7) The City collected approximately \$6.3 million of CARES grant funding due to the COVID-19 pandemic.

(8) Increase in assessed property tax values and establishment of new special service tax district.

CITY OF BROOKHAVEN, GEORGIA

ASSESSED VALUE AND ESTIMATED ACTUAL VALUE - ALL TAXABLE PROPERTY LAST TEN YEARS

Fiscal Year	Real Property			Personal Property	
	Residential	Commercial	Industrial	Motor Vehicle	Other (1)
2013	\$ 1,523,386,393	\$ 649,523,762	\$ 12,668,560	\$ -	\$ 72,178,713
2014	1,733,667,148	750,897,616	13,633,280	82,633,320	200,673,125
2015	2,060,648,765	864,293,618	20,659,330	67,891,300	218,557,894
2016	2,180,835,535	1,092,206,786	19,896,863	47,578,450	150,094,412
2017	2,318,323,246	1,215,555,686	21,372,467	40,040,890	158,162,722
2018	2,511,412,782	1,559,080,844	30,815,467	22,420,340	157,409,307
2019	2,731,917,283	1,883,878,228	36,157,554	16,582,860	147,905,844
2020	2,954,535,264	1,931,492,642	26,063,955	11,979,940	150,957,833
2021	3,120,400,344	1,661,680,091	21,925,538	8,987,470	132,932,032
2022	3,533,064,435	1,700,705,590	27,378,485	7,359,740	118,803,349

Source: Georgia Department of Revenue

Note: Management revised the 2021 assessed and estimated actual values on taxable property.

(1) Includes aircraft, boats, equipment and other miscellaneous personal property.

Public Utility	Less: Tax Exempt Property	Total Taxable Assessed Value	Total Direct Tax Rate	Estimated Actual Taxable Value	Assessed Value as a Percentage of Actual Value
\$ -	\$ 254,330,508	\$ 2,003,426,920	2.850	\$ 5,008,567,300	40%
14,644,304	432,899,327	2,363,249,466	2.795	5,908,123,665	40%
17,710,345	646,602,506	2,603,158,746	2.740	6,507,896,865	40%
20,281,585	728,901,965	2,781,991,666	2.740	6,954,979,165	40%
24,103,976	760,277,266	3,017,281,721	2.740	7,543,204,303	40%
26,441,934	824,190,700	3,483,389,974	2.740	8,708,474,935	40%
27,904,818	874,002,733	3,970,343,854	3.420	9,925,859,635	40%
29,870,584	953,916,175	4,150,984,043	3.310	10,377,460,108	40%
31,592,678	1,011,861,788	3,965,656,365	2.740	9,914,140,913	40%
32,824,449	1,277,826,956	4,142,309,092	2.740	10,355,772,730	40%

CITY OF BROOKHAVEN, GEORGIA

PROPERTY TAX RATES - DIRECT AND OVERLAPPING GOVERNMENTS (Per \$1000 of Assessed Value) LAST TEN YEARS

Calendar Year	City of Brookhaven			DeKalb County					DeKalb County Schools Millage	State	Total Direct & Overlapping Rates
	Operating Millage	Debt Service Millage	Total City Millage	Operating Millage	Debt Service Millage	Fire District Millage	Hospital Millage	Total County Millage			
2013	2.850	-	2.850	10.710	1.920	2.820	0.800	16.250	23.980	0.150	43.230
2014	2.795	-	2.795	8.220	1.680	2.870	0.800	13.570	23.900	0.100	40.365
2015	2.740	-	2.740	10.390	0.640	2.750	0.890	14.670	23.730	0.050	41.190
2016	2.740	-	2.740	8.760	0.490	2.570	0.740	12.560	23.730	-	39.030
2017	2.740	-	2.740	8.693	0.794	3.080	0.740	13.307	23.280	-	39.327
2018	2.740	-	2.740	9.638	0.733	2.687	0.726	13.784	23.180	-	39.704
2019	2.740	0.680	3.420	9.304	0.953	2.709	0.648	13.614	23.080	-	40.114
2020	2.740	0.570	3.310	9.366	0.909	2.792	0.642	13.709	23.080	-	40.099
2021	2.740	0.570	3.310	9.108	0.504	2.996	0.356	12.964	23.080	-	39.354
2022	2.740	0.550	3.290	8.988	0.490	3.159	0.476	13.113	23.080	-	39.483

Source: DeKalb County Tax Commissioner

The City's operating legal millage rate is capped at 3.35.

CITY OF BROOKHAVEN, GEORGIA

PRINCIPAL TAXPAYERS CURRENT AND NINE YEARS AGO

Taxpayer	2022			2013		
	Taxable Assessed Value	Rank	Percentage of Taxable Assessed Value	Taxable Assessed Value	Rank	Percentage of Taxable Assessed Value
DEVELOPMENT AUTHORITY DEKALB	\$ 83,125,562	1	2.01 %	\$ 20,196,001	4	1.01 %
BOF GA LENOX PARK LLC	76,907,880	2	1.86			
EUEP LLC	49,923,639	3	1.21			
20 PERIMETER SUMMIT LLC	40,014,635	4	0.97	27,118,720	3	1.35
GOODWYNN OWNER LLC	36,000,000	5	0.87	19,620,000	5	0.98
LION GABLES REALTY LP	34,400,000	6	0.83			
BLP APARTMENTS OWNER LLC	34,220,000	7	0.83			
3450 BLAIR CIRCLE LLC	32,910,000	8	0.79			
DEVELOPMENT AUTH OF DEKALB	32,818,480	9	0.79			
MID AMERICA APARTMENTS LP	29,622,360	10	0.72	14,344,520	8	0.72
AT&T MOBILITY, LLC				35,585,501	1	1.78
CRAFT LLC				31,234,985	2	1.56
50 LINCOLN COURT, LLC				16,400,000	6	0.82
POST GLEN, LLC				15,760,000	7	0.79
BIR LENOX, LLC				13,800,000	9	0.69
MANUFACTURERS LIFE INSURANCE				12,320,200	10	0.61
	<u>\$ 449,942,556</u>		<u>10.86 %</u>	<u>\$ 206,379,927</u>		<u>10.30 %</u>

Source: DeKalb County Tax Commissioner

CITY OF BROOKHAVEN, GEORGIA

PROPERTY TAX LEVIES AND COLLECTIONS LAST TEN YEARS

Fiscal Year	Total Tax Levy	Collected within the Fiscal Year of the Levy		Collections in Subsequent Years	Total Collections to Date	
		Amount	Percentage of Levy		Amount	Percentage of Levy
2013	\$ 5,595,364	\$ 5,501,908	98.3%	\$ 89,525	\$ 5,591,433	99.93%
2014	6,373,661	6,299,520	98.8%	68,403	6,367,923	99.91%
2015	7,054,126	6,975,703	98.9%	65,197	7,040,900	99.81%
2016	8,004,716	7,848,448	98.0%	156,268	8,004,716	100.00%
2017	8,802,942	8,641,016	98.2%	159,123	8,800,139	99.97%
2018	10,175,123 (1)	9,942,376	97.7%	-	9,942,376	97.71%
2019	12,659,916	12,304,135	97.2%	106,792	12,410,927	98.03%
2020	13,056,554	12,860,526	98.5%	9,926	12,870,452	98.57%
2021	13,818,687	13,473,682	97.5%	200,549	13,674,231	98.95%
2022	20,264,906	19,790,538	97.7%	-	19,790,538	97.66%

Source: DeKalb County Tax Commissioner

(1) 2018 Tax Levy was adjusted to reflect billing adjustments made by DeKalb County.

CITY OF BROOKHAVEN, GEORGIA

RATIOS OF OUTSTANDING DEBT BY TYPE LAST TEN YEARS

Fiscal Year	Governmental Activities					Total	Percentage of Personal Income (1)	Per Capita (1)
	Financed Purchases From Direct Borrowings	Revenue Bonds Payable	Direct Placement SPLOST Bonds Payable	General Obligation Bonds Payable	Notes Payable From Direct Borrowings			
2013	\$ 2,872,973	\$ -	\$ -	\$ -	\$ -	\$ 2,872,973	0.09%	\$ 61
2014	2,200,816	-	-	-	-	2,200,816	0.06%	44
2015	1,553,050	-	-	-	-	1,553,050	0.04%	30
2016	779,659	-	-	-	-	779,659	0.03%	15
2017	254,512	-	-	-	5,061,067	5,315,579	0.13%	101
2018	-	12,925,583	-	12,000,000	4,821,211	29,746,794	1.18%	556
2019	-	12,595,990	10,000,000	40,397,878	4,579,212	67,573,080	2.19%	1,248
2020	-	12,367,036	20,586,904	40,175,515	4,457,403	77,586,858	2.32%	1,397
2021	-	12,128,513	14,939,350	39,369,607	4,212,153	70,649,623	1.98%	1,263
2022	-	11,875,442	9,261,775	38,530,832	3,964,710	63,632,759	1.68%	1,129

(1) See the Demographic and Economic Statistics for personal income and population data.

CITY OF BROOKHAVEN, GEORGIA

SUMMARY OF DEBT SERVICE DUE ON OUTSTANDING CITY OBLIGATIONS DECEMBER 31, 2022

Date	GEFA	Public Facilities Bond	SPLOST GO Bond	GO Bond Series 2019	GO Bond Series 2020	Total	% of Debt Service Remaining
12/31/2023	\$ 283,922	\$ 672,981	\$ 2,110,000	\$ 2,166,100	\$ 3,737,078	\$ 8,970,081	89.92%
12/31/2024	283,922	680,731	2,055,000	2,166,600	1,557,115	6,743,368	82.34%
12/31/2025	283,922	697,481	-	2,165,100	-	3,146,503	78.81%
12/31/2026	283,922	707,731	-	2,166,600	-	3,158,253	75.26%
12/31/2027	283,922	726,731	-	2,165,850	-	3,176,503	71.69%
12/31/2028	283,922	738,981	-	2,167,850	-	3,190,753	68.10%
12/31/2029	283,922	754,731	-	2,162,350	-	3,201,003	64.50%
12/31/2030	283,922	778,731	-	2,149,600	-	3,212,253	60.89%
12/31/2031	283,922	794,781	-	2,151,750	-	3,230,453	57.26%
12/31/2032	283,922	814,931	-	2,146,550	-	3,245,403	53.62%
12/31/2033	283,922	839,031	-	2,139,750	-	3,262,703	49.95%
12/31/2034	283,922	861,219	-	2,148,450	-	3,293,591	46.25%
12/31/2035	283,922	887,156	-	2,155,800	-	3,326,878	42.51%
12/31/2036	283,922	915,869	-	2,160,175	-	3,359,966	38.74%
12/31/2037	260,266	942,075	-	2,163,144	-	3,365,485	34.95%
12/31/2038	-	970,650	-	2,167,969	-	3,138,619	31.43%
12/31/2039	-	997,300	-	2,166,169	-	3,163,469	27.87%
12/31/2040	-	1,032,025	-	2,166,050	-	3,198,075	24.28%
12/31/2041	-	1,059,475	-	2,167,325	-	3,226,800	20.65%
12/31/2042	-	1,029,824	-	2,166,675	-	3,196,499	17.06%
12/31/2043	-	-	-	2,169,100	-	2,169,100	14.62%
12/31/2044	-	-	-	2,169,425	-	2,169,425	12.18%
12/31/2045	-	-	-	2,167,650	-	2,167,650	9.75%
12/31/2046	-	-	-	2,168,775	-	2,168,775	7.31%
12/31/2047	-	-	-	2,167,625	-	2,167,625	4.87%
12/31/2048	-	-	-	2,169,200	-	2,169,200	2.44%
12/31/2049	-	-	-	2,168,325	-	2,168,325	0.00%
	<u>\$ 4,235,174</u>	<u>\$ 16,902,434</u>	<u>\$ 4,165,000</u>	<u>\$ 58,389,957</u>	<u>\$ 5,294,193</u>	<u>\$ 88,986,758</u>	

Note: Total payments above represent principal and interest for each outstanding debt.

CITY OF BROOKHAVEN, GEORGIA

DIRECT AND OVERLAPPING GOVERNMENTAL ACTIVITIES DEBT DECEMBER 31, 2022

<u>Governmental Unit</u>	<u>Net Governmental Activities Debt Outstanding</u>	<u>Percentage Applicable to City of Brookhaven (1)</u>	<u>Amount Applicable to City of Brookhaven</u>
Debt repaid with property taxes:			
DeKalb County	\$ 195,873,000	12.45%	\$ 24,393,850
Fulton-DeKalb Hospital Authority	31,870,000	12.45%	3,969,062
DeKalb County Board of Education	70,592,000	12.45%	8,791,465
Total overlapping debt	298,335,000		37,154,377
City direct debt			
Bonds payable	59,668,049	100.00%	59,668,049
Notes payable	3,964,710	100.00%	3,964,710
Total direct and overlapping debt	<u>\$ 361,967,759</u>		<u>\$ 100,787,136</u>

Source: Assessed value data used to estimate applicable percentages and debt outstanding obtained from DeKalb County's Finance Department.

Note: Overlapping governments are those that coincide, at least in part, with the geographic boundaries of the City. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and businesses of the City of Brookhaven, Georgia. This process recognizes that, when considering the government's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident, and therefore responsible for repaying the debt, of each overlapping government.

(1) The percentage of overlapping debt applicable is estimated using taxable assessed property values. Applicable percentages were estimated by determining the portion of the county's taxable assessed value that is within the City's boundaries and dividing it by the county's total taxable assessed value.

CITY OF BROOKHAVEN, GEORGIA

LEGAL DEBT MARGIN INFORMATION LAST FOUR YEARS (amounts expressed in thousands)

	Fiscal Year			
	2022	2021	2020	2019
Debt Limit	\$ 542,014	\$ 497,752	\$ 510,490	\$ 484,435
Total Net Debt Applicable to Limit	38,531	39,370	40,176	40,398
Legal Debt Margin	<u>\$ 503,483</u>	<u>\$ 489,681</u>	<u>\$ 470,315</u>	<u>\$ 444,037</u>
Total Net Debt Applicable to the Limit as a Percentage of Debt Limit	7.11%	7.44%	7.87%	8.34%
Assessed Value	\$ 4,142,309	\$ 3,965,656	\$ 4,150,984	\$ 3,970,344
Add Back: Exempt Real Property	1,277,827	1,011,862	953,916	874,003
Total Assessed Value	5,420,136	4,977,518	5,104,900	4,844,347
Debt Limit (10% of Total Assessed Value)	542,014	497,752	510,490	484,435
Debt Applicable to Limit:				
General Obligation Debt	38,531	39,370	40,176	40,398
Less: Amount Set Aside for Repayment of General Obligation Debt	-	-	-	(614)
Total Net Debt Applicable to Limit	38,531	39,370	40,176	39,784
Legal Debt Margin	<u>\$ 503,483</u>	<u>\$ 489,681</u>	<u>\$ 470,315</u>	<u>\$ 444,651</u>

Note: Under state finance law, the City's outstanding general obligation debt should not exceed 10 percent of total assessed property value.

By law, the general obligation debt subject to the limitation may be offset by amounts set aside for repaying general obligation bonds.

Note: The City had no General Obligation debt prior to 2019.

CITY OF BROOKHAVEN, GEORGIA

SPLOST BONDS REVENUE COVERAGE LAST FIVE YEARS

Fiscal Year	Gross Revenue (1)	Operating Expenditures	Net Revenue Available for Debt Service	Debt Service Requirements (2)			Bond Coverage Ratio
				Principal	Interest	Total	
2018	\$ 5,562,331	\$ 4,363,371	\$ 1,198,960	\$ -	\$ -	\$ -	-
2019	7,755,244	6,198,532	1,556,712	2,000,000	363,917	2,363,917	66%
2020	7,395,695	11,667,220	(4,271,525)	4,413,096	353,290	4,766,386	-90%
2021	8,867,549	13,663,919	(4,796,370)	5,647,554	309,524	5,957,078	-81%
2022	9,702,743	6,962,224	2,740,519	5,677,575	224,502	5,902,077	46%

(1) Total revenues include interest.

(2) Represents principal and interest for SPLOST bonds only.

CITY OF BROOKHAVEN, GEORGIA

DEMOGRAPHIC AND ECONOMIC STATISTICS LAST TEN YEARS

Fiscal Year	Population (1)	Personal Income (in thousands)	Per Capita Personal Income (1b)	Median Age (1)	School Enrollment (2)	Unemployment Rate (3)
2013	47,253	\$ 3,288,667	\$ 69,597	32.8	7,591	6.2%
2014	50,181	3,408,093	67,916	33.3	7,903	4.5%
2015	51,910	3,596,169	69,277	33.6	8,117	4.3%
2016	52,444	2,582,710	71,743	33.4	7,804	3.4%
2017	52,382	4,131,002	78,863	34.1	7,910	4.1%
2018	53,518	2,521,661	47,118	33.4	8,198	2.1%
2019	54,145	3,086,319	57,001	34.1	7,932	1.8%
2020	55,554	3,342,295	60,163	34.2	7,668	3.0%
2021	55,935	3,563,283	63,704	34.5	7,664	1.8%
2022	56,343	3,796,842	67,388	34.6	7,428	1.9%

(1) Source: U.S. Census Bureau

(1b) Source: BEA.gov Regional Bearfacts

(2) Source: DeKalb County Schools

(3) Source: Bureau of Labor Statistics for regional data

CITY OF BROOKHAVEN, GEORGIA

PRINCIPAL EMPLOYERS CURRENT YEAR AND SEVEN YEARS AGO

Employer	2022			2015		
	Employees	Rank	Percentage of Total City Employment	Employees	Rank	Percentage of Total City Employment
Children's Healthcare of Atlanta	3,090	1	27.79 %			
AT&T Services, Inc.	1,979	2	17.80	1,606	1	11.12 %
AT&T Mobility Services, LLC	1,064	3	9.57	1,430	2	9.90
Autotrader	332	4	2.99			
Target Store T1486	210	5	1.89			
ABM	200	6	1.80			
Publix Super Markets #601	181	7	1.63			
Costco	139	8	1.25			
Access Control Systems LLC	131	9	1.18			
Publix Super Markets #1363	124	10	1.12			
Cox Communications				1,142	3	7.90
Verizon Telematics, Inc				629	4	4.35
Crawford and Company				554	5	3.83
SAP America, Inc				454	6	3.14
Carr Riggs & Ingram LLC				387	7	2.68
United Healthcare Services				372	8	2.57
Insight Global, LLC				270	9	1.87
NDC Health Corporation				251	10	1.74
	<u>7,450</u>		<u>66.99 %</u>	<u>7,095</u>		<u>49.11 %</u>

Source: 2022 and 2015 individual employer's business filings.

Note: Data prior to 2015 is not available.

CITY OF BROOKHAVEN, GEORGIA

FULL-TIME EQUIVALENT CITY GOVERNMENT EMPLOYEES BY FUNCTION LAST TEN YEARS

Function	2022 (1)	2021	2020	2019	2018	2017	2016	2015	2014	2013
General government	41	26	27	24	24	26	21	12	9	7
Judicial	2	-	3	1	3	3	5	7	4	1
Public safety										
Police officers	77	70	76	72	74	76	75	75	59	57
Civilians	14	14	14	11	8	8	11	6	6	6
Public works	-	-	-	-	-	-	-	2	-	-
Culture and recreation	5	21	7	7	10	7	11	10	7	-
Housing and development	14	13	15	11	12	11	12	11	7	3
Total	153	144	142	126	131	131	135	123	92	74

(1) The City reclassified the status of employees between departments in 2022.
Source: City of Brookhaven Human Resources Department

CITY OF BROOKHAVEN, GEORGIA

OPERATING INDICATORS BY FUNCTION LAST TEN YEARS

Function	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
General Government										
Ordinances approved	49	75	81	78	57	47	26	38	63	68
Resolutions	51	52	57	40	68	45	35	36	31	38
Open records requests	722	732	496	473	477	408	346	349	261	140
Information system service calls	1,978	2,459	2,230	1,742	2,786	2,165	2,168	2,921	2,312	N/A
Facebook "likes"	9,394	9,165	8,671	6,799	6,002	4,136	4,153	1,837	N/A	N/A
Constant contact (eBlast)	4,821	4,801	4,507	4,291	3,927	3,277	3,161	2,516	2,338	1,716
Judicial										
Municipal court										
Case filings:	5,653	6,663	5,312 (1)	8,648	7,194	5,146	5,848	9,148	10,512	5,338
City Code	397	330	308	310	830	789	867	922	730	819
Misdemeanors	774	904	663	777	30	11	27	39	211	349
Parking	114	304	165	173	245	113	254	261	156	3
Traffic	4,368	5,125	4,176	7,388	6,089	4,233	4,700	7,926	9,415	4,167
Number of Court Dockets	196	185	119	100	103	105	119	175	257	103
Number of Defendants on Docket	4,709	5,142	3,620	5,577	5,146	6,559	4,751	6,582	10,403	3,282
Public Safety										
Police										
Calls for service	73,958	85,811	91,159	94,046	80,827	46,512	54,000	59,494	N/A	N/A
Custodial arrests	2,727	1,681	2,281	3,061	2,278	1,868	2,271	2,177	1,116	427
Traffic citations issued	9,525	12,276	11,364	8,395	6,815	8,757	5,559	8,070	8,324	3,753
Average response time (all calls)	6m25s	5m46s	6m25s	7m11s	6m11s	6m33s	6m15s	7m20s	7m18s	N/A
Average response time (high priority calls)	2m41s	3m34s	3m49s	3m53s	4m20s	4m34s	4m12s	3m58s	3m40s	N/A
Public Works										
Lane-miles paved	7.5	10.1	4.9	6.9	13.8	26.1	9.4	20.2	20.2	N/A
Linear feet new sidewalks	317	2,495	3,523	1,387	13,900	4,810	4,330	2,610	5,230	N/A
Street maintenance work orders completed	170	226	211	369	288	478	267	133	229	132
Stormwater work orders completed	97	151	190	192	190	130	160	134	84	50
Street Lights work orders completed (2)	48	1	70	39	70	52	26	29	26	N/A
Signal/sign work orders completed	127	180	190	170	137	199	235	235	182	23
Right-of-way work orders completed	62	137	170	178	77	139	110	61	129	62

Continued

CITY OF BROOKHAVEN, GEORGIA

OPERATING INDICATORS BY FUNCTION LAST TEN YEARS

Function	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
Culture and Recreation										
Park acres maintained	340	340	341	335	332	276	271	224	224	224
Program participants	2,375	2,500	1,712	9,091	10,515	7,283	2,866	2,949	2,666	40
Aquatics program participants	6,925	20,500	4,074 (1)	23,872	20,683	11,589	8,851	10,499	N/A	N/A
Athletic program participants	3,672	9,206	9,486	12,602	7,498	6,715	6,775	6,775	4,013	N/A
Community Development										
Special land use permits (SLUPS)	10	1	1	1	7	6	3	12	6	2
Variances	71	67	69	55	74	72	68	74	79	54
Code enforcement inspections	16,784	18,649	16,376	13,948	5,169	6,271	6,620	7,751	8,905	N/A
Building inspections	14,104	13,469	12,102	11,507	10,946	10,490	9,254	8,905	15,697	998
Development inspections	5,690	3,276	3,609	3,593	3,201	4,150	4,084	2,511	2,653	N/A
Tree removal permits	516	538	476	539	538	419	378	265	115	N/A
Land disturbance permits issued	17	47	40	38	44	36	28	20	9	N/A
Plat reviews	19	30	65	67	58	56	66	58	31	N/A
Plats approved	12	16	21	16	15	26	21	19	15	N/A

(1) Decrease attributable to temporary shutdown and delayed operations as a result of COVID-19 in 2020.

(2) The City began reporting street light work orders operating indicator in 2022.

Source: Various City departments

N/A: Not Available

CITY OF BROOKHAVEN, GEORGIA

CAPITAL ASSET STATISTICS BY FUNCTION LAST TEN YEARS

Function	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013
General Government										
Buildings (1)	2	1	1	1	1	1	1	1	1	1
Vehicles	1	-	-	-	-	-	-	1	1	1
Judicial										
Building (1)	1	1	1	1	1	1	1	1	1	1
Public Safety										
Police stations (1)	2	1	1	1	1	1	1	1	1	1
Police substations	-	-	-	1	1	1	1	1	1	1
Police vehicles	51	128	109	101	97	65	65	60	54	49
Patrol zones	8	8	8	6	6	6	6	10	10	10
Public Works										
Miles of streets (lane miles)	260.8	260.4	260.4	260.4	120.0	120.0	120.0	119.2	117.4	117.4
Miles of sidewalks	79.1	78.1	78.1	76.0	70.0	67.4	66.5	64.6	63.0	63.0
Number of traffic signals	54	53	53	51	51	51	50	50	47	47
Number of street lights (3)	160	160	160	160	160	160	160	160	160	160
Miles of storm sewer	113	113	113	113	113	113	113	113	113	113
Culture and Recreation										
Parks acreage	340	340 (2)	341	335	332	332	271	224	224	224
Parks	19	19	19	18	15	14	14	11	11	11
Tennis courts	26	26	26	28	28	28	28	30	30	30
Soccer fields	4	4	2	2	2	2	2	2	2	2
Baseball/Softball fields	14	14	14	14	14	14	14	14	14	14
Multipurpose fields	3	3	3	3	5	5	5	5	5	5
Community centers	3	3	3	3	2	2	2	3/2	3/2	3/2
Swimming pools	3	3	3	3	3	3	3	3	3	3
Vehicles	3	8	3	3	3	2	2	2	2	2
Housing and Development										
Vehicles	10	10	10	7	6	5	5	3	1	-

Source: Various City departments

(1) Reflects building rental on month to month basis.

(2) Park acreage decrease was due to an updated survey.

(3) The City began reporting street light capital asset data in 2022.

APPENDIX C
FORM OF BOND RESOLUTION

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RESOLUTION

A RESOLUTION DECLARING AND CERTIFYING RESULTS OF THE NOVEMBER 7, 2023 SPECIAL REFERENDUM ELECTION ON THE QUESTION OF THE REIMPOSITION OF A ONE PERCENT COUNTY SPECIAL PURPOSE LOCAL OPTION SALES AND USE TAX, AND THE APPROVAL OF THE ISSUANCE BY THE CITY OF BROOKHAVEN OF GENERAL OBLIGATION SALES TAX BONDS TO PAY ALL OR A PORTION OF THE COST OF CITY OF BROOKHAVEN CAPITAL OUTLAY PROJECTS CONSISTING OF (I) PAVEMENT MANAGEMENT, (II) TRANSPORTATION IMPROVEMENTS, (III) PARKS CAPITAL ASSET ACQUISITION AND MAINTENANCE, (IV) PUBLIC SAFETY EQUIPMENT AND FLEET, (V) THE COSTS OF ISSUING THE DEBT AND CAPITALIZED INTEREST AND (VI) EXPENSES INCIDENT TO ACCOMPLISH ALL OF THE FOREGOING; REQUESTING THE DISTRICT ATTORNEY OF THE STONE MOUNTAIN JUDICIAL CIRCUIT TO TAKE THE PROPER STEPS TO INSTITUTE PROCEEDINGS FOR THE VALIDATION OF SAID GENERAL OBLIGATION BONDS, AS REQUIRED BY LAW; AUTHORIZING THE SALE OF SAID BONDS BY NEGOTIATED OR COMPETITIVE SALE AS DETERMINED BY THE CITY AND THE PUBLICATION OF A NOTICE OF SALE AND BID FORM, IF REQUIRED, FOR THE RECEIVING OF BIDS TO PURCHASE THE BONDS; AUTHORIZING THE PREPARATION AND USE OF A PRELIMINARY OFFICIAL STATEMENT; AND FOR OTHER PURPOSES

WHEREAS, in 2017 the qualified voters of DeKalb County, Georgia (the "County") approved and imposed a one percent (1%) special purpose local option sales and use tax ("SPLOST I") which is being collected within a special district coterminous with the boundaries of the County and which is set to terminate on March 31, 2024; and

WHEREAS, pursuant to Official Code of Georgia Annotated (O.C.G.A.) §48-8-110.1, the governing body of County called for a special referendum election which was held on November 7, 2023 (the "Special Election"), in all voter precincts within the County on the question of the reimposition of the special purpose sales and use tax in the County ("SPLOST

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II") for a period of six (6) years, with collections to begin on April 1, 2024, or the date specified by the State Revenue Commissioner for the Georgia Department of Revenue (the "Revenue Commissioner") to pay all or a portion of the costs of capital outlay projects that improve the health, safety and welfare of taxpayers and residents of the County and each of its incorporated municipalities, including certain projects for the use and benefit of the City of Brookhaven, Georgia (the "City"); and

WHEREAS, the County and each of the incorporated municipalities therein, including the City, entered into an Intergovernmental Agreement for the Use and Distribution of Proceeds from the One Percent Special Purpose Local Option Sales Tax, dated August 24, 2023 (the "Distribution Agreement") pursuant to which, among other things, the parties agreed to the amount of the net SPLOST II collections to be distributed by the Revenue Commissioner to the County and each of the incorporated municipalities therein, including the City for which the "distribution percentage" was determined to be 8.069%; and

WHEREAS, pursuant to Resolution 2023-08-05 heretofore adopted by the Mayor and Council of the City on August 22, 2023, the Special Election referendum language provided that if the imposition of SPLOST II was approved by a majority of the voters within the City, that such vote would also constitute approval of the issuance of general obligation debt of the City in the principal amount not to exceed \$50,000,000 (the "Bonds") to pay all or part of the costs of certain specific municipal capital outlay projects consisting of (1) pavement management, (2) transportation improvements, (3) parks capital asset maintenance, (4) public safety equipment and fleet and (5) expenses incident to accomplish all of the foregoing (collectively, the "Brookhaven SPLOST II Projects") in whole or in part from the proceeds of the SPLOST II or from the proceeds of the Bonds, if issued; and

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WHEREAS, due and proper legal notice of the election was published, as required by law, in *The Champion Newspaper* as set forth in Exhibit A attached hereto, which notice referenced the Brookhaven SPLOST II Projects and specifically provided that approval of the SPLOST II by a majority of the qualified voters within the City would also constitute approval of the Bonds, provided that the interest rate associated with such debt not to exceed six (6%) per annum and principal to be paid in each year during the life of the debt as specified in notice and the resolution of the County; and

WHEREAS, the legal notice referenced "parks capital asset maintenance" as one project category which is intended to, and shall be deemed to include, both the acquisition of parks capital assets, including land, and the funding of parks capital maintenance; and

WHEREAS, the City contracted with DeKalb County to conduct the election for the City; and

WHEREAS, pursuant to certain provisions of O.C.G.A. §36-82-2 following the conduct of the election and the canvassing of election returns, such returns shall be consolidated and the result shall be declared by the officers of the municipality who called the election; and

WHEREAS, pursuant to the provisions of the Georgia Election Code (Title 21, Chapter 2 of the Official Code of Georgia Annotated, as amended), the election was duly held and the poll officers have made their returns and the Superintendent of Elections has canvassed and computed the returns of the election and concurrent with the adoption of this resolution has delivered a certified copy of the consolidated returns of the Special Election to the Mayor and Council of the City, a certified copy of which is dated November 14, 2023 (the "**Certification of the Election Superintendent**") is attached hereto as Exhibit B, all as is provided by law; and

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WHEREAS, based upon an examination of the Certification of the Election Superintendent it now becomes the duty of the Mayor and Council of the City to determine and declare the results of said election; and

WHEREAS, pursuant to O.C.G.A. §48-8-111(c)(2) if the issuance of general obligation bonds is included and approved by the voters then the issuance and validity of such bonds shall be accomplished and determined pursuant to the provisions of Article 1 and 2 of Chapter 82 of Title 36 of the Official Code of Georgia (the "**Georgia Bond Law**") which requires (i) the City to adopt this Resolution, (ii) the City to notify the District Attorney of the Stone Mountain Judicial Circuit of the approval of a majority of the qualified voters in favor of the issuance of Bonds and (iii) for the District Attorney to institute proceedings for the validation of the Bonds; and

WHEREAS, in order to proceed with the sale of the Bonds, the City desires to proceed on a negotiated or competitive basis with underwriters or other prospective purchasers of the Bonds, as determined to be in the best interests of the citizens of the City and desires to issue and publish an official notice of sale (the "**Notice of Sale**") and bid form (the "**Bid Form**"), if required, for the receiving of such competitive bids; to authorize the preparation, use, execution and distribution of a Preliminary Official Statement (the "**Preliminary Official Statement**") with respect to the Bonds; to authorize the City Manager and Chief Financial Officer of the City to accept such bids and award the sale of the Bonds to the lowest responsive bidder; and to provide for other matters in connection with the Bonds.

NOW, THEREFORE, BE IT RESOLVED, by the Mayor and Council of the City and it is hereby resolved by authority of the same, that the City has received the Certification of the Election Superintendent regarding the consolidated returns of the Special Election conducted in all of the voter precincts within the County to determine whether or not to reimpose a special one percent (1%) sales and use tax (SPLOST II) and the results of the election are as follows:

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Number of votes cast within the County:	60,576
Number of votes cast FOR the imposition of a special 1 percent sales and use tax in special district of DeKalb for a period of time not to exceed 6 years	45,013
Number of votes cast AGAINST the imposition of a special 1 percent sales and use tax in special district of DeKalb for a period of time not to exceed 6 years	15,563

BE IT FURTHER RESOLVED, by the Mayor and Council of the City and it is hereby resolved by authority of the same, that it has reviewed the Certification of the Election Superintendent regarding the consolidated returns of the Special Election conducted within all of the voter precincts within the City to determine whether or not to reimpose a special 1 percent sales and use tax and whether or not to authorize the issuance of general obligation bonds in the aggregate principal amount of \$50,000,000 to fund the Brookhaven SPLOST II Projects, as submitted by the Superintendent of Elections, sets forth the following information, and the results of the election are hereby declared to be as follows:

"SHALL A SPECIAL 1 PERCENT SALES AND USE TAX BE IMPOSED IN THE SPECIAL DISTRICT OF DEKALB COUNTY FOR A PERIOD OF TIME NOT TO EXCEED 6 YEARS AND FOR THE RAISING OF AN ESTIMATED AMOUNT OF \$850 MILLION FOR THE PURPOSE OF...(C) BROOKHAVEN PROJECTS TO BE FUNDED FROM BROOKHAVEN'S SHARE OF THE PROCEEDS INCLUDING (I) PAVEMENT MANAGEMENT, (II) TRANSPORTATION IMPROVEMENTS, (III) PARKS CAPITAL ASSET MAINTENANCE, (IV) PUBLIC SAFETY EQUIPMENT AND FLEET; AND (V) TO PAY EXPENSES INCIDENT TO ACCOMPLISH ALL OF THE FOREGOING;...

IF IMPOSITION OF THE TAXES IS APPROVED BY A MAJORITY OF THE VOTERS WITHIN THE CITY OF BROOKHAVEN, SUCH VOTE SHALL ALSO CONSTITUTE APPROVAL OF THE ISSUANCE OF GENERAL OBLIGATION DEBT OF THE CITY OF BROOKHAVEN IN THE PRINCIPAL AMOUNT NOT TO EXCEED \$50,000,000 TO PAY ALL OR A PORTION OF THE TRANSPORTATION IMPROVEMENTS, PAVING MANAGEMENT, PARKS CAPITAL ASSET MAINTENANCE, PUBLIC SAFETY EQUIPMENT AND FLEET PROJECTS, THE COSTS OF ISSUING THE DEBT AND CAPITALIZED INTEREST, AND TO PAY EXPENSES INCIDENT TO ACCOMPLISH ALL OF THE FOREGOING."

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Number of votes cast with the City of Brookhaven:	6,588
Number of votes cast FOR the imposition of SPLOST II and the issuance of \$50,000,000 General Obligation Bonds	3,709
Number of votes cast AGAINST the imposition of SPLOST II and the issuance of \$50,000,000 General Obligation Bonds	2,879

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BE IT FURTHER RESOLVED, by authority aforesaid and it is hereby resolved by authority of the same, that said consolidated returns show that said election resulted in favor of the imposition of SPLOST II and issuance of the General Obligation Bonds in the aggregate principal amount of \$50,000,000, by an affirmative vote of more than a majority of the qualified voters of the City voting in said election held for that purpose and it is hereby resolved and declared that the election resulted in favor of the imposition of SPLOST II and the issuance of said General Obligation Bonds and that said General Obligation Bonds in the aggregate principal amount of \$50,000,000 have been authorized as required by law.

BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by authority of the same, that the Municipal Clerk of the City be and is hereby directed to record the copy of the consolidated election returns received from the Election Superintendent for the DeKalb County Board of Elections and Registration in the Minute Book of the Mayor and Council of the City immediately following this resolution, and said election returns, by this reference thereto, are incorporated herein and made a part hereof and are approved as true and correct.

BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by the authority of the same, that there be given to the District Attorney of the Brookhaven Judicial Circuit personal notice in writing of the fact that said election was held in the City, and that the election was in favor of the issuance of General Obligation Bonds in the aggregate principal amount of \$50,000,000 and requesting her to take immediate and proper steps to institute proceedings for the validation of said General Obligation Bonds, as required by law.

BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by the authority of the same, that the City Manager, Chief Financial Officer and Davenport & Company LLC, financial advisors to the City (the "Financial Advisors") are hereby authorized to proceed with the competitive sale of up to \$50,000,000 in aggregate principal amount of Bonds.

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The publication and/or electronic posting of the Notice of Sale and Bid Form providing for the purchase of the Bonds is hereby authorized. The use and publication of the Notice of Sale and Bid Form in the form approved by the City Manager or Chief Financial Officer shall be conclusive evidence of its approval by the City.

BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by the authority of the same, that the preparation, use, execution and distribution of a Preliminary Official Statement is hereby authorized and approved. The Preliminary Official Statement may be "deemed final" by the City as of its date, and the execution of a certificate to such effect by the appropriate officers of the City is hereby authorized and approved. The Mayor and the Chief Financial Officer are authorized to execute, make public and distribute the Preliminary Official Statement and a final Official Statement and any such additional, supplemental or replacement disclosure documents as may be deemed necessary or appropriate from time to time in connection with the offering and sale of the Bonds. The Mayor is authorized to approve the final terms of the final Official Statement and such additional, supplemental or replacement disclosure documents as deemed necessary and required.

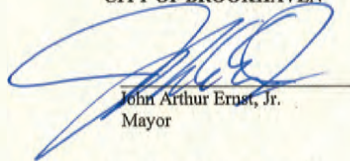
BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by the authority of the same, that the Mayor and the Chief Financial Officer are hereby authorized, in reliance on the advice of the Financial Advisors, to determine the successful bidder and is hereby authorized and directed to notify the successful bidder and reject all other bidders. Such actions of the Mayor and Chief Financial Officer of the City may be ratified in a Supplemental Sale Ordinance to be adopted by the City Council of the City prior to the issuance and delivery of the Bonds.

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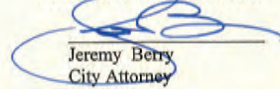
BE IT FURTHER RESOLVED, by the authority aforesaid and it is hereby resolved by authority of the same, that any and all resolutions or parts of resolutions, in conflict with this resolution this day adopted, be and the same are hereby repealed.

BE IT SO RESOLVED, this 19th day of December, 2023

CITY OF BROOKHAVEN


John Arthur Ernst, Jr.
Mayor

APPROVED AS TO FORM:


Jeremy Berry
City Attorney

ATTEST:

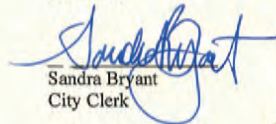

Sandra Bryant
City Clerk



Exhibit A

[Certified Copy of Published Election Call Notices]

Phone: (404) 373-7779
Fax: (404) 371-1369

LORI MOSLEY
DEKALB COUNTY LAW DEPARTMENT
1300 COMMERCE DR.
5TH FLOOR
DECATUR, GA 30030

STATE OF GEORGIA
COUNTY OF DEKALB

Personally appeared before me, the undersigned, a Notary Public within and for said county and state, Jacqueline Bryant, Legal Advertising Manager of The Champion Newspaper, published at Decatur, County of DeKalb, State of Georgia, and being the official organ for the publication of legal advertisements for said county, who being duly sworn, states on oath that the report of equalized homestead option sales and use tax (the "EHOST"), one percent county special purpose local option sales and use tax (the "SPOST") was published in said newspaper on the following date(s):

09/28/23, 10/05/23, 10/12/23, 10/19/23, 10/26/23, 11/02/23

Jacqueline Bryant
Jacqueline Bryant, Legal Advertising Manager

Sworn to and subscribed before me this 12/19/23

Notary Public

My commission expires August 01, 2026.

THE OFFICIAL LEGAL ORGAN OF DEKALB COUNTY

[illegible]

CONSOLIDATED MUNICIPAL/COUNTY CERTIFICATION OF RETURNS FOR:

- ☒ SPECIAL ELECTION
☐ GENERAL ELECTION
☐ RUNOFF ELECTION

November 7, 2023

Date

DeKalb County

Municipality/County

Instructions: Prepare and print (4) copies of the Election Summary (county consolidated vote totals report that is generated by EMS). Attach copies of this consolidated certification report as follows:

1. White sheet is attached to Election Summary and returned to Secretary of State.
2. Yellow sheet is attached to Election Summary and maintained by Superintendent.
3. Pink sheet is attached to Election Summary and sent to Clerk of Superior Court.
4. Goldenrod Copy is attached to Election Summary and immediately posted at the City Hall (city) or Courthouse (county).

ELECTION SUMMARY MUST BE ATTACHED TO THIS FORM

REFERENDUM QUESTIONS: Affix a copy of the complete wording of the question(s) as such appeared on the ballot.

SHORT TITLE OF QUESTION(S) AS SHOWN ON ATTACHED ELECTION SUMMARY:
 County EHOST County SPLOST

QUESTION:
 See Attached

QUESTION:
 See Attached

This Referendum was held in accordance with
 (Citation of Act calling for the Election):

Local Act No. _____ Year 2023

Ga. Laws page No. _____

This Referendum was held in accordance with
 (Citation of Act calling for the Election):

Local Act No. _____ Year 2023

Ga. Laws page No. _____

We, the undersigned Superintendent/Supervisor of Elections and the Assistants, do jointly and severally certify that the attached Election Summary is a true and correct count of the votes cast in this City/County. In TESTIMONY WHEREOF, We have hereunto set our hands and seals this 14th day of November, 2023. SIGNED IN QUADRUPPLICATE.

[Signature] Assistant
[Signature] Assistant
[Signature] Assistant
 _____ Assistant
 _____ Assistant

[Signature]
 Superintendent/Supervisor Of Elections

Question Return Sheet-19

KENNA L. SMITH
 EXECUTIVE DIRECTOR & ELECTIONS
 (404) 214-4811
 FAX (404) 204-4019

DeKalb County
 GEORGIA
 Board of Registration and Elections
 4188 Memorial Drive, Suite 300
 Decatur, Georgia 30032

BOARD MEMBERS
 VANU ABRAHAM
 NANCY JEFFER
 AUSTIN LEWIS
 ERIK MOTTET
 KARL SWIFT

MUNICIPAL GENERAL AND SPECIAL ELECTION

NOVEMBER 7, 2023

Question(s):

County EHOST

DeKalb County Suspension of Homestead Option Sales Tax and Approval of Equalized Homestead Option Sales Tax

(Vote for One)

"NOTICE TO ELECTORS: Unless BOTH the equalized homestead option sales and use tax (EHOST) AND the special purpose local option sales and use tax (SPLOST) are approved, then neither sales and use tax shall become effective."

"Shall an equalized homestead option sales and use tax be levied and the regular homestead option sales and use tax be suspended within the special district within DeKalb County for the purposes of reducing the ad valorem property tax millage rates levied by the County and municipal governments on homestead properties?"

County SPLOST

DeKalb County Special Purpose Local Option Sales Tax

(Vote for One)

"Shall a special 1 percent sales and use tax be imposed in the special district of DeKalb County for a period of time not to exceed 6 years and for the raising of an estimated amount of \$850 million for the purpose of: (A) DEKALB COUNTY projects to be funded from DeKalb County's share of the proceeds to: (i) plan, design, construct, demolish, add to, acquire, relocate, renovate, replace, repair, improve accessibility to, improve energy sustainability to, furnish, and equip projects for (a) *public safety purposes*, to include fire stations, police facilities, courts, and an animal welfare facility; (b) *transportation purposes*, to include roads and streets, road and street repaving, sidewalks, bicycle paths/lanes, multi-use trails, mass transportation, and other road, street, and bridge purposes; (c) *multi-generational recreational purposes*, to include senior facilities, parks, libraries and related recreational facilities; and (d) *capital outlay projects owned or operated by DeKalb County*, to include physical and mental health facilities, and water, sewer, and/or stormwater facilities; and (2) pay expenses incident to accomplish all of the foregoing (collectively the "DeKalb County Projects"); (B) AVONDALE ESTATES projects to be funded from Avondale Estates' share of the proceeds including (i) transportation, including, but not limited to, roads, streets, bridges, bicycle paths and sidewalks, and (ii) stormwater infrastructure; (C) BROOKHAVEN projects to be funded from Brookhaven's share of the proceeds including (i) pavement management, (ii) transportation improvements, (iii) parks capital asset maintenance, (iv) public safety equipment and fleet; and (v) to pay expenses incident to accomplish all of the foregoing; (D) CHAMBLEE projects to be funded from Chamblee's share of the proceeds including: transportation improvements, including roads, streets intersection improvements, streetscapes, as well as payment of expenses incident to accomplish the foregoing; parks and recreation projects, including playgrounds, site development, renovations and new equipment; and police vehicles and related equipment, as well as payment of expenses incident to accomplish the foregoing; (E) CLARKSTON projects to be funded from the City of Clarkston's share of the proceeds including (i) transportation, including, but not limited to, road, street, bridges, sidewalks and bicycle paths, (ii) recreational facilities, (iii) City administrative building and (iv) public safety

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4380 Memorial Drive, Suite 300
Decatur, Georgia 30032

BOARD MEMBERS
VASU ABHIRAMAN
NANCY JESTER
ANTHONY LEWIS
KARLA NOTT
KARLA SWIFT

facilities; (F) **DECATUR** projects to be funded from the City of Decatur's share of the proceeds including (a) transportation, including, but not limited to, roads, streets, bridges, bicycle paths and sidewalks and traffic calming improvements, (b) cultural facilities, (c) recreational facilities, including, but not limited to, the acquisition of land, (d) paying all or a portion of the purchase payments due under an Agreement of Sale, dated as of December 15, 2010, between the City of Decatur and the Urban Redevelopment Agency of the City of Decatur, for the acquisition of Public Works Building B, (e) paying all or a portion of the purchase payments due under an Agreement of Sale, dated as of October 1, 2020, between the City of Decatur and the Urban Redevelopment Agency of the City of Decatur, for the acquisition of Fire Station #1, the Leveritt Public Works Building and the Decatur Recreation Center, and (f) paying all or a portion of the purchase payments due under an Agreement of Sale, dated as of May 1, 2013, as amended on October 1, 2020, between the City of Decatur and the Urban Redevelopment Agency of the City of Decatur, for the acquisition of the Beacon Municipal Complex and stormwater improvements, but not including the administrative facilities for the City Schools of Decatur; (G) **DORAVILLE** projects to be funded from the City of Doraville's share of the proceeds including: (1) 60% Pavement Management; (2) 15% Transportation Improvements (3) 15% Parks Capital Asset and Maintenance; and (4) 10% Public Safety Facilities, Equipment, and Fleet Replacement; (H) **DUNWOODY** projects to be funded from Dunwoody's share of the proceeds including (i) transportation, including, but not limited to, infrastructure preservation (road resurfacing, replacement and rehabilitation of bridges and drainage systems), pedestrian and bicycle path improvements (addition of sidewalks, streetscapes, bike lanes, and multi-use trails), congestion relief (intersection improvements, road widenings, traffic management, and signal upgrades), safety and operational improvements (addition/extension of turn lanes, elimination of sight distance problems and other safety concerns, as well as widened lanes and shoulders), (ii) public safety, (iii) parks, recreation and greenspace and (iv) repairs of capital projects; (I) **LITHONIA** projects to be funded from Lithonia's share of the proceeds including (a) transportation improvements such as roads, streets, bridges, bicycle paths and sidewalks; (b) infrastructure improvements; (c) capital outlay projects such as the improvement of land and structures; purchase of police cars and other major equipment; (d) facilities improvements such as recreational facilities and other government buildings; and (e) public safety purposes such as major equipment; and (f) public works purposes such as major equipment; (J) **PINE LAKE** projects to be funded from the City of Pine Lake's share of the proceeds including (a) roads, streets, bridges, bicycle paths and sidewalks and improvement of surface-water drainage from roads, streets, bridges and sidewalks, and other stormwater capital outlay projects (b) recreational facilities including, but not limited to parks, lakes, dams, trails, and acquisition of land (c) public safety facility renovations and equipment, and (d) public works facility renovations; (K) **STONECREST** projects to be funded from the City of Stonecrest's share of the proceeds including (a) transportation improvements such as roads, streets, bridges, bicycle paths, sidewalks, and resurfacing; (b) new infrastructure such as government administration buildings and recreational buildings; (c) recreational facilities improvements such as parks; and (d) property acquisition; (L) **STONE MOUNTAIN** projects to be funded from the City of Stone Mountain's share of the proceeds including: (a) roads, streets, bridges, sidewalks, and paths; (b) improvement of surface-water drainage and other stormwater capital outlay projects; and (c) recreational facilities including, but not limited to parks, and trails. These projects may include land, facilities, equipment, vehicles and other capital costs related to such projects; and (M) **TUCKER** projects to be funded from the City of Tucker's share of the proceeds including (a) road improvement and repair, (b) expansion and improvements of trails, sidewalks, and bikeways, (c) parks capital outlay, and (d) stormwater infrastructure?

If imposition of the taxes is approved by the voters, such vote shall also constitute approval of the issuance of general obligation debt of **DEKALB COUNTY, GEORGIA** in the principal amount not to exceed \$50 million for a portion of the above DeKalb County Projects, to pay capitalized interest incident thereto, and to pay expenses incident to accomplish the foregoing.

If imposition of the taxes is approved by a majority of the voters within the **CITY OF AVONDALE ESTATES**, such vote shall also constitute approval of the issuance of general obligation debt of the City of Avondale Estates in the principal amount not to exceed \$4,000,000 to pay all or a portion of any of the Avondale Estates' projects, the costs of issuing the debt and capitalized interest. If imposition of the taxes is approved by a majority of the voters within the **CITY OF BROOKHAVEN**, such vote shall also constitute approval of the issuance of general

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Decatur, Georgia 30032

BOARD MEMBERS
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ANTHONY LEWIS
KARLA NOTT
KARLA SWIFT

obligation debt of the City of Brookhaven in the principal amount not to exceed \$50,000,000 to pay all or a portion of the transportation improvements, paving management, parks capital asset maintenance, public safety equipment and fleet projects, the costs of issuing the debt and capitalized interest, and to pay expenses incident to accomplish all of the foregoing.

If imposition of the taxes is approved by a majority of the voters within the **CITY OF CLARKSTON**, such vote shall also constitute approval of the issuance of general obligation debt of the City of Clarkston in the principal amount not to exceed \$12,000,000 to pay all or a portion of any of the City of Clarkston's projects, the costs of issuing the debt and capitalized interest.

If imposition of the taxes is approved by a majority of the voters within the **CITY OF DECATUR**, such vote shall also constitute approval of the issuance of general obligation debt of the City of Decatur in the principal amount not to exceed \$10,000,000 to pay all or a portion of the transportation, cultural and recreational projects, the costs of issuing the debt and capitalized interest.

If imposition of the taxes is approved by a majority of the voters within the **CITY OF DUNWOODY**, such vote shall also constitute approval of the issuance of general obligation debt of the City of Dunwoody in the principal amount not to exceed \$36,000,000 to pay all or a portion of any of the Dunwoody projects, the costs of issuing the debt and capitalized interest.

If imposition of the taxes is approved by the voters within **LITHONIA**, Georgia, such vote shall also constitute approval of the issuance of general obligation debt of Lithonia, Georgia, in the principal amount not to exceed \$2,130,000 for a portion of Lithonia's Projects, the costs of issuing the debt and capitalized interest.

If imposition of the taxes is approved by the voters within the **CITY OF STONECREST**, such vote shall also constitute approval of the issuance of general obligation debt of the City of Stonecrest, in the principal amount not to exceed \$40,690,000 for a portion of the City of Stonecrest's Projects, the costs of issuing the debt and capitalized interest."

Election Summary Report

General Election

DeKalb

November 07, 2023

Summary for: Board of Education Member District 3 , Board of Education Member, District 7 (At Large), Board of Education Member, District 9 (At Large), Mayor - Avondale Estates, Avondale City Commissioner (VF2), Mayor - Brookhaven, Brookhaven City Council, District 1, Brookhaven City Council, District 3, Brookhaven City Council, District 2 (Special), Chamblee City Council, District 2, Chamblee City Council, District 3, Chamblee City Council, District 4, Clarkston City Council (VF3), Decatur City Commissioner, At Large, Decatur City Commissioner District 1, Post B, Decatur City Commissioner District 2, Post B, Decatur City Board of Education, District 1 Post B , Decatur City Board of Education District 2, Post B , Mayor - Doraville, Doraville City Council, District 1 Post 2, Doraville City Council, District 1 Post 3, Doraville City Council, District 2 Post 2, Mayor - Dunwoody, Dunwoody City Council, District 1 Post 4 At Large, Dunwoody City Council, District 2 Post 5 At Large, Dunwoody City Council, District 3 Post 6 At Large, Mayor - Lithonia, Lithonia City Council (VF2), Mayor - Pine Lake, Pine Lake City Council (VF2), Stone Mountain City Council Member, Post 1, Stone Mountain City Council Member, Post 2 , Stone Mountain City Council Member, Post 3 , Mayor - Stonecrest, Stonecrest City Councilmember, District Post 2 , Stonecrest City Councilmember, District Post 4 , Tucker City Council Member, District 1 Post 2 , Tucker City Council Member, District 2 Post 2 , Tucker City Council Member, District 3 Post 2 , County EHOST, County SPLOST, DeKalb Co. Homestead Exemption - 65+, DCSD Homestead Exemption - 62+, DCSD Homestead Exemption - 65+, Brookhaven Floating Homestead Exemption, Decatur General Homestead Exemption, Decatur Homestead Exemption - 65+, Decatur New Homestead Exemption, Decatur Homestead Exemption - 62+, Decatur Independent School District Homestead Exemption, Doraville Bond Referendum, Dunwoody General Obligation Bond Referendum, All Districts, All Tabulators,

All Counting Groups

Official and Complete

Elector Group	Counting Group	Ballots	Voters	Registered Voters	Turnout
Total	Election Day	93,260	48,446		9.57%
	Advance Voting	39,520	20,243		4.09%
	Absentee by Mail	2,028	1,047		0.21%
	Provisional	98	53		0.01%
	Total	134,906	69,789	506,086	13.79%

Precincts Reported: 191 of 191 (100.00%)
 Registered Voters: 69,789 of 506,086 (13.79%)
 Ballots Cast: 134,906

Board of Education Member District 3 (Vote for 1)

Precincts Reported: 12 of 12 (100.00%)

Times Cast		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
		3,632	964	67	7	4,670 / 27,180	17.18%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Michelle Olympiadis (I)		1,349	372	42	2	1,765	39.29%
Ken Zeff		2,147	552	25	3	2,727	60.71%
Total Votes		3,496	924	67	5	4,492	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Board of Education Member, District 7 (At Large) (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

Times Cast		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
		3,632	966	67	7	4,672 / 30,014	15.57%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Alfred "Shiv" Brooks		1,870	448	25	4	2,347	52.99%
Tamara Jones (I)		1,439	435	41	2	1,917	43.28%
William Sardin		130	34	1	0	165	3.73%
Total Votes		3,439	917	67	6	4,429	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Board of Education Member, District 9 (At Large) (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

Times Cast		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
		3,632	966	67	7	4,672 / 30,014	15.57%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Jessica Johnson (I)		1,779	508	37	3	2,327	53.25%
Nkoyo Effiong Lewis		1,620	394	26	3	2,043	46.75%
Total Votes		3,399	902	63	6	4,370	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Avondale Estates (Vote for 1)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		648	113	12	0	773 / 3,127	24.72%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Jonathan Elmore (I)		525	92	8	0	625	100.00%
Total Votes		525	92	8	0	625	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Avondale City Commissioner (VF2) (Vote for 2)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		648	113	12	0	773 / 3,127	24.72%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Graham Reiney		525	98	8	0	631	49.53%
Michael Smith		539	97	7	0	643	50.47%
Total Votes		1,064	195	15	0	1,274	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Brookhaven (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Mark Douglas Frost		1,326	576	16	0	1,918	24.98%
Lauren Kiefer		1,630	666	28	0	2,324	30.26%
Hillarie Lind		105	29	2	1	137	1.78%
H.J. "John" Park		2,167	1,091	42	0	3,300	42.97%
Total Votes		5,228	2,362	88	1	7,679	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Brookhaven City Council, District 1 (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		2,232	1,074	43	2	3,351 / 10,938	30.64%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Alan Cole		328	129	3	0	460	14.00%
Michael Diaz		936	479	20	0	1,435	43.68%
Linley Jones (I)		918	452	19	1	1,390	42.31%
Total Votes		2,182	1,060	42	1	3,285	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Brookhaven City Council, District 3 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		848	485	24	0	1,357 / 7,841	17.31%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Madeleine N. Simmons (I)		706	390	20	0	1,116	100.00%
Total Votes		706	390	20	0	1,116	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Brookhaven City Council, District 2 (Special) (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		1,682	658	17	0	2,357 / 8,313	28.35%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Blake Beyer		731	275	7	0	1,013	44.51%
Jen Owens		883	370	10	0	1,263	55.49%
Total Votes		1,614	645	17	0	2,276	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Chamblee City Council, District 2 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		990	510	23	1	1,524 / 13,151	11.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Michael Braun		351	192	11	0	554	37.69%
Leslie C. Robson (I)		603	302	10	1	916	62.31%
Total Votes		954	494	21	1	1,470	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Chamblee City Council, District 3 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		990	510	23	1	1,524 / 13,151	11.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Ben Quackenbush		310	150	9	0	469	32.75%
Paul Stovall (I)		620	332	10	1	963	67.25%
Total Votes		930	482	19	1	1,432	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Chamblee City Council, District 4 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		990	510	23	1	1,524 / 13,151	11.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Elmer L. Veith (I)		795	428	15	1	1,239	100.00%
Total Votes		795	428	15	1	1,239	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Clarkston City Council (VF3) (Vote for 3)

Precincts Reported: 2 of 2 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		482	216	10	3	711 / 6,055	11.74%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Krista Durant		73	36	2	2	113	6.27%
Awet "Howard" Eyasu (I)		289	127	6	2	424	23.54%
Laura C. Hopkins (I)		160	62	1	0	223	12.38%
Charles B. Jenkins		172	65	2	0	239	13.27%
Debra D. Johnson (I)		233	121	3	0	357	19.82%
Dean Summer Moore		129	45	5	1	180	9.99%
Mark W. Perkins		194	64	6	1	265	14.71%
Total Votes		1,250	520	25	6	1,801	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur City Commissioner, At Large (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Anthony "Tony" Powers (I)		3,009	571	81	2	3,663	100.00%
Total Votes		3,009	571	81	2	3,663	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur City Commissioner District 1, Post B (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		1,817	338	56	1	2,212 / 9,306	23.77%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
George Dusenbury (I)		1,590	302	49	1	1,942	100.00%
Total Votes		1,590	302	49	1	1,942	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur City Commissioner District 2, Post B (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		1,565	289	32	1	1,887 / 10,018	18.84%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Lesa Mayer (I)			1,379	261	26	1	1,667 100.00%
Total Votes			1,379	261	26	1	1,667
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur City Board of Education, District 1 Post B (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		1,817	338	56	1	2,212 / 9,306	23.77%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
James H. Herndon (I)			1,563	287	49	1	1,900 100.00%
Total Votes			1,563	287	49	1	1,900
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur City Board of Education District 2, Post B (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		1,565	289	32	1	1,887 / 10,018	18.84%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Tracey Anderson			838	143	16	0	997 55.33%
India Phipps Epps			656	134	14	1	805 44.67%
Total Votes			1,494	277	30	1	1,802
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Doraville (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		611	172	10	0	793 / 4,292	18.48%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Joseph Geierman (I)			375	131	8	0	514 69.09%
Tom Hart			197	31	2	0	230 30.91%
Total Votes			572	162	10	0	744
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Doraville City Council, District 1 Post 2 (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		611	172	10	0	793 / 4,292	18.48%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Andy Yeoman (I)			468	137	9	0	614 100.00%
Total Votes			468	137	9	0	614
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Doraville City Council, District 1 Post 3 (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		611	172	10	0	793 / 4,292	18.48%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Warren Simmons (I)			453	135	9	0	597 100.00%
Total Votes			453	135	9	0	597
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Doraville City Council, District 2 Post 2 (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		611	172	10	0	793 / 4,292	18.48%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Carrie Armistead			242	89	4	0	335 43.51%
Ben Crawford			126	31	4	0	161 20.91%
MD Naser			223	49	2	0	274 35.58%
Total Votes			591	169	10	0	770
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Dunwoody (Vote for 1)

Precincts Reported: 13 of 13 (100.00%)

		Election Day	Advance Vote	Absentee by	Provisional	Total	
Times Cast		4,699	3,714	112	12	8,537 / 30,920	27.61%
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Candidate							
Lynn Deutsch (I)			3,994	3,250	86	11	7,341 100.00%
Total Votes			3,994	3,250	86	11	7,341
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Dunwoody City Council, District 1 Post 4 At Large (Vote for 1)

Precincts Reported: 13 of 13 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		4,699	3,714	112	12	8,537 / 30,920	27.61%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Stacey Harris (I)		3,270	2,712	79	10	6,071	78.69%
Chris Ozor		919	698	25	2	1,644	21.31%
Total Votes		4,189	3,410	104	12	7,715	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Dunwoody City Council, District 2 Post 5 At Large (Vote for 1)

Precincts Reported: 13 of 13 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		4,699	3,714	112	12	8,537 / 30,920	27.61%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Marianella Lopez		1,369	977	27	5	2,378	30.37%
Joe Seconder (I)		2,900	2,470	75	7	5,452	69.63%
Total Votes		4,269	3,447	102	12	7,830	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Dunwoody City Council, District 3 Post 6 At Large (Vote for 1)

Precincts Reported: 13 of 13 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		4,699	3,714	112	12	8,537 / 30,920	27.61%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
John Heneghan (I)		3,968	3,233	89	11	7,301	100.00%
Total Votes		3,968	3,233	89	11	7,301	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Lithonia (Vote for 1)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		129	17	1	0	147 / 1,571	9.36%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Shameka S. Reynolds (I)		113	14	1	0	128	100.00%
Total Votes		113	14	1	0	128	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Lithonia City Council (VF2) (Vote for 2)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		129	17	1	0	147 / 1,571	9.36%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
William "Ric" Dodd		45	6	0	0	51	28.16%
Darold P. Honors, Jr. (I)		89	8	1	0	98	38.74%
Fred Westbrook		23	4	0	0	27	10.67%
Vanneriah Wyrin (I)		68	8	1	0	77	30.43%
Total Votes		225	26	2	0	253	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Pine Lake (Vote for 1)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		251	12	2	0	265 / 572	46.33%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Brandy M. Hall		143	10	0	0	153	58.17%
Molra Melligan		106	2	2	0	110	41.83%
Total Votes		249	12	2	0	263	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Pine Lake City Council (VF2) (Vote for 2)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		251	12	2	0	265 / 572	46.33%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Nivea Castro (I)		117	10	1	0	128	26.18%
Jeff Goldberg		159	5	2	0	166	33.95%
Thomas Torrent		186	8	1	0	195	39.88%
Total Votes		462	23	4	0	489	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Stone Mountain City Council Member, Post 1 (Vote for 1)

Precincts Reported: 2 of 2 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		540	134	5	0	679 / 4,323	15.71%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Anita Bass		253	58	3	0	314	47.15%
Gina Stroud Cox (I)		131	37	2	0	170	25.53%
Beverly Howard Patterson		112	29	0	0	141	21.17%
Mike Schaaphok		33	8	0	0	41	6.16%
Total Votes		529	132	5	0	666	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Stone Mountain City Council Member, Post 2 (Vote for 1)

Precincts Reported: 2 of 2 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		540	134	5	0	679 / 4,323	15.71%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Mark Marianos		257	58	0	0	315	48.84%
Clint Monroe (I)		170	47	3	0	220	34.11%
Hannah Pizano		83	25	2	0	110	17.05%
Total Votes		510	130	5	0	645	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Stone Mountain City Council Member, Post 3 (Vote for 1)

Precincts Reported: 2 of 2 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		540	134	5	0	679 / 4,323	15.71%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Grace Kelly		112	33	1	0	146	22.09%
Richard Mailman		109	20	1	0	130	19.67%
India Pullin		126	33	2	0	161	24.36%
Ryan M. Smith		179	44	1	0	224	33.89%
Total Votes		526	130	5	0	661	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Mayor - Stonecrest (Vote for 1)

Precincts Reported: 17 of 17 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		3,677	1,944	48	3	5,672 / 40,774	13.91%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Diane Adoma		739	331	8	1	1,079	19.25%
Jazzmin Cobble (I)		2,387	1,331	34	0	3,752	66.94%
Kirby Frazier, Jr.		85	38	2	0	125	2.23%
Dele Lowman		319	202	4	0	525	9.37%
Bernard Smith, Jr.		96	28	0	0	124	2.21%
Total Votes		3,626	1,930	48	1	5,605	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Stonecrest City Councilmember, District Post 2 (Vote for 1)

Precincts Reported: 6 of 6 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		756	389	12	0	1,157 / 8,822	13.11%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Terry Fye		242	132	3	0	377	33.13%
Belinda Hull		231	118	4	0	353	31.02%
Rob Turner (I)		269	134	5	0	408	35.85%
Total Votes		742	384	12	0	1,138	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Stonecrest City Councilmember, District Post 4 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		1,105	562	18	1	1,686 / 8,063	20.91%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Malaika "Wells" Geuka		526	208	4	0	738	44.51%
George Turner (I)		560	346	14	0	920	55.49%
Total Votes		1,086	554	18	0	1,658	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Tucker City Council Member, District 1 Post 2 (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		913	431	41	1	1,386 / 9,000	15.40%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Karen Berry		257	83	2	0	342	25.33%
Virginia Rece (I)		633	338	37	0	1,008	74.67%
Total Votes		890	421	39	0	1,350	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Tucker City Council Member, District 2 Post 2 (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		861	366	19	0	1,246 / 7,441	16.75%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Patrice Cosby		181	79	1	0	261	21.62%
Vinh Nguyen		446	168	15	0	629	52.11%
Derik N. West		205	109	3	0	317	26.26%
Total Votes		832	356	19	0	1,207	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Tucker City Council Member, District 3 Post 2 (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		1,048	612	29	1	1,690 / 8,977	18.83%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Simone Pacely		307	188	9	1	505	31.23%
Army O. Trocchi		688	404	20	0	1,112	68.77%
Total Votes		995	592	29	1	1,617	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

County EHOST (Vote for 1)

Precincts Reported: 191 of 191 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		48,446	20,243	1,047	53	69,789 / 506,088	13.79%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		36,456	15,071	818	35	52,380	76.68%
No		10,917	4,806	195	15	15,933	23.32%
Total Votes		47,373	19,877	1,013	50	68,313	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

County SPLOST (Vote for 1)

Precincts Reported: 191 of 191 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		48,446	20,243	1,047	53	69,789 / 506,088	13.79%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		31,575	12,811	598	29	45,013	74.31%
No		10,711	4,638	198	16	15,563	25.69%
Total Votes		42,286	17,449	796	45	60,576	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

DeKalb Co. Homestead Exemption - 65+ (Vote for 1)

Precincts Reported: 176 of 176 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		41,432	18,650	893	43	61,018 / 456,750	13.36%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		35,500	16,032	761	32	52,325	87.10%
No		5,276	2,365	105	6	7,752	12.90%
Total Votes		40,776	18,397	866	38	60,077	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

DCSD Homestead Exemption - 62+ (Vote for 1)

Precincts Reported: 176 of 176 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		41,432	18,650	893	43	61,018 / 456,750	13.36%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		34,351	15,487	716	34	50,588	84.57%
No		6,260	2,820	143	4	9,227	15.43%
Total Votes		40,611	18,307	859	38	59,815	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

DCSD Homestead Exemption - 65+ (Vote for 1)

Precincts Reported: 176 of 176 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		41,432	18,650	893	43	61,018 / 456,750	13.36%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		34,735	15,735	736	32	51,238	85.56%
No		5,916	2,608	119	5	8,648	14.44%
Total Votes		40,651	18,343	855	37	59,886	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Brookhaven Floating Homestead Exemption (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		2,358	1,031	39	0	3,428	46.46%
No		2,652	1,248	49	1	3,950	53.54%
Total Votes		5,010	2,279	88	1	7,378	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur General Homestead Exemption (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,099	586	76	1	3,762	93.56%
No		216	34	8	1	259	6.44%
Total Votes		3,315	620	84	2	4,021	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur Homestead Exemption - 65+ (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,014	583	77	2	3,676	90.63%
No		331	42	7	0	380	9.37%
Total Votes		3,345	625	84	2	4,056	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur New Homestead Exemption (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		2,760	519	77	1	3,357	84.60%
No		508	94	8	1	611	15.40%
Total Votes		3,268	613	85	2	3,968	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur Homestead Exemption - 62+ (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,039	584	83	2	3,708	91.74%
No		291	41	2	0	334	8.26%
Total Votes		3,330	625	85	2	4,042	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Decatur Independent School District Homestead Exemption (Vote for 1)

Precincts Reported: 7 of 7 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		3,382	627	88	2	4,099 / 19,324	21.21%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		2,874	550	73	2	3,499	86.76%
No		451	74	9	0	534	13.24%
Total Votes		3,325	624	82	2	4,033	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Doraville Bond Referendum (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		611	172	10	0	793 / 4,292	18.48%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		337	117	4	0	458	61.64%
No		229	50	6	0	285	38.36%
Total Votes		566	167	10	0	743	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

Dunwoody General Obligation Bond Referendum (Vote for 1)

Precincts Reported: 13 of 13 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		4,699	3,714	112	12	8,537 / 30,920	27.61%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		1,960	1,642	40	4	3,666	43.18%
No		2,688	2,058	70	8	4,824	56.82%
Total Votes		4,668	3,700	110	12	8,490	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	

CONSOLIDATED MUNICIPAL/COUNTY CERTIFICATION OF RETURNS FOR:

- ☒ SPECIAL ELECTION
☐ GENERAL ELECTION
☐ RUNOFF ELECTION

November 7, 2023

Date

City of Brookhaven

Municipality/County

Instructions: Prepare and print (4) copies of the Election Summary (county consolidated vote totals report that is generated by EMS). Attach copies of this consolidated certification report as follows:

1. White sheet is attached to Election Summary and returned to Secretary of State.
2. Yellow sheet is attached to Election Summary and maintained by Superintendent.
3. Pink sheet is attached to Election Summary and sent to Clerk of Superior Court.
4. Goldenrod sheet is attached to Election Summary and immediately posted at the City Hall (city) or Courthouse (county)

ELECTION SUMMARY MUST BE ATTACHED TO THIS FORM

Name of Candidate(s)

Insert Vote Totals On Blanks Below:

<u>See Attached</u>	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes

We, the undersigned Superintendent of Elections and his/her Assistants, do jointly and severally certify that the attached Election Summary is a true and correct count of the votes cast in this City/County, and that the above listed Write-In Votes constitute all votes cast for qualified Write-In Candidates on BMD and Absentee/Provisional Ballots. In TESTIMONY WHEREOF, We have hereunto set our hands and seals this 14th day of November, 2023. SIGNED IN QUADRUPLICATE.

[Signature] Assistant
Susan Martin Assistant
[Signature] Assistant
 _____ Assistant
 _____ Assistant

[Signature]
 Superintendent Of Elections

Candidate Return Sheet-10

CONSOLIDATED MUNICIPAL/COUNTY CERTIFICATION OF RETURNS FOR:

- ☐ SPECIAL ELECTION
☒ GENERAL ELECTION
☐ RUNOFF ELECTION

November 7, 2023

Date

City of Brookhaven

Municipality/County

Instructions: Prepare and print (4) copies of the Election Summary (county consolidated vote totals report that is generated by EMS). Attach copies of this consolidated certification report as follows:

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ELECTION SUMMARY MUST BE ATTACHED TO THIS FORM

Name of Candidate(s)

Insert Vote Totals On Blanks Below:

<u>See Attached</u>	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes
_____	_____ Votes

We, the undersigned Superintendent of Elections and his/her Assistants, do jointly and severally certify that the attached Election Summary is a true and correct count of the votes cast in this City/County, and that the above listed Write-In Votes constitute all votes cast for qualified Write-In Candidates on BMD and Absentee/Provisional Ballots. In TESTIMONY WHEREOF, We have hereunto set our hands and seals this 14th day of November, 2023. SIGNED IN QUADRUPLICATE.

[Signature] Assistant
Susan Martin Assistant
[Signature] Assistant
 _____ Assistant
 _____ Assistant

[Signature]
 Superintendent Of Elections

Candidate Return Sheet-10

Election Summary Report

General Election

DeKalb

November 07, 2023

Summary for: All Contests, 688 Brookhaven, All Tabulators, All Counting Groups
Official and Complete

Elector Group	Counting Group	Ballots	Voters	Registered Voters	Turnout
Total	Election Day	10,568	5,284		16.08%
	Advance Voting	4,748	2,374		7.22%
	Absentee by Mail	182	91		0.28%
	Provisional	4	2		0.01%
	Total	15,502	7,751	32,861	23.59%

Precincts Reported: 14 of 14 (100.00%)

Registered Voters: 7,751 of 32,861 (23.59%)

Ballots Cast: 15,502

Board of Education Member District 3 (Vote for 1)

Precincts Reported: 1 of 1 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total
Times Cast		0	0	0	0	0 / 0 N/A
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total
Michelle Olympiadis (I)		0	0	0	0	0 N/A
Ken Zeff		0	0	0	0	0 N/A
Total Votes		0	0	0	0	0
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total
Unresolved Write-In		0	0	0	0	0

Board of Education Member, District 7 (At Large) (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		0	0	0	0	0 / 0 N/A	
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Alfred "Shivy" Brooks		0	0	0	0	0	N/A
Tamara Jones (I)		0	0	0	0	0	N/A
William Sardin		0	0	0	0	0	N/A
Total Votes		0	0	0	0	0	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

Board of Education Member, District 9 (At Large) (Vote for 1)

Precincts Reported: 3 of 3 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		0	0	0	0	0 / 0 N/A	
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Jessica Johnson (I)		0	0	0	0	0	N/A
Nkoyo Effiong Lewis		0	0	0	0	0	N/A
Total Votes		0	0	0	0	0	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

Mayor - Brookhaven (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voti	Absentee by	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Mark Douglas Frost		1,326	576	16	0	1,918	24.98%
Lauren Kiefer		1,630	666	28	0	2,324	30.26%
Hilerie Lind		105	29	2	1	137	1.78%
H.J. "John" Park		2,167	1,091	42	0	3,300	42.97%
Total Votes		5,228	2,362	88	1	7,679	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		12	2	1	0	15	

Brookhaven City Council, District 1 (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		2,232	1,074	43	2	3,351 / 10,938	30.64%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Alan Cole		328	129	3	0	460	14.00%
Michael Diaz		936	479	20	0	1,435	43.68%
Linley Jones (I)		918	452	19	1	1,390	42.31%
Total Votes		2,182	1,060	42	1	3,285	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-in		8	3	1	0	12	

Brookhaven City Council, District 3 (Vote for 1)

Precincts Reported: 4 of 4 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		848	485	24	0	1,357 / 7,841	17.31%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Madeleine N. Simmons (I)		706	390	20	0	1,116	100.00%
Total Votes		706	390	20	0	1,116	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		25	25	1	0	52	

Brookhaven City Council, District 2 (Special) (Vote for 1)

Precincts Reported: 5 of 5 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		1,682	658	17	0	2,357 / 8,313	28.35%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Blake Beyer		731	275	7	0	1,013	44.51%
Jen Owens		883	370	10	0	1,263	55.49%
Total Votes		1,614	645	17	0	2,276	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		7	2	0	0	9	

County EHOST (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,026	1,303	56	0	4,385	58.87%
No		2,042	986	35	1	3,064	41.13%
Total Votes		5,068	2,289	91	1	7,449	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

County SPLOST (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		2,487	1,181	41	0	3,709	56.30%
No		1,954	899	25	1	2,879	43.70%
Total Votes		4,441	2,080	66	1	6,588	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

DeKalb Co. Homestead Exemption - 65+ (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		4,012	1,853	78	1	5,944	78.98%
No		1,105	464	12	1	1,582	21.02%
Total Votes		5,117	2,317	90	2	7,526	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

DCSD Homestead Exemption - 62+ (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,824	1,777	71	2	5,674	75.64%
No		1,276	533	18	0	1,827	24.36%
Total Votes		5,100	2,310	89	2	7,501	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

DCSD Homestead Exemption - 65+ (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		3,866	1,818	74	1	5,759	77.22%
No		1,195	489	14	1	1,699	22.78%
Total Votes		5,061	2,307	88	2	7,458	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

Brookhaven Floating Homestead Exemption (Vote for 1)

Precincts Reported: 14 of 14 (100.00%)

		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Times Cast		5,284	2,374	91	2	7,751 / 32,861	23.59%
Candidate	Party	Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Yes		2,358	1,031	39	0	3,428	46.46%
No		2,652	1,248	49	1	3,950	53.54%
Total Votes		5,010	2,279	88	1	7,378	
		Election Day	Advance Voting	Absentee by Mail	Provisional	Total	
Unresolved Write-In		0	0	0	0	0	

**CITY OF BROOKHAVEN
COUNTY OF DEKALB
STATE OF GEORGIA**

RES 2024 - 02 - 03

A BOND RESOLUTION BY THE MAYOR AND COUNCIL OF THE CITY OF BROOKHAVEN, GEORGIA PROVIDING FOR (1) THE SALE OF \$50,000,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024 (2) THE EXECUTION AND DELIVERY OF SAID SERIES 2024 BONDS; (3) THE ADOPTION OF THE FORM OF SAID SERIES 2024 BONDS; (4) THE LEVY OF A CONTINUING DIRECT ANNUAL AD VALOREM TAX, WITHOUT LIMIT TO PAY THE SERIES 2024 BONDS AND THE INTEREST THEREON WHEN DUE AND PAYABLE TO THE EXTENT THAT PROCEEDS OF THE CITY'S SHARE OF A SPECIAL PURPOSE ONE PERCENT SALES AND USE TAX ARE NOT SUFFICIENT; (5) THE CREATION AND MAINTENANCE OF A PROJECT FUND; (6) DESIGNATING A BOND REGISTRAR, PAYING AGENT AND FUNDS DEPOSITORY; (7) THE RATIFICATION OF THE ACTIONS OF THE MAYOR AND CHIEF FINANCIAL OFFICER OF THE CITY OF BROOKHAVEN, GEORGIA IN CONNECTION WITH THE SALE OF THE SERIES 2024 BONDS; (8) RATIFICATION AND APPROVAL OF THE PREPARATION, USE AND DISTRIBUTION OF A NOTICE OF SALE AND BID FORM AND AN OFFICIAL STATEMENT WITH RESPECT TO SAID SERIES 2024 BONDS AND AUTHORIZING THE EXECUTION AND DELIVERY THEREOF; (9) THE EXECUTION AND DELIVERY OF A CONTINUING DISCLOSURE CERTIFICATE IN COMPLIANCE WITH RULE 15C2-12(B)(5) PROMULGATED BY THE MUNICIPAL SECURITIES RULEMAKING BOARD; AND (10) FOR OTHER RELATED PURPOSES:

BOND RESOLUTION

ADOPTED FEBRUARY 13, 2024
BY THE MAYOR AND COUNCIL OF THE CITY OF BROOKHAVEN, GEORGIA
IN CONNECTION WITH THE ISSUANCE OF

\$50,000,000
CITY OF BROOKHAVEN, GEORGIA
General Obligation Sales Tax Bonds
Series 2024

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A BOND RESOLUTION BY THE MAYOR AND COUNCIL OF THE CITY OF BROOKHAVEN, GEORGIA PROVIDING FOR (1) THE SALE OF \$50,000,000 CITY OF BROOKHAVEN, GEORGIA GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024 (2) THE EXECUTION AND DELIVERY OF SAID SERIES 2024 BONDS; (3) THE ADOPTION OF THE FORM OF SAID SERIES 2024 BONDS; (4) THE LEVY OF A CONTINUING DIRECT ANNUAL AD VALOREM TAX, WITHOUT LIMIT TO PAY THE SERIES 2024 BONDS AND THE INTEREST THEREON WHEN DUE AND PAYABLE TO THE EXTENT THAT PROCEEDS OF THE CITY'S SHARE OF A SPECIAL PURPOSE ONE PERCENT SALES AND USE TAX ARE NOT SUFFICIENT; (5) THE CREATION AND MAINTENANCE OF A PROJECT FUND; (6) DESIGNATING A BOND REGISTRAR, PAYING AGENT AND FUNDS DEPOSITORY; (7) THE RATIFICATION OF THE ACTIONS OF THE MAYOR AND CHIEF FINANCIAL OFFICER OF THE CITY OF BROOKHAVEN, GEORGIA IN CONNECTION WITH THE SALE OF THE SERIES 2024 BONDS; (8) RATIFICATION AND APPROVAL OF THE PREPARATION, USE AND DISTRIBUTION OF A NOTICE OF SALE AND BID FORM AND AN OFFICIAL STATEMENT WITH RESPECT TO SAID SERIES 2024 BONDS AND AUTHORIZING THE EXECUTION AND DELIVERY THEREOF; (9) THE EXECUTION AND DELIVERY OF A CONTINUING DISCLOSURE CERTIFICATE IN COMPLIANCE WITH RULE 15C2-12(B)(5) PROMULGATED BY THE MUNICIPAL SECURITIES RULEMAKING BOARD; AND (10) FOR OTHER RELATED PURPOSES:

WHEREAS, the City of Brookhaven, Georgia (the "City") is a municipal corporation of the State of Georgia (the "State") duly organized and existing pursuant to an act of the General Assembly of the State of Georgia providing the Charter of the City of Brookhaven, Georgia (Ga. Laws 2012, p. 5527, as amended); and

WHEREAS, pursuant to Article 3 (County Sales and Use Tax) of Chapter 8 of Title 48 of the Official Code of Georgia, Annotated ("O.C.G.A.") and Article 1 and Part 1 of Article 2 (Georgia Bond Law) of Chapter 82 of O.C.G.A. Title 36, the City has been authorized to issue its general obligation bonds, secured by the proceeds of a one percent special purpose local option sales and use tax and, as required, from an ad valorem property tax, unlimited as to rate or amount, which may be levied upon all taxable property within the City; and

WHEREAS, pursuant to a resolution adopted by the Board of Commissioners of DeKalb County (the "Board of Commissioners") on August 24, 2023 and approved by the Chief Executive Officer of DeKalb County on August 31, 2023 (the "County Referendum Resolution"), DeKalb County (the "County") duly and lawfully called a special election to be held on November 7, 2023 (the "Election") in all election precincts within the limits of the County for the purpose of submitting the voters certain questions, among others, relating to the reimposition of a one percent special purpose local option sales and use tax ("SPLOST II") on all sales and uses within the County as authorized by law and, for voters in the City, the authorization of the City to issue its general obligation debt; and

WHEREAS, at the Election, called by the County Referendum Resolution and in accordance with City Council Resolution No. 2023-08-05 adopted by the Mayor and Council of the City on August 22, 2023 (the "City Referendum Resolution"), a majority of the qualified voters of the County (including the City) voting in said Election voted in favor of the imposition of SPLOST II for a period of time not to exceed 6 years and a majority of the qualified voters of the City voted in favor of the issuance by the City of general obligation bonds of the City in an aggregate principal amount not to exceed \$50,000,000, with the specific questions put to the voters of the County and the City consisting of the following question:

"SHALL A SPECIAL 1 PERCENT SALES AND USE TAX BE IMPOSED IN THE SPECIAL DISTRICT OF DEKALB COUNTY FOR A PERIOD OF TIME NOT TO EXCEED 6 YEARS AND FOR THE RAISING OF AN ESTIMATED AMOUNT OF \$850 MILLION FOR THE PURPOSE OF...(C) BROOKHAVEN PROJECTS TO BE FUNDED FROM BROOKHAVEN'S SHARE OF THE PROCEEDS INCLUDING (I) PAVEMENT MANAGEMENT, (II) TRANSPORTATION IMPROVEMENTS, (III) PARKS CAPITAL ASSET MAINTENANCE, (IV) PUBLIC SAFETY EQUIPMENT AND FLEET; AND (V) TO PAY EXPENSES INCIDENT TO ACCOMPLISH ALL OF THE FOREGOING;...

IF IMPOSITION OF THE TAXES IS APPROVED BY A MAJORITY OF THE VOTERS WITHIN THE CITY OF BROOKHAVEN, SUCH VOTE SHALL ALSO CONSTITUTE APPROVAL OF THE ISSUANCE OF GENERAL OBLIGATION DEBT OF THE CITY OF BROOKHAVEN IN THE PRINCIPAL AMOUNT NOT TO EXCEED \$50,000,000 TO PAY ALL OR A PORTION OF THE TRANSPORTATION IMPROVEMENTS, PAVING MANAGEMENT, PARKS CAPITAL ASSET MAINTENANCE, PUBLIC SAFETY EQUIPMENT AND FLEET PROJECTS, THE COSTS OF ISSUING THE DEBT AND CAPITALIZED INTEREST, AND TO PAY EXPENSES INCIDENT TO ACCOMPLISH ALL OF THE FOREGOING."

WHEREAS, the Board of Commissioners adopted a resolution on December 6, 2023, as approved by the Chief Executive Officer of the County on December 6, 2023 (the "County Election Results Resolution") declaring the result of the Election within the precincts voting in the County to be prima facie in favor of the imposition of SPLOST II based upon a report from the DeKalb County Board of Registration and Elections, a certified copy of which was attached to such resolution; and

WHEREAS, the Mayor and Council (the "Council") of the City adopted a resolution adopted on December 19, 2023 (the "City Election Results Resolution") declaring the results of the Election within the precincts voting in the City to be prima facie in favor of the imposition of SPLOST II and issuance of the issuance of general obligation sales tax bonds (the "Series 2024 Bonds"); and

WHEREAS, the net proceeds from the sale of the Series 2024 Bonds shall be used to pay: (i) the cost of certain capital outlay projects approved by the Election which include (A) pavement management, (B) transportation improvements, (C) parks capital asset

maintenance, (D) public safety equipment and fleet and (E) expenses incident to accomplish the foregoing (collectively, the "Brookhaven SPLOST II Projects"), and (ii) costs of issuance of the Series 2024 Bonds; and

WHEREAS, the City entered into an intergovernmental contract with the County, the City of Avondale Estates, City of Clarkston, City of Decatur, City of Dunwoody, City of Lithonia and the City of Stonecrest (the "Intergovernmental Contract") to provide for the division of the proceeds from the imposition of SPLOST II, which contract provides that the "distribution percentage" applicable to the City shall be 8.069%; and

WHEREAS, the Series 2024 Bonds were authorized to be issued and to bear interest from their date at such rate or rates, but in no event exceeding the maximum rate of interest of six percent (6.00%) per annum, all interest payable commencing on such date as the Council of the City shall determine and semi-annually thereafter on the first day of January and July in each year, and the principal of the Series 2024 Bonds to mature on the first day of July, in the years and in amounts not to exceed the following amounts for the following specified purposes:

**NOT-TO-EXCEED \$50,000,000
GENERAL OBLIGATION SALES TAX BONDS FOR PAVEMENT MANAGEMENT,
TRANSPORTATION IMPROVEMENTS, PARKS CAPITAL ASSET MAINTENANCE,
PUBLIC SAFETY EQUIPMENT AND FLEET AND RELATED PUBLIC
IMPROVEMENTS**

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2025	\$ 7,170,000	2028	8,535,000
2026	7,600,000	2029	9,050,000
2027	8,055,000	2030	9,590,000

WHEREAS, the aggregate not-to-exceed \$50,000,000 in principal amount of the Series 2024 Bonds were duly validated by judgment of the Superior Court of DeKalb County, Georgia on February 6, 2025 (Civil Action File No. 2024-CV-1504); and

WHEREAS, the City Election Results Resolution provided that the Series 2024 Bonds may be issued, sold, and delivered at one time or in separate series from time to time, as the Chief Financial Officer of the City (the "**Chief Financial Officer**") may approve, and the Chief Financial Officer has recommended that the City should at this time issue \$50,000,000 in aggregate principal amount of the Series 2024 Bonds, to be designated "City of Brookhaven General Obligation Sales Tax Bonds, Series 2024"; and

WHEREAS, the Council of the City has previously indicated in the City Election Results Resolution its desire that the Series 2024 Bonds be sold following the receipt of competitive bids and, among other things, authorized the Chief Financial Officer and Davenport & Company, LLC, as financial advisor to the City, to proceed with the competitive sale of up to \$50,000,000 in aggregate principal amount of the Series 2024 Bonds; authorized the publication of an official notice of sale and bid form for the receiving of such competitive bids for the purchase of the Series 2024 Bonds; authorized the preparation of, and the use and distribution of, the form of the Preliminary Official Statement (the "**Preliminary Official Statement**") with respect to the Series 2024 Bonds; "deemed final" such Preliminary Official Statement for purposes of Rule 15c2-12 (the "**Rule**") promulgated by the Municipal Securities Rulemaking Board; and authorized the Chief Financial Officer of the City to accept such bids and award the sale of the Series 2024 Bonds to the successful bidder; and

WHEREAS, the Chief Financial Officer is authorized, in reliance on the advice of the Financial Advisor, to determine the successful bidder and is hereby authorized and directed to notify the successful bidder and reject all other bidders; and

WHEREAS, pursuant to such competitive sale Hilltop Securities (the "**Underwriter**") was determined to be the successful bidder and the City desires to sell the Series 2024 Bonds to the Underwriter, and in order to issue and deliver the Series 2024 Bonds, it is necessary to adopt this Bond Resolution to provide the terms of the Series 2024 Bonds; to provide a form of the Series 2024 Bonds; to provide for the execution of the Series 2024 Bonds; to provide for the execution and delivery of the final Official Statement (the "**Official Statement**") relating to the sale of such bonds; to authorize the execution and delivery of a Continuing Disclosure Certificate, (the "**Continuing Disclosure Certificate**") as required by the Rule; to name a paying agent and bond registrar with respect to the Series 2024 Bonds; to provide for the levy of a continuing direct annual tax without limit as to rate or amount on all taxable property within the territorial limits of the City, as the same now exists or may hereafter be changed, such levies to be sufficient to pay the principal of, redemption premium, if any, and interest on the Series 2024 Bonds, as the same become due; and to provide for other matters in connection with the Series 2024 Bonds; and

WHEREAS, the rates of interest offered by the Underwriter in respect of the Series 2024 Bonds are set forth herein and do not exceed the maximum rate of 6.00% per annum, and do not exceed the maximum annual principal amounts identified as parameters in the City Referendum Resolution and shall be used and applied for the purposes set forth in such resolution; and

WHEREAS, it was provided in the notice of election and the County Referendum Resolution and the City Referendum Resolution that the Series 2024 Bonds may be made subject to redemption prior to maturity upon the terms and conditions to be determined by the Council of the City and provision should now be made for such redemption of the Series 2024 Bonds; and

WHEREAS, the City desires to appoint U.S. Bank Trust Company, National Association (the "**Bank**") to act as paying agent and as bond registrar for the Series 2024 Bonds and to perform various functions with respect to the Series 2024 Bonds, including, but not limited to, the authentication of the Series 2024 Bonds by the manual signature of a duly authorized officer of the Bank; the registration, transfer, and exchange of the Series 2024 Bonds and related mechanical and clerical functions; and the preparation, signing and issuance of checks or drafts in payment of the principal of and interest on the Series 2024 Bonds when due and payable; and

WHEREAS, it is deemed both necessary and desirable that the Council of the City should at this time provide for the creation and maintenance of a Project Fund and a Bond Fund as hereinafter provided and to appoint the Bank as the funds custodian;

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY as follows:

Section 1. Certain Definitions

"**Beneficial Owner**" shall mean the owner of the Series 2024 Bonds registered in book-entry form on the books of the DTC Participants, in accordance with DTC rules, regulations and procedure.

"**Bond Counsel**" shall mean Hunton Andrews Kurth, LLP, Atlanta, Georgia or another attorney or firm of attorneys nationally recognized for expertise with respect to municipal bonds, selected by the City.

"**Code**" shall mean the Internal Revenue Code of 1986, as amended, including applicable regulations and revenue rulings thereunder.

"**DTC**" means The Depository Trust Company of New York, New York, or any successor securities depository.

"**DTC Participant**" shall mean brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among DTC Participants.

"**Government Obligations**" shall mean (a) direct obligations of the United States of America, (b) obligations the timely payment of the principal and interest on which is unconditionally guaranteed by the full faith and credit of the United States of America, and (c) securities or receipts evidencing ownership interests in obligations or specified portions (such as principal or interest) of obligations described in (a) or (b).

"**Permitted Investments**" means, to the extent not inconsistent with the City's investment policies, the following securities and no others:

(a) the local government investment pool established by Section 36-83-8 of the Official Code of Georgia Annotated;

(b) bonds or obligations of City or bonds or obligations of this state or other states or of other counties, municipal corporations, and political subdivisions of this state;

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

(d) 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;

(e) 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;

(f) certificates of deposit of national or state banks located within this 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 this 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. 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 this state or with a trust office within this 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 this state or other states or of any county or municipal corporation in this state, obligations of the United States or subsidiary corporations included in paragraph (c) of this section, obligations of the agencies and instrumentalities of the United States government included in paragraph (d) of this section, or bonds, obligations, or project notes of public housing agencies, urban renewal agencies, or municipalities included in paragraph (e) of this section;

(g) 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:

- i. The portfolio of such investment company or investment trust or common trust fund is limited to the obligations referenced in paragraphs (c) and (d) of this section and repurchase agreements fully collateralized by any such obligations;
- ii. Such investment company or investment trust or common trust fund takes delivery of such collateral either directly or through an authorized custodian;
- iii. 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
- iv. 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 this state; and

(h) 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.

Section 2. Terms of the Series 2024 Bonds. The Series 2024 Bonds are hereby authorized to be issued, executed and delivered. The Series 2024 Bonds shall be in the aggregate principal amount of \$50,000,000, shall be designated "City of Brookhaven General Obligation Sales Tax Bonds, Series 2024" and shall be issued as fully registered bonds without coupons in the denomination of \$5,000 each or integral multiples thereof. The City has agreed to sell the Series 2024 Bonds to the Underwriter for a purchase price of \$54,490,949.15 (which consists of the par amount of \$50,000,000, plus original issue premium of \$4,548,172.65, less an Underwriter's discount of \$57,223.50). The Series 2024 Bonds shall initially be dated their date of issuance, but each such Series 2024 Bond issued in exchange for a Series 2024 Bond as initially issued shall be dated as of the interest payment date next preceding its issuance, unless it is issued on an interest payment date, in which event it shall be dated as of the date of its issuance. Interest shall be payable beginning on January 1, 2025, and semi-annually thereafter on the first day of January and July in each year (each an "Interest Payment Date"), at the rates set forth below, and principal shall mature on the first day of December in each year as set forth herein and in the debt service schedule shown in Exhibit B hereto. Interest on the Series 2024

Bonds shall be computed on the basis of a 360-day year comprised of twelve 30-day months. The Series 2024 Bonds, the assignment form and the validation certificate shall be in substantially the form set forth in Section 8 hereof, with such variations, omissions and insertions as may be required or permitted by this Bond Resolution.

<u>Interest</u>			<u>Interest</u>		
<u>Year</u>	<u>Amount</u>	<u>Rate</u>	<u>Year</u>	<u>Amount</u>	<u>Rate</u>
2025	\$ 7,170,000	5.000%	2028	\$ 8,535,000	5.000%
2026	7,600,000	4.000	2029	9,050,000	5.000
2027	8,055,000	5.000	2030	9,590,000	5.000

Section 3. Findings. The City hereby finds that the Series 2024 Bonds, when added to all other indebtedness of the City, will be within the applicable 10% constitutional debt limitation imposed by Article IX, Section V, Paragraph I of the 1983 Constitution of the State of Georgia. The City further finds that it has determined that during each year in which principal and interest on the Series 2024 Bonds are due that the City expects that its portion of the proceeds of SPLOST II will be fully sufficient to satisfy such liabilities; provided, that should SPLOST II proceeds allocable to the City be insufficient to satisfy such liabilities, the City shall levy and collect an ad valorem property tax, unlimited in rate and amount, on all properties in the City subject to taxation for general obligation bond purposes in order to pay such liabilities.

Section 4. Designation of Paying Agent and Bond Registrar. U.S. Bank Trust Company, National Association in Atlanta, Georgia is hereby designated as the paying agent (the "Paying Agent") for the Series 2024 Bonds and is also hereby designated as bond registrar (the "Bond Registrar") for the Series 2024 Bonds.

Section 5. Number and Payment Provisions. The Series 2024 Bonds shall be numbered R-1 and upward or some other convenient manner. The principal amount of the Series 2024 Bonds shall be payable at maturity, unless redeemed prior thereto as hereinafter provided, upon presentation and surrender thereof at the designated corporate trust office of U.S. Bank Trust Company, National Association, as Paying Agent and Bond Registrar, and payments of interest on the Series 2024 Bonds shall be made by check payable to the registered owner at the close of business on the fifteenth (15th) day of the calendar month next preceding each such June and December (the "Record Date") as shown on the bond register of the City of Brookhaven, Georgia kept by the Bond Registrar. Such payments of interest shall be mailed to the registered owner at the address shown on the bond registration book. Both the principal of and interest on the Series 2024 Bonds shall be payable in lawful money of the United States of America. Payment of principal and interest in the Series 2024 Bonds may, at the option of any holder of Series 2024 Bonds in an aggregate principal amount of at least \$1,000,000, be transmitted by wire transfer to such holders to the bank account number on file with the Paying Agent as of the next preceding Record Date.

Section 6. Redemption Provisions.

The Series 2024 Bonds are being issued as serial bonds. The Series 2024 Bonds are not subject to mandatory sinking fund redemption and are not subject to optional redemption prior to maturity.

Section 7. Execution of the Series 2024 Bonds.

The Series 2024 Bonds shall be executed for and on behalf of the City by the manual or facsimile signature of the Mayor and attested by the manual or facsimile signature of the Municipal Clerk and the official seal of the City or a facsimile thereof shall be imprinted on each Series 2024 Bonds and the Series 2024 Bonds shall be authenticated by the manual signature of a duly authorized officer of the Bond Registrar. The validation certificate to be printed on each Series 2024 Bond shall be executed by use of the manual or facsimile signature of the Clerk of the Superior Court of DeKalb County and the official seal of said court or a facsimile thereof shall be imprinted thereon. In case any officer whose signature shall appear on any Series 2024 Bond shall cease to be such officer before delivery of such Series 2024 Bond, such signature shall nevertheless be valid and sufficient for all purposes as if such officer had remained in office until such delivery.

Section 8. Form of Series 2024 Bonds.

The Series 2024 Bonds, the certificate of validation, the certificate of authentication and the form of assignment shall be in substantially the following forms, with such variations, omissions and insertions as are required to complete each Series 2024 Bond properly:

[FORM OF SERIES 2024 BOND]

No. R- _____ \$

UNITED STATES OF AMERICA
STATE OF GEORGIA

CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION SALES TAX BOND
SERIES 2024

BOND DATE: _____ MATURITY DATE: _____ INTEREST RATE: _____ CUSIP: _____

Registered Owner: Cede & Co.

Principal Amount: _____

FOR VALUE RECEIVED, the City of Brookhaven, Georgia (the "City"), a municipal corporation of the State of Georgia, hereby promises to pay to the Registered Owner above, or registered assigns, on the maturity date specified above unless redeemed prior thereto as hereinafter provided, upon presentation and surrender hereof at the designated corporate trust office of U.S. Bank Trust Company, National Association, Atlanta, Georgia, Paying Agent and Bond Registrar, the principal amount identified above in any coin or currency of the United States of America which on the date of payment thereof is legal tender for the payment of public and private debts, and to pay interest on said principal sum at the rate per annum specified above on the Interest Payment Dates (as defined below) to the registered owner hereof on the Record Date (as defined below) immediately preceding each such Interest Payment Date by check mailed to the registered owner at the address of such registered owner as it appears on the bond register maintained by the Bond Registrar, until payment of said principal sum. Payment of principal and interest on the Series 2024 Bonds (as defined below) may, at the option of any holder of Series 2024 Bonds in an aggregate principal amount of at least \$1,000,000, may by wire transfer be transmitted to such holder to the bank account number on file with the Paying Agent as of the next preceding Record Date.

The first payment of interest hereon shall be due on the Interest Payment Date next succeeding the date of authentication hereof unless this bond is authenticated on an Interest Payment Date, in which case the first payment of interest hereon shall be due on the next succeeding Interest Payment Date, or unless this bond is authenticated after a Record Date but before the next succeeding Interest Payment Date, in which case the first payment of interest hereon shall be due on the second succeeding Interest Payment Date. The interest paid on an Interest Payment Date shall be computed from the date through which interest was last paid on this bond, or if interest has not previously been paid on this bond, from the dated date of this bond. As used herein, the term "Interest Payment Date" shall mean January 1, 2025, and each

January 1 and July 1 thereafter during the term hereof. The term "Record Date" shall mean the fifteenth (15th) day of the month next preceding each Interest Payment Date.

This Series 2024 Bond is authorized pursuant to (i) the Constitution of the State of Georgia of 1983, (ii) the general laws of the State of Georgia, particularly, the charter act of the Georgia General Assembly, 2012 Ga. Laws, p. 5527 (the "Charter") and the one percent special purpose local option sales tax law of the State of Georgia codified in Part 1, Article 3 of Chapter 8 of Title 48 of the Official Code of Georgia Annotated ("O.C.G.A."), (iii) a resolution of the Board of Commissioners of DeKalb County, Georgia, as the governing body of DeKalb County (the "County") adopted on August 24, 2023 imposing the special purpose local option sales and use tax ("SPLOST II") on all sales and uses within the County, conditioned upon approval of a majority of the qualified voters in the County and the City voting in the special election held on November 7, 2023 (the "Election"), (iv) Resolution 2023-08-05 adopted by the Mayor and City Council of the City on August 22, 2023 providing that, if the imposition of SPLOST II was approved by a majority of the voters within the County and the City, that such vote would also constitute approval for the issuance of general obligation debt of the City to pay all or a portion of the costs of certain specific municipal capital outlay projects consisting of: (A) pavement management, (B) transportation improvements, (C) parks capital asset maintenance, (D) public safety equipment and fleet and (E) expenses incident to accomplishing the foregoing (the "Brookhaven SPLOST II Projects"), (v) a resolution of the Board of Commissioners of the County declaring the result of the Election to be prima facie in favor of the imposition of SPLOST II, and (vi) Resolution 2023-12-09 adopted by the Mayor and Council of the City on December 19, 2023 declaring the results of the Election in the voting precincts in the City to be in favor of the imposition of SPLOST II and the issuance of general obligation bonds.

Pursuant to Part 1 of Article 3 of Chapter 8 of Title 48 of the Official Code of Georgia Annotated, as amended (the "Sales Tax Act") and the Election, SPLOST II has been enacted and shall be collected on all sales and uses within DeKalb County for the purpose of financing the Brookhaven SPLOST II Projects and payment the principal and interest on this bond as the same become due. SPLOST II will be collected for a period of six years, commencing April 1, 2024 in accordance with the Sales Tax Act.

This Series 2024 Bond is one of a duly authorized bond, of like tenor except as to numbers, interest rates, and dates of maturity, aggregating \$50,000,000 in principal amount. The Series 2024 Bond Resolution, which authorizes the issuance of such Series 2024 Bonds, specifies that there will be set aside from the proceeds of this issue the following amounts which will be expended only for (i) the Brookhaven SPLOST II Projects, and (ii) costs of issuance of the Series 2024 Bonds.

The Series 2024 Bonds are issuable only in the form of fully registered bonds without coupons. This Series 2024 Bond may be exchanged for an equal aggregate principal amount of fully registered Series 2024 Bonds of the same maturity and interest rate and of any authorized denomination in the manner and subject to the conditions provided in the Bond Resolution.

This Series 2024 Bond is transferable by the registered owner hereof at the principal office of the Bond Registrar in the manner and subject to the conditions provided in the Bond Resolution. Upon any such transfer of ownership, the Bond Registrar shall cause to be

authenticated and delivered a new Series 2024 Bond or Series 2024 Bonds registered in the name of the transferee in the same aggregate principal amount, maturity, and interest rate as the Series 2024 Bond or Series 2024 Bonds surrendered for transfer and in any authorized denomination. For every exchange or transfer of Series 2024 Bonds, the Bond Registrar may make a charge sufficient to reimburse it for any tax or other governmental charge required to be paid with respect to such exchange or transfer, but no other charge may be made to the owner for any exchange or transfer of the Series 2024 Bonds. The City, the Paying Agent, and the Bond Registrar may deem and treat the registered owner of this Series 2024 Bond as the absolute owner for the purpose of receiving the payment of principal, redemption premium, if any, and interest and for all other purposes whatsoever.

This Series 2024 Bond is issued under and pursuant to authority of the constitution and laws of the State of Georgia. The indebtedness evidenced by this bond is a general obligation of the City of Brookhaven, Georgia for the payment of the principal of and interest as to which the full faith and credit of said City have been and hereby are irrevocably pledged. The principal of and interest on this bond shall be payable first from the City's portion of the proceeds of SPLOST II and, to the extent that such proceeds are insufficient, from a continuing direct annual ad valorem tax upon all property subject to taxation within the corporate limits of the City of Brookhaven, Georgia now existing and within any extension of said city limits.

The Series 2024 Bonds are not subject to redemption prior to their respective maturities.

It is certified and recited that all acts, conditions and things required by the Constitution or laws of the State of Georgia to exist, happen or be performed precedent to and in the issuance of this Series 2024 Bond exist, have been performed, and have happened in due and legal form and manner as required by law, that provision has been made for the collection of a direct annual ad valorem tax sufficient to pay the principal of and interest on this Series 2024 Bond, in accordance with its terms, and that the total indebtedness of the City of Brookhaven, Georgia, including this Series 2024 Bond, does not exceed any limitation prescribed by the Constitution or laws of the State of Georgia.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the City of Brookhaven, Georgia has caused this Series 2024 Bond to be executed by the manual signature of its Mayor, and its corporate seal to be impressed, imprinted or otherwise reproduced hereon and attested by the manual signature of its Municipal Clerk, as of the date of this bond.

CITY OF BROOKHAVEN, GEORGIA

(SEAL)

By: _____ [FORM] _____
Mayor

Attest:

_____ [FORM] _____
Municipal Clerk

[Remainder of Page Intentionally Left Blank]

VALIDATION CERTIFICATE

STATE OF GEORGIA)
)
DEKALB COUNTY)

I, the undersigned Clerk of the Superior Court of DeKalb County, Georgia, do hereby certify that this bond was validated and confirmed by judgment of the Superior Court of said county, rendered on in Civil Action No. 2024-CV-1504 on the 6th day of February, 2024, that no intervention or objection was filed thereto, and that no appeal has been taken therefrom.

WITNESS my manual signature and the seal of the Superior Court of DeKalb County, Georgia.

_____[FORM]_____
CLERK, SUPERIOR COURT,
DEKALB COUNTY, GEORGIA

[SEAL]

[Remainder of Page Intentionally Left Blank]

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds of the series designated therein and issued under the provisions of the within mentioned Ordinance.

_____[FORM]_____
Bond Registrar

Date of
Authentication: _____

By: _____[FORM]_____
Authorized Officer

[Remainder of Page Intentionally Left Blank]

Additional abbreviations may be used although not in the above list.

[Remainder of Page Intentionally Left Blank]

FOR VALUE RECEIVED, the undersigned, _____, hereby sells, assigns, and transfers unto _____ (Tax Identification or Social Security No. _____) the within Series 2024 Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Series 2024 Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____ [FORM]
Signature Guaranteed

NOTICE: Signature(s) must be guaranteed by an eligible guarantor institution (such as banks, stockbrokers, savings and loan associations, and credit unions) with membership in an approved Signature Guarantee Medallion Program pursuant to S.E.C. Rule 17Ad-15.

NOTICE: The signature(s) to this assignment must correspond with the name as it appears upon the face of the within Series 2024 Bond in every particular, without alteration or enlargement or any change whatsoever.

[END OF SERIES 2024 BOND FORM]

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Section 9. Authentication of Series 2024 Bonds.

Only those Series 2024 Bonds which shall have endorsed thereon a certificate of authentication substantially in the form hereinbefore set forth, duly executed by the manual signature of an authorized officer of the Bond Registrar shall be valid and entitled to any benefit or security and such certificate upon any of the Series 2024 Bonds when duly executed shall be conclusive evidence that such Series 2024 Bond has been duly authenticated, registered and delivered. It shall not be necessary that the same officer of the Bond Registrar sign the certificate of authentication on all of the Series 2024 Bonds that may be issued hereunder at any one time. The person in whose name any Series 2024 Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and the payment of the principal amount, interest and premium, if any, shall be made only to or upon the order of the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Series 2024 Bond, including redemption premium, if any, and the interest thereon to the extent of the sums so paid.

Section 10. Bond Registrar.

The Bond Registrar shall keep the bond register of the City for the registration of the Series 2024 Bonds and for the registration of transfers of the Series 2024 Bonds as herein provided. The transfer of any Series 2024 Bond shall be registered upon the bond register upon the surrender and presentation of the Series 2024 Bond to the Bond Registrar duly endorsed for transfer or accompanied by an assignment duly executed by the registered owner or attorney duly authorized in writing in such form as shall be satisfactory to the Bond Registrar. Upon any such registration of transfer, the Bond Registrar shall authenticate and deliver in exchange for such Series 2024 Bond or Series 2024 Bonds so surrendered, a new Series 2024 Bond or Series 2024 Bonds of the appropriate series registered in the name of the transferee, of any denomination or denominations authorized by this ordinance, and in an aggregate principal amount equal to the aggregate principal amount of the Series 2024 Bonds so surrendered and of the same maturity. Any Series 2024 Bond, upon presentation and surrender thereof to the Bond Registrar, together with an assignment duly executed by the registered owner or duly authorized attorney, in such form as may be satisfactory to the Bond Registrar, may be exchanged, at the option of the registered owner, for an aggregate principal amount of Series 2024 Bonds of the same maturity equal to the principal amount of the Series 2024 Bonds so surrendered and of any authorized denomination or denominations. The Bond Registrar may make a charge for every exchange or registration of transfer of the Series 2024 Bonds 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 shall be made to the owner for the privilege of exchanging or registering the transfer of Series 2024 Bonds under this ordinance. The City shall make all necessary and proper provisions for the transfer and exchange of the Series 2024 Bonds by the Bond Registrar and the City shall deliver or cause to be delivered to the Bond Registrar a sufficient quantity of blank Series 2024 Bonds duly executed on behalf of the City, together with the certificate of validation pertaining thereto duly executed by manual or facsimile signature of the Clerk of the Superior Court of DeKalb County as herein provided in order that the Bond Registrar shall at all times be able to register and authenticate the Series 2024 Bonds at the earliest practicable time in accordance with the provisions of this ordinance. All Series 2024 Bonds surrendered in any such exchange or registration of transfer shall be forthwith cancelled by the Bond Registrar and a

record thereof duly entered in the permanent records pertaining to such series of Series 2024 Bonds maintained by the Bond Registrar.

Section 11. Book-Entry Only Bonds.

(a) The definitive Series 2024 Bonds shall be issued in the form of a separate single fully registered bond for each of the maturities thereof (which form of bond registration is sometimes referred to as "book-entry form"). Upon initial issuance of the Series 2024 Bonds as authorized in this Section 11, the ownership of each such Series 2024 Bond shall be registered in the name of Cede & Co., as nominee of DTC, and except as otherwise provided in this Section 11, all of the outstanding Series 2024 Bonds shall be registered in the name of Cede & Co., as nominee of DTC. With respect to Series 2024 Bonds registered in the name of Cede & Co., as nominee of the DTC, the City and the Paying Agent shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Series 2024 Bonds. Without limiting the immediately preceding sentence, the City and the Paying Agent shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Series 2024 Bonds, (ii) the delivery to any DTC Participant or any other person, other than a registered owner, as shown in the bond register of any notice with respect to the Series 2024 Bonds, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than a registered owner, as shown in the bond register of any amount with respect to principal of, premium, if any, or interest on the Series 2024 Bonds.

(b) Notwithstanding any other provision of this ordinance to the contrary, if Series 2024 Bonds are issued in book-entry form, the City and the Paying Agent shall be entitled to treat and consider the person in whose name each Series 2024 Bond is registered as the absolute owner of such Series 2024 Bond for the purpose of payment of principal of, premium, if any, and interest on any Series 2024 Bond, for the purpose of giving notices of redemption and other matters with respect to such Series 2024 Bond, for the purpose of registering any transfer with respect to such Series 2024 Bond, and for all other purposes whatsoever. The Paying Agent shall pay all principal of, premium, if any, and interest on the Series 2024 Bonds only to or upon the order of the respective registered owner, as shown in the bond register as provided in this ordinance, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the City's obligations with respect to payment of principal of, premium, if any, and interest on the Series 2024 Bonds to the extent of the sum or sums so paid. No person other than a registered owner, as shown in the bond register, shall receive a Series 2024 Bond certificate evidencing the obligation of the City to make payments of amounts due pursuant to this ordinance. Upon delivery by DTC to the Bond Registrar or written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions of this ordinance with respect to interest checks or drafts being mailed to the registered owner of Series 2024 Bonds, the word "Cede & Co." in this ordinance shall refer to such new nominee of DTC.

(c) In the event that the City determines that DTC is incapable of discharging its responsibilities described herein and in a representation letter of the City to DTC pursuant to applicable DTC rules and regulations, or that it is in the best interest of the Beneficial Owners of the Series 2024 Bonds that they are able to obtain certificated Series 2024 Bonds, the City shall

(i) appoint a successor securities depository, qualified to act as such under Section 17 (a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants of the appointment of such successor securities depository and transfer one or more separate Series 2024 Bonds to such successor securities depository or (ii) notify DTC and DTC Participants of the availability through DTC of Series 2024 Bonds and transfer one or more separate Series 2024 Bonds to DTC Participants having Series 2024 Bonds credited to their DTC accounts. In such event, the Series 2024 Bonds shall no longer be restricted to being registered in the bond register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names registered owners transferring or exchanging Series 2024 Bonds shall designate, in accordance with the provisions of this ordinance.

(d) Notwithstanding any other provision of this ordinance to the contrary, so long as any Series 2024 Bonds are registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on such Series 2024 Bonds, and all notices with respect to such Series 2024 Bonds shall be made and given, respectively, in the manner provided in a representation letter of the City to DTC required pursuant to DTC rules and regulations.

Section 12. Levy of Tax.

For the purpose of providing funds for payment of the Series 2024 Bonds, there shall be and is hereby levied a continuing direct annual ad valorem tax upon all the property subject to taxation within the corporate limits of the City now existing and within any extension of said corporate limits, sufficient to provide funds required to pay the principal of and interest on the Series 2024 Bonds, as such principal and interest shall become due and payable, as provided in the Debt Service Schedule set forth in Exhibit B hereto, which said funds are hereby irrevocably pledged and appropriated to the payment of the principal of and interest on the Series 2024 Bonds as such Series 2024 Bonds mature.

Provision to meet the requirements of this ordinance shall in due time and manner be annually provided for in the appropriations bill, so that the Series 2024 Bonds, including both principal and interest, shall be fully paid when and as due and payable.

Notwithstanding the forgoing, such tax shall not be collected unless the City's portion of the proceeds of SPLOST II shall not be sufficient to make the payments of principal of and interest on the Series 2024 Bond, when due.

Section 13. Creation of Project Fund; Determination of Infeasibility.

A special fund is hereby created and designated "City of Brookhaven, Georgia 2024 Project Fund" (hereinafter called the "**Project Fund**"), which shall include

- (i) a Project Account and
- (ii) a Costs of Issuance Account.

There shall be deposited in each account of the Project Fund with U.S. Bank Trust Company, National Association, which is hereby appointed the depository therefor, the net proceeds from the sale of the Series 2024 Bonds (other than the accrued interest thereon), \$54,065,949.15 of the net proceeds of the sale of the Series 2024 Bonds shall be deposited into the Project Account and \$425,000.00 of the net proceeds of the sale of the Series 2024 Bonds shall be deposited into the Costs of Issuance Account.

Subsequent to the issuance of the Series 2024 Bonds, the governing authority of the City may make a determination that all or a portion of the Brookhaven SPLOST II Projects have become infeasible, impracticable, unserviceable, unrealistic or otherwise not in the best interest of the citizens of the City. In the event of a determination of "infeasibility" as determined by Section 48-8-123 of the Official Code of Georgia Annotated, the City shall adopt a resolution determining the same and transmit such resolution to the Board of Commissioners of the DeKalb County. Upon such formal determination the City shall notify the election superintendent of the County who shall call for an election by the qualified voters in a special election to determine whether to modify the use of the proceeds of SPLOST II.

All monies in the Project Fund shall be held by the depository, or any successor depository subsequently appointed by the City, as custodian. Moneys in the Project Fund shall be used solely for the purposes for which the Series 2024 Bonds were issued, including allocable costs of issuance of Series 2024 Bonds. The Chief Financial Officer or his designee is authorized to direct said custodian to maintain separate records with respect to receipts and disbursements of funds from the Project Fund and each account therein and investment of funds on deposit therein Permitted Investments from time to time.

Section 14. Maintenance of Bond Fund.

A sinking fund shall be created and designated by the City as the "City of Brookhaven, Georgia Bond Sinking Fund," maintained with respect to the Series 2024 Bonds (hereinafter called the "**Bond Fund**"), the following: (i) any accrued interest, if any, received in connection with the sale of the Series 2024 Bonds, and (ii) receipts from the direct annual tax referred to in Section 12 above. All moneys in the Bond Fund shall be held by such depository, or any successor depository subsequently appointed by the City, as custodian, separate and apart from all other revenues collected and may be invested and reinvested as provided by law. Moneys in the Bond Fund shall be used solely to pay the principal of and interest on the Series 2024 Bonds and other outstanding "general obligation bonds" of the City as the same become due.

Section 15. Ratification of the Actions of the Chief Financial Officer of the City in Connection with the Sale of the Series 2024 Bonds.

All actions of the Chief Financial Officer of the City to determine the successful bidder, notify the successful bidder and reject all other bidders in connection with the sale of the Series 2024 Bonds are hereby approved.

Section 16. Prohibited Activities.

The City shall not use or knowingly permit the use of any proceeds of the Series 2024 Bonds or any other funds of the City, directly or indirectly, to acquire any securities or

obligations, and shall not use or permit the use of any amounts received by the City or any funds custodian on behalf of the City in any manner, and shall not take or permit to be taken any other action or actions, that would cause any Series 2024 Bond to be an "arbitrage bond" within the meaning of Section 148 of the Code or which would otherwise cause interest on the Series 2024 Bonds to become subject to Federal income tax. The City shall at all times do and perform all acts and things permitted by law and necessary or desirable in order to assure that interest paid by the City on the Series 2024 Bonds shall, for the purposes of Federal income tax, be exempt from all income taxation under any valid provision of law.

Without limiting the generality of the foregoing, the City covenants that it shall not permit the proceeds of the Series 2024 Bonds or the facilities financed with the proceeds of the Series 2024 Bonds to be used in any manner that would result in (a) 5% or more of such proceeds or the facilities financed with such proceeds being used in a trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, (b) 5% or more of such proceeds or the facilities financed with such proceeds being used with respect to any output facility (other than a facility for the furnishing of water), within the meaning of Section 141(b)(4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any persons other than a governmental unit, as provided in Section 141(c) of the Code; provided, however, that if the City receives an opinion of nationally recognized bond counsel that any such covenants need not be complied with to prevent the interest on the Series 2024 Bonds from being includable in the gross income for federal income tax purposes of the registered owners thereof under existing law, the City need not comply with such covenants.

The City further covenants that it will invest money in the Project Fund only in such investments as are authorized by the laws of the State of Georgia.

Section 17. Authorization of Rebate Calculation and Accounts.

The Chief Financial Officer, or any official authorized thereby for such purpose, is hereby authorized (a) to retain a certified public accountant or financial analyst, or any firm thereof or any financial institution experienced in making the arbitrage rebate calculations required pursuant to Section 148 of the Code, to make such calculations, (b) to establish such funds or accounts, and (c) to make or direct such investment as may be desired to assist in or facilitate compliance with Section 148 of the Code.

The City may, without the consent of the owners of the Series 2024 Bonds, make such additions, deletions or modifications to this ordinance as may be required or permitted so as to ensure compliance with Section 148 of the Code or otherwise as may be required to ensure that interest on the Series 2024 Bonds is not includable within the gross income of the holders thereof for federal income tax purposes.

Section 18. Constitutional Debt Limit. The issuance of the Series 2024 Bonds will not exceed any debt limitation prescribed by the Constitution or laws of the State of Georgia.

Section 19. Official Statement.

The Mayor and Chief Financial Officer are hereby authorized, empowered and directed to prepare, execute and deliver a final Official Statement by making such insertions, completions or alterations to the Preliminary Official as may be necessary or desirable to conform to the terms of the Series 2024 Bonds as set forth in this Bond Resolution.

Section 20. Authorization of Continuing Disclosure Certificate.

The City is hereby authorized, for the benefit of the holders and beneficial owners of the Series 2024 Bonds, to provide certain financial information and operating data relating to the City not later than September 27th after the end of each fiscal year of the City (presently December 31st), commencing with the fiscal year ending December 31, 2023, all in compliance with the Rule. The City has undertaken to comply with the Rule pursuant to its Continuing Disclosure Certificate a form of which has been submitted to the City in connection herewith and made a part hereof.

The execution, delivery and performance of the Continuing Disclosure Certificate, a copy of which has been presented to the City at this meeting and considered by the Mayor and Council and which is on file and of record with the Municipal Clerk, are hereby authorized. The Continuing Disclosure Certificate shall be in substantially the form presented at this meeting and attached hereto as "Exhibit A", subject to such minor changes, insertions or omissions as may be approved by the Mayor or Chief Financial Officer of the City and the execution of the Continuing Disclosure Certificate by the Mayor of the City as hereby authorized shall be conclusive evidence of any such approval.

Section 21. Certificate as to Use of Proceeds, and Other Documents.

The Mayor or the Chief Financial Officer of the City of Brookhaven, Georgia, or both of them, are hereby authorized and directed to execute a Non-Arbitrage Certificate, based upon facts, estimates and circumstances, as to the reasonable expectations regarding the amount, expenditure and use of the proceeds of the Series 2024 Bonds, as well as such other certifications, reports and documents as may be necessary or desirable in connection with the issuance and delivery of the Series 2024 Bonds. Upon the execution and delivery of such Non-Arbitrage Certificate, the representations and covenants contained therein shall be incorporated in this Bond Resolution as if fully set forth herein.

Section 22. Validation.

The Clerk of the Superior Court of DeKalb County, Georgia is hereby authorized and requested to execute the Validation Certificate on each of the Series as provided by this Bond Resolution and by law.

Section 23. Waiver of Performance Audit and Performance Review.

The City hereby directs, and or ratifies, that publication of the Notice to the public in connection with the validation of the Series 2024 Bonds containing language giving notice that the City is waiving the performance audit and performance review requirements of Section 36-82-100 of the Official Code of Georgia Annotated, and further, that no performance audit or performance review with respect to the Series 2024 Bonds will be conducted. Notwithstanding the foregoing the City does and shall continue to prepare an annual comprehensive financial report.

Section 24. Information Reporting Pursuant to Section 149(e) of the Code.

Any officer of the City is hereby authorized to sign and file or cause to be filed I.R.S. 8038-G, "Information Return for Governmental Bond Issues," as required by Section 149(e) of the Code for each of the Series 2024 Bonds.

Section 25. Reporting Requirements of O.C.G.A. § 38-82-10.

Any officer of the City or a representative of Bond Counsel is hereby authorized to file with the Georgia Department of Community Affairs such information specified in Section 38-82-10 of the Official Code of Georgia Annotated..

Section 26. No Personal Liability.

No stipulation, obligation or agreement herein contained or contained in this Bond Resolution shall be deemed to be a stipulation, obligation or agreement of any official, officer, director, agent or employee of the City in his or her individual capacity, and no such official, officer, director, agent or employee shall be personally liable on the Series 2024 Bonds or be subject to personal liability or accountability by reason of the issuance thereof.

Section 27. General Authority.

From and after the execution and delivery of the documents and the performance of the actions hereinabove authorized, the proper officials, officers, directors, agents and employees of the City are hereby authorized, empowered and directed to do all such further acts and things and to execute all such additional documents as may be necessary or desirable to carry out and comply with the provisions of this Bond Resolution and the documents and actions as authorized herein and in connection with the issuance of the Series 2024 Bonds and in conformity with the purposes and intents of this Bond Resolution.

The Mayor and the Municipal Clerk are hereby authorized and directed to prepare and furnish to the purchasers of the Series 2024 Bonds, when the Series 2024 Bonds are issued, certified copies of all the proceedings and records of the City relating to the Series 2024 Bonds, and such other affidavits and certificates as may be required to show the facts relating to the legality and marketability of the Series 2024 Bonds as such facts appear from the books and records in the officers' custody and control or as otherwise known to them; and all such certified copies, certificates and affidavits, including any heretofore furnished, shall constitute representations of the City as to the truth of all statements contained therein.

The City may, from time to time, supplement this Bond Resolution, with an opinion of Bond Counsel, and without the consent, or notice to any of the owners of the Series 2024 Bonds in order to (i) cure any ambiguity or formal defect or omission in this Bond Resolution, (ii) to evidence the appointment of successors to any depositories, custodians, paying agents or bond registrars, (iii) to modify any provisions in a manner to permit the qualification of this Bond Resolution under the Trust Indenture Act of 1939 or any federal statute hereinafter in effect, and (iv) to make any other change which, in the opinion of Bond Counsel, is not materially adverse to the interests of the Series 2024 holders.

Section 28. Severability of Invalid Provision.

If any one or more of the agreements or provisions herein contained shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof or of the Series 2024 Bonds authorized hereunder.

Section 29. Conflicting Ordinances or Resolutions.

Any and all ordinances and resolutions, or parts of ordinances and resolutions, in conflict with this Bond Resolution are hereby repealed.

Section 30. Execution of Signature by Others.

If the Mayor is absent from the City or is otherwise unavailable for execution of documents or performance of the actions hereinabove authorized in connection with the issuance, sale and delivery of the Series 2024 Bonds, the Mayor may authorize the mayor pro tem to execute such documents or perform such actions in connection with the issuance, sale and delivery of the Series 2024 Bonds.

Section 31. Constitutes a Contract.

The provisions, terms, and conditions of this Bond Resolution, including the covenants set forth in this Section, constitute a contract by and between the City and the owners of the Series 2024 Bonds, and such contract is a legal and validly binding obligation of the City and is made in part for inducing investors to buy the Series 2024 Bonds. The provisions of the United States and Georgia Constitutions prohibiting the passage of laws impairing the obligations of contracts protect the rights and security of the owners of the Series 2024 Bonds. After the issuance of the Series 2024 Bonds, this ordinance may not be repealed, amended, or modified in any respect which would adversely affect the rights and interests of the owners of the Series 2024 Bonds, nor shall the City pass any ordinance or resolution in any way adversely affecting the rights of such owners, except as specifically provided for herein, so long as any of the Series 2024 Bonds, or the interest thereon, shall remain outstanding.

When Series 2024 Bonds become due, the owners thereof, if necessary, may enforce collection by action in the proper court in accordance with Section 36-82-4 of the Official Code of Georgia Annotated.

Section 32. Effective Date.

This Bond Resolution shall take effect immediately upon its adoption by the Mayor and Council of the City of Brookhaven.

BE IT SO RESOLVED, THIS 13th DAY OF FEBRUARY, 2024

CITY OF BROOKHAVEN


John Park
Mayor

APPROVED AS TO FORM:


Jeremy Berry, Esq.
City Attorney

ATTEST:


Sandra Bryant
City Clerk



APPENDIX D

FORM OF OPINION OF BOND COUNSEL

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Set forth below is the proposed opinion of Bond Counsel. The opinion is preliminary and subject to change prior to the issuance and delivery of the Bonds.

_____, 2024

City of Brookhaven, Georgia
Brookhaven, Georgia

\$50,000,000
City of Brookhaven, Georgia
General Obligation Sales Tax Bonds, Series 2024

Ladies and Gentlemen:

We have examined the applicable law, including, without limitation, the Special County One Percent (1%) Sales and Use Tax (the “Act”) codified in Part 1, Article 3 of Chapter 8 of Title 48 of the Official Code of Georgia Annotated, and certified copies of certain documents and proceedings, including, without limitation, (a) a certified copy of a resolution adopted by the Board of Commissioners of DeKalb County on August 24, 2023, and approved by the Chief Executive Officer of DeKalb County on August 31, 2023, calling a special county one percent sales and use tax election to be held on November 7, 2023 (the “Election”), in DeKalb County and the City of Brookhaven (the “City”); (b) a certified copy of Resolution 2023-08-05 adopted by the City Counsel of the City on August 22, 2023 (the “City Referendum Resolution”) providing that if the imposition of the sales and use tax is approved by a majority of the qualified voters in the County and the City, that such approval would also constitute approval of general obligation debt of the City to pay all or a portion of certain capital outlay projects consisting of (i) pavement management, (ii) transportation improvements, (iii) parks capital asset maintenance, (iv) public safety equipment and fleet, and (v) expenses incident to accomplishing the foregoing; (c) a certified copy of a resolution of the Board of Commissioners of DeKalb County declaring the results of the Election to be prima facie in favor of the imposition of the sales and use tax; (d) a certified copy of Resolution 2023-12-09 adopted by the City Council of the City on December 19, 2023 (the “City Election Results Resolution”) declaring the results of the Election to be prima facie in favor of the imposition of the sales and use tax and the issuance of general obligation bonds; (e) a certified copy of a bond resolution adopted by the City Council of the City on February 13, 2024, authorizing the issuance of the Bonds (the “Bond Resolution”); and (f) a certified copy of the validation proceeding conducted in the Superior Court of DeKalb County, Georgia, relating to the issuance and sale by the City of its \$50,000,000 General Obligation Sales Tax Bonds, Series 2024 (the “Bonds”). Reference is made to the form of the Bonds for information concerning their details, including their payment and redemption provisions, their purpose, and the proceedings pursuant to which they are issued.

Without undertaking to verify the same by independent investigation, we have relied on certifications by representatives of the City as to certain facts relevant to both our opinion and requirements of the Internal Revenue Code of 1986, as amended (the “Code”). The City has covenanted to comply with the current provisions of the Code regarding, among other matters, the use, expenditure and investment of the proceeds of the Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Bonds, all as set forth in the proceedings and documents relating to the issuance of the Bonds (the “Covenants”). The City may in its discretion, but has not covenanted to, take any and all such actions as may be required by future changes in the Code and applicable regulations in order that interest on the Bonds remain excludable from gross income for federal income tax purposes.

Based on the foregoing, in accordance with customary legal opinion practice, and assuming the due authorization, execution and delivery by the parties to the agreements other than the City, we are of the opinion that:

(1) The City Referendum Resolution, the City Election Results Resolution and the Bond Resolution have been duly adopted, are in full force and effect, and are valid and enforceable against the City in accordance with their terms.

(2) The Bonds have been duly authorized and issued in accordance with the Constitution, the laws of the State of Georgia, including the Act, and the Bond Resolution, and constitute valid and binding obligations of the City. Payment of the Bonds is validly secured by the City's portion of a special one percent sales and use tax to be collected within DeKalb County beginning on April 1, 2024, for a period of time not to exceed six years; provided, however, to the extent that the proceeds of the sales and use tax are insufficient, the Bonds are payable from an ad valorem tax, unlimited as to rate or amount, to be levied upon all taxable property within the City subject to taxation for general obligation bond purposes, and such obligation constitutes a pledge of the full faith, credit and taxing power of the City.

(3) The rights of the holders of the Bonds and the enforceability of such rights, including enforcement of the obligations of the City under the Bond Resolution, may be limited or otherwise affected by (a) bankruptcy, insolvency, reorganization, moratorium, fraudulent conveyance and other laws affecting the rights of creditors generally and (b) principles of equity, whether considered at law or in equity.

(4) Under current law, interest on the Bonds (a) is not included in gross income for federal income tax purposes, (b) is not an item of tax preference for purposes of the federal alternative minimum income tax, and (c) is taken into account in determining adjusted financial statement income for applicable corporations (as defined in Section 59(k) of the Code) for the alternative minimum tax imposed on such corporations. The opinion in (a) and (b) of the preceding sentence is subject to the condition that there is compliance subsequent to the issuance of the Bonds with all requirements of the Code that must be satisfied in order that interest thereon not be included in gross income for federal income tax purposes. Failure by the City to comply with the Covenants among other things, could cause interest on the Bonds to be included in gross income for Federal income tax purposes retroactively to their date of issue. We express no opinion regarding other federal tax consequences of the ownership of or receipt or accrual of interest on the Bonds.

(5) Under current law, interest on the Bonds is exempt from income taxation by the State of Georgia.

The opinions set forth above are based on existing law, which is subject to change. Such opinions are further based on our knowledge of facts as of the date hereof. Our services as bond counsel to the City have been limited to delivering the foregoing opinion based on our review of such proceedings and documents as we deem necessary to approve the validity of the Bonds and the tax-exempt status of the interest thereon. Our services have not included any financial or other non-legal advice. We express no opinion herein as to the financial resources of the City, the ability of the City to provide for payment of the Bonds or the accuracy or completeness of any information, including the City's Preliminary Official Statement dated February 6, 2024, and its Official Statement dated February 13, 2024, that may have been relied upon by anyone in making the decision to purchase Bonds. We assume no duty to update or supplement these opinions to reflect any facts or circumstances that may hereafter come to our attention or to reflect any changes in any law or the interpretation thereof that may hereafter occur or become effective.

Very truly yours,

APPENDIX E

FORM OF CONTINUING DISCLOSURE CERTIFICATE

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CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (this “Disclosure Certificate”) is executed and delivered by the City of Brookhaven, Georgia (the “City”), in connection with the issuance of its \$50,000,000 General Obligation Sales Tax Bonds, Series 2024 (the “Bonds”). The City hereby covenants and agrees, as follows:

Section 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the City for the benefit of the Beneficial Owners (as herein defined) of the Bonds and in order to assist the Participating Underwriter (as herein defined) in complying with the Rule (as herein defined).

Section 2. Definitions. In addition to the definitions set forth in the Resolution, which apply to any capitalized terms used in this Disclosure Certificate unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

“Annual Report” shall mean any Annual Report provided by the City pursuant to the Rule and this Disclosure Certificate.

“Beneficial Owners” shall mean any person who (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) is treated as the owner of any Bonds for federal income tax purposes.

“City” shall mean the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia, its successors and assigns.

“Dissemination Agent” shall mean any Dissemination Agent designated in writing by the City and which has filed with the City a written acceptance of such designation.

“EMMA” shall mean MSRB’s Electronic Municipal Market Access system, as described in 1934 Act Release No. 59062 and maintained by the MSRB for the purposes of the Rule as further described herein.

“Financial Obligation” means a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as a security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii). The term Financial Obligation does not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

“Fiscal Year” shall mean any period of twelve consecutive months adopted by the City as its fiscal year for financial reporting purposes and shall initially mean the period beginning on January 1 of each calendar year and ending December 31 of the same calendar year.

“Listed Events” shall mean any of the events listed in Section 5(a) of this Disclosure Certificate.

“MSRB” shall mean the Municipal Securities Rulemaking Board, or any successor thereto.

“Official Statement” shall mean the Official Statement dated February 13, 2024, relating to the Bonds.

“Participating Underwriter” shall mean Hilltop Securities Inc.

“Rule” shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

“State” shall mean the State of Georgia.

Section 3. Provision of Annual Reports.

(a) The City shall, or shall cause the Dissemination Agent (if any) to, not later than September 27

after the end of the City's Fiscal Year (the "Reporting Date"), beginning for the Fiscal Year ending December 31, 2023, provide to EMMA 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. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate; provided, however, that if audited financial statements are unavailable, unaudited financial statements may be submitted so long as such audited financial statements are furnished when available.

(b) The City or the Dissemination Agent (if any) shall:

(i) determine each year prior to the Reporting Date the appropriate electronic format prescribed by the MSRB for filing with the MSRB and the proper form of such filing;

(ii) if the Annual Report (or the audited financial statements which were to be separately submitted) is not filed by the Reporting Date required in subsection (a), send a notice, in a timely manner, to EMMA in an electronic format prescribed by the MSRB in substantially the form attached hereto as Exhibit A; and

(iii) if the Dissemination Agent is other than the City, file a report with the City certifying that the Annual Report has been provided pursuant to this Disclosure Certificate and the date provided.

Section 4. Content of Annual Reports. The City's Annual Report for each Fiscal Year shall contain or incorporate by reference the following:

(a) The financial statements of the City for the Fiscal Year, which must be prepared in accordance with generally accepted accounting principles as in effect from time to time. If audited financial statements of the City are not yet available, the unaudited financial statements of the City shall be provided, and when audited financial statements of the City are available, the audited financial statements of the City shall be substituted for the unaudited financial statements. Each set of such audited financial statements shall be accompanied by an audit report resulting from an audit conducted by an independent certified public accountant or firm of independent certified public accountants in conformity with generally accepted auditing standards.

(b) If generally accepted accounting standards changed from the previous Fiscal Year and if such changes are material to the City, a narrative description (as required by Section 8 of this Disclosure Certificate) of the impact of the changes on the City.

(c) A statement indicating that the City's Fiscal Year has not changed, or, if the Fiscal Year has changed, a statement indicating the new Fiscal Year.

(d) To the extent not included in items provided pursuant to subsection (a) above, information for the Fiscal Year of the type set forth in Appendix A to the Official Statement under the following headings: "CITY AD VALOREM TAXATION – Property Tax Millage Rates," "– Ad Valorem Property Tax Digest," "– Tax Collections" and "– Ten Largest Taxpayers."

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the City or related public entities, which have been submitted to the MSRB or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB in an electronic format prescribed by the MSRB. The City shall clearly identify each such other document so incorporated by reference. All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.

Section 5. Reporting of Significant Events.

(a) Within ten (10) business days of the occurrence of one of the following Listed Events with respect to the Bonds, the City or the Dissemination Agent (if any) shall file a notice of such occurrence with EMMA.

- (i) Principal and interest payment delinquencies.
- (ii) Non-payment related defaults, if material.
- (iii) Unscheduled draws on debt service reserves reflecting financial difficulties.
- (iv) Unscheduled draws on credit enhancements reflecting financial difficulties.
- (v) Substitution of credit or liquidity providers, or their failure to perform.

Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, or a Notice of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other events affecting the tax status of the Bonds.

- (vii) Modification to rights of Beneficial Owners, if material.
- (viii) Bond calls, if material, and tender offers.
- (ix) Defeasances.
- (x) Release, substitution or sale of property securing repayment of the Bonds, if material.
- (xi) Rating changes.
- (xii) Bankruptcy, insolvency, receivership, or a similar proceeding by an obligated person.

(xiii) Consummation of a merger, consolidation, acquisition involving an obligated person, or sale of all or substantially all of the assets of an obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.

(xiv) Appointment of an additional or a successor trustee, or the change in name of a trustee, if material.

(xv) Incurrence of a Financial Obligation of the obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the obligated person, any of which affect security holders, if material; and

(xvi) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the obligated person, any of which reflect financial difficulties.

(b) The content of any notice of the occurrence of a listed event under subsection (a) above shall be determined by the City and shall be in substantially the form attached hereto as Exhibit B.

(c) All of the documents provided to EMMA shall be accompanied by identifying information prescribed by the MSRB.

Section 6. Termination of Reporting Obligation. The City's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds. If the City's obligations are assumed in full by some other entity, such person shall be responsible for compliance with this Disclosure Certificate in the same manner as if it were the City and the City shall have no further responsibility hereunder. The City will provide notice of such termination to EMMA in an electronic format as prescribed by the MSRB.

Section 7. Dissemination Agent. The City may, from time to time, appoint a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Certificate, and the City may, from time to time, discharge the Dissemination Agent, with or without appointing a successor Dissemination Agent.

Section 8. Amendment. This Disclosure Certificate may not be amended unless independent counsel experienced in securities law matters has rendered an opinion to the City to the effect that the amendment does not violate the provisions of the Rule.

In the event that this Disclosure Certificate is amended or any provision of this Disclosure Certificate is waived, the first Annual Report containing any amended, or omitting any waived, operating data or financial information shall explain, in narrative form, the reasons for the amendment or waiver and the impact of the change in the type of operating data or financial information being provided in the Annual Report. If the amendment or waiver relates to the accounting principles to be followed in preparing financial statements, the Annual Report for the year in which the change is made shall present a comparison between the financial statements or information prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles. The comparison shall include a qualitative discussion of the differences in the accounting principles and impact of the change in the accounting principles on the presentation of the financial information. To the extent reasonably feasible, the comparison must also be quantitative. A notice of the change in the accounting principles shall be filed with EMMA in an electronic format as prescribed by the MSRB on or before the effective date of any such amendment or waiver.

Section 9. 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 10. Default. In the event of a failure of the City to comply with any provision of this Disclosure Certificate, any Beneficial Owner may initiate an action against the City to compel performance. A default under this Disclosure Certificate shall not be deemed a “default” or an “event of default” under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of the City to comply with this Disclosure Certificate shall be an action to compel performance.

Section 11. Duties, Immunities and Liabilities of Dissemination Agent. The Dissemination Agent (if any) shall have only such duties as are specifically set forth in this Disclosure Certificate. The Dissemination Agent may consult with counsel (who may, but need not, be counsel for the City), and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel. The obligations of the City under this Section shall survive resignation or removal of the Dissemination Agent and payment of the Bonds.

Section 12. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the City, the Participating Underwriter, and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.

Section 13. Intermediaries; Expenses. The Dissemination Agent is hereby authorized to employ intermediaries to carry out its obligations hereunder. The Dissemination Agent shall be reimbursed for all such expenses and any other reasonable expense incurred hereunder (including, but not limited to, attorney’s fees).

Section 14. Counterparts. This Disclosure Certificate may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Section 15. Governing Law. This Disclosure Certificate shall be governed by and construed in accordance with the laws of the State of Georgia.

Section 16. Severability. In case any one or more of the provisions of this Disclosure Certificate shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Disclosure Certificate, but this Disclosure Certificate shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

Dated: _____, 2024

CITY OF BROOKHAVEN, GEORGIA

(Seal)

By: _____
Mayor

Attest:

Clerk

EXHIBIT A

NOTICE OF FAILURE TO FILE ANNUAL REPORT

Name of Obligated
Person: City of Brookhaven, Georgia

Name of Issuer: City of Brookhaven, Georgia

Name of Bond Issue: \$50,000,000 City of Brookhaven, Georgia General Obligation
Sales Tax Bonds, Series 2024

CUSIP Number(s)¹

Date of Issuance: February 27, 2024

NOTICE IS HEREBY GIVEN that the City of Brookhaven, Georgia, a municipal corporation of the State of Georgia (the "City"), has not provided an Annual Report due with respect to the above-captioned Bonds as required by its Continuing Disclosure Certificate dated _____, 2024. The City anticipates that the Annual Report will be filed by _____.

This notice is based on the best information available at the time of dissemination. Any questions regarding this notice should be directed to _____.

Dated: _____

¹ No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

EXHIBIT B

NOTICE OF [INSERT THE LISTED EVENT]

Relating to

\$50,000,000

CITY OF BROOKHAVEN, GEORGIA
GENERAL OBLIGATION SALES TAX BONDS, SERIES 2024

CUSIP NUMBERS*

Notice is hereby given that [insert the Listed Event] has occurred with respect to the above-captioned bonds (the “Bonds”). [Describe circumstances leading up to the event, action being taken and anticipated impact.]

Notice of the Listed Events described in Section 5(a)(ix) shall include the following:

The City of Brookhaven (the “City”) has reserved the right to redeem such refunded or defeased bonds prior to their stated maturity date in accordance with the optional redemption provisions of said defeased bonds.

OR

The City has covenanted not to exercise any optional redemption provisions under the Resolution; however, the sinking fund provision will survive the defeasance.

AND

The Bonds have been defeased to [maturity/the first call date, which is _____]. This notice does not constitute a notice of redemption and no Bonds should be delivered to the City or to the Paying Agent as a result of this mailing. A Notice of Redemption instructing you where to submit your Bonds for payment will be mailed _____ to _____ days prior to the redemption date.

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: _____

* No representation is made as to the correctness of the CUSIP number(s) either as printed on the Bonds or as contained herein, and reliance may only be placed on other bond identification contained herein.

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APPENDIX F
BOOK-ENTRY ONLY SYSTEM

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BOOK-ENTRY ONLY SYSTEM

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

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

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

To facilitate subsequent transfers, all the Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

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

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

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

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the City or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, certificates for the Bonds are required to be printed and delivered.

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

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

NEITHER THE CITY NOR THE PAYING AGENT WILL HAVE ANY OBLIGATION TO THE DIRECT PARTICIPANTS OR THE INDIRECT PARTICIPANTS OR THE BENEFICIAL OWNERS WITH RESPECT TO DTC'S PROCEDURES OR ANY PROCEDURES OR ARRANGEMENTS BETWEEN DIRECT PARTICIPANTS, INDIRECT PARTICIPANTS AND BENEFICIAL OWNERS.

NEITHER THE CITY NOR THE PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, BENEFICIAL OWNERS OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS FOR (1) SENDING TRANSACTION STATEMENTS; (2) MAINTAINING, SUPERVISING OR REVIEWING, THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY PARTICIPANT OR OTHER NOMINEES OF SUCH BENEFICIAL OWNERS; (3) PAYMENT OR THE TIMELINESS OF PAYMENT BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNER, OF ANY AMOUNT DUE IN RESPECT OF THE PRINCIPAL OF OR REDEMPTION PREMIUM, IF ANY, OR INTEREST ON BONDS; (4) DELIVERY OR TIMELY DELIVERY BY DTC TO ANY PARTICIPANT, OR BY ANY PARTICIPANT OR OTHER NOMINEES OF BENEFICIAL OWNERS TO ANY BENEFICIAL OWNERS, OF ANY NOTICE OR OTHER COMMUNICATION WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE RESOLUTION TO BE GIVEN TO HOLDERS OR OWNERS OF BONDS; OR (5) ANY ACTION TAKEN BY DTC OR ITS NOMINEE AS THE REGISTERED OWNER OF BONDS.