New Issue Not Rated

Date of Sale: Tuesday, June 26, 2018

Between 10:30 and 11:00 A.M., C.D.T. (Closed Speer Auction)

Before 11:00 A.M., C.D.T. (Sealed Bids)

(Alternate Bid Methods)

Official Statement

In the opinion of Dorsey & Whitney LLP, Bond Counsel, according to present laws, rulings and decisions and assuming compliance with certain covenants, the interest on the Bonds will be excluded from gross income for federal income tax purposes. Interest on the Bonds is not an item of tax preference for purposes of the federal alternative minimum tax under the Internal Revenue Code of 1986 (the "Code"); provided however such interest is taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed on corporations for taxable years beginning before January 1, 2018. In the opinion of Bond Counsel, the Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code. See "TAX EXEMPTION AND RELATED CONSIDERATIONS" herein.

\$640,000* CITY OF NORA SPRINGS Floyd and Cerro Gordo Counties, Iowa

General Obligation Corporate Purpose Bonds, Series 2018

Dated Date of Delivery

Book-Entry

Bank Qualified

Due Serially June 1, 2019 - 2028

The \$640,000* General Obligation Corporate Purpose Bonds, Series 2018 (the "Bonds") are being issued by the City of Nora Springs, Floyd and Cerro Gordo Counties, Iowa (the "City"). Interest is payable semiannually on June 1 and December 1 of each year, commencing December 1, 2018. Interest is calculated based on a 360-day year of twelve 30-day months. The Bonds will be issued using a book-entry system. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The ownership of one fully registered Bond for each maturity will be registered in the name of Cede & Co., as nominee for DTC and no physical delivery of Bonds will be made to purchasers. The Bonds will mature on June 1 in the following years and amounts.

AMOUNTS*, MATURITIES, INTEREST RATES, PRICES OR YIELDS AND CUSIP NUMBERS

Principal	Due	Interest	Price or	CUSIP	Principal	Due	Interest	Price or	CUSIP
Amount*	June 1	Rate	Yield	Number(1)	Amount*	June 1	Rate	Yield	Number(1)
\$140,000	2019	%	%		\$15,000	2024	%	%	
145,000	2020	%	%		15,000	2025	%	%	
90,000	2021	%	%		15,000	2026	%	%	
95,000		%	%		15,000	2027	%	%	
95,000	2023	%	%		15,000	2028	%	%	

Any consecutive maturities may be aggregated into term bonds at the option of the bidder, in which case the mandatory redemption provisions shall be on the same schedule as above.

OPTIONAL REDEMPTION

Bonds due June 1, 2019 - 2024, inclusive, are not subject to optional redemption. Bonds due June 1, 2025 - 2028, inclusive, are callable in whole or in part on any date on or after June 1, 2024, at a price of par and accrued interest. If less than all the Bonds are called, they shall be redeemed in such principal amounts and from such maturities as determined by the City and within any maturity by lot. See **"OPTIONAL REDEMPTION"** herein.

PURPOSE, LEGALITY AND SECURITY

The proceeds of the Bonds are expected to be used to: (i) pay the costs of constructing street, water system and sanitary sewer system improvements, (ii) construct a pedestrian bridge, (iii) construct, furnish and equip a municipal swimming pool and (iv) pay the costs of issuing the Bonds.

In the opinion of Dorsey & Whitney LLP, Des Moines, Iowa, the Bonds are valid and binding general obligations of the City, and all taxable property within the boundaries of the City is subject to the levy of taxes to pay the principal of and interest on the Bonds without constitutional or statutory limitation as to rate or amount. The City will furnish the written approving opinion of Bond Counsel, Dorsey & Whitney LLP, Des Moines, Iowa, evidencing legality of the Bonds and that the interest thereon is exempt from federal taxes as and to the extent discussed under the heading "TAX EXEMPTION AND RELATED CONSIDERATIONS" herein.

The City intends to designate the Bonds as "qualified tax-exempt obligations" pursuant to the small issuer exception provided by Section 265(b)(3) of the Internal Revenue Code of 1986.

This Official Statement is dated June 14, 2018, and has been prepared under the authority of the City. An electronic copy of this Official Statement is available from the www.speerfinancial.com web site under "Official Statement Sales Calendar". Additional copies may be obtained from Deborah J. Gaul, City Administrator, City of Nora Springs, 45 N. Hawkeye Avenue, P.O. Box 336, Nora Springs, Iowa, 50458, or from the Registered Municipal Advisors to the City.



^{*}Subject to principal adjustment in accordance with the Official Terms of Offering.

For purposes of compliance with Rule 15c2-12 of the Securities and Exchange Commission, this document, as the same may be supplemented or corrected by the City from time to time (collectively, the "Official Statement"), may be treated as an Official Statement with respect to the Bonds described herein that is deemed near final as of the date hereof (or the date of any such supplement or correction) by the City.

The Official Statement, when further supplemented by an addendum or addenda specifying the maturity dates, principal amounts and interest rates of the Bonds, together with any other information required by law or deemed appropriate by the City, shall constitute a "Final Official Statement" of the City with respect to the Bonds, as that term is defined in Rule 15c2-12. Any such addendum or addenda shall, on and after the date thereof, be fully incorporated herein and made a part hereof by reference. Alternatively, such final terms of the Bonds and other information may be included in a separate document entitled "Final Official Statement" rather than through supplementing the Official Statement by an addendum or addenda.

No dealer, broker, salesman or other person has been authorized by the City to give any information or to make any representations with respect to the Bonds other than as contained in the Official Statement or the Final Official Statement and, if given or made, such other information or representations must not be relied upon as having been authorized by the City. Certain information contained in the Official Statement and the Final Official Statement may have been obtained from sources other than records of the City and, while believed to be reliable, is not guaranteed as to completeness. THE INFORMATION AND EXPRESSIONS OF OPINION IN THE OFFICIAL STATEMENT AND THE FINAL OFFICIAL STATEMENT OR THE FINAL OFFICIAL STATEMENT OR THE FINAL OFFICIAL STATEMENT OR ANY SALE MADE UNDER EITHER SUCH DOCUMENT SHALL CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE CITY SINCE THE RESPECTIVE DATES THEREOF.

References herein to laws, rules, regulations, ordinances, resolutions, agreements, reports and other documents do not purport to be comprehensive or definitive. All references to such documents are qualified in their entirety by reference to the particular document, the full text of which may contain qualifications of and exceptions to statements made herein. Where full texts have not been included as appendices to the Official Statement or the Final Official Statement, they will be furnished on request. This Official Statement does not constitute an offer to sell, or solicitation of an offer to buy, any securities to any person in any jurisdiction where such offer or solicitation of such offer would be unlawful.

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OFFICIAL TERMS OF OFFERING

BOND ISSUE SUMMARY

This Bond Issue Summary is expressly qualified by the entire Official Statement, including the Official Terms of Offering and the Official Bid Form, which are provided for the convenience of potential investors and which should be reviewed in their entirety by potential investors.

Issuer: City of Nora Springs, Floyd and Cerro Gordo Counties County, Iowa.

Issue: \$640,000* General Obligation Corporate Purpose Bonds, Series 2018.

Dated Date: Date of delivery (expected to be on or about July 24, 2018).

Interest Due: Each June 1 and December 1, commencing December 1, 2018

Principal Due: Serially each June 1, commencing June 1, 2019 through 2028, as detailed on the cover

page of this Official Statement.

Optional Redemption: Bonds maturing on or after June 1, 2025, are callable at the option of the City on any

date on or after June 1, 2024, at a price of par plus accrued interest. See "OPTIONAL

REDEMPTION" herein.

Authorization: The Bonds are being issued pursuant to authority established in Code of Iowa, Chapter

384, and all laws amendatory thereof and supplementary thereto, and in conformity

with a resolution of the City Council duly passed and approved.

Security: The Bonds are valid and binding general obligations of the City, and all taxable

property within the boundaries of the City is subject to the levy of taxes to pay the principal of and interest on the Bonds without constitutional or statutory limitation as

to rate or amount.

No Investment Rating: The City does not intend to apply for an investment rating on the Bonds.

Purpose: The proceeds of the Bonds will be used to: (i) pay the costs of constructing street, water

system, and sanitary sewer system improvements, (ii) construct a pedestrian bridge, (iii) construct, furnish, and equip a municipal swimming pool, and (iv) pay the costs

of issuing the Bonds.

Tax Exemption: Dorsey & Whitney LLP, Des Moines, Iowa, will provide an opinion as to the tax

exemption of the Bonds as discussed under "TAX EXEMPTION AND RELATED

CONSIDERATIONS" in this Official Statement.

Bank Qualified: The City intends to designate the Bonds as "qualified tax-exempt obligations".

Bond Registrar/Paying Agent: Bankers Trust Company, Des Moines, Iowa.

Delivery: The Bonds are expected to be delivered on or about July 24, 2018.

Book-Entry Form: The Bonds will be registered in the name of Cede & Co. as nominee for The Depository

Trust Company ("DTC"), New York, New York. DTC will act as securities depository

of the Bonds. See APPENDIX B herein.

Denomination: \$5,000 or integral multiples thereof.

Municipal Advisor: Speer Financial, Inc., Waterloo, Iowa and Chicago, Illinois.

^{*}Subject to change.

CITY OF NORA SPRINGS Floyd and Cerro Gordo Counties, Iowa

Randy Hassman *Mayor*

Council Members

Steve Blickenderfer Jim Kraninger Duane O'Banion

Brian Pederson Margaret Ueker

Officials

Deborah J. Gaul

City Administrator/Clerk

Todd Prichard, Esq.

City Attorney

BONDHOLDERS' RISKS

Secondary Market

There can be no guarantee that there will be a secondary market for the Bonds or, if a secondary market exists, that such Bonds can be sold for any particular price. Occasionally, because of general market conditions or because of adverse history of economic prospects connected with a particular issue, and secondary marketing practices in connection with a particular bond or note issue are suspended or terminated. Additionally, prices of bond or note issues for which a market is being made will depend upon then prevailing circumstances. Such prices could be substantially different from the original purchase price of the Bonds.

Forward-Looking Statements

This Official Statement contains statements relating to future results that are "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. When used in this Official Statement, the words "estimate," "forecast," "intend," "expect" and similar expressions identify forward-looking statements. Any forward-looking statement is subject to uncertainty. Accordingly, such statements are subject to risks that could cause actual results to differ, possibly materially, from those contemplated in such forward-looking statements. Inevitably, some assumptions used to develop forward-looking statements will not be realized or unanticipated events and circumstances may occur. Therefore, investors should be aware that there are likely to be differences between forward looking statements and the actual results. These differences could be material and could impact the availability of funds of the City to pay debt service when due on the Bonds.

Tax Matters, Bank Qualification and Loss of Tax Exemption

As discussed under the heading "TAX EXEMPTION AND RELATED CONSIDERATIONS" "herein, the interest on the Bonds could become includable in gross income for purposes of federal income taxation retroactive to the date of delivery of the Bonds, as a result of acts or omissions of the City in violation of its covenants in the Resolution. Should such an event of taxability occur, the Bonds would not be subject to a special prepayment and would remain outstanding until maturity or until prepaid under the prepayment provisions contained in the Bonds, and there is no provision for an adjustment of the interest rate on the Bonds.

The City intends to designate the Bonds as "qualified tax-exempt obligations" under the exception provided in Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The City has further covenanted to comply with certain other requirements, which affords banks and certain other financial institutions more favorable treatment of their deduction for interest expense than would otherwise be allowed under Section 265(b)(2) of the Code. Actions, or inactions, by the City in violation of its covenants could affect the designation, which could also affect the pricing and marketability of the Bonds.

It is possible that legislation will be proposed or introduced that could result in changes in the way that tax exemption is calculated, or whether interest on certain securities are exempt from taxation at all. Prospective purchasers should consult with their own tax advisors regarding any pending or proposed federal income tax legislation. The likelihood of any pending or future legislation being enacted or whether the currently proposed terms of any pending legislation will be altered or removed during the legislative process cannot be reliably predicted.

It is also possible that actions of the City after the closing of the Bonds will alter the tax status of the Bonds, and, in the extreme, remove the tax exempt status from the Bonds. In that instance, the Bonds are not subject to mandatory prepayment, and the interest rate on the Bonds does not increase or otherwise reset. A determination of taxability on the Bonds, after closing of the Bonds, could materially adversely affect the value and marketability of the Bonds.

DTC-Beneficial Owners

Beneficial Owners of the Bonds may experience some delay in the receipt of distributions of principal of and interest on the Bonds since such distributions will be forwarded by the Paying Agent to DTC and DTC will credit such distributions to the accounts of the Participants which will thereafter credit them to the accounts of the Beneficial Owner either directly or indirectly through indirect Participants. Neither the City nor the Paying Agent will have any responsibility or obligation to assure that any such notice or payment is forwarded by DTC to any Participants or by any Participant to any Beneficial Owner.

In addition, since transactions in the Bonds can be effected only through DTC Participants, indirect participants and certain banks, the ability of a Beneficial Owner to pledge the Bonds to persons or entities that do not participate in the DTC system, or otherwise to take actions in respect of such Bonds, may be limited due to lack of a physical certificate. Beneficial Owners will be permitted to exercise the rights of registered Owners only indirectly through DTC and the Participants. See **APPENDIX B – Describing Book-Entry Only Issuance**.

Continuing Disclosure

The Bonds are exempt from the continuing disclosure requirements of Section (b)(5) of Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934 because the Bonds are in an aggregate principal amount of less than \$1,000,000. No continuing disclosure undertaking will be entered into with respect to the Bonds.

Suitability of Investment

The interest rate borne by the Bonds is intended to compensate the investor for assuming the risk of investing in the Bonds. Each prospective investor should carefully examine this Official Statement and its own financial condition to make a judgment as to its ability to bear the economic risk of such an investment, and whether or not the Bonds are an appropriate investment for such investor.

Bankruptcy

The rights and remedies of the Bondholders may be limited by and are subject to the provisions of federal bankruptcy laws, to other laws or equitable principles that may affect the enforcement of creditors' rights, to the exercise of judicial discretion in appropriate cases and to limitations on legal remedies against local governments. The various opinions of counsel to be delivered with respect to the Bonds will be similarly qualified.

Federal Tax Legislation

From time to time, there are Presidential proposals, proposals of various federal committees, and legislative proposals pending in Congress that could, if enacted, alter or amend one or more of the federal tax matters described herein in certain respects or would adversely affect the market value of the Bonds or otherwise prevent holders of the Bonds from realizing the full benefit of the tax exemption of interest on the Bonds. Further such proposals may impact the marketability or market value of the Bonds simply by being proposed. It cannot be predicted whether or in what forms any of such proposals, either pending or that may be introduced, may be enacted and there can be no assurance that such proposals will not apply to the Bonds. In addition regulatory actions are from time to time announced or proposed, and litigation threatened or commenced, which if implemented or concluded in a particular manner, could adversely affect the market value, marketability or tax status of the Bonds. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Bonds would be impacted thereby.

Tax Levy Procedures

The Bonds are general obligations of the City, payable from and secured by a continuing ad valorem tax levied against all of the taxable property valuation within the City. See "PROPERTY ASSESSMENT AND TAX INFORMATION" herein for more details. As part of the budgetary process each fiscal year, the City will have an obligation to request a debt service levy to be applied against all of the taxable property within the City. A failure on the part of the City to make a timely levy request or a levy request by the City that is inaccurate or is insufficient to make full payments of the debt service of the Bonds for a particular fiscal year may cause Bondholders to experience delay in the receipt of distributions of principal of and/or interest on the Bonds. In the event of a default in the payment of principal of or interest on the Bonds, there is no provision for acceleration of maturity of the principal of the Bonds. Consequently, the remedies of the owners of the Bonds (consisting primarily of an action in the nature of mandamus requiring the City and certain other public officials to perform the terms of the resolution for the Bonds) may have to be enforced from year to year.

Federal Funds Orders, and State Funds Legislation

Various federal executive orders, and a law (SF 481) recently enacted in Iowa which becomes effective July 1, 2018 (collectively "ICE Enforcement Initiatives"), impose requirements intended to ensure compliance with the federal immigration detainment processes. The ICE Enforcement Initiatives impose various penalties for non-compliance, including the loss of state and/or federal funding under certain circumstances. Rules to administer SF481 in Iowa have yet to be drafted. The loss of state and/or federal funds in any significant amount could negatively impact the City's overall financial position and may affect its rating. However, the Bonds are secured by a debt service levy upon real property in the jurisdictional limits of the City, and are not secured by state or federal funds. Iowa Code section 76.2 provides that when an Iowa political subdivision issues general obligation bonds, "the governing authority of these political subdivisions before issuing bonds shall, by resolution, provide for the assessment of an annual levy upon all the taxable property in the political subdivision sufficient to pay the interest and principal of the bonds within a period named not exceeding twenty years. A certified copy of this resolution shall be filed with the county auditor or the auditors of the counties in which the political subdivision is located; and the filing shall make it a duty of the auditors to enter annually this levy for collection from the taxable property within the boundaries of the political subdivision until funds are realized to pay the bonds in full."

Other Factors

An investment in the Bonds involves an element of risk. The foregoing is intended only as a summary of certain risk factors attendant to an investment in the Bonds. In order for potential investors to identify risk factors and make an informed investment decision, potential investors should become thoroughly familiar with this entire Official Statement and the Appendices hereto.

THE CITY

The City is located in north central Iowa and was incorporated in 1875 under the laws of the State of Iowa (the "State"), later amended in July 1975, under the City Home Rule Act. The City is situated between Mason City (within 10 miles), and Charles City (within 20 miles). The City is approximately 2.2 square miles with a 2010 Census population of 1,431.

City Organization and Services

The City operates under the Mayor-Council form of government with an appointed Administrator. The Mayor and Council Members elected on a non-partisan basis. The Mayor and Council are elected for four year terms. The City provides residents with the following services: public safety, public works, health and social services, culture and recreation, community and economic development, general government. The City also has municipal water, sewer and solid waste utility systems which are governed by the City Council.

The City has 4 full-time employees and 44 part-time and/or seasonal. Of the 4 full-time employees, 2 are police officers. In addition, the city has 20 volunteer fire fighters.

Community Life

The are a number of recreational opportunities in the City. The City operates an Aquatic Center, several parks, and the Shell Rock River runs through the City.

Education

Public education to the City is provided by the Central Springs Community School District (the "District"), with certified enrollment of 815 for Fiscal Year 2017-18. There are approximately 62 full and part-time employees of the District. Four schools make up the District: two elementary schools, one middle school, and one senior high school. Four-year college programs and vocational training are available throughout the area including Waldorf University, Wartburg College, and North Iowa Area Community College.

Transportation

The City is located in north central Iowa about 10 miles east of the Mason City micropolitan area. Highways serving the area include State Highway No. 27 and U.S. Highway No. 18. Interstate Highway No. 35 is located approximately 20 miles to the west. In addition to rail service and motor carrier transportation, commercial air service is available in Mason City, 10 miles west.

SOCIOECONOMIC INFORMATION

The following demographic information is for the City. Additional comparisons are made with Floyd County (the "County") and the State. Approximately 99% of the City's taxable valuation is located in the County.

Population

The following table reflects population trends for the City, the County and the State.

Population Comparison(1)

	The	Percent	The	Percent	The	Percent
<u>Year</u>	City	<u>Change</u>	County	<u>Change</u>	State	<u>Change</u>
1970	1,337	n/a	19,860	n/a	2,824,376	n/a
1980	1,572	17.58%	19,597	(1.32%)	2,913,808	3.17%
1990	1,505	(4.26%)	17,058	(12.96%)	2,776,755	(4.70%)
2000	1,532	1.79%	16,900	(0.93%)	2,926,324	5.39%
2010	1,431	(6.59%)	16,303	(3.53%)	3,046,355	4.10%

Note: (1) Source: U.S. Bureau of the Census.

Employment

Following is a list of large employers located in the County and surrounding area.

Major Area Employers(1)

			Approximate
<u>Location</u>	<u>Name</u>	Product/Service	Employment
Mason City	Mercy Medical Center - North Iowa	Health Care	2,600
Mason City	Curries Doors Co	Steel Doors and Frames	600
Mason City	Mason City Community School District	Education	595
Charles City	Zoetis, Inc	Animal Health Products	420
Mason City	Principal Financial Group	Financial Services	400
Charles City	Cambrex Charles City, Inc	Pharmaceutical Services	370
Mason City	Graham Mfg. Corp	Wooden Door Manufacturer	300
Mason City	Smithfield Foods	Meat Packing and Processing	300
Mason City	City of Mason City	Government	250
Cerro Gordo County	Cerro Gordo County	Government	240
Mason City	ASSA ABLOY Door Group	Wooden Door Manufacturer	220
Mason City	Kraft Heinz Foods Co	Food Processor	200

Note: (1) Source: Area Chamber of Commerce, selected telephone surveys and the 2018 Manufacturers' News Inc.

The following tables show employment by industry and by occupation for the City, the County and the State as reported by the U.S. Census Bureau 2012 - 2016 American Community Survey 5-year estimated values.

Employment By Industry(1)

	The	The City The County		The State		
Classification	<u>Number</u>	Percent	<u>Number</u>	Percent	Number	Percent
Agriculture, forestry, fishing and hunting, and mining	29	3.3%	580	7.2%	61,676	3.9%
Construction	110	12.7%	545	6.8%	98,744	6.2%
Manufacturing	123	14.2%	1,652	20.5%	241,775	15.2%
Wholesale trade	64	7.4%	262	3.3%	45,637	2.9%
Retail trade	90	10.4%	1,088	13.5%	184,920	11.7%
Transportation and warehousing, and utilities	35	4.0%	318	3.9%	73,083	4.6%
Information	15	1.7%	185	2.3%	27,781	1.8%
Finance and insurance, and real estate and rental and leasing	69	7.9%	491	6.1%	120,220	7.6%
Professional, scientific, and management, and administrative and						
waste management services	42	4.8%	348	4.3%	114,113	7.2%
Educational services, and health care and social assistance	239	27.5%	1,646	20.4%	386,743	24.4%
Arts, entertainment, and recreation, and accommodation and						
food services	13	1.5%	439	5.4%	115,726	7.3%
Other services, except public administration	16	1.8%	312	3.9%	67,384	4.2%
Public administration	23	2.6%	<u> 190</u>	2.4%	49,376	3.1%
Total	868	100.0%	8,056	100.0%	1,587,178	100.0%

Note: (1) Source: U. S. Bureau of the Census, American Community Survey 5-Year Estimates from 2012 - 2016.

Employment By Occupation(1)

	The City		The County		The State	
<u>Classification</u>	Number	Percent	<u>Number</u>	Percent	Number	Percent
Management, business, science, and arts occupations	293	33.8%	2,739	34.0%	554,422	34.9%
Service occupations	106	12.2%	1,042	12.9%	261,576	16.5%
Sales and office occupations	195	22.5%	1,990	24.7%	364,658	23.0%
Natural resources, construction, and maintenance occupations	130	15.0%	901	11.2%	148,783	9.4%
Production, transportation, and material moving occupations	<u>144</u>	16.6%	<u>1,384</u>	17.2%	257,739	16.2%
Total	868	100.0%	8,056	100.0%	1,587,178	100.0%

Note: (1) Source: U. S. Bureau of the Census, American Community Survey 5-Year Estimates from 2012 - 2016.

The annual average unemployment rates for the City are not available. The following table shows the annual average unemployment rates the County, the State and the United States.

Annual Average Unemployment Rates(1)(2)

Calendar	The	The	United
<u>Year</u>	County	State	States
2008	5.9%	4.2%	5.8%
2009		6.4%	9.3%
2010		6.0%	9.6%
2011	6.5%	5.5%	8.9%
2012	6.2%	5.0%	8.1%
2013	5.5%	4.7%	7.4%
2014	4.5%	4.3%	6.2%
2015	3.8%	3.8%	5.3%
2016		3.7%	4.9%
2017	3.2%	3.1%	4.4%
2018(3)	3.0%	2.8%	3.9%

Notes: (1) Source: Iowa Workforce Development and U.S. Bureau of Labor Statistics.

(2) Not seasonally adjusted.

(3) Preliminary rates for the month of April, 2018.

Housing

The U.S. Census Bureau 5-year estimated values reported that the median value of the City's owner-occupied homes was \$92,900. This compares to \$104,600 for the County and \$132,800 for the State. The following table represents the five year average market value of specified owner-occupied units for the City, the County and the State at the time of the 2012 - 2016 American Community Survey.

Home Values(1)

	The City		The C	ounty	The State	
<u>Value</u>	Number	Percent	<u>Number</u>	Percent	Number	Percent
Less than \$50,000	71	13.1%	591	12.0%	94,855	10.7%
\$50,000 to \$99,999	255	46.9%	1,753	35.6%	210,180	23.8%
\$100,000 to \$149,999	132	24.3%	967	19.6%	198,528	22.5%
\$150,000 to \$199,999	29	5.3%	728	14.8%	151,979	17.2%
\$200,000 to \$299,999	33	6.1%	635	12.9%	139,989	15.9%
\$300,000 to \$499,999	4	0.7%	109	2.2%	65,586	7.4%
\$500,000 to \$999,999	17	3.1%	139	2.8%	17,262	2.0%
\$1,000,000 or more	3	0.6%	3	0.1%	4,740	0.5%
Total	544	100.0%	4,925	100.0%	883,119	100.0%

Note: (1) Source: U.S. Bureau of the Census, American Community Survey 5-year estimates 2012 - 2016.

Mortgage Status(1)

	The City		The C	County	The State	
Mortgage Status	Number	Percent	Number	Percent	Number	Percent
Housing units with a mortgage	364	66.9%	2,752	55.9%	537,848	60.9%
Housing units without a mortgage	<u>180</u>	33.1%	<u>2,173</u>	44.1%	345,271	39.1%
Total	544	100.0%	4,925	100.0%	883,119	100.0%

Note: (1) Source: U.S. Bureau of the Census, American Community Survey 5-year estimates 2012 - 2016.

Income

The U.S. Census Bureau 5-year estimated values reported that the City had a median family income of \$62,639. This compares to \$60,126 for the County and \$69,419 for the State. The following table represents the distribution of family incomes for the City, the County and the State at the time of the 2012 - 2016 American Community Survey.

Family Income(1)

	The City		The C	County	The State	
<u>Income</u>	Number	Percent	Number	Percent	Number	Percent
Less than \$10,000	14	3.3%	88	2.0%	26,246	3.3%
\$10,000 to \$14,999	8	1.9%	147	3.3%	17,702	2.2%
\$15,000 to \$24,999	26	6.1%	438	9.8%	48,901	6.1%
\$25,000 to \$34,999	56	13.1%	415	9.3%	64,651	8.1%
\$35,000 to \$49,999	56	13.1%	703	15.7%	104,560	13.1%
\$50,000 to \$74,999	92	21.5%	1,054	23.5%	173,454	21.7%
\$75,000 to \$99,999	78	18.3%	601	13.4%	138,749	17.4%
\$100,000 to \$149,999	73	17.1%	719	16.0%	141,473	17.7%
\$150,000 to \$199,999	24	5.6%	173	3.9%	45,120	5.6%
\$200,000 or more	0	0.0%	<u> 146</u>	3.3%	37,808	4.7%
Total	427	100.0%	4,484	100.0%	798,664	100.0%

Note: (1) Source: U.S. Bureau of the Census, American Community Survey 5-year estimates 2012 to 2016.

The U.S. Census Bureau 5-year estimated values reported that the City had a median household income of \$46,161. This compares to \$46,406 for the County and \$54,570 for the State. The following table represents the distribution of household incomes for the City, the County and the State at the time of the 2012 - 2016 American Community Survey.

Household Income(1)

	The City		The C	The County		State
<u>Income</u>	Number	Percent	Number	Percent	Number	Percent
Less than \$10,000	19	2.8%	493	7.2%	75,624	6.1%
\$10,000 to \$14,999	35	5.2%	395	5.7%	60,809	4.9%
\$15,000 to \$24,999	80	12.0%	875	12.7%	126,359	10.2%
\$25,000 to \$34,999	106	15.8%	764	11.1%	129,439	10.4%
\$35,000 to \$49,999	112	16.7%	1,075	15.6%	175,853	14.2%
\$50,000 to \$74,999	137	20.5%	1,458	21.2%	246,562	19.8%
\$75,000 to \$99,999	78	11.7%	679	9.9%	172,210	13.9%
\$100,000 to \$149,999	75	11.2%	788	11.4%	162,741	13.1%
\$150,000 to \$199,999	24	3.6%	203	2.9%	49,988	4.0%
\$200,000 or more	3	0.4%	<u>161</u>	2.3%	43,056	3.5%
Total	669	100.0%	6,891	100.0%	1,242,641	100.0%

Note: (1) Source: U.S. Bureau of the Census, American Community Survey 5-year estimates 2012 - 2016.

Agriculture

Shown below is information on the agricultural value of the County and the statewide average.

Average Value Per Acre(1)

	2013	2014	2015	2016	2017
Average Value Per Acre:		·			
Cerro Gordo County	\$10,020	\$8,621	\$7,974	\$7,504	\$7,703
Floyd County	9,863	8,539	7,808	7,323	7,512
State of Iowa	8,716	7,943	7,633	7,183	7,326

Note: (1) Source: Cooperative Extension Service - Iowa State University.

Local Option Sales Tax

The City approved a 1% local option sales and service tax ("Local Option Tax") at a special referendum. The Local Option Tax for the City became effective October 1, 1996 and was renewed by the citizens on November 8, 2005. The City's Local Option Tax referendum question stated that proceeds of such tax would be designated 100% for any essential city purpose of the City as determined by the City Council.

Once approved, a Local Option Tax can only be repealed through a public referendum at which a majority voting approve the repeal or tax rate change. Contiguous municipalities are one unit for this purpose. If a Local Option Tax is not imposed county-wide, then the question of repeal is voted upon only by voters in such areas of a county where the tax has been imposed. A Local Option Tax may not be repealed within one year of the effective date.

The State of Iowa Department of Revenue (the "Department") administers collection and disbursement of all local option sales and services taxes in conjunction with administration of the State-wide sales, services and use tax presently assessed at 6%. The Department is required by statute to remit at least 95% of the estimated tax receipts to a county board of supervisors (for taxes imposed in unincorporated areas) and to each incorporated city. Such remittances are on a monthly basis. Once a year the Department reconciles its monthly estimated payments and makes an adjustment payment or debit at the November 10 payment date. Remittance of collections within a county are based upon the following statutory formula for county-wide collections:

75 percent: Based on a pro rata share of population (the most recent certified federal census) of those incorporated or unincorporated areas in a county which

have approved a Local Option Tax.

25 percent:

Based on a pro rata share of total property tax dollars levied during the three year period beginning July 1, 1982, through June 30, 1985, for those incorporated or unincorporated areas of a county which have approved a Local Option Tax.

Local Option Taxes are based on the same sales currently taxed by the state-wide 6% sales and services tax, with the present statutory exceptions of (i) certain sales of motor fuel or special fuel as defined in Chapter 452A, (ii) the rental of rooms, apartments or sleeping quarters taxed under Chapter 423A (hotel/motel tax) during the period the hotel/motel tax is imposed, (iii) the sale of natural gas or electric energy in a city or county where the gross receipts are subject to a franchise fee or user fee during the period the franchise or user fee is imposed, (iv) the sales price from a pay television service consisting of a direct-to-home satellite service, (v) the sale of equipment by the State Department of Transportation or (vi) certain construction-related equipment and other items.

The following table shows the trend of City Local Option tax receipts.

Local Option Tax Receipts(1)

	Local	
Fiscal Year	Option Sales Tax	Percent
Ending June 30	Receipts(2)	Change +(-)
2009	\$113,609	n/a
2010	111,227	(2.10%)
2011	114,091	2.58%
2012	145,194	27.26%
2013	118,351	(18.49%)
2014	114,121	(3.57%)
2015	114,570	0.39%
2016	124,011	8.24%
2017	125,180	0.94%
2018	121,133(3)	(3.23%)

Notes:

- (1) Source: Iowa Department of Revenue.
- (2) Includes a reconciliation payment in November attributable to the previous fiscal year.
- (3) Collections received or expected to be received, not including any allowance for the reconciliation payment.

Retail Sales

The Department of Revenue of the State of Iowa provides retail sales figures based on sales tax reports for years ending June 30. The Department of Revenue figures provide recent data to confirm trends in retail sales activity in the City. The following amounts exclude the City's Local Option Tax.

Retail Taxable Sales(1)

Fiscal Year	Taxable	Annual Percent
Ending June 30	Sales	<u>Change + (-)</u>
2008(2)	\$5,395,561	n/a
2009	5,603,911	3.86%
2010	5,463,386	(2.51%)
2011	5,638,843	3.21%
2012	5,821,714	3.24%
2013	6,059,352	4.08%
2014	5,949,041	(1.82%)
2015	5,734,949	(3.60%)
2016	5,946,116	`3.68%
2017	5,937,396	(0.15%)

Notes: (1) Source: the Iowa Department of Revenue.

(2) Fiscal year 2008 amounts reflect a year ending March 31st.

THE PROJECT

The proceeds of the Bonds will be used to: (i) pay the costs of constructing street, water system, and sanitary sewer system improvements, (ii) construct a pedestrian bridge, (iii) construct, furnish, and equip a municipal swimming pool, and (iv) pay the costs of issuing the Bonds.

DEFAULT RECORD

The City has no record of default and has met its debt repayment obligations promptly.

SHORT-TERM BORROWING

The City has not issued tax anticipation warrants or revenue anticipation notes during the last five years to meet its short-term current year cash flow requirements.

DEBT INFORMATION

After issuance of the Bonds, the City will have outstanding \$640,000* principal amount of general obligation debt.

The City has a general obligation legal debt limit equal to 5% of Actual Valuation. For the January 1, 2017 Actual Valuation of \$62,318,297 (including tax increment valuation and excluding military exemption valuation) applied to fiscal year 2017/18, the total limit is \$3,115,915. Including the Bonds, the estimated principal amount of bonded and non-bonded debt applicable to this limit is \$640,000*, resulting in a net legal debt margin of \$2,475,915*.

The City does not expect to issue any additional general obligation debt in calendar year 2018.

Summary of Outstanding General Obligation Bonded Debt(1) (Principal Only)

The Bonds(2)	\$640,000
Total(2)	\$640,000

Notes: (1) Source: the City.

(2) Subject to change.

General Obligation Debt(1)

(Principal Only)

Year		Total General		
Ending	The	Obligation	Cumulative	Retirement(2)
June 30	Bonds(2)	Debt(2)	Amount	Percent
2019	\$140,000	\$140,000	\$140,000	21.88%
2020	145,000	145,000	285,000	44.53%
2021	90,000	90,000	375,000	58.59%
2022	95,000	95,000	470,000	73.44%
2023	95,000	95,000	565,000	88.28%
2024	15,000	15,000	580,000	90.63%
2025	15,000	15,000	595,000	92.97%
2026	15,000	15,000	610,000	95.31%
2027	15,000	15,000	625,000	97.66%
2028	15,000	<u> 15,000</u>	640,000	100.00%
Total	\$640,000	\$640,000		

Notes: (1) Source: the City. For term bonds, mandatory redemption amounts are shown.

(2) Subject to change.

^{*}Subject to change.

Statement of Bonded Indebtedness(1)(2)

City Actual Value, January 1, 2017	\$62,318,297
City Taxable Value, January 1, 2017	\$37.084.076

Per Canita

		Ap	plicable	Ratio to City	Ratio to City	(2010 Pop.
	Total	Percent	Amount	Actual Value	Taxable Value	1,431)
Direct Bonded Debt(3)	\$ 640,000	100.00%	\$ 640,000	1.03%	1.73%	\$447.24
Overlapping Debt:						
Central Springs School District	\$ 0	9.96%	\$ 0	0.00%	0.00%	\$ 0.00
North Iowa Area Community College(4)	0	0.30%	0	0.00%	0.00%	0.00
Floyd County	12,635,000	3.94%	497,819	0.80%	1.34%	347.88
Cerro Gordo County	7,010,000	0.04%	2,804	0.04%	0.01%	1.96
Total Overlapping Bonded Debt			. \$ 500,623	0.80%	1.35%	\$349.84
Total Direct and Overlapping Bonded Debt((3)(4)		. \$1.140.623	1.83%	3.08%	\$797.08

 Per Capita Actual Value
 \$43,548.77

 Per Capita Taxable Value
 \$25,914.80

Notes:

- (1) Source: the City, Audited Financial Statements and EMMA for the County, School District and Community College.
- (2) As of the date of issuance for the Direct Bonded Debt and May 25, 2018 for Overlapping Debt.
- (3) Subject to change.
- (4) Excludes \$10,935,000 in Industrial New Jobs Training Certificates, which are expected to be paid by proceeds from anticipated job credits from withholding taxes.

PROPERTY ASSESSMENT AND TAX INFORMATION

Property Tax Assessment

In compliance with Section 441.21 of the Code of Iowa, as amended, the State Director of Revenue annually directs all county auditors to apply prescribed statutory percentages to the assessments of certain categories of real property. The final values, called Actual Valuation, are then adjusted by the County Auditor. Taxable Valuation subject to tax levy is then determined by the application of State determined rollback percentages, principally to residential property.

Beginning in 1978, the State required a reduction in Actual Valuation to reduce the impact of inflation on its residents. The resulting value is defined as the Taxable Valuation. Such rollback percentages may be changed in future years. Certain historical rollback percentages for residential, multi-residential, agricultural and commercial valuations are as follows:

Percentages for Taxable Valuation After Rollbacks(1)

	Multi-	Ag Land	
Residential	Residential(2)	& Buildings	<u>Commercial</u>
45.5893%	N/A	93.8568%	100.0000%
46.9094%	N/A	66.2715%	100.0000%
48.5299%	N/A	69.0152%	100.0000%
50.7518%	N/A	57.5411%	100.0000%
52.8166%	N/A	59.9334%	100.0000%
54.4002%	N/A	43.3997%	95.0000%
55.7335%	N/A	44.7021%	90.0000%
55.6259%	86.2500%	46.1068%	90.0000%
56.9391%	82.5000%	47.4996%	90.0000%
55.6209%	78.7500%	54.4480%	90.0000%
	45.5893% 46.9094% 48.5299% 50.7518% 52.8166% 54.4002% 55.7335% 55.6259% 56.9391%	Residential Residential(2) 45.5893% N/A 46.9094% N/A 48.5299% N/A 50.7518% N/A 52.8166% N/A 54.4002% N/A 55.7335% N/A 55.6259% 86.2500% 56.9391% 82.5000%	Residential Residential(2) & Buildings 45.5893% N/A 93.8568% 46.9094% N/A 66.2715% 48.5299% N/A 69.0152% 50.7518% N/A 57.5411% 52.8166% N/A 59.9334% 54.4002% N/A 43.3997% 55.7335% N/A 44.7021% 55.6259% 86.2500% 46.1068% 56.9391% 82.5000% 47.4996%

Notes:

- (1) Source: the Iowa Department of Revenue.
- (2) New category beginning with fiscal year 2017.

Property is assessed on a calendar year basis. The assessments finalized as of January 1 of each year are applied to the following tax year. For example, the assessments finalized on January 1, 2016, are used to calculate tax liability for the tax year starting July 1, 2017 through June 30, 2018.

Property Tax Collection

Each county is required by State law to collect all tax levies within its jurisdiction and remit, before the fifteenth of each month, the amount collected through the last day of the preceding month to underlying units of government, including the City. Property tax payments are made at the office of each county treasurer in full or one-half by September 30 and March 31, pursuant to the Code of Iowa, Sections 445.36 and 445.37. Where the first half of any property tax has not been paid by October 1, such installment becomes delinquent. If the second installment is not paid, it becomes delinquent on April 1. Delinquent taxes and special assessments are subject to a penalty at the rate of one and one-half percent per month, to a maximum of eighteen percent per annum.

If taxes are not paid when due, the property may be offered at the regular tax sale on the third Tuesday of June following the delinquency date. Purchasers at the tax sale must pay an amount equal to the taxes, special assessments, interest and penalties due on the property, and funds so received are applied to the payment of taxes. A property owner may redeem from the regular tax sale, but failing redemption within two years, the tax sale purchaser is entitled to a deed which in general conveys the title free and clear of all liens except future installments of taxes.

Actual (100%) Valuations for the City(1)

						Preliminary
	Fiscal Year:	2014/15	2015/16	2016/17	2017/18	2018/19
Property Class	Levy Year:	2013	2014	2015	2016	2017
Residential		\$46,782,020	\$46,890,120	\$47,196,540	\$47,219,710	\$48,708,570
Agricultural		1,307,040	1,299,170	1,276,860	1,265,680	1,057,890
Commercial		9,694,310	9,601,730	6,331,358	6,278,538	6,399,978
Industrial		76,020	76,020	76,020	76,020	76,020
Multi-residential(2)		0	0	3,191,652	3,191,652	3,209,862
Railroads		481,170	467,873	554,877	592,103	634,125
Utilities without Gas and	Electric(3)	182,895	123,332	117,004	113,613	109,071
Gas and Electric Utility(3	3)	1,321,210	1,510,634	1,693,414	1,921,493	2,246,865
Less: Military Exemption	n	(138,900)	(138,900)	(138,900)	(135, 196)	(124,084)
		\$59,705,765	\$59,829,979	\$60,298,825	\$60,523,613	\$62,318,297
Percent Change +(-)		3.77%(4)	0.21%	0.78%	0.37%	2.97%

Notes: (1) Source: Iowa Department of Management.

- (2) New Class as of January 1, 2015, previously reported as Commercial Property.
- (3) See "PROPERTY TAX INFORMATION Utility Property Tax Replacement" herein.
- (4) Based on 2012 Actual Valuation of \$57,538,878.

For the January 1, 2017 levy year, the City's Taxable Valuation was comprised of approximately 73% residential, 16% commercial, 2% agricultural, 7% multi-residential, 2% utilities and less than 1% industrial and military exemption.

Taxable ("Rollback") Valuations for the City(1)

	Fiscal Year:	2014/15	2015/16	2016/17	2017/18	Preliminary 2018/19
Property Class	Levy Year:	2013	2014	2015	2016	2017
Residential	_	\$25,449,485	\$26,133,505	\$26,253,515	\$26,886,469	\$27,092,142
Agricultural		567,249	580,757	588,715	601,192	575,999
Commercial		9,209,632	8,641,557	5,698,223	5,650,685	5,759,981
Industrial		72,220	68,418	68,418	68,418	68,418
Multi-residential(2)		0	0	2,752,801	2,633,115	2,527,765
Railroads		457,112	421,086	499,390	532,893	570,712
Utilities without Gas and	Electric(3)	182,895	123,332	117,004	113,613	109,071
Gas and Electric Utility(3	3)	549,206	530,367	546,507	542,311	504,072
Less: Military Exemption	າ	(138,900)	(138,900)	(138,900)	(135,196)	(124,084)
Total		\$36,348,899	\$36,360,122	\$36,385,673	\$36,893,500	\$37,084,076
Percent Change +(-)		4.75%(5)	0.03%	0.07%	1.40%	0.52%

Notes: (1) Source: Iowa Department of Management.

- (2) New Class as of January 1, 2015, previously reported as Commercial Property.
- (3) See "PROPERTY TAX INFORMATION Utility Property Tax Replacement" herein.
- (4) Based on 2012 Taxable Valuation of \$34,700,072.

The following shows the trend in the City's tax extensions and collections.

Tax Extensions and Collections(1)

Levy	Fiscal	Amount	Amount	Percent
<u>Year</u>	Year_	Levied	Collected(2)	Collected
2013	2014-15	\$439,793	\$424,590	96.54%
2014	2015-16	439,272	403,918	91.65%
2015	2016-17	441,086	444,785	100.84%
2016	2017-18	422,829	416,791	98.57%
2017	2018-19	413,883	In Collection	1

Notes: (1) Source: the State of Iowa Department of Management and the City. Does not include Levies or Collections for Utility Replacement.

(2) Includes delinquent taxes.

Principal Taxpayers(1)

Low Voor 2017

		Levy Year 2017
Taxpayer Name	Business/Service	Taxable Valuation(2)
ABCM Corporation	Assisted Living	\$1,642,993
	Agriculture	
Bonnie Plants Inc	Agriculture/Gardening	1,132,740
Interstate Power & Light Co	Utility	504,807
Individual	Commercial	403,416
Pentri Investments LLC	Real Estate Multi-Residential	348,563
Iowa Northern Railroad Co	Railroad	289,823
DM & E Railroad	Railroad	280,889
Individual	Real Estate	264,404
Individual	Real Estate	245,333
Total		\$6,583,172
Ten Largest Taxpayers as Percent of City's 2017 Ta	xable Valuation (\$37,084,076)	17.75%

Notes: (1) Source: the Counties.

Levy Limits

Normal municipal operations and maintenance costs are generally funded through the corporate property tax levy. Iowa State Code does not allow the municipal general fund to be taxed above \$8.10 per thousand dollars of taxable value in any one year. In addition to the General Fund, there are several other tax funds that the City can create and use for specific purposes.

The property tax rates for the City from levy year 2012 through levy year 2016 are shown below:

Property Tax Rates: Levy Years 2012 - 2016(1)(2)

(Per \$1,000 Actual Valuation)

Fiscal Year:	2013/14	2014/15	2015/16	2016/17	2017/18
Levy Year:	2012	<u>2013</u>	2014	2015	2016
City:					
General Fund	\$ 8.10000	\$ 8.10000	\$ 8.10000	\$ 8.10000	\$ 8.10000
Emergency Levy	0.27000	0.27000	0.27000	0.27000	0.27000
Debt Service Fund		0.00000	0.00000	0.00000	0.00000
Employee Benefits	2.88495	3.08108	3.14569	2.69878	2.29261
Capital Improvement		0.00000	0.00000	0.00000	0.00000
Other	0.99227	0.96837	0.96727	0.87600	0.86404
Total City	\$13.02874	\$12.41945	\$12.48296	\$11.94478	\$11.52665
Floyd County	\$ 5.79888	\$ 5.57712	\$ 5.53643	\$ 5.49007	\$ 5.42426
Central Springs Community School District	11.90297	10.73475	10.45408	11.16423	10.92385
North Iowa Community College	0.66157	0.64054	0.71508	0.72094	0.71947
Other	0.76319	0.71937	0.70935	0.73529	0.76088
Total Tax Rate in Floyd County	\$32.15535	\$30.09123	\$29.89790	\$30.05531	\$29.35511

Notes: (1) Source: Iowa Department of Management.

(2) Does not include the tax rate for agriculture.

⁽²⁾ Every effort has been made to seek out and report the largest taxpayers. However, many of the taxpayers listed contain multiple parcels and it is possible that some parcels and their valuations have been overlooked. The 2017 taxable valuation is the most current available.

Tax Levy Procedures

The Bonds are general obligations of the City, payable from and secured by a continuing ad valorem tax levied against all of the property valuation within the City. As part of the budgetary process each fiscal year, the City will have an obligation to request a debt service levy to be applied against all of the taxable property within the City. A failure on the part of the City to make a timely levy request or a levy request by the City that is inaccurate or is insufficient to make full payments of the debt service of the Bonds for a particular fiscal year may cause Bond holders to experience delay in the receipt of distributions of principal of and/or interest on the Bonds. In the event of a default in the payment of principal of or interest on the Bonds, there is no provision for acceleration of maturity of the principal of the Bonds. Consequently, the remedies of the owners of the Bonds (consisting primarily of an action in the nature of mandamus requiring the City and certain other public officials to perform the terms of the resolution for the Bonds) may have to be enforced from year to year.

Notwithstanding the foregoing, Iowa Code section 76.2 provides when an Iowa political subdivision issues bonds, "the governing authority of these political subdivisions before issuing bonds shall, by resolution, provide for the assessment of an annual levy upon all the taxable property in the political subdivision sufficient to pay the interest and principal of the bonds within a period named not exceeding twenty years. A certified copy of this resolution shall be filed with the county auditor or auditors of the counties in which the political subdivision is located; and the filing shall make it a duty of the auditor(s) to enter annually this levy for collection from the taxable property within the boundaries of the political subdivision until funds are realized to pay the bonds in full."

Utility Property Tax Replacement

Property owned by entities involved primarily in the production, delivery, service and sale of electricity and natural gas ("Utilities") pay a replacement tax based upon the delivery of energy by Utilities in lieu of property taxes. All replacement taxes are allocated among local taxing bodies by the State Department of Revenue and the Department of Management. This allocation is made in accordance with a general allocation formula developed by the Department of Management on the basis of general property tax equivalents. Utility properties paying the replacement tax are exempt from the levy of property tax by political subdivisions. In addition to the replacement tax, Utility property will continue to be valued by a special method as provided in the statute and taxed at the rate of three cents per one thousand dollars for the general fund of the State.

By statute, the replacement tax collected by the State and allocated among local taxing bodies (including the City) shall be treated as property tax when received and shall be disposed of by the county treasurer as taxes on real estate. It is possible that the general obligation debt capacity of the City could be adjudicated to be proportionately reduced in future years if Utility property were determined to be other than "taxable property" for purposes of computing the City's debt limit under Article XI of the Constitution of the State of Iowa. There can be no assurance that future legislation will not (i) operate to reduce the amount of debt the City can issue or (ii) adversely affect the City's ability to levy taxes in the future for the payment of the principal of and interest on its outstanding debt obligations, including the Bonds. Approximately 4% of the City's levy year 2017 taxable valuation currently is utility property.

Tax Increment Financing

The Code of Iowa currently authorizes the use of two types of tax increment financing by local taxing districts in the State of Iowa. The first type allows local governments to establish TIF districts to be established for the purposes of financing designated urban renewal projects which contribute to the urban redevelopment and economic development of the immediate area. There is no taxable valuation for this type of TIF district in the City for levy year 2017.

The second type of tax increment financing was authorized by state legislative action in the mid-1980's. The area community colleges can establish TIF districts by contract with specific local businesses and industries to provide jobs training programming for new employees of existing expanding businesses or employees of new businesses. The revenues from these job training TIF districts then retires the debt incurred from the issuance of jobs training certificates which finance the cost of jobs training programming over a maximum of ten years. Upon payment of all jobs training certificates, the district dissolves and the incremental value from the new or expanded business reverts to the general tax base. There is no current valuation for this second type of TIF district.

Legislation

From time to time, legislative proposals are pending in Congress and the Iowa General Assembly that would, if enacted, alter or amend one or more of the property tax matters described herein. It cannot be predicted whether or in what forms any of such proposals, either pending or that may be introduced, may be enacted, and there can be no assurance that such proposals will not apply to valuation, assessment or levy procedures for taxes levied by the City or have an adverse impact on the future tax collections of the City. Purchasers of the Bonds should consult their tax advisors regarding any pending or proposed federal or state tax legislation. The opinions expressed by Bond Counsel are based upon existing legislation as of the date of issuance and delivery of the Bonds and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any pending federal or state tax legislation.

During the 2013 legislative session, the Iowa General Assembly enacted Senate File 295 (the "Act"), which the Governor signed into law on June 12, 2013. Among other things, the Act (i) reduces the maximum annual taxable value growth percent, due to revaluation of existing residential and agricultural property to 3%, (ii) assigns a "rollback" (the percentage of a property's value that is subject to tax) to commercial, industrial and railroad property of 90%, (iii) creates a new property tax classification for multi-residential properties (apartments, nursing homes, assisted living facilities and certain other rental property) and assigns a declining rollback percentage to such properties for each year until the residential rollback percentage is reached in the 2022 assessment year, after which the rollback percentage for such properties will be equal to the residential rollback percentage each assessment year, and (iv) exempts a specified portion of the assessed value of telecommunication properties.

The Act includes a standing appropriation to replace some of the tax revenues lost by local governments, including tax increment districts, resulting from the new rollback for commercial and industrial property. Beginning in fiscal year 2018 the standing appropriation cannot exceed the actual 2017 appropriation amount. The appropriation does not replace losses to local governments resulting from the Act's provisions that reduce the annual revaluation growth limit for residential and agricultural properties to 3%, the gradual transition for multi-residential properties from the residential rollback percentage (currently 53% of market value), or the reduction in the percentage of telecommunications property that is subject to taxation.

Given the wide scope of the statutory changes, and the State's discretion in establishing the annual replacement amount that is appropriated each year commencing in fiscal 2018, the impact of the Act on the City's future property tax collections is uncertain and the City has not attempted to quantify the financial impact of the Act's provisions on the City's future operations. It has been projected by Moody's Investor Service that local governments in Iowa are likely to experience sizeable reductions in tax revenues collected starting in fiscal 2018¹. According to Moody's, local governments that may experience disproportionately higher revenue losses include regions that have a substantial commercial base, a large share of multi-residential developments (such as college towns), or significant amounts of telecommunications property.

Notwithstanding any decrease in property tax revenues that may result from the Act, Iowa Code section 76.2 provides that when an Iowa political subdivision issues bonds, "[t]he governing authority of these political subdivisions before issuing bonds shall, by resolution, provide for the assessment of an annual levy upon all the taxable property in the political subdivision sufficient to pay the interest and principal of the bonds within a period named not exceeding twenty years. A certified copy of this resolution shall be filed with the county auditor or the auditors of the counties in which the political subdivision is located; and the filing shall make it a duty of the auditors to enter annually this levy for collection from the taxable property within the boundaries of the political subdivision until funds are realized to pay the bonds in full."

¹ US Public Finance Weekly Credit Outlook, May 30, 2013, Moody's Investors Service.

From time to time, other legislative proposals may be considered by the Iowa General Assembly that would, if enacted, alter or amend one or more of the property tax matters described in this Official Statement. It cannot be predicted whether or in what forms any of such proposals may be enacted, and there can be no assurance that such proposals will not apply to valuation, assessment or levy procedures for the levy of taxes by the City.

FINANCIAL INFORMATION

Financial Reports

The City is not required to undergo an annual audit and its last audit was for the fiscal year ended June 30, 2009. The City's financial statements are completed on the basis of cash receipts and disbursements, which is a comprehensive basis of accounting other than generally accepted accounting principles. The City is required to file a Financial Report annually with the State of Iowa; see **APPENDIX A** for a copy of this Financial Report from the City's fiscal year ended June 30, 2017.

Summary Financial Information

The following tables are summaries and do not purport to be the complete audits, copies of which are available upon request. See **APPENDIX A** for the City's Financial Report filed with the State for fiscal year ended June 30, 2017. The City's expects its General Fund balance for the fiscal year ending June 30, 2018 to remain the same as fiscal year 2017. The City has approved a budget for fiscal year 2019 with an anticipated decrease to the General Fund balance of approximately \$50,000.

Statement of Cash Receipts, Disbursements and Changes in Cash Balances(1) General Fund

	\$289,600 \$295,268 \$323,397 \$31 38,321 47,755 18,165 1 1,555 1,208 1,267 3,275 3,609 4,120 152,636 85,932 66,952 3 72,900 93,971 107,267 15 9,739 21,248 4,241 \$568,026 \$548,991 \$525,409 \$61 \$122,226 \$118,574 \$147,608 \$11 59,452 68,299 67,757 66 0 0 2,145 171,517 144,079 125,067 14 301 4,750 330 85,787 83,631 89,333 12 50,019 14,161 0 \$489,302 \$433,494 \$432,240 \$46 \$78,724 \$115,497 \$93,169 \$15 \$23,249 \$9,649 \$55,757 \$ \$101,973 \$125,146 \$148,926 \$15 634,575 736,548 861,694 1,01				
	2014	2015	2016	2017	
REVENUES:					
Property Taxes	\$289,600	\$295,268	\$ 323,397	\$ 313,486	
Other City Taxes	38,321	47,755	18,165	18,855	
Licenses and Permits	1,555	1,208	1,267	1,359	
Use of Money and Property	3,275	3,609	4,120	4,207	
Intergovernmental	152,636	85,932	66,952	36,240	
Charges for Service	72,900	/ -	107,267	152,838	
Miscellaneous	9,739	<u>21,248</u>		90,647	
Total Receipts	<u>\$568,026</u>	<u>\$548,991</u>	<u>\$ 525,409</u>	\$ 617,632	
EXPENDITURES:					
Public Safety			, ,	+,	
Public Works	,	,	- , -	69,293	
Health and Social Services	•	•	, -	2,145	
Culture and Recreation	,	,		148,415	
Community and Economic Development		,		1,119	
General Government	, -	,	,	120,219	
Capital Projects				0	
Total Disbursements	<u>\$489,302</u>	<u>\$433,494</u>	<u>\$ 432,240</u>	\$ 460,036	
Excess (Deficiency) of Receipts					
Over (Under) Disbursement	<u>\$ 78,724</u>	<u>\$115,497</u>	<u>\$ 93,169</u>	<u>\$ 157,596</u>	
Other Financing Sources (Uses)	A 00 0 10		A 55.757		
Transfers (Net)	\$ 23,249	\$ 9,649	\$ 55,757	<u>\$ 568</u>	
Not Observe in Freed Rollings	0404.070	0405 440	0.440.000	0 450 404	
Net Change in Fund Balances	\$101,973	\$125,146	\$ 148,926	\$ 158,164	
Fried Delenes - Decimains	004 575	700 540	004.004	4 040 000(0)	
Fund Balance - Beginning				1,010,686(2)	
Fund Balance - Ending	<u>\$130,548</u>	<u>\$801,094</u>	<u>\$1,U1U,02U</u>	<u>\$1,168,850</u>	

Notes: (1) Source: The City's unaudited financial statements for the fiscal years ended June 30, 2014 through 2017.

(2) Restated

EMPLOYEE RETIREMENT AND OTHER POST EMPLOYMENT BENEFIT OBLIGATIONS

Pensions

The City also contributes to the Iowa Public Employees' Retirement System ("IPERS"), which is a state-wide multiple-employer cost-sharing defined benefit pension plan administered by the State of Iowa. IPERS provides retirement and death benefits which are established by State statute to plan members and beneficiaries. All full-time employees of the City are required to participate in IPERS. IPERS benefits are established under Iowa Code, Chapter 97B and the administrative rules thereunder. IPERS plan members are required to contribute a percentage of their annual salary, in addition to the City being required to make annual contributions to IPERS. Contribution amounts are set by State statute. The City's share is payable from the applicable funds of the City. All contributions are on a current basis.

The following table sets forth the contributions made by the City and employees to IPERS for the period indicated. The City has always made their full statutorily required contributions to IPERS. The City cannot predict the levels of funding that will be required in the future.

	% of Payroll	% of Payroll
Fiscal Year	Paid by the City	Paid by Employee
2014	8.93%	5.95%
2015	8.93%	5.95%
2016	8.93%	5.95%
2017	8.93%	5.95%
2018	8.93%	5.95%

The City cannot predict the levels of funding that will be required in the future as any IPERS unfunded pension benefit obligation could be reflected in future years in higher contribution rates. The investment of moneys, assumptions underlying the same and the administration of IPERS is not subject to the direction of the City. Thus, it is not possible to predict, control or prepare for future unfunded accrued actuarial liabilities of IPERS ("UAALs"). The UALL is the difference between total actuarially accrued liabilities and actuarially calculated assets available for the payment of such benefits. The UAAL is based on assumptions as to retirement age, mortality, projected salary increases attributed to inflation, across-the-board raises and merit raises, adjustments, cost-of-living adjustments, valuation of current assets, investment return and other matters. Such UAAL could be substantial in the future, requiring significantly increased contributions from the City which could affect other budgetary matters.

The following table sets forth certain information about the funding status of IPERS that has been extracted from the comprehensive annual financial reports of IPERS for fiscal years noted below (collectively, the "IPERS CAFRs). A complete copy of the Reports can be obtained by visiting IPERS website at: http://www.ipers.org.

			Uı	nfunded Actuarial	Funded Ratio	Unfunded Actuarial	Funded Ratio		UAAL as a Percentage of
				Accrued Liability	(Actuarial	Accrued Liability	(Market		Covered
Valuation	Actuarial Value	Market Value	Actuarial Accrued	(Actuarial Value)	Value)	(Market Value)	Value)	Covered	(Actuarial Value)
<u>Date</u>	of Assets [a]	of Assets [b]	Liability [c]	[c]-[a]	[a]/[c]	[c]-[b]	[b]/[c]	Payroll [d]	{[b-a]/[c]}
2013	\$24,711,096,187	\$24,756,663,715	\$30,498,342,320	\$5,787,246,133	81.02%	\$5,741,678,605	81.17%	\$6,880,131,13	4 84.12%
2014	26,460,428,085	28,038,549,893	32,004,456,088	5,544,028,003	82.68%`	3,965,906,195	87.61%	7,099,277,28	0 78.09%
2015	27,915,379,103	28,429,834,829	33,370,318,731	5,454,939,628	83.65%	4,940,483,902	85.19%	7,326,348,14	1 74.46%
2016	29,033,696,587	28,326,433,656	34,619,749,147	5,586,052,560	83.86%	6,293,315,491	81.82%	7,556,515,72	0 73.92%
2017	30,472,423,914	30,779,116,326	37,440,382,029	6,967,958,115	81.39%	6,661,265,703	82.21%	7,863,160,44	3 88.62%

Source: IPERS Reports.

According to IPERS, the market value investment return on program assets is as follows:

Fiscal Year	
Ended	Investment
<u>June 30</u>	Return %
2013	10.12%
2014	15.88%
2015	3.96%
2016	2.15%
2017	11.70%

Source: IPERS Reports

Bond Counsel, the City and the Municipal Advisor undertake no responsibility for and make no representations as to the accuracy or completeness of the information available from the IPERS discussed above or included on the IPERS website, including, but not limited to, updates of such information on the Auditor of State's website or links to other website site or links to other websites.

Other Post-Employment Benefits (OPEB)

In June 2004, the Governmental Accounting Standards Board ("GASB") issued GASB 45, which address how state and local governments are required to account for and report their costs and obligations related to other post-employment benefits ("OPEB"), defined to include post-retirement healthcare benefits. GASB 45 Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pension establishes financial reporting standards designed to measure, recognize and display OPEB costs. OPEB costs would become measurable on an accrual basis of accounting, and contribution rates (actuarially determined) would be prescribed for funding such costs. The provisions of GASB 45 do not require governments to fund their OPEBs. The City may establish its OPEB liability at zero as of the beginning of the initial year of implementation; however the unfunded actuarial liability is required to be amortized over future periods.

REGISTRATION, TRANSFER AND EXCHANGE

See also **APPENDIX B - BOOK-ENTRY SYSTEM** for information on registration, transfer and exchange of book-entry bonds. The Bonds will be initially issued as book-entry bonds.

The City shall cause books (the "Bond Register") for the registration and for the transfer of the Bonds to be kept at the principal office maintained for the purpose by the Bond Registrar in Des Moines, Iowa. The City will authorize to be prepared, and the Bond Registrar shall keep custody of, multiple bond blanks executed by the City for use in the transfer and exchange of Bonds.

Any Bond may be transferred or exchanged, but only in the manner, subject to the limitations, and upon payment of the charges as set forth in the Bond Resolution. Upon surrender for transfer or exchange of any Bond at the principal office maintained for the purpose by the Bond Registrar, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Bond Registrar and duly executed by the registered owner or such owner's attorney duly authorized in writing, the City shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the registered owner, transferee or transferees (as the case may be) a new fully registered Bond or Bonds of the same maturity and interest rate of authorized denominations, for a like aggregate principal amount.

The execution by the City of any fully registered Bond shall constitute full and due authorization of such Bond, and the Bond Registrar shall thereby be authorized to authenticate, date and deliver such Bond, provided, however, the principal amount of outstanding Bonds of each maturity authenticated by the Bond Registrar shall not exceed the authorized principal amount of Bonds for such maturity less Bonds previously paid.

The Bond Registrar shall not be required to transfer or exchange any Bond following the close of business on the fifteenth day of the month next preceding an interest payment date on such bond (known as the record date), nor to transfer or exchange any Bond after notice calling such Bond for redemption has been mailed, nor during a period of fifteen days next preceding mailing of a notice of redemption of any Bonds.

The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of the principal of or interest on any Bonds shall be made only to or upon the order of the registered owner thereof or such owner's legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of Bonds, but the City or the Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Bonds except in the case of the issuance of a Bond or Bonds for the unredeemed portion of a bond surrendered for redemption.

TAX EXEMPTION AND RELATED CONSIDERATIONS

Tax Exemption

The opinion of Bond Counsel will state that under present laws and rulings, interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed under the Internal Revenue Code of 1986 (the "Code"), provided, however that such interest must be taken into account in determining adjusted current earnings for the purpose of computing the alternative minimum tax imposed on corporations for taxable years beginning before January 1, 2018.

The opinions set forth in the preceding sentence will be subject to the condition that the City comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be, or continue to be, excluded from gross income for federal income tax purposes. Failure to comply with certain of such requirements may cause the inclusion of interest on the Bonds in gross income for federal income tax purposes to be retroactive to the date of issuance of the Bonds. In the resolution authorizing the issuance of the Bonds, the City will covenant to comply with all such requirements.

There may be certain other federal tax consequences to the ownership of the Bonds by certain taxpayers, including without limitation, corporations subject to the branch profit tax, financial institutions, certain insurance companies, certain S corporations, individual recipients of Social Security and Railroad Retirement benefits and taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry tax-exempt obligations. Bond Counsel will express no opinion with respect to other federal tax consequences to owners of the Bonds. Prospective purchasers of the Bonds should consult with their tax advisors as to such matters.

Proposed Changes in Federal Tax Law

From time to time, there are Presidential proposals, proposals of various federal committees, and legislative proposals in the Congress that, if enacted, could alter or amend the federal and state tax matters referred to herein or adversely affect the marketability or market value of the Bonds or otherwise prevent holders of the Bonds from realizing the full benefit of the tax exemption of interest on the Bonds. Further, such proposals may impact the marketability or market value of the Bonds simply by being proposed. No prediction is made whether such provisions will be enacted as proposed or concerning other future legislation affecting the tax treatment of interest on the Bonds. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value, marketability or tax status of the Bonds. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Bonds would be impacted thereby.

Purchasers of the Bonds should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based upon existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any proposed or pending legislation, regulatory initiatives or litigation.

Qualified Tax-Exempt Qualification

In the resolutions authorizing the issuance of the Bonds, the City will designate the Bonds as "qualified tax exempt obligations" within the meaning of Section 265(b)(3) of the Code relating to the ability of financial institutions to deduct from income for federal income tax purposes a portion of the interest expense that is allocable to tax-exempt obligations. In the opinion of Bond Counsel, the Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code.

Original Issue Premium

The Bonds maturing in the years _____ are being issued at a premium to the principal amount payable at maturity. Except in the case of dealers, which are subject to special rules, Bondholders who acquire the Bonds at a premium must, from time to time, reduce their federal tax bases for the Bonds for purposes of determining gain or loss on the sale or payment of such Bonds. Premium generally is amortized for federal income tax purposes on the basis of a bondholder's constant yield to maturity or to certain call dates with semiannual compounding. Bondholders who acquire any Bonds at a premium might recognize taxable gain upon sale of the Bonds, even if such Bonds are sold for an amount equal to or less than their any original cost. Amortized premium is not deductible for federal income tax purposes. Bondholders who acquire any Bonds at a premium should consult their tax advisors concerning the calculation of bond premium and the timing and rate of premium amortization, as well as the state and local tax consequences of owning and selling the Bonds acquired at a premium.

Original Issue Discount

The Bonds maturing in the years _____ (collectively, the "Discount Bonds") are being sold at a discount from the principal amount payable on such Bonds at maturity. The difference between the price at which a substantial amount of the Discount Bonds of a given maturity is first sold to the public (the "Issue Price") and the principal amount payable at maturity constitutes "original issue discount" under the Code. The amount of original issue discount that accrues to a holder of a Discount Bond under section 1288 of the Code is excluded from federal gross income to the same extent that stated interest on such Discount Bond would be so excluded. The amount of the original issue discount that accrues with respect to a Discount Bond under section 1288 is added to the owner's federal tax basis in determining gain or loss upon disposition of such Discount Bonds (whether by sale, exchange, redemption or payment at maturity).

Interest in the form of original issue discount accrues under section 1288 pursuant to a constant yield method that reflects semiannual compounding on dates that are determined by reference to the maturity date of the Discount Bond. The amount of original issue discount that accrues for any particular semiannual accrual period generally is equal to the excess of (1) the product of (a) one-half of the yield on such Discount Bonds (adjusted as necessary for an initial short period) and (b) the adjusted issue price of such Discount Bonds, over (2) the amount of stated interest actually payable. For purposes of the preceding sentence, the adjusted issue price is determined by adding to the Issue Price for such Discount Bonds the original issue discount that is treated as having accrued during all prior semiannual accrual periods. If a Discount Bond is sold or otherwise disposed of between semiannual compounding dates, then the original issue discount that would have accrued for that semiannual accrual period for federal income tax purposes is allocated ratably to the days in such accrual period.

An owner of a Discount Bond who disposes of such Discount Bond prior to maturity should consult owner's tax advisor as to the amount of original issue discount accrued over the period held and the amount of taxable gain or loss upon the sale or other disposition of such Discount Bond prior to maturity.

Owners who purchase Discount Bonds in the initial public offering but at a price different than the Issue Price should consult their own tax advisor with respect to the tax consequences of the ownership of Discount Bonds.

The Code contains provisions relating to the accrual of original issue discount in the case of subsequent purchasers of bond such as the Discount Bonds. Owners who do not purchase Discount Bonds in the initial offering should consult their own tax advisors with respect to the tax consequences of the ownership of the Discount Bonds.

Original issue discount that accrues in each year to an owner of a Discount Bond may result in collateral federal income tax consequences to certain taxpayers. No opinion is expressed as to state and local income tax treatment of original issue discount. All owners of Discount Bonds should consult their own tax advisors with respect to the federal, state, local and foreign tax consequences associated with the purchase, ownership, redemption, sale or other disposition of Discount Bonds.

SECONDARY MARKET DISCLOSURE

The aggregate principal amount of the Bonds is less than \$1,000,000. The information undertaking provisions of SEC Rule 15c2-12(b)(5) are therefore not applicable to this issue. Upon request, the City will provide annual financial statements including the comprehensive annual financial report if one is prepared.

OPTIONAL REDEMPTION

Bonds due June 1, 2019 - 2024 inclusive, are not subject to optional redemption. Bonds due June 1, 2025 - 2028, inclusive, are callable in whole or in part on any date on or after June 1, 2024, at a price of par and accrued interest. If selection by lot within a maturity is required, the Registrar shall designate the Bonds to be redeemed by random selection of the names of the registered owners of the entire annual maturity until the total amount of Bonds to be called has been reached.

If less than all of the maturity is called for redemption, the City will notify DTC of the particular amount of such maturity to be redeemed prior to maturity. DTC will determine by lot the amount of each Participant's interest in such maturity to be redeemed and each participant will then select by lot the beneficial ownership interests in such maturity to be redeemed.

Thirty days' written notice of redemption shall be given to the registered owner of the Bond. Failure to give written notice to any registered owner of the Bonds or any defect therein shall not affect the validity of any proceedings for the redemption of the Bonds. All Bonds or portions thereof called for redemption will cease to bear interest after the specified redemption date, provided funds for their redemption are on deposit at the place of payment. Written notice will be deemed completed upon transmission to the owner of record.

LITIGATION

There is no litigation of any nature now pending or threatened restraining or enjoining the issuance, sale, execution or delivery of the Bonds, or in any way contesting or affecting the validity of the Bonds or any proceedings of the City taken with respect to the issuance or sale thereof. There is no litigation now pending, or to the knowledge of the City, threatened against the City that is expected to materially impact the financial condition of the City.

LEGAL MATTERS

Legal matters incident to the authorization, issuance and sale of the Bonds and with regard to the tax-exempt status of the interest thereon (see "TAX EXEMPTION AND RELATED CONSIDERATIONS" herein) are subject to the approving legal opinion of Dorsey & Whitney LLP, Des Moines, Iowa, Bond Counsel, a form of which is attached hereto as APPENDIX C. Signed copies of the opinion, dated and premised on law in effect as of the date of original delivery of the Bonds, will be delivered to the Underwriter at the time of such original delivery. The Bonds are offered subject to prior sale and to the approval of legality of the Bonds by Bond Counsel.

The legal opinion to be delivered will express the professional judgment of Bond Counsel and by rendering a legal opinion, Bond Counsel does not become an insurer or guarantor of the result indicated by that expression of professional judgment or of the transaction or the future performance of the parties to the transaction.

Bond Counsel has not been engaged, nor has it undertaken, to prepare or to independently verify the accuracy of the Official Statement, including but not limited to financial or statistical information of the City and risks associated with the purchase of the Bonds, except Bond Counsel has reviewed the information and statements contained in the Official Statement under, "TAX EXEMPTION AND RELATED CONSIDERATIONS" and "LEGAL MATTERS", insofar as such statements contained under such captions purport to summarize certain provisions of the Internal Revenue Code of 1986, the Bonds and any opinions rendered by Bond Counsel. Bond Counsel has prepared the documents contained in APPENDIX C.

OFFICIAL STATEMENT AUTHORIZATION

This Official Statement has been authorized for distribution to prospective purchasers of the Bonds. All statements, information, and statistics herein are believed to be correct but are not guaranteed by the consultants or by the City, and all expressions of opinion, whether or not so stated, are intended only as such.

This Official Statement is not to be construed as a contract or agreement amongst the City, the Underwriter, or the holders of any of the Bonds. Any statements made in this Official Statement involving matters of opinion, whether or not expressly so stated, are intended merely as opinions and not as representations of fact. The information and expressions of opinions contained herein are subject to change without notice and neither the delivery of this Official Statement or the sale of the Bonds made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the City since the date hereof. The information contained in this Official Statement is not guaranteed.

UNDERWRITING

The Bonds were offered for sale by the City at a public, competitive sale on Tuesday, June 26, 2018. The best bi
submitted at the sale was submitted by (the "Underwriter"). The City awarded the contract for sale of the Bond
to the Underwriter at a price of \$ (reflecting the par amount of \$, plus a reoffering premium of
\$, and less an Underwriter's discount of \$). The Underwriter has represented to the City that the Bond
have been subsequently re-offered to the public initially at the yields or prices set forth in the on the cover of the Final
Official Statement

MUNICIPAL ADVISOR

The City has engaged Speer Financial, Inc. as municipal advisor (the "Municipal Advisor") in connection with the issuance and sale of the Bonds. The Municipal Advisor is a Registered Municipal Advisor in accordance with the rules of the MSRB. The Municipal Advisor will not participate in the underwriting of the Bonds. The financial information included in the Official Statement has been compiled by the Municipal Advisor. Such information does not purport to be a review, audit or certified forecast of future events and may not conform with accounting principles applicable to compilations of financial information. The Municipal Advisor is not a firm of certified public accountants and does not serve in that capacity or provide accounting services in connection with the Bonds. The Municipal Advisor is not obligated to undertake any independent verification of or to assume any responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement, nor is the Municipal Advisor obligated by the City's continuing disclosure undertaking.

CERTIFICATION

We have examined this Official Statement dated June 14, 2018, for the \$640,000* General Obligation Corporate Purpose Bonds, Series 2018, believe it to be true and correct and will provide to the purchaser of the Bonds at the time of delivery a certificate confirming to the purchaser that to the best of our knowledge and belief, information in the Official Statement was at the time of acceptance of the bid for the Bonds and, including any addenda thereto, was at the time of delivery of the Bonds true and correct in all material respects and does not include any untrue statement of a material fact, nor does it omit the statement of any material fact required to be stated therein, or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

/s/ DEBORAH J. GAUL

City Administrator
CITY OF NORA SPRINGS
Floyd and Cerro Gordo Counties, Iowa

/s/ RANDY HASSMAN

Mayor
CITY OF NORA SPRINGS
Floyd and Cerro Gordo Counties, Iowa

APPENDIX A

CITY OF NORA SPRINGS FLOYD AND CERRO GORDO COUNTIES, IOWA

FINANCIAL REPORT OF THE CITY FILED WITH THE STATE OF IOWA FOR THE CITY'S FISCAL YEAR ENDED JUNE 30, 2017 7-3-2017)

STATE OF IOWA

2017 **FINANCIAL REPORT FISCAL YEAR ENDED JUNE 30, 2017**

CITY OF **NORA SPRINGS** , IOWA DUE: December 1, 2017

16203400500000 **CITY OF NORA SPRINGS 45 NORTH HAWKEYE AVE PO BOX 336** NORA SPRINGS, IA 50458

(Please correct any error in name, address, and ZIP Code)

WHEN COMPLETED, PLEASE **RETURN TO**

Mary Mosiman, CPA Office of Auditor of State **Lucas State Office Building** 321 E. 12th Street, 2nd Floor

 $\ensuremath{\mathsf{NOTE}}$ - The information supplied in this report will be shared by the lowa State Auditor's Office, the U.S. Census Bureau, various public interest groups, and State

Des Monies, IA 503 15	411 = 115	120		
	ALL FUN	DS		T
Item description	Governmental (a)	Proprietary (b)	Total actual (c)	Budget (d)
Revenues and Other Financing Sources				
Taxes levied on property	416,791		416,791	422,829
Less: Uncollected property taxes-levy year	0		0	
Net current property taxes	416,791		416,791	422,829
Delinquent property taxes	0		0	
TIF revenues	0		0	
Other city taxes	158,217	0	158,217	
Licenses and permits	1,359	0	1,359	
Use of money and property Intergovernmental	5,238 1,398,867	269,112	5,238 1,667,979	
Charges for fees and service	152,938	518,070	671,008	
Special assessments	132,938	0	071,000	
Miscellaneous	121,526	12	121,538	
Other financing sources	232,312	603,312	835,624	
Total revenues and other sources	2,487,248	1,390,506	3,877,754	
Expenditures and Other Financing Uses	, , , ,	, ,		., ,
Public safety	157,090	0	157,090	178,767
Public works	333,794	0	333,794	
Health and social services	2,145	0	2,145	
Culture and recreation	159,164	0	159,164	
Community and economic development	1,119	0	1,119	11,525
General government	138,668	0	138,668	140,074
Debt service	60,640	0	60,640	61,080
Capital projects	368,721	0	368,721	658,443
Total governmental activities				
expenditures	1,221,341	0	1,221,341	
Business type activities	0	1,311,693	1,311,693	
Total ALL expenditures	1,221,341	1,311,693	2,533,034	
Other financing uses, including transfers out	171,041	116,468	287,509	841,424
Total ALL expenditures/And				
other financing uses Excess revenues and other sources over	1,392,382	1,428,161	2,820,543	4,184,140
(Under) Expenditures/And other				
financing uses	1,094,866	-37,655	1,057,211	-430,962
illialicing uses	1,094,000	-37,033	1,007,211	-430,902
Beginning fund balance July 1, 2016	2,153,205	192,858	2,346,063	2,346,063
Ending fund balance June 30, 2017	3,248,071	155,203	3,403,274	1,915,101
Note: These heleness do not include (*				•
Note - These balances do not include \$held in Pension Trust Funds: \$		held in non-budgeted in held in Private Purpos		
held in agency funds which were not budgeted	d and are not available		e Trust fullus allu p	
more in agoney rands which were not badgete.				1
Indebtedness at June 30, 2017	Amount - Omit cents	Indebtedness a	t June 30, 2017	Amount - Omit cents
General obligation debt				
Contra Congation Cost	\$ 0	Other long-term debt		\$ 0
Revenue debt	\$ 69,000	Short-term debt		\$ 0
TIF Revenue debt	\$ 0			
		General obligation deb	at limit	\$ 3,014,941
	CERTIFICATION	General obligation der), IIIIII	3,014,941
THE FOREGOING REPORT IS C		T OF MY KNOW! FDG	SE AND BELIEF	
Signature of city clerk	ORREOT TO THE BEO	TOT WITHOUTED	Date Published/Posted	Mark (x) one
Signature of only deriv			9/29/2017	Date Published Date Posted
Printed name of city clerk	Talantini		Number	Extension
Deborah J. Gaul	Telephone -	641	749-5315	
Signature of Mayor or other City official (Name and Title)			Date signed	
DIEAGED	IIBI ICH THI	S DAGE ONLY	<u> </u>	

Part I	art I REVENUE AND OTHER FINANCING SOURCES FOR YEAR ENDED JUNE 30, 2017 CITY OF NORA SPRINGS Can't be both GAAP and NON-GAAP Indicate by entering an X in the approximately approximately and the control of the control							GAAP by entering an X	LECT ONLY ONE X in the appropriate	X NON-GAAP = CASH BASIS			
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	GRAND TOTAL (Sum of cols. (g) and (h)) Line No.		
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)		
	Section A - TAXES			_							1		
	Taxes levied on property	313,486	103,305					416,791			416,791 2		
3	Less: Uncollected property taxes - Levy year	0	0					0			0 3		
4	Net current property taxes	313,486	103,305		0	0		416,791		T01	416,791 4		
5	Delinquent property taxes							0		T01	0 5		
6	Total property tax	313,486	103,305		0	0	0	,			416,791 6		
	TIF revenues							0		T01	0 7		
	Other city taxes				•								
8	Utility tax replacement excise taxes	4,779	1,581					6,360		T15	6,360 8		
9	Utility franchise tax (Chapter 364.2, Code of Iowa)	11,746						11,746		T15	11,746 9		
10	Parimutuel wager tax							0		C30	0 10		
11	Gaming wager tax							0		C30	0 11		
12	Mobile home tax	2,330	753					3,083		T19	3,083 12		
13	Hotel/motel tax							0		T19	0 13		
14	Other local option taxes		137,028					137,028		T09	137,028 14		
15	TOTAL OTHER CITY TAXES	18,855	139,362	0	0	0	0	158,217	C)	158,217 15		
	Section B - LICENSES AND PERMITS	1,359						1,359		T29	1,359 16		
	Section C - USE OF MONEY AND PROPERTY				•						17		
18	Interest	3,553		285		746		4,584		U20	4,584 18		
19	Rents and royalties	450						450		U40	450 19		
20	Other miscellaneous use of money and property	204						204		U20	204 20		
21								0			0 21		
22	TOTAL USE OF MONEY AND PROPERTY	4,207	0	285	0	746	0	5,238	()	5,238 22		
23											23		
	Section D - INTERGOVERNMENTAL										24		
25											25		
	Federal grants and reimbursements				•						26		
27	Federal grants							0	269,112		269,112 27		
28	Community development block grants							0		B50	0 28		
29	Housing and urban development							0		B50	0 29		
30	Public assistance grants			1				0		B79	0 30		
31	Payment in lieu of taxes					ļ		0		B30	0 31		
32			47,386		_			47,386			47,386 32		
33	Total Federal grants and reimbursements	0	47,386	0	0	0	0	47,386	269,112	2	316,498 33		
34											34		
35											35		
36											36		
37											37		
38											38		
39											39		
40											40		
	und on novt none												

Continued on next page

Part I	REVENUE AND OTHER FINANCING SOURCES FOR YEAR ENDED JU	VENUE AND OTHER FINANCING SOURCES FOR YEAR ENDED JUNE 30, 2017 Continued CITY OF NORA SPRINGS							X NON-GAAP = CASH BASIS			
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	(g) and (h))	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	
	Section D - INTERGOVERNMENTAL - Continued											41
42	State shared revenues											42 43
44	Road use taxes		177,650	l				177,650		C46	177,650	44
45	rodu use taxes		177,000	I				177,000		040	177,000	45
46 47												46 47
	Other state grants and reimbursements	4.500		ı	1	11001		E4.440			=1.110	48
49	State grants	1,528	4,690			44,901		51,119		C89	51,119	49
50 51	lowa Department of Transportation lowa Department of Natural Resources							0		C89	0	50 51
52	Iowa Economic Development Authority							0		C89	0	
53	CEBA grants							0		C89	0	53
54	Commercial & Industrial Replacement Claim							0		C89	0	54
55	Commercial & industrial replacement Claim	14,180						14,180		000	14,180	55
56		,						0			0	56
57								0			0	57
58								0			0	58
59								0			0	59
60	Total state	15,708	182,340	((44,901	(242,949)	242,949	60
61												61
	Local grants and reimbursements											62
63	County contributions	16,120)					16,120			16,120	63
64	Library service							0		D89	0	64
65	Township contributions							0		D89	0	65
66	Fire/EMT service							0		D89	0	66
67	Local grants and reimbursements	4,412				1,088,000		1,092,412		D89	1,092,412	
68 69								0			0	68
70	Total local grants and reimbursements	20,532				1,088,000		1,108,532			1,108,532	69 70
70	Total local grants and reimbursements	20,552	U			1,000,000		1,100,532		J	1,100,532	70
71	TOTAL INTERGOVERNMENTAL (Sum of lines 33, 60, and 70)	36,240	229,726	C		1,132,901	(1,398,867	269,11	2	1,667,979	71
	Section E - CHARGES FOR FEES AND SERVICE	,	,						,			72
73	Water							0	240,46		240,465	73
74	Sewer							0	277,60		277,605	74
75	Electric							0		A92	0	75
76	Gas							0		A93	0	76
77	Parking							0		A6Ø	0	77
78	Airport							0		AØ1	0	78
79	Landfill/garbage	75,932						75,932		A81	75,932	79
80	Hospital							0		A36	0	80

		nued	CITT OF NOR	RA SPRINGS			X NON-GAAP = CASH BASIS					
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	GRAND TOTAL (Sum of cols. (g) and (h))	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	i '
81	Section E - CHARGES FOR FEES AND SERVICE - Continued	, ,				, ,	,		, ,		.,,	81
82	Transit							0		A94	0	82
83	Cable TV							0		T15	0	83
84	Internet							0		A03	0	84
85	Telephone							0		A03	0	85
86	Housing authority							0		A50	0	86
87	Storm water							0		A80	0	87
88	Other:											88
89	Nursing home							0		A89	0	89
90	Police service fees							0		A89	0	90
91	Prisoner care							0		A89	0	91
92	Fire service charges							0		A89	0	92
93	Ambulance charges							0		A89	0	93
94	Sidewalk street repair charges							0		A44	0	94
95	Housing and urban renewal charges							0		A5Ø	0	95
96	River port and terminal fees							0		A87	0	96
97	Public scales							0		A89	0	97
98	Cemetery charges							0		A03	0	98
99	Library charges							0		A89	0	99
100	Park, recreation, and cultural charges	76,669						76,669		A61	76,669	100
101	Animal control charges	150						150		A89	150	101
102	Other charges - Specify	87	100					187			187	102
103								0			0	103
104	TOTAL CHARGES FOR SERVICE	152,838	100	0	0	0	0	152,938	518,070		671,008	104
105												105
	Section F - SPECIAL ASSESSMENTS							0		U01	0	106
107	Section G - MISCELLANEOUS											107
	Contributions	87,908	12,950			14,577		115,435		U99	115,435	108
	Deposits and sales/fuel tax refunds							0		U99	0	109
110	Sale of property and merchandise	774						774		U11	774	
	Fines	772						772		U30	772	
	Internal service charges							0		NR	0	112
113	Other miscellaneous - Specify							0	12		12	113
114	Postage Reim.	1,193	2,202			1,150		4,545			4,545	114
115								0		-	0	115
116								0			0	116
117								0			0	117
118								0			0	118
119								0			0	119
120	TOTAL MISCELLANEOUS	90,647	15,152	0	0	15,727	0	121,526	12		121,538	120

Part I	REVENUE AND OTHER FINANCING SOURCES FOR YEAR ENDED JUI	NE 30, 2017 Cont	citinued CITY OF NORA SPRINGS					X NON-GAAP = CASH BASIS				
Line No.	Item description	General	Special revenue	TIF special revenue		Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	(g) and (h))	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	
121	TOTAL ALL REVENUES (Sum of lines 6, 7, 15,16,22 71, 104, 106, and 120)	617,632	487,645	285	0	1,149,374	C	2,254,936	787,194		3,042,130	
122												122
	Section H - OTHER FINANCING SOURCES											123
124	Proceeds of capital asset sales		191					191	5.17.00.1	NR	191	
125	Proceeds of long-term debt (Excluding TIF internal borrowing)							0	547,924		547,924	
126	Proceeds of anticipatory warrants or other short-term debt	10.000	444.007		04.000			0	FF 000	A89	0	
127	Regular transfers in and interfund loans	19,900	144,097		61,080	7.044		225,077	55,388		280,465	
128	Internal TIF loans and transfers in					7,044		7,044			7,044	
129								0			0	
130				_				0		1	0	
131	TOTAL OTHER FINANCING SOURCES	19,900	144,288	0	61,080	7,044		232,312	603,312		835,624	131
	TOTAL REVENUES except for beginning balances											
132	(Sum of lines 121 and 131)	637,532	631,933	285	61,080	1,156,418	C	2,487,248	1,390,506		3,877,754	
133												133
	Beginning fund balance July 1, 2016	1,010,686	843,796	215,057	20,964	62,702		2,153,205	192,858		2,346,063	134
135						1		1				135
	TOTAL REVENUES AND OTHER FINANCING SOURCES (Sum											
136	of lines 132 and 134)	1,648,218	1,475,729	215,342	82,044	1,219,120	C	4,640,453	1,583,364		6,223,817	
137												137
138												138
139												139
140												140
141												141
142												142
143												143
144												144
145												145
146												146
147												147
148												148
149 150												149 150
151 152												151 152
152												152
153												153
155												154
156												156
156												156
158												158
159												158
108												108

Part II	ert II EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR ENDED JUNE 30, 2017			CITY OF NORA SPRINGS				GAAP			X NON-GAAP = CASH BASIS			
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent (f)	Total governmental (Sum of cols. (a) through (f))	Proprietary (h)	Code	GRAND TOTAL (Sum of col. (g)) (i)	Line No.		
1	Section A — PUBLIC SAFETY	(a)	(0)	(0)	(u)	(6)	(1)	1 (9)	(11)		(1)	1		
2	Police department/Crime prevention — Current operation	101,974	38,245			1		140,219		E62	140,219	2		
3	Purchase of land and equipment	.0.,0	00,2.0					0		G62	0			
4	Construction							0		F62	0			
5	Jail — Current operation							0		E04	0			
6	Purchase of land and equipment							0		G04	0			
7	Construction							0		F04	0	7		
8	Emergency management — Current operation	792						792		E89	792	8		
9	Purchase of land and equipment	.,-						0		G89	0	9		
10	Flood control — Current operation							0		E59	0	10		
11	Purchase of land and equipment							0		G59	0	11		
12	Construction							0		F59	0	12		
13	Fire department — Current operation	14,869						14,869		E24	14,869	13		
14	Purchase of land and equipment	· ·						0		G24	0	14		
15	Construction							0		F24	0	+		
16	Ambulance — Current operation	1,000						1,000		E32	1,000			
17	Purchase of land and equipment	, , , , , , , , , , , , , , , , , , , ,						0		G32	0	+		
18	Building inspections — Current operation							0		E66	0	+		
19	Purchase of land and equipment							0		G66	0	19		
20	Construction							0		F66	0	20		
21	Miscellaneous protective services — Current operation	60						60		E66	60	21		
22	Purchase of land and equipment							0		G66	0	22		
23	Construction							0		F66	0	23		
24	Animal control — Current operation	150						150		E32	150	24		
25	Purchase of land and equipment							0		G32	0	25		
26	Construction							0		F32	0	26		
27	Other public safety — Current operation							0		E89	0	27		
28	Purchase of land and equipment							0		G89	0	28		
29	· ·							0			0	29		
30								0			0	30		
31								0			0	31		
32								0			0	32		
33								0			0	33		
34								0			0	34		
35								0			0			
36								0			0	36		
37								0			0	37		
38								0			0	38		
39								0			0	39		
40	TOTAL PUBLIC SAFETY	118,845	38,245			0		0 157,090			157,090	40		

Part II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR ENDED JUNE 30, 2017 Continued CITY OF NORA SPRINGS							GAAP	NON-GAAP = CASH BASIS			
Line No.	Item description	General (a)	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent (f)	Total governmental (Sum of cols. (a) through (f))	Proprietary (h)	Code	GRAND TOTAL (Sum of col. (g)) (i)	Line No.
41	Section B — PUBLIC WORKS	(u)	(6)	(0)	(u)	(0)	(1)	1 (9/	(11)		(1)	41
42	Roads, bridges, sidewalks — Current operation	3.674	233.312					236,986		E44	236,986	
43	Purchase of land and equipment	0,011	200,012					0		G44	0	43
44	Construction							0		F44	0	44
	Parking meter and off-street — Current operation							0		E60	0	45
46	Purchase of land and equipment							0		G60	0	46
47	Construction							0		F60	0	47
48	Street lighting — Current operation		26,225					26,225		E44	26,225	
49	Traffic control safety — Current operation		2,757					2,757		E44	2,757	
50	Purchase of land and equipment		_,					0		G44	0	50
51	Construction							0		F44	0	51
	Snow removal — Current operation							0		E44	0	52
53	Purchase of land and equipment							0		G44	0	53
54	Highway engineering — Current operation							0		E44	0	54
55	Purchase of land and equipment							0		G44	0	55
56	Construction							0		F44	0	56
	Street cleaning — Current operation		703					703		E81	703	
58	Purchase of land and equipment							0		G81	0	58
59	Airport (if not an enterprise) — Current operation							0		E01	0	59
60	Purchase of land and equipment							0		G01	0	60
61	Construction							0		F01	0	61
62	Garbage (if not an enterprise) — Current operation	65,619	1,504					67,123		E81	67,123	62
63	Purchase of land and equipment							0		G81	0	63
64	Construction							0		F81	0	64
65	Other public works — Current operation							0		E89	0	65
66	Purchase of land and equipment							0		G89	0	66
67	Construction							0		F89	0	67
68								0			0	68
69								0			0	69
70								0			0	70
71								0			0	71
72								0			0	72
73								0			0	73
74								0			0	74
75								0			0	75
76								0			0	76
77								0			0	77
78								0			0	78
79								0			0	79
80	TOTAL PUBLIC WORKS	69,293	264,501		0	0		333,794			333,794	80

Part II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR ENDED JUNE 30, 2017 Continued CITY OF NORA SPRINGS							GAAP	X NON-GAAP = CASH BASIS			
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent (f)	Total governmental (Sum of cols. (a) through (f))	Proprietary (h)	Code	GRAND TOTAL (Sum of col. (g)) (i)	Line No.
81	Section C — HEALTH AND SOCIAL SERVICES	(α)	(b)	(6)	(u)	(6)	(1)	1 (9)	(11)		(1)	81
82	Welfare assistance — Current operation		1]				1 0		E79	n	82
83	Purchase of land and equipment							0		G79	0	83
84	City hospital — Current operation							0		E36	0	84
85	Purchase of land and equipment							0		G36	0	85
86	Construction							0		F36	0	
87	Payments to private hospitals — Current operation							0		E36	0	87
88	Health regulation and inspections — Current operation							0		E32	0	88
89	Purchase of land and equipment							0		G32	0	89
90	Construction							0		F32	0	90
91	Water, air, and mosquito control — Current operation	2,145						2,145		E32	2,145	91
92	Purchase of land and equipment	, -						0		G32	0	92
93	Construction							0		F32	0	93
94	Community mental health — Current operation							0		E32	0	94
95	Purchase of land and equipment							0		G32	0	95
96	Construction							0		F32	0	96
97	Other health and social services — Current operation							0		E79	0	97
98	Purchase of land and equipment							0		G79	0	98
99	Construction							0		F79	0	99
100								0			0	100
101								0			0	
102								0			0	102
103	TOTAL HEALTH AND SOCIAL SERVICES	2,145	0		0	0	(2,145			2,145	103
104 105 106 107 108 109 110 111 112 113 114 115 116 117 118 119												104 105 106 107 108 109 110 111 112 113 114 115 116 117 118 119 120

Part II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR END	HER FINANCING USES FOR FISCAL YEAR ENDED JUNE 30, 2017 Continued CITY OF NORA SPRINGS		X NON-GAAP = CASH BASIS								
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	GRAND TOTAL (Sum of col. (g))	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	
	Section D — CULTURE AND RECREATION		T			, , , , , , , , , , , , , , , , , , , ,						121
	Library services — Current operation	57,769	7,043					64,812		E52	64,812	
123	Purchase of land and equipment							0		G52	0	123
124	Construction							0		F52	0	124
	Museum, band, theater — Current operation	500						500		E61	500	
126	Purchase of land and equipment							0		G61	0	126
	Parks — Current operation	11,256	152					11,408		E61	11,408	
128	Purchase of land and equipment							0		G61	0	128
129	Construction							0		F61	0	129
130	Recreation — Current operation	72,269	3,054					75,323		E61	75,323	130
131	Purchase of land and equipment							0		G61	0	131
132	Construction							0		F61	0	132
133	Cemetery — Current operation	3,700						3,700		E03	3,700	133
134	Purchase of land and equipment							0		G03	0	134
135	Community center, zoo, marina, and auditorium							0		E61	0	135
136	Other culture and recreation	2,921	500					3,421		E61	3,421	136
137	Purchase of land and equipment							0		G61	0	137
138	Construction							0		F61	0	138
139	TOTAL CULTURE AND RECREATION	148,415	10,749			0	(159,164			159,164	139
140	Section E — COMMUNITY AND ECONOMIC DEVELOPMENT											140
141	Community beautification — Current operation							0		E89	0	141
142	Purchase of land and equipment							0		G89	0	142
143	Economic development — Current operation	150						150		E89	150	143
144	Purchase of land and equipment							0		G89	0	144
145	Housing and urban renewal — Current operation	24						24		E50	24	145
146	Purchase of land and equipment							0		G50	0	146
147	Construction							0		F50	0	147
148	Planning and zoning — Current operation	945						945		E29	945	148
149	Purchase of land and equipment							0		G29	0	149
	Other community and economic development — Current operation							0		E89	0	150
151	Purchase of land and equipment							0		G89	0	151
152	Construction							0		F89	0	152
153	TIF Rebates							0		E89	0	153
154	TOTAL COMMUNITY AND ECONOMIC DEVELOPMENT	1.119	0	C) (0	(1,119			1,119	154
155		.,			1			.,			.,	155
156				e expended out of								156
157				vithin the Commun								157
158			Developm	ent program's acti	vity "Other"							158

Part II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR EI	NDED JUNE 30, 2017	Continued	CITY OF NO	RA SPRINGS			GAAP		NON-0	GAAP = CASH	BASIS
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent (f)	Total governmental (Sum of cols. (a) through (f))	Proprietary (h)	Code	GRAND TOTAL (Sum of col. (g)) (i)	Line No.
159	Section F — GENERAL GOVERNMENT	\-\frac{\zeta}{2}	Λ-7	Λ-7	\-/	\-\-\-	· · · · · · · · · · · · · · · · · · ·	\3/	\		· · · · · · · · · · · · · · · · · · ·	159
160	Mayor, council and city manager — Current operation	20,468	293					20,761		E29	20,761	160
161	Purchase of land and equipment	, , , , ,						0		G29	0	161
162	Clerk, Treasurer, financial administration — Current operation	27.033	11.611					38,644		E23	38,644	162
163	Purchase of land and equipment	,	, -					0		G23	0	163
164	Elections — Current operation							0		E89	0	164
165	Purchase of land and equipment							0		G89	0	165
166	Legal services and city attorney — Current operation	4,765						4,765		E25	4,765	166
167	Purchase of land and equipment	.,. 00						0		G25	0	167
168	City hall and general buildings — Current operation	24,943	305					25,248		E31	25,248	168
169	Purchase of land and equipment	2 .,0 .0	333					0		G31	0	169
170	Construction							0		F31	0	170
171	Tort liability — Current operation	43,010						43.010		E89	43,010	171
172	Other general government — Current operation	10,010	6.240					6,240		E89	6,240	172
173	Purchase of land and equipment		5,= 10					0		G89	0	173
174	l							0			0	174
175								0			0	175
176	TOTAL GENERAL GOVERNMENT	120,219	18,449	0	0	0		0 138,668			138,668	176
	Section G — DEBT SERVICE	1_0,_1		·	60.640			60,640			60,640	177
178					00,010			00,010			0	178
179								0			0	179
180								0			0	180
181								0			0	181
182	TOTAL DEBT SERVICE	0	0	0	60,640	0		0 60,640			60,640	182
183	Section H — REGULAR CAPITAL PROJECTS — Specify		-		00,0.0			5, 55,515			00,010	183
184	Storm Damage-Dam Repairs & lift station repairs		36,585					36.585			36.585	184
185	Aquatic Center, Farmview Addn., LMI, Pedestrian Bridge		00,000			298,524		298,524			298,524	185
186	1st St. Bridge; Storm Drain					33,612		33,612			33.612	186
187	Subtotal Regular Capital Projects	0	36,585		0	332,136		0 368,721			368,721	187
188	— TIF CAPITAL PROJECTS — Specify				-						0	188
189	on the treatment opens							0			0	189
190								0			0	190
191								n			0	191
192	Subtotal TIF Capital Projects	0	0	0	0	0		ol öl			0	192
193	TOTAL CAPITAL PROJECTS	0	36.585	0	0	332,136		0 368,721			368,721	193
194	TOTAL GOVERNMENTAL ACTIVITIES EXPENDITURES	460,036	368,529	0	_	332,136		0 1,221,341			1,221,341	194
195	(Sum of lines 40, 80, 103, 139, 154, 176, 182, 193)	400,000	000,020		00,040	002,100		1,221,071			1,221,041	195
196	(53 51 11105 40, 50, 100, 100, 104, 110, 102, 100)	+										196

Part II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEA	R ENDED JUNE 30, 20	017 Continued	CITY OF NOF	RA SPRINGS			GAAP	X	NON-0	GAAP = CASH E	BASIS
Line No.	Item description	General	Special revenue	TIF Special revenue	Debt service	Capital projects	Permanent Fund	Total current governmental (Sum of cols. (a) through (f))	Proprietary	Code	GRAND TOTAL (Sum of col. (h))	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i) '	
197	Section I — BUSINESS TYPE ACTIVITIES							_				197
198	Water — Current operation								200,826		200,826	
199	Purchase of land and equipment							_		G91	0	199
200	Construction							_		F91	0	200
201	Sewer and sewage disposal — Current operation	_						_	1,055,479		1,055,479	
202	Purchase of land and equipment							_		G80	0	202
203	Construction							_		F80 E92	0	200
204	Electric — Current operation Purchase of land and equipment							_		G92	0	204 205
205	Construction							_		F92	0	205
206	Gas Utility — Current operation	_						-		E93	0	206
208	Purchase of land and equipment							-		G93	0	208
209	Construction							-		F93	0	209
210	Parking — Current operation							-		E60	0	210
211	Purchase of land and equipment							_		G60	0	211
212	Construction							-		F60	0	212
	Airport — Current operation							=		E01	0	
214	Purchase of land and equipment							_		G01	0	214
215	Construction							_		F01	0	215
216	Landfill/Garbage — Current operation							_		E81	0	216
217	Purchase of land and equipment									G81	0	217
218	Construction									F81	0	218
219	Hospital — Current operation									E36	0	219
220	Purchase of land and equipment									G36	0	220
221	Construction									F36	0	221
222	Transit — Current operation							_		E94	0	222
223	Purchase of land and equipment							_		G94	0	223
224	Construction							_		F94	0	
225	Cable TV, telephone, Internet — Current operation							_		E03	0	
226	Purchase of land and equipment							_		G03	0	226
227	Housing authority — Current operation							_		E50	0	227
228	Purchase of land and equipment	_						_		G50	0	228
229	Construction							_		F50	0	229
230	Storm water — Current operation	_						_		E80	0	230
231	Purchase of land and equipment							_		G80	0	231
232	Construction							L		F80	0	232 233
233												233
235												235
236												236
230												230

art II	EXPENDITURES AND OTHER FINANCING USES FOR FISCAL YEAR E	NDED JUNE 30, 2017 Continued CITY OF NORA SPRINGS				GAAP	X NON-GAAP = CASH BASIS					
Line No.	Item description	General	Special revenue	TIF special revenue	Debt service	Capital projects	Permanent	Total governmental (Sum of cols. (a) through (f))	Proprietary	Code	GRAND TOTAL (Sum of cols. (g) and (h))	L Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		(i)	
237	Section I — BUSINESS TYPE ACTIVITIES — Cont.		, , ,	1,7					1 /			237
238	Other business type — Current operation									E89	(238
239	Purchase of land and equipment									G89	(239
240	Construction									F89	(240
241												241
242	Enterprise Debt Service								55,388		55,388	242
243	Enterprise Capital Projects										(243
244	Enterprise TIF Capital Projects										0	244
245	Internal service funds — Specify							_				245
246											(246
247											(247
248											(248
249											0	249
250											0	250
251	TOTAL BUSINESS TYPE ACTIVITIES								1,311,693		1,311,693	251
252												252
253	TOTAL EXPENDITURES (Sum of lines 194 and 251)	460,036	368,529	0	60,640	332,136	(1,221,341	1,311,693		2,533,034	253
254	Section J — OTHER FINANCING USES INCLUDING TRANSFERS	3								NE		254
255	Regular transfers out	19,332	144,665					163,997	116,468		280,465	
256	Internal TIF loans/repayments and transfers out	10,000	,	7,044				7,044	,		7,044	
257	1 ,			,-				0			(257
258	TOTAL OTHER FINANCING USES	19,332	144,665	7,044	0	0	(171,041	116,468		287,509	
	TOTAL EXPENDITURES AND OTHER FINANCING USES											1
259	(Sum of lines 253 and 258)	479,368	513,194	7,044	60,640	332,136	(1,392,382	1,428,161		2,820,543	259
260												260
261	Ending fund balance June 30, 2017:											261
262	Governmental:	-										262
263	Nonspendable							0			1 (263
264	Restricted	6,443	371,069	208,298	21,404			607,214			607,214	
265	Committed	2,110	21.1,000		,			0			(265
266	Assigned	1,162,407	591,466			886,984		2,640,857			2,640,857	
267	Unassigned	, , , , , ,	/			,,,		0			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	267
268	Total Governmental	1,168,850	962,535	208,298	21,404	886,984	(3,248,071			3,248,071	
269	Proprietary	.,,				,301		-,,	155,203		155,203	
270	Total ending fund balance June 30, 2017	1,168,850	962,535	208,298	21,404	886,984	(3,248,071	155,203		3,403,274	
271	TOTAL REQUIREMENTS (Sum of lines 259 and 270)	1,648,218	1,475,729	215,342	82,044	1,219,120	(1,583,364		6,223,817	7 271
		.,,	.,, . = 0	,	,	.,,		.,,	.,,		-,,	272

Part III	INTERGOVERNM Please report below Include these expe	v expe	enditures made to	the S	State or to other ount, omit cents	local	OF NORA SPRIN governments o		eimbursement or	cost	sharing basis.				
	Purpose	Amou	int paid to other										Purpose		Amount paid
	Correction		governments										Highways		to State
	Health	M32	Ψ										All other		
	Highways Transit subsidies	M44 M94													
		M52													
		M62													
	Sewerage														
Down IV	All other	M89	\$												
Part IV	SALARIES AND V Report here the tot			aid to	all employees	of voi	ur government b	efore	e deductions of so	cial s	ecurity.				
	retirement, etc. Inc	lude a	lso salaries and v	ages	paid to employ	ees c	of any utility own	ed ar							
	as well as salaries	and w	ages of municipa	emp	loyees charged	to co	nstruction proje	cts.							
												Α	mount - Omit cen	ts	
	+										zøø				
	i otai salaries a	na wa	ges paid								\$		31	1,725	
Part V	DEBT OUTSTAND	ING,													
A. Long-term debt	Debt		Debt during the f	scal y	ear				Debt Outstar	nding	JUNE 30, 2017				
	outstanding JULY 1,		Issued		Retired		General		TIF		Revenue		Other		Interest paid this year
Purpose	2016		issueu		Reliieu		obligation		revenue		Revenue		Other		tilis year
	(a)		(b)		(c)		(d)		(e)		(f)		(g)	ļ	(h)
1. Water utility	19U \$ 535,000	29U \$	800,000	39U \$		49U \$		49U \$		49U \$	38,000	49U \$		191 \$	16,050
•	19U	29U		39U		49U		49U		49U		49U		189	
2. Sewer utility	709,000	29U	739,000	39U		49U		49U		49U	31,000			192	10,190
3. Electric utility															
4. Gas utility	19U	29U		39U		49U		49U		49U				193	
-	19U	29U		39U		49U		49U		49U				194	
Transit-bus Industrial	19T	24T		34T				44T		44T				189	
Revenue															
Mortgage revenue	19T	24T		34T				44T		44T				189	
	19U	29U		39U		49U		49U		49U		49U		189	
8. TIF revenue Other-Specify	19U	29U		39U		49U		49U		49U		49U		189	
9.				390		490		490		490		490		109	
10.	19U	29U		39U		49U		49U		49U		49U		189	
10.	19U	29U		39U		49U		49U		49U		49U		189	
11.	19U	29U		39U		49U		49U		49U		49U		189	
12.				330		430		730		430		430		103	
13.	19U	29U		39U		49U		49U		49U		49U		189	
10.	19U	29U		39U		49U		49U		49U		49U		189	
14. Total long-term															
debt	1,244,000		1,539,000		0		0		0		69,000		(26,240
B. Short-term deb	t					ſ	041/			Aı	nount - Omit cen	ts			
	Outstanding as of J	ULY 1	, 2016				61V \$								
	Outstanding so of	II INIE	20 2017				64V								
Part VI	Outstanding as of DEBT LIMITATION			IGAT	ION BONDS		\$				Amount - Omit cents	3			
Ass	essed Valuations by L		thority and County aluation Janua				•		60,29	0 02			w 05 - ¢		3,014,941
Part VII	CASH AND INVE				JUNE 30, 2017		\$		60,29	0,02	3		x .05 = \$		3,014,941
_							Amount - Omit cer				Total				
Type o	f asset		Bond and interest funds		Bond construction funds		Pension/retirem funds	ent	all other funds funds		Total				
			(a)		(b)		(c)		(d)		(e)				
Cash and invest cash on hand, C															
checking and sav															
Federal securities securities, State	s, Federal agency														
government secu other securities.	rities, and all														
	Exclude value of	WØ1		W31					W61						
real property.		\$		\$					3,403	3,274	3,403	3,274			
REMARKS									,		V98				

APPENDIX B

DESCRIBING BOOK-ENTRY-ONLY ISSUANCE

- 1. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds (the "Securities"). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Security certificate will be issued for each issue of the Securities, each in the aggregate principal amount of such issue, and will be deposited with DTC.
- DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a S&P Global Ratings rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.
- 3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC's records. The ownership interest of each actual purchaser of each Security ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.
- 4. To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

- 5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Securities may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Securities, such as redemptions, tenders, defaults, and proposed amendments to the Security documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the Securities for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.
- 6. Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.
- 7. Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Securities unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to 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 Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).
- 8. Redemption proceeds, distributions, and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from 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 Paying Agent, or the City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the 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.
- 9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to any Tender/Remarketing Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to any Tender/Remarketing Agent. The requirement for physical delivery of Securities in connection with an optional tender or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records and followed by a bookentry credit of tendered Securities to any Tender/Remarketing Agent's DTC account.
- 10. DTC may discontinue providing its services as depository with respect to the Securities at any time by giving reasonable notice to the City or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.
- 11. The City may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered to DTC.
- 12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

APPENDIX C

DRAFT FORM OF OPINION OF BOND COUNSEL

*(Form of Bond Counsel Opinion)

We hereby certify that we have examined certified copies of the proceedings (the "Proceedings") of the City Council of the City of Nora Springs (the "Issuer"), in the Cerro Gordo and Floyd Counties, State of Iowa, passed preliminary to the issue by the Issuer of its General Obligation Corporate Purpose Bonds, Series 2018 (the "Bonds") in the amount of \$640,000, dated July 24, 2018, in evidence of the Issuer's obligation under a certain loan agreement (the "Loan Agreement"), dated as of July 24, 2018. The Bonds mature on June 1 in each of the respective years and in the principal amounts and bear interest payable semiannually, commencing December 1, 2018, at the respective rates as follows:

<u>Date</u>	<u>Principal</u>	Interest Rate	<u>Date</u>	<u>Principal</u>	Interest Rate
2019	\$140,000	%	2024	\$15,000	%
2020	\$145,000	%	2025	\$15,000	%
2021	\$ 90,000	%	2026	\$15,000	%
2022	\$ 95,000	%	2027	\$15,000	%
2023	\$ 95,000	%	2028	\$15,000	%

Principal of the Bonds maturing in the years 2025 to 2028, inclusive, are subject to optional redemption prior to maturity on June 1, 2024, or on any date thereafter on terms of par plus accrued interest.

Based upon our examination, we are of the opinion, as of the date hereof, that:

- 1. The Proceedings show lawful authority for such issue under the laws of the State of Iowa.
- 2. The Bonds and the Loan Agreement are valid and binding general obligations of the Issuer.
- 3. All taxable property within the corporate boundaries of the Issuer is subject to the levy of taxes to pay the principal of and interest on the Bonds without constitutional or statutory limitation as to rate or amount.
- 4. The interest on the Bonds (including any original issue discount properly allocable to an owner thereof) is excluded from gross income for federal income tax purposes and is not treated as a preference item in calculating the federal alternative minimum tax imposed under the Internal Revenue Code of 1986 (the "Code"); it should be noted, however, that for the purpose of computing the alternative minimum tax imposed on corporations for taxable years beginning before January 1, 2018, such interest is taken into account in determining adjusted current earnings. The opinions set forth in the preceding sentence are subject to the condition that the Issuer comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be, or continue to be, excluded from gross income for federal income tax purposes. The Issuer has covenanted to comply with each such requirement. Failure to comply with certain of such requirements may cause the inclusion of interest on the Bonds in gross income for federal income tax purposes to be retroactive to the date of issuance of the Bonds.
- 5. The Bonds are "qualified tax-exempt obligations" within the meaning of Section 265(b)(3) of the Code. The opinion set forth in the preceding sentence is subject to the condition that the Issuer comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds in order that the Bonds be, or continue to be, qualified tax-exempt obligations. The Issuer has covenanted to comply with each such requirement.

We express no opinion regarding other federal tax consequences arising with respect to the Bonds.

The rights of the owners of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted to the extent constitutionally applicable, and their enforcement may also be subject to the exercise of judicial discretion in appropriate cases.

DORSEY & WHITNEY LLP

*This form of bond counsel opinion is subject to change pending the results of the sale of the Bonds contemplated herein.

OFFICIAL BID FORM

City of Nora Springs 45 N Hawkeye Avenue P.O. Box 336 Nora Springs, IA 50458 Tuesday, June 26, 2018 Speer Financial, Inc. Facsimile: (319) 291-8628

C

City Council Membe	ers:						
and Cerro Gordo Cor	unties, Iowa (the "	ligation Corporate Purpose City"), as described in the (no less than \$65	annexed	Official Term	s of Offering, whic	h is expressly	made a part
		AMOUNTS* AND	MATURIT	IES – JUNE 1			
3140,0002019	%	\$95,000	2022	%	\$15,000	2026	%
145,0002020	%	95,000	2023	%	15,000	2027	%
90,0002021	%	15,000	·		15,000	2028	%
		15,000	2025	%			
Any consecutive maturities	s may be aggregated into t	erm bonds at the option of the bidde	r, in which ca	se the mandatory re	demption provisions shall	be on the same sched	dule as above.
		Term Maturity					
	Maturities:	Term Maturity			Term Maturity		
		Maturities:		turity			
Subject to principal aaju.	stment in accoraance w	vith the Official Terms of Offerin	g.				
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\$

2,060.78 3.220 Years %

True Interest Cost

True Interest Rate

TOTAL BOND YEARS

AVERAGE LIFE

OFFICIAL TERMS OF OFFERING

\$640,000* City of Nora Springs Floyd and Cerro Gordo Counties, Iowa

General Obligation Corporate Purpose Bonds, Series 2018

The City of Nora Springs, Floyd and Cerro Gordo Counties County, Iowa, (the "City"), will receive electronic bids on the SpeerAuction ("SpeerAuction") website address "www.SpeerAuction.com" for its \$640,000* General Obligation Corporate Purpose Bonds, Series 2018 (the "Bonds"), on an all or none basis between 10:30 A.M. and 11:00 A.M., C.D.T., Tuesday, June 26, 2018. To bid electronically, bidders must have: (1) completed the registration form on the SpeerAuction website, and (2) requested and received admission to the City's sale (as described below). The City will also receive sealed bids for the Bonds, on an all or none basis, at the City Hall, 45 N. Hawkeye Avenue, Nora Springs, Iowa, before 11:00 A.M., C.D.T., Tuesday, June 26, 2018. The City will also receive facsimile bids at (319) 291-8628 for the Bonds, on an all or none basis, before 11:00 A.M., C.D.T., Tuesday, June 26, 2018. Upon receipt, facsimile bids will be sealed and treated as sealed bids, and along with all other sealed bids will be publicly opened and, together with any electronic bids, read.

Award will be made or all bids rejected at a meeting of the City on that date. The City reserves the right to reject all bids, to reject any bid proposal not conforming to this Official Terms of Offering, and to waive any irregularity or informality with respect to any bid. Additionally, the City reserves the right to modify or amend this Official Terms of Offering; however, any such modification or amendment shall not be made less than twenty-four (24) hours prior to the date and time for receipt of bids on the Bonds and any such modification or amendment will be announced on the Amendments Page of the SpeerAuction webpage and through *Thomson Municipal News*.

The Bonds are valid and binding general obligations of the City, and all taxable property within the boundaries of the City is subject to the levy of taxes to pay the principal of and interest on the Bonds without constitutional or statutory limitation as to rate or amount.

Establishment of Issue Price (10% Test to Apply if Competitive Sale Requirements are Not Satisfied)

The winning bidder shall assist the City in establishing the issue price of the Bonds and shall execute and deliver to the City at Closing an "issue price" or similar certificate setting forth the reasonably expected initial offering price to the public or the sales price or prices of the Bonds, together with the supporting pricing wires or equivalent communications, substantially in the forms attached hereto as Exhibit A to this Official Terms of Offering, with such modifications as may be appropriate or necessary, in the reasonable judgment of the winning bidder, the City and Bond Counsel.

The dollar amount of the purchase price proposed by the Winning Bidder will be changed if the aggregate principal amount of the Bonds is adjusted as described above. Any change in the principal amount of any maturity of the Bonds will be made while maintaining, as closely as possible, the Winning Bidder's net compensation, calculated as a percentage of bond principal. The Winning Bidder may not withdraw or modify its bid as a result of any post-bid adjustment. Any adjustment shall be conclusive, and shall be binding upon the Winning Bidder.

^{*}ADJUSTMENTS TO PRINCIPAL AMOUNT AFTER DETERMINATION OF BEST BID. The aggregate principal amount of the Bonds, and each scheduled maturity thereof, are subject to increase or reduction by the City or its designee after the determination of the Winning Bidder. The City may increase or decrease each maturity in increments of \$5,000, but the total amount to be issued will not exceed \$640,000. Interest rates specified by the Winning Bidder for each maturity will not change. Final adjustments shall be in the sole discretion of the City.

The City intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining "competitive sale" for purposes of establishing the issue price of the Bonds) will apply to the initial sale of the Bonds (the "competitive sale requirements") because:

- (1) the City shall disseminate this Official Terms of Offering to potential underwriters in a manner that is reasonably designed to reach potential underwriters;
- (2) all bidders shall have an equal opportunity to bid;
- (3) the City may receive bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- (4) the City anticipates awarding the sale of the Bonds to the bidder who submits a firm offer to purchase the Bonds at the highest price (or lowest true interest cost), as set forth in this Official Terms of Offering.

Any bid submitted pursuant to this Official Terms of Offering shall be considered a firm offer for the purchase of the Bonds, as specified in the bid.

In the event that the competitive sale requirements are not satisfied, the City shall so advise the winning bidder. The City shall treat the first price at which 10% of a maturity of the Bonds (the "10% test") is sold to the public as the issue price of that maturity, applied on a maturity-by-maturity basis (and if different interest rates apply within a maturity, to each separate CUSIP number within that maturity). The winning bidder shall advise the City if any maturity of the Bonds satisfies the 10% test as of the date and time of the award of the Bonds. The City will not require bidders to comply with the "hold-the-offering-price rule" and therefore does not intend to use the initial offering price to the public as of the sale date of any maturity of the Bonds as the issue price of that maturity. Bids will not be subject to cancellation in the event that the competitive sale requirements are not satisfied. Bidders should prepare their bids on the assumption that all of the maturities of the Bonds will be subject to the 10% test in order to establish the issue price of the Bonds.

If the competitive sale requirements are not satisfied, then until the 10% test has been satisfied as to each maturity of the Bonds, the winning bidder agrees to promptly report to the City the prices at which the unsold Bonds of that maturity have been sold to the public. That reporting obligation shall continue, whether or not the Closing Date has occurred, until the 10% test has been satisfied as to the Bonds of that maturity or until all Bonds of that maturity have been sold.

By submitting a bid, each bidder confirms that: (i) any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the bidder is a party) relating to the initial sale of the Bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such retail distribution agreement, as applicable, to report the prices at which it sells to the public the unsold Bonds of each maturity allotted to it until it is notified by the winning bidder that either the 10% test has been satisfied as to the Bonds of that maturity or all Bonds of that maturity have been sold to the public, if and for so long as directed by the winning bidder and as set forth in the related pricing wires, and (ii) any agreement among underwriters relating to the initial sale of the Bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter that is a party to a retail distribution agreement to be employed in connection with the initial sale of the Bonds to the public to require each broker-dealer that is a party to such retail distribution agreement to report the prices at which it sells to the public the unsold Bonds of each maturity allotted to it until it is notified by the winning bidder or such underwriter that either the 10% test has been satisfied as to the Bonds of that maturity or all Bonds of that maturity have been sold to the public, if and for so long as directed by the winning bidder or such underwriter and as set forth in the related pricing wires.

Sales of any Bonds to any person that is a related party to an underwriter shall not constitute sales to the public for purposes of this Official Terms of Offering. Further, for purposes of this Official Terms of Offering:

- (1) "public" means any person other than an underwriter or a related party,
- (2) "underwriter" means (A) any person that agrees pursuant to a written contract with the City (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Bonds to the public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the public),
- (3) a purchaser of any of the Bonds is a "related party" to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) at least 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other), and
- (4) "sale date" means the date that the Bonds are awarded by the City to the winning bidder.

Bond Details

The Bonds will be in fully registered form in the denominations of \$5,000 and integral multiples thereof in the name of Cede & Co. as nominee of The Depository Trust Company ("DTC"), New York, New York, to which principal and interest payments on the Bonds will be paid. Individual purchases will be in book-entry form only. Interest on each Bond shall be paid by check or draft of the Bond Registrar to the person in whose name such Bond is registered at the close of business on the fifteenth day of the month next preceding an interest payment date on such bond. The principal of the Bonds shall be payable in lawful money of the United States of America at the principal office maintained for the purpose by the Bond Registrar in Des Moines, Iowa. Semiannual interest is due June 1 and December 1 of each year, commencing December 1, 2018 and is payable by Bankers Trust Company, Des Moines, Iowa (the "Bond Registrar"). The Bonds are dated the date of delivery (expected to be on or about July 24, 2018).

AMOUNTS* AND MATURITIES – JUNE 1

\$140,000	2019	\$95,000	2022	\$15,000	2026
145,000	2020	95,000	2023	15,000	2027
90,000	2021	15,000	2024	15,000	2028
		15 000	2025	·	

Any consecutive maturities may be aggregated into term bonds at the option of the bidder, in which case the mandatory redemption provisions shall be on the same schedule as above.

The Bonds due June 1, 2019 - 2024, inclusive, are non-callable. The Bonds due June 1, 2025 - 2028, inclusive, are callable in whole or in part and on any date on or after June 1, 2024, at a price of par and accrued interest. If less than all the Bonds are called, they shall be redeemed in any order of maturity as determined by the City and within any maturity by lot.

Method of Bidding Electronically

Notwithstanding the fact that the City permits receiving bids electronically using SpeerAuction, all bidders must have a signed, but uncompleted, Official Bid Form delivered to Speer Financial, Inc., Suite 608, 531 Commercial Street, Waterloo, Iowa, (319) 291-8628 facsimile, prior to the close of bidding to which a printout of the electronic bid will be attached and delivered to the City.

All-or-none bids must be submitted via the internet address www.SpeerAuction.com. The use of SpeerAuction shall be at the bidder's risk and expense and the City shall have no liability with respect thereto, including (without limitation) liability with respect to incomplete, late arriving and non-arriving bids.

To bid via the SpeerAuction webpage, bidders must first visit the SpeerAuction webpage where, if they have not previously registered with either SpeerAuction, Grant Street Group (the "Auction Administrator") or any other website administered by the Auction Administrator, they may register and then request admission to bid on the Bonds. Bidders will be notified prior to the scheduled bidding time of their eligibility to bid. Only registered broker-dealers and dealer banks with DTC clearing arrangements will be eligible to bid electronically.

The "Rules" of the SpeerAuction bidding process may be viewed on the SpeerAuction webpage and are incorporated herein by reference. Bidders must comply with the Rules of SpeerAuction in addition to the requirements of the City's Official Terms of Offering. In the event the Rules of SpeerAuction and this Official Terms of Offering conflict, this Official Terms of Offering shall be controlling.

All electronic bids must be submitted on the SpeerAuction webpage. Electronic bidders may change and submit bids as many times as they choose during the sale period but may not delete a submitted bid. The last bid submitted by an electronic bidder before the deadline for receipt of bids will be compared to all other final bids to determine the winning bidder. During the bidding, no bidder will see any other bidder's bid nor the status of their bid relative to other bids (e.g., whether their bid is a leading bid). The electronic bidder bears all risk of transmission failure. Any questions regarding bidding on the SpeerAuction website should be directed to Grant Street Group at (412) 391-5555 x 370.

Each bidder shall be solely responsible for making necessary arrangements to access SpeerAuction for purposes of submitting its internet bid in a timely manner and in compliance with the requirements of the Terms of Offering. The City is permitting bidders to use the services of the SpeerAuction solely as a communication mechanism to conduct the internet bidding and the SpeerAuction is not an agent of the City. Provisions of the Terms of Offering and Official Bid Form shall control in the event of conflict with information provided by the Internet Bid System.

<u>Electronic Facsimile Bidding</u>: Bids may be submitted via facsimile at (319) 291-8628. Electronic facsimile bids will be sealed and treated as sealed bids. Neither the City nor its agents will assume liability for the inability of the bidder to reach the above named fax numbers prior to the time of sale specified above. Transmissions received after the deadline will be rejected. Bidders electing to submit bids via facsimile transmission bear full and complete responsibility for the transmission of such bid. Neither the City nor its agents will assume responsibility for the inability of the bidder to reach the above specified fax number prior to the time of sale. Time of receipt shall be the time recorded by the person receiving the facsimile and shall be conclusive.

Bidding Parameters and Award of the Bonds

All interest rates must be in multiples of one-eighth or one one-hundredth of one percent (1/8 or 1/100 of 1%), and not more than one rate for a single maturity shall be specified. The rates bid shall be in non-descending order. The differential between the highest rate bid and the lowest rate bid shall not exceed six percent (6%). All bids must be for all of the Bonds and must be for not less than \$634,880.

Award of the Bonds: The Bonds will be awarded on the basis of true interest cost, determined in the following manner. True interest cost shall be computed by determining the annual interest rate (compounded semi-annually) necessary to discount the debt service payments on the Bonds from the payment dates thereof to the dated date and to the bid price. For the purpose of calculating true interest cost, the Bonds shall be deemed to become due in the principal amounts and at the times set forth in the table of maturities set forth above. In the event two or more qualifying bids produce the identical lowest true interest cost, the winning bid shall be the bid that was submitted first in time on the SpeerAuction webpage or if all such bids are not submitted electronically, the winning bid shall be determined by lot.

The Bonds will be awarded to the bidder complying with the terms of this Official Terms of Offering whose bid produces the lowest true interest cost rate to the City as determined by the City's Registered Municipal Advisor, which determination shall be conclusive and binding on all bidders; provided, that the City reserves the right to reject all bids or any non-conforming bid and reserves the right to waive any informality in any bid. Electronic bidders should verify the accuracy of their final bids and compare them to the winning bids reported on the SpeerAuction Observation Page immediately after the bidding.

The premium or discount, if any, is subject to pro rata adjustment if the maturity amounts of the Bonds are changed, maintaining, as close as possible, the same dollar amount of profit per \$1,000 bond as bid.

The true interest cost of each electronic bid will be computed by SpeerAuction and reported on the Observation Page of the SpeerAuction webpage immediately following the date and time for receipt of bids. These true interest costs are subject to verification by the City's Municipal Advisor, will be posted for information purposes only and will not signify an actual award of any bid or an official declaration of the winning bid. The City or its Municipal Advisor will notify the bidder to whom the Bonds will be awarded, if and when such award is made.

The winning bidder will be required to make the standard filings and maintain the appropriate records routinely required pursuant to MSRB Rules G-8, G-11 and G-36. The winning bidder will be required to pay the standard MSRB charge for Bonds purchased. In addition, the winning bidder who is a member of the Securities Industry and Financial Markets Association ("SIFMA") will be required to pay SIFMA's standard charge per Bond.

No Good Faith Deposit is required.

The Bonds will be delivered to the successful purchaser against full payment in immediately available funds as soon as they can be prepared and executed, which is expected to be on or about July 24, 2018. Should delivery be delayed beyond sixty (60) days from the date of sale for any reason beyond the control of the City except failure of performance by the purchaser, the City may cancel the award or the purchaser may withdraw the good faith deposit and thereafter the purchaser's interest in and liability for the Bonds will cease.

The Official Statement, when further supplemented by an addendum or addenda specifying the maturity dates, principal amounts, and interest rates of the Bonds, and any other information required by law or deemed appropriate by the City, shall constitute a "Final Official Statement" of the City with respect to the Bonds, as that term is defined in the Rule. By awarding the Bonds to any underwriter or underwriting syndicate, the City agrees that, no more than seven (7) business days after the date of such award, it shall provide, without cost to the senior managing underwriter of the syndicate to which the Bonds are awarded, up to 50 copies of the Final Official Statement to permit each "Participating Underwriter" (as that term is defined in the Rule) to comply with the provisions of such Rule. The City shall treat the senior managing underwriter of the syndicate to which the Bonds are awarded as its designated agent for purposes of distributing copies of the Final Official Statement to each Participating Underwriter. Any underwriter executing and delivering an Official Bid Form with respect to the Bonds agrees thereby that if its bid is accepted by the City it shall enter into a contractual relationship with all Participating Underwriters of the Bonds for purposes of assuring the receipt by each such Participating Underwriter of the Final Official Statement.

By submission of its bid, the senior managing underwriter of the successful purchaser agrees to supply all necessary pricing information and any Participating Underwriter identification necessary to complete the Official Statement within 24 hours after award of the Bonds. Additional copies of the Final Official Statement may be obtained by Participating Underwriters from the printer at cost.

The City will, at its expense, deliver the Bonds to the purchaser in New York, New York (or arrange for "FAST" delivery) through the facilities of DTC and will pay for the bond attorney's opinion. At the time of closing, the City will also furnish to the purchaser the following documents, each dated as of the date of delivery of the Bonds: (1) the legal opinion of Dorsey & Whitney LLP, Des Moines, Iowa, that the Bonds are lawful and enforceable obligations of the City in accordance with their terms; (2) the opinion of said attorneys that the interest on the Bonds is exempt from federal income taxes as and to the extent set forth in the Official Statement for the Bonds; and (3) a no litigation certificate by the City.

The City intends to designate the Bonds as "qualified tax-exempt obligations" pursuant to the small issuer exception provided by Section 265(b) (3) of the Internal Revenue Code of 1986, as amended.

The City has authorized the printing and distribution of an Official Statement containing pertinent information relative to the City and the Bonds. Copies of such Official Statement or additional information may be obtained from Deborah J. Gaul, City Administrator, City of Nora Springs, 45 N. Hawkeye Avenue, P.O. Box 336, Nora Springs, Iowa, 50458 or an electronic copy of this Official Statement is available from the www.speerfinancial.com website under "Official Statement Sales/Competitive Calendar" or from the Registered Municipal Advisor to the City, Speer Financial, Inc., 531 Commercial Street, Suite 608, Waterloo, Iowa 50701 (telephone (319) 291-2077), and One North LaSalle Street, Suite 4100, Chicago, Illinois 60602 (telephone (312) 346-3700).

/s/ DEBORAH J. GAUL

City Administrator CITY OF NORA SPRINGS Floyd and Cerro Gordo Counties, Iowa

EXHIBIT A

EXAMPLE ISSUE PRICE CERTIFICATE

[from bond counsel]

\$640,000

General Obligation Corporate Purpose Bonds, Series 2018

ISSUE PRICE CERTIFICATE

Competitive Sale Met

The undersigned, on behalf of [NAME OF UNDERWRITER] ("[SHORT NAME OF UNDERWRITER]"), hereby certifies as set forth below with respect to the sale of the obligations named above (the "Bonds").

1. Reasonably Expected Initial Offering Price.

- (a) As of the Sale Date, the reasonably expected initial offering prices of the Bonds to the Public by [SHORT NAME OF UNDERWRITER] are the prices listed in Schedule A (the "Expected Offering Prices"). The Expected Offering Prices are the prices for the Maturities of the Bonds used by [SHORT NAME OF UNDERWRITER] in formulating its bid to purchase the Bonds. Attached as Schedule B is a true and correct copy of the bid provided by [SHORT NAME OF UNDERWRITER] to purchase the Bonds.
- (b) [SHORT NAME OF UNDERWRITER] was not given the opportunity to review other bids prior to submitting its bid.
- (c) The bid submitted by [SHORT NAME OF UNDERWRITER] constituted a firm offer to purchase the Bonds.
 - 2. **Defined Terms**. For purposes of this Issue Price Certificate:
 - (a) *Issuer* means the City of Nora Springs, Iowa.
- (b) *Maturity* means Bonds with the same credit and payment terms. Any Bonds with different maturity dates, or with the same maturity date but different stated interest rates, are treated as separate Maturities.
- (c) Member of the Distribution Group means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the Public).
- (d) *Public* means any person (*i.e.*, an individual, trust, estate, partnership, association, company, or corporation) other than a Member of the Distribution Group or a related party to a Member of the Distribution Group. A person is a "related party" to a Member of the Distribution Group if the Member of the Distribution Group and that person are subject, directly or indirectly, to (i) at least 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one

entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other).

(e) Sale Date means the first day on which there is a binding contract in writing for the sale of the respective Maturity. The Sale Date of each Maturity was June 26, 2018.

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents [SHORT NAME OF UNDERWRITER]'s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate and with respect to compliance with the federal income tax rules affecting the Bonds, and by Dorsey & Whitney, LLP, Des Moines, Iowa in connection with rendering its opinion that the interest on the Bonds is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Bonds.

	[UNDERWRITER]
	By:
	Name:
1 1 1 04 0010	

Dated: July 24, 2018

SCHEDULE A EXPECTED OFFERING PRICES

(Attached)

SCHEDULE B COPY OF UNDERWRITER'S BID

(Attached)

\$640,000 GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2018

ISSUE PRIC CERTIFICATE

Competitive Sale NOT Met

The undersigned, on behalf of [NAME OF UNDERWRITER] ("[SHORT NAME OF UNDERWRITER]") hereby certifies as set forth below with respect to the sale of the obligations named above (the "Bonds").

1. **Sale of the General Rule Maturities**. As of the date of this certificate, for each Maturity of the General Rule Maturities, the first price at which at least 10% of such Maturity was sold to the Public is the respective price listed in Schedule A.

2. Other Maturities.

- (a) [NAME OF UNDERWRITER] offered the Undersold Maturities to the Public for purchase at the specified initial offering prices listed in Schedule B (the "Initial Offering Prices") on or before the Sale Date. Schedule B also shows for each Undersold Maturity the principal amounts, times and prices of sales of Bonds that are Undersold Maturities and whether such sales were to the Public.
- (b) As set forth in the Notice of Sale and bid award, [NAME OF UNDERWRITER] has agreed that, for each Maturity of the Undersold Maturities, [NAME OF UNDERWRITER] from time to time, and upon one or more requests of the Issuer, inform the Issuer in writing of the amounts, times and prices of sales of Bonds that are Undersold Maturities and whether such sales were to the Public until, with respect to a Maturity, at least 10% of that Maturity has been sold to the Public at a single price, or, if earlier, the date on which all Bonds of such Undersold Maturity have been sold to the Public.

3. **Defined Terms**.

- (a) General Rule Maturities means those Maturities of the Bonds, if any, listed in Schedule A hereto as the "General Rule Maturities."
 - (b) *Undersold Maturities* means those Maturities of the Bonds, if any, that are not General Rule Maturities."
 - (c) *Issuer* means the City of Nora Springs, Iowa.
- (d) *Maturity* means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate Maturities.
- (e) *Public* means any person (*i.e.*, an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. Persons generally are "related parties" for purposes of this certificate if they have more than 50 percent common ownership or control, directly or indirectly.
- (f) Sale Date means the first day on which there is a binding contract in writing for the sale of the respective Maturity of the Bonds. The Sale Date of each Maturity of the Bonds is June 26, 2018.
- (g) Underwriter means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the [NAME OF UNDERWRITER]'s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Issuer's Tax Certificate and with respect to compliance with the federal income tax rules affecting the Bonds, and by Dorsey & Whitney LLP, Des Moines, Iowa in connection with rendering its opinion that the interest on the Bonds is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Bonds.

[NAME OF UNDERWRITER]
By:
Name:

Dated: July 24, 2018

SCHEDULE A

SALE PRICES OF THE GENERAL RULE MATURITIES

Maturity	First price at which at least 10% was sold to the Public

SCHEDULE B INITIAL OFFERING PRICES AND ACTUAL SALES OF THE UNDERSOLD MATURITIES

Maturity	Initial Offering Price	Principal Amount	Time of Sale	Price of Sale	Sold to Public (Yes or No)