

JUSTIN HANSON
Mayor



TINA DUNN
Recorder-Treasurer

City of Covington

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THE MEETING OF THE BOARD OF MAYOR AND ALDERMEN OF THE CITY OF COVINGTON, TENNESSEE ON FEBRUARY 8, 2022, AT 5:30 P.M.

1. Meeting to be called to order by Mayor Justin Hanson.
2. Invocation to be given by Alderman Jeff Morris.
3. Pledge of Allegiance to the Flag to be led by Alderman Chris Richardson.
4. Minutes of the Preceding Meeting to be approved.
5. Report from Committees:
 - Minutes of the Beer Board Meeting
 - Minutes of the General Welfare - Public Safety Committee Meeting
 - Minutes of the Public Works Committee Meeting
6. Additions to the Agenda.
7. Welcome to visitors and grievances from citizens.
8. Report from Mayor Justin Hanson:
 - Updates
9. Report from Recorder-Treasurer Tina Dunn
10. Report from City Attorney Rachel Witherington.
11. Old Business:
12. New Business:
 - Resolution – Issuance of Capital Outlay Note – LED Street Lighting Project
 - Bills Over/Under \$1,000.00 ready for Board Approval

The Board of Mayor and Aldermen met at City of Covington on January 25, 2022 at 5:32 p.m. with the following members present: Mayor Justin Hanson, Aldermen: Johnetta Yarbrough, Jeff Morris, C H Sullivan, John Edwards, Danny Wallace, and Chris Richardson. Also, present were Captain Jack Howell, Fire Chief Richard Griggs, Public Works Director David Gray, Personnel Director Eboni Eaton, Parks and Recreation Director Molly Glass, and Recorder-Treasurer Tina Dunn.

Meeting was called to order by Mayor Justin Hanson.

Invocation was given by Alderman C H Sullivan.

Pledge of Allegiance to the Flag was led by Alderman Danny Wallace.

Motion was made by Alderman Sullivan and seconded by Alderwoman Yarbrough that the Minutes of the Preceding Meeting be approved as distributed to the Board (See Attached). Motion passed.

Motion was made by Alderman Morris and seconded by Alderman Richardson that the Minutes of the General Welfare – Public Relations be approved (See Attached). Motion passed.

Motion was made by Alderman Sullivan and seconded by Alderman Wallace that the Minutes of the Finance & Administration Committee be approved (See Attached). Motion passed.

Motion was made by Alderman Edwards to leave the sick leave accrual rate for the fire department unchanged. There being no second, the motion failed.

Mayor Hanson presented the report from the Bread of Life Outreach Ministries Program showing the 2021 year end reports for the Round-Up funds and Covid-19 Community Care funds (See Attached).

Mayor Hanson recommended Alderman Edwards, Alderman Morris, Alderman Wallace, Director Fisher, Cindy Pinner, and Shawn Anderson to serve on the Redistricting Committee.

Motion was made by Alderman Sullivan and seconded by Alderwoman Yarbrough to the approve the recommendation by the Mayor for the Redistricting Committee. Motion passed.

Recorder-Treasurer Dunn reported the December sales tax collections received in January, 2022 shows an increase of \$35,466.00 or 10.2% (See Attached).

Motion was made by Alderman Sullivan and seconded by Alderman Morris to approve the report from Recorder-Treasurer Dunn. Motion passed.

Attorney Witherington reported the Anderson Field Sale will be closed and the city will receive \$35,000.00 that has been appropriated to the Park and Recreation Department.

Mayor Hanson presented the Resolution for the Disposal of Surplus Auction for approval (See Attached). This auction will be in March, 2022.

Motion was made by Alderman Sullivan and seconded by Alderman Wallace to approve the Resolution for the Disposal of Surplus Auction.

Motion passed.

The following bills over/under \$1,000.00 were presented for approval:

A2H	GENERAL	ENGINEERING SERVICES	10,518.18
A2H	GENERAL	ENGINEERING SERVICES	21,000.00
B & H SALES	STREET	HYDRAULIC PUMP / CUTTING EDGE / SHOW	2,446.00
CITY OF COVINGTON	VARIOUS	UTILITY BILLING	10,429.06
COVINGTON ELECTRIC	VARIOUS	ELECTRIC SERVICE	8,583.17
COVINGTON ELECTRIC	VARIOUS	ELECTRIC SERVICE	43,876.41
C-TON TIPTON EMER MGMT	GENERAL	OCT-DEC 2021	12,577.98
DE LAGE LANDEN	GENERAL	LEASE PMT ~ CHEVY SILVERADO	7,424.98
DE LAGE LANDEN	GENERAL	LEASE PMT ~ CHEVY SILVERADO	10,655.28
DELL MARKETING LP	GENERAL	COMPUTERS	984.86
DELL MARKETING LP	UTILITIES	COMPUTERS	984.86
DOCUMENT OUTPUT CENTER	VARIOUS	STATEMENT PROCESSING	1,218.02
FIDELITY SEARCH ENTERPRISE	GENERAL	RANDOM DRUG TESTING	1,258.00
G & W DIESEL	FIRE	TURNOUTS	11,633.65
G & W DIESEL	FIRE	TURNOUTS	4,653.46
HUB CITY TIRE CO INC	POLICE	TIRES/PROCESSING FEE/DISPOSAL	1,021.36
KRISTIE GLASS MAXWELL	GENERAL	JAN 022 MIXED DRINK TAX	1,475.24
MEAC	GAS	PURCHASED NATURAL GAS	93,558.00
NAIFEH CASH SAVER	VARIOUS	MISCELLANEOUS	1,095.99
REPUBLIC SERVICES	SANITATION	CONTRACTED SERVICES	97,410.97
ROGERS HYDRANT SERVICE	WATER	HYDRANT PAINTING	7,600.00
SOUTHWEST TN EMC	AIRPORT	ELECTRIC SERVICE	1,619.55
STRINGFELLOW	STREET	SNOWPLOW	5,010.96
STRINGFELLOW	STREET	SNOWPLOW	5,782.00
STURGIS	GENERAL	WEBSITE HOSTING	1,050.00
SYMMETRY	GAS	PURCHASED NATURAL GAS	171,680.35
THE LEADER	VARIOUS	NEWSPAPER ADS	1,484.00
TIPTON CO 911	FIRE	3RD QUARTER USER FEES	40,681.80
TK ELEVATOR CORP	CIVIC CTR	ELEVATOR REPAIR	1,501.89
UTILITY SERVICE CO INC	UTILITIES	METER MAINTENANCE PROGRAM	53,597.00
VERSA COURT	PARKS / REC	COURT / LOGOS / SHIPPING	24,717.82

WALMART ~ CAPITAL ONE	VARIOUS	MISCELLANEOUS	1,777.37
WHITEHORN TANKERSLEY	VARIOUS	AUDIT SERVICES	11,000.00
WOOTEN OIL CO	VARIOUS	GAS / OIL	1,240.07
		TOTAL	671,548.28

Motion was made by Alderman Morris and seconded by Alderwoman Yarbrough that the preceding bills over/under \$1000.00 be paid when properly approved.

Motion passed.

There being no further business, the meeting adjourned at 5:52 p.m.

Attest: _____
Recorder-Treasurer Mayor

The Beer Board of the City of Covington, Tennessee met at City Hall on January 25, 2022 at 5:30 p.m. with the following members present: Mayor Justin Hanson Aldermen: Johnetta Yarbrough, Chris Richardson, C H Sullivan, John Edwards, Danny Wallace, and Jeff Morris. Also present were Public Works Director David Gray, Fire Chief Richard Griggs, Captain Jack Howell, Personnel Director Eboni Eaton, Parks and Recreation Director Molly Glass, and Recorder-Treasurer Tina Dunn.

Meeting was called to order by Mayor Justin Hanson.

Public Hearing regarding the consideration of a Temporary Beer Permit for the Tipton Arts Council, Inc., the owner and operator of the Ruffin Theater located at 113 West Pleasant Avenue for Saturday, February 5, 2022 was called to order.

Motion was made by Alderman C H Sullivan and seconded by Alderman Chris Richardson to approve the Temporary Beer Permit for the Tipton Arts Council, Inc., the owner and operator of the Ruffin Theater located at 113 West Pleasant Avenue for Saturday, February 5, 2022. Motion passed.

There being no further business, the meeting adjourned at 5:32 p.m.

The Public Works Committee met at City of Covington on February 1, 2022 at 4:00 p.m. with the following members present: Chairman Alderman Danny Wallace, Alderman Jeff Morris, Alderwoman Johnetta Yarbrough, and Mayor Justin Hanson. Also present were Public Works Director David Gray, Building Official Lessie Fisher, Alderman Chris Richardson, Alderman C H Sullivan, Utilities Manager Calvin Johnson, Street/Sanitation Manager James Dowell, Assistant to the Mayor Rebecca Ray, and Recorder-Treasurer Tina Dunn.

Alderman Danny Wallace called meeting to order.

Public Works Director Gray gave an update on the Roundabout. After completion of the Road Safety Audit, plans were presented to TDOT for the construction of a roundabout located at the intersection of S. College Street, Hastings Way, and Mueller Brass Rd. The auditors will make any corrections after review from TDOT. This project will be completed in three to five years with no local match from the city. A new proposed law was presented for training and education requirements for Board Members. This proposed law requires a municipal water utility board member to file an annual written statement with the comptroller's office certifying the training courses they attended. An update on where each of the local programs and USDA projects stand was presented. The construction documents for the James Ave. Project have been submitted to TDOT for review. The additional paving is scheduled to be completed by the end of March. The repair costs at the Wastewater Plant were presented. These costs are projected to be over the budgeted amount approximately \$110,000.00. These costs will be funded by the ARPA Funding that was recently approved for infrastructure improvements. The extension policies for water, sewer, and gas were presented for review. Any revisions will be discussed at the April meeting. Director Gray discussed the rising natural gas price.

Motion was made by Alderman Morris and seconded by Alderwoman Yarbrough to accept the report from Public Works Director David Gray.

Motion passed

Director Fisher reported the codes department is continuing to work on updates to documents. Realtors have requested information on the zoning of property. This information will be available on the website. The Redistricting Committee will meet on Thursday, February 3, 2022 to discuss the boundary lines.

Motion was made by Alderman Morris and seconded by Alderwoman Yarbrough to accept the report from Building Official Lessie Fisher.

Motion passed.

There being no further business, the meeting adjourned at 4:48 p.m.

The General Welfare – Public Safety Committee met at City of Covington on January 25, 2022 at 4:00 p.m. with the following members present: Chairman Alderwoman Johnetta Yarbrough, Mayor Justin Hanson, Alderman C H Sullivan, and Alderman Chris Richardson. Also, present were Captain Jack Howell, Fire Chief Richard Griggs, Assistant Fire Chief Jeremy Channell, Alderman Jeff Morris, Alderman Danny Wallace, Public Works Director David Gray, Assistant to the Mayor Rebecca Ray, Personnel Director Eboni Eaton, Park and Recreation Director Molly Glass, Tim Joyce, and Recorder-Treasurer Tina Dunn.

Chairman Alderwoman Johnetta Yarbrough called meeting to order.

Captain Howell reported the department has one vacant position. The job posting and applicant process will begin in January, 2022. Officer Sadler and Officer Taylor graduated from TLETA on December 22, 2021. Officer Norton and Officer Taylor will serve as Terrorism Liaison Officers for the department. The two new Ford Explorers were picked up on December 29, 2021 and will be equipped by ComServe Services in January, 2022. One will go to the Patrol Division and the other will be used as an administrative vehicle. The statistics for the month was presented showing 1050 calls for the month and 603 traffic stops.

Motion was made by Alderman Sullivan and seconded by Alderman Richardson to approve the police department report.
Motion passed.

Fire Chief Richard Griggs reported he will be attending the Tennessee Fire Chiefs Meeting and the Emergency Management Association of Tennessee Conference. There were 384 hours worked by volunteers in the year 2021. The run report was presented showing 192 calls from December 23rd to January 20th. There was a total of 2,575 calls for 2021. The county coverage area collections to date are \$50,100.00. The 2022 in-service training was approved by the State Fire Commission to include both career and volunteer firefighters. The care and fire inspection reports were presented for review. Tim Joyce with the State of Tennessee provided information on the Length of Service Award Programs for Volunteer Firefighters. This program allows participating local governments to provide financial rewards to volunteers performing firefighting and prevention, emergency medical, and ambulance services. To be eligible, an individual must be a volunteer and not an employee of the agency. The participating entity will specify and annual contribution amount between \$200 and \$6,000.00 per eligible volunteer. The volunteer must complete five years of service and be 45 years of age. The agency will need to adopt a resolution to participate. Chief Griggs presented a quote from Tennessee Fire Equipment in the amount of \$10,346.00. A sole source letter was presented showing Tennessee Fire Equipment is the authorized and sole source distributor of the structural line of Mercedes Textile Limited products that are currently used by the Covington Fire Department. There will be a meeting with the department and command staff to discuss the Fire Department Leave Policy.

Motion was made by Alderman Sullivan and seconded by Alderman Richardson to approve the fire department report.
Motion passed.

There being no further business, the meeting adjourned at 4:32 p.m.

RESOLUTION

RESOLUTION OF THE CITY OF COVINGTON, TENNESSEE, AUTHORIZING THE ISSUANCE OF INTEREST BEARING GENERAL OBLIGATION CAPITAL OUTLAY NOTES, SERIES 2022, IN AN AMOUNT NOT TO EXCEED \$869,000, AND PROVIDING FOR THE PAYMENT OF SAID NOTES

WHEREAS, the Board of Mayor and Aldermen (the "Board"), of the City of Covington, Tennessee (the "Municipality" or the "City"), has determined that it is necessary and desirable to authorize, issue, sell, and provide for the payment of its interest bearing capital outlay notes to finance an energy saving project, consisting of the conversion of street lights to LED lighting, the acquisition of all other property appurtenant thereto and connected with such work, and to pay all legal, fiscal, administrative, and engineering costs incident thereto (collectively, the "Project");

WHEREAS, the Municipality estimates that the life of the Project has an economic life of greater than twelve (12) years;

WHEREAS, the Municipality finds and determines that the Project will promote or provide a traditional governmental activity or otherwise fulfill a public purpose;

WHEREAS, in order to proceed as expeditiously as possible with such an essential Project, it is necessary that interest bearing capital outlay notes be issued for the purpose of providing funds to finance the Project; and,

WHEREAS, the Municipality is authorized by the provisions of Title 9, Chapter 21, Tennessee Code Annotated, as amended, to issue such notes for said purposes upon the approval of the Director of the Division of Local Government Finance (the "Director of the Division of Local Government Finance");

NOW, THEREFORE, BE IT RESOLVED by the Board of Mayor and Aldermen of the City of Covington, Tennessee, as follows:

Section 1. Authority. The Notes herein authorized shall be issued pursuant to Title 9, Chapter 21, Tennessee Code Annotated, as amended, and other applicable provisions of law.

Section 2. Authorization. For the purpose of providing funds to finance the costs of the Project there shall be issued pursuant to, and in accordance with, the provisions of Title 9, Chapter 21, Tennessee Code Annotated, as amended, and other applicable provisions of law, the interest bearing capital outlay notes of the Municipality, in the aggregate principal amount of not to exceed \$869,000, or such lesser amount as may be determined by the Mayor of the Municipality (the "Mayor") at the time of sale (collectively, the "Notes", individually, the "Note").

Section 3. Terms of the Notes. The Notes shall be designated "General Obligation Capital Outlay Notes, Series 2022". The Notes shall be issued in registered form, without coupons. The Notes shall be numbered from 1 upwards, shall be dated the date of issuance and delivery, shall be sold at not less than the par amount thereof, shall bear interest at a rate or rates not to exceed 2.30% per annum, such interest being payable at such times as agreed upon with the purchaser of such Notes, but in no event less than semiannually each year commencing six months from the dated date or such date as shall be designated by the Mayor (the "Interest Payment Date"), and shall mature not later than the end of the tenth fiscal year following the fiscal year in which the Notes are issued. Each year the Notes are outstanding the Municipality shall retire principal on the Notes in an amount that is estimated to be at least equal to an amortization which reflects level debt service on the Notes. If the Notes are issued through the Tennessee Municipal Bond Fund ("TMBF"), alternative loan program, the rate of interest will include an annual fee equal to 15 basis points

(0.15%), payable to TMBF by the bank, to be paid from each periodic payment of interest on the Notes, based on the outstanding principal amount of the Notes. Each year the Notes are outstanding the Municipality shall retire principal on the Notes in an amount that is estimated to be at least equal to an amortization which reflects level debt service on the Notes. The Notes shall contain such terms, conditions, and provisions other than as expressly provided or limited herein as may be agreed upon by the Mayor of the Municipality and the purchaser of the Notes. The weighted average maturity of the Note shall not exceed the reasonably expected weighted average life of the Project which is hereby estimated to be twelve (12) years. The Notes shall contain such terms, conditions, and provisions other than as expressly provided or limited herein as may be agreed upon by the Mayor of the Municipality and the purchaser of the Notes.

Interest on the Notes shall be payable by wire transfer, electronic means, or by check or other form of draft of the "Note Registrar," as such term is hereinafter defined, deposited by the Note Registrar in the United States mail, first class postage prepaid, in sealed envelopes, addressed to the owner of such Notes, as of the applicable Interest Payment Date, at their respective addresses as shown on the Registration Books of the Municipality maintained by the Note Registrar as of the close of business fifteen (15) calendar days preceding the next Interest Payment Date. All payments of the principal of and interest on the Notes shall be made in any coin or currency of the United States of America which, on the date of payment thereof, shall be legal tender for the payment of public and private debts.

Section 4. Redemption. The Notes shall not be subject to redemption, in whole or in part, prior to maturity; provided however, at the option of the Municipality, upon thirty (30) calendar days written notice to the registered owner, and with the consent of the registered owner, the Municipality may prepay the Notes in full at the price of par plus a 1% premium, and accrued interest to the date of redemption. Notwithstanding the above, the Municipality may make additional principal payments on the Notes upon fifteen (15) calendar days' written notice to the registered owner.

Section 5. Execution. The Notes shall be executed in the name of the Municipality; shall bear the manual signature of the Mayor and shall be countersigned by the City Recorder of the Municipality (the "City Recorder"), with his or her manual signature. In the event any officer whose signature appears on the Notes shall cease to be such officer, such signature shall nevertheless be valid and sufficient for all purposes. The Notes shall be issued in typed, printed, or photocopied form, or any combination thereof, substantially in the form attached hereto as Exhibit "A", with such minor changes therein or such variations thereof as the Mayor may deem necessary or desirable, the blanks to be appropriately completed by the Mayor prior to the issuance of the Notes.

Section 6. Registration, Negotiability, and Payment. (a) The City Recorder of the Municipality is hereby appointed the note registrar and paying agent (the "Note Registrar"), and as such shall establish and maintain suitable books (the "Registration Books"), for recording the registration of the Notes, and shall also perform such other duties as may be required in connection with any of the foregoing. The Note Registrar is hereby authorized to authenticate and deliver the Notes to the original purchaser thereof, or as it may designate, upon receipt by the Municipality of the proceeds of the sale thereof and to authenticate and deliver Notes in exchange for Notes of the same principal amount delivered for transfer upon receipt of the Notes to be transferred in proper form with proper documentation as herein described. The Notes shall not be valid for any purpose unless authenticated by the Note Registrar by the manual signature of the Note Registrar on the certificate set forth in Exhibit "A" hereto. The Notes shall be fully registered as to both principal and interest and shall be fully negotiable upon proper endorsement by the registered owner thereof. No transfer of any Notes shall be valid unless such transfer is noted upon the Registration Books and until such Note is surrendered, cancelled, and exchanged for a new Note which shall be issued to the transferee, subject to all the conditions contained herein.

(b) In the event that any amount payable on any Note as interest shall at any time exceed the rate of interest lawfully chargeable thereon under applicable law, then any such excess shall, to the extent of such excess, be applied against the principal of such Note as a prepayment thereof without penalty, and such excess shall not be considered to be interest. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each.

Section 7. Transfer of Notes. Each Note shall be transferable only on the Registration Books maintained by the Note Registrar at the principal office of the Note Registrar, upon the surrender for cancellation thereof at the principal office of the Note Registrar, together with an assignment of such Note duly executed by the owner thereof or his, her or its attorney or legal representative, and upon payment of the charges hereinafter provided, and subject to such other limitations and conditions as may be provided therein or herein. Upon the cancellation of any such Note, the Note Registrar shall, in exchange for the surrendered Note or Notes, deliver in the name of the transferee or transferees a new Note or Notes of authorized denominations, of the same aggregate principal amount, maturity, and rate of interest as such surrendered Note or Notes, and the transferee or transferees shall take such new Note or Notes subject to all of the conditions herein contained.

Section 8. Regulations with Respect to Transfers. In all cases in which the privilege of transferring Notes is exercised, the Municipality shall execute, and the Note Registrar shall deliver, Notes in accordance with the provisions of this Resolution. For every transfer of Notes, whether temporary or definitive, the Municipality and the Note Registrar may make a charge, unless otherwise herein to the contrary expressly provided, sufficient to pay for any tax, fee, or other governmental charge required to be paid with respect to such transfer, all of which taxes, fees, and other governmental charges shall be paid to the Municipality by the person or entity requesting such transfer as a condition precedent to the exercise of the privilege of making such transfer. Neither the Municipality nor the Note Registrar shall be obligated to transfer any Note during the fifteen (15) calendar days next preceding the maturity date of the Notes or any call for redemption.

Section 9. Mutilated, Lost, Stolen, or Destroyed Notes. In the event any Note issued hereunder shall become mutilated, or be lost, stolen, or destroyed, such note shall, at the written request of the registered owner, be cancelled on the Registration Books and a new Note shall be authenticated and delivered, corresponding in all aspects but number to the mutilated, lost, stolen, or destroyed Note. Thereafter, should such mutilated, lost, stolen, or destroyed Note or Notes come into possession of the registered owner, such Notes shall be returned to the Note Registrar for destruction by the Note Registrar. If the principal on said mutilated, lost, stolen, or destroyed Note shall be due within fifteen (15) calendar days of receipt of the written request of the registered owner for authentication and delivery of a new Note, payment therefor shall be made as scheduled in lieu of issuing a new Note. In every case the registered owner shall certify in writing as to the destruction, theft, or loss of such Note, and shall provide indemnification satisfactory to the Municipality and to the Note Registrar, if required by the Municipality and the Note Registrar.

Any notice to the contrary notwithstanding, the Municipality and all of the officials, employees, and agents thereof, including the Note Registrar, may deem and treat the registered owner of the Notes as the absolute owner thereof for all purposes, including, but not limited to, payment of the principal thereof, and the interest thereon, regardless of whether such payment shall then be overdue.

Section 10. Authentication. Only such of the Notes as shall have endorsed thereon a certificate of authentication, substantially in the form set forth in Exhibit "A" hereto duly executed by the Note Registrar shall be entitled to the rights, benefits, and security of this Resolution. No Note shall be valid or obligatory for any purpose unless, and until, such certificate of authentication shall have been duly executed by the Note Registrar. Such executed certificate of authentication by the Note Registrar upon any such Note

shall be conclusive evidence that such Note has been duly authenticated and delivered under the Resolution as of the date of authentication.

Section 11. Source of Payment and Security. The Notes, as to both principal and interest, shall be payable from funds of the Municipality legally available therefor and to the extent necessary from ad valorem taxes to be levied on all taxable property within the corporate limits of the Municipality without limitation as to time, rate, or amount. Said Notes shall be a direct general obligation of the Municipality, for which the punctual payment of the principal of and interest on the Notes, the full faith and credit of the Municipality is irrevocably pledged.

Section 12. Levy of Taxes. For the purpose of providing for the payment of the principal of and interest on the Notes, to the extent required, there shall be levied in each year in which such Notes shall be outstanding a direct tax on all taxable property in the Municipality, fully sufficient to pay all such principal and interest falling due prior to the time of collection of the next succeeding tax levy. Said tax shall be assessed, collected, and paid at the time, and in the same manner, as the other taxes of said Municipality, shall be in addition to all other taxes, and shall be without limitation as to time, rate, or amount, and for that purpose there is hereby levied a direct annual tax in such amount as may be found necessary each year to pay said principal of and interest on the Notes maturing in said year. Principal or interest falling due at any time when there shall be insufficient funds on hand from such tax levy for the payment thereof shall be paid from the general fund or other available funds of the Municipality, but reimbursement therefor may be made from the taxes herein provided when the same shall have been collected. Such taxes levied and collected therefor shall be deposited in a the general fund or debt service fund and used solely for the payment of principal of and interest on the Notes as the same shall become due.

Section 13. Approval of Director of the Division of Local Government Finance. Anything herein contained to the contrary notwithstanding, no Notes authorized under this Resolution shall be issued, sold, or delivered, unless and until such Notes shall first have been duly approved by the Director of the Division of Local Government Finance, as provided by Section 9-21-601 et. seq., Tennessee Code Annotated, as amended. The Mayor, City Recorder, City Attorney, and Bond Counsel are hereby authorized to take or cause to be taken such steps as are necessary to obtain such approval. After the issuance and sale of the Notes, and for each year that any of the Notes are outstanding, the Municipality shall submit its annual budget to the Director of the Division of Local Government Finance for approval immediately upon the Municipality's adoption of the budget.

Section 14. Sale of Notes. The Notes herein authorized are authorized to be sold by the Mayor by the informal bid process at a price of not less than par.

Section 15. Disposition of Note Proceeds. The proceeds from the sale of the Notes shall be paid to the official of the Municipality designated by law as the custodian of the funds thereof to be deposited in a special fund known as the "General Obligation Capital Outlay Notes, Series 2022 Project Fund" (the "Project Fund"), which is hereby authorized to be created, to be kept separate and apart from all other funds of the Municipality. The monies in the Project Fund shall be disbursed solely to finance the Project and to pay the costs of issuance of the Notes. Monies in the Project Fund may be invested and shall be secured in the manner prescribed by applicable statutes relative to the investment and securing of public or trust funds. Any monies remaining in the Project Fund after completion of the Project shall be transferred to the Note Fund and used to pay principal on the Notes.

Section 16. Non-Arbitrage Certification. The Municipality certifies and covenants with the owner of the Notes that so long as the principal of any Note remains unpaid, monies on deposit in any fund or account in connection with the Notes, whether or not such monies were derived from the proceeds of the sale of the Notes or from any other source, will not be used in a manner which will cause the Notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the

"Code"), and any lawful regulations promulgated thereunder, as the same presently exist, or may from time to time hereafter be amended, supplemented, or revised. The Municipality reserves the right, however, to make any investment of such monies permitted by Tennessee law and this Resolution if, when and to the extent that said Section 148 or regulations promulgated thereunder shall be repealed or relaxed or shall be held void by final decision of a court of competent jurisdiction, but only if any investment made by virtue of such repeal, relaxation, or decision would not, in the opinion of counsel of recognized competence in such matters, result in making the interest on the Notes subject to inclusion in gross income of the owner thereof for federal income tax purposes.

The Municipality covenants that it shall comply with Section 148(f) of the Code, unless legally exempted therefrom and it represents that in the event it shall be required by Section 148(f) of the Code to pay "Rebatable Arbitrage," as defined in the regulations promulgated under the Code, to the United States Government, it will make such payments as and when required by said Section 148(f) and will take such other actions as shall be necessary or permitted to prevent the interest on the Notes from becoming subject to inclusion in federal gross income of the owner of the Notes for purposes of federal income taxation.

Section 17. Designation of Notes as Qualified Tax-Exempt Obligations. The Municipality hereby designates the Notes as "qualified tax-exempt obligations" within the meaning and for the purpose of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended. The Municipality reasonably anticipates that the amount of tax-exempt obligations (other than obligations described in Section 265(b)(3)(C)(ii)) which will be issued during the calendar year by the Municipality (i) any issuer with respect to which the Municipality is deemed to be an "on behalf of" issuer, and (ii) all subordinate entities which are treated as one issuer under Section 265(b)(3)(E) of the Code, will not exceed \$10,000,000, and not more than \$10,000,000 of obligations issued by the Municipality (together with those issued by any other issuers that are treated as one issuer under such Section 265(b)(3)) during the 2022 calendar year will be designated as "qualified tax-exempt obligations".

Section 18. Resolution a Contract. The provisions of this Resolution shall constitute a contract between the Municipality and the owner of the Notes, and after the issuance of the Notes, no change, variation, or alteration of any kind in the provisions of this Resolution shall be made in any manner, until such time as all installments of the principal of and interest on the Notes shall have been paid in full or the consent of the registered owner of the Notes has been obtained; provided, however, that the Municipality is hereby authorized to make such amendments to this Resolution as will not impair the rights or security of the owner of the Notes

Section 19. No Action to be Taken Affecting Validity of the Notes. The Municipality hereby covenants and agrees that it will not take any action, that would in any manner affect the validity of the Notes or limit the rights and remedies of the owner from time to time of such Notes. The Municipality further covenants that it will not take any action that will cause the interest on the Notes to be subject to inclusion in gross income of the owner thereof for purposes of federal income taxation.

Section 20. Miscellaneous Acts. The Mayor, the City Recorder, and all other appropriate officials of the Municipality are hereby authorized, empowered, and directed to do any and all such acts and things, and to execute, acknowledge, and deliver all such documents, instruments, and certifications, in addition to those acts, things, documents, instruments, and certifications hereinbefore authorized and approved, as may in their discretion, be necessary or desirable to implement or comply with the intent of this Resolution; or any of the documents herein authorized and approved; or for the authorization, issuance, and delivery of the Notes.

Section 21. Failure to Present Notes. Subject to the provisions of Section 3 hereof, in the event any Note shall not be presented for payment when the principal becomes due at maturity and in the event monies sufficient to pay such Note shall be held by the Note Registrar for the benefit of the owner thereof,

all liability of the Municipality to such owner for the payment of such Note shall forthwith cease, terminate, and be completely discharged. Thereupon, the Note Registrar shall hold such monies, without liability for interest thereon, for the benefit of the owner of such Note who shall thereafter be restricted exclusively to such monies for any claim under this Resolution or on, or with respect to, said Note, subject to escheat or other similar law, and any applicable statute of limitation.

Section 22. Payments Due on Saturdays, Sundays, and Holidays. Whenever the interest on or principal of any Note is due on a Saturday or Sunday or, at the place designated for payment, a legal holiday or a day on which banking institutions are authorized by law to close, then the payment of the interest on, or the principal of, such Note need not be made on such date but must be made on the next succeeding day not a Saturday, Sunday, or a legal holiday or a day upon which banking institutions are authorized by law to close, with the same force and effect as if made on the date of maturity; and no interest shall accrue for the period after such date.

Section 23. No Recourse Under Resolution or on Notes. All stipulations, promises, agreements, and obligations of the Municipality contained in this Resolution shall be deemed to be the stipulations, promises, agreements, and obligations of the Municipality and not of any officer, director, or employee of the Municipality in his or her individual capacity, and no recourse shall be had for the payment of the principal of or interest on the Notes or for any claim based thereon or under this Resolution against any officer, director, or employee of the Municipality or against any official or individual executing the Notes.

Section 24. Severability. If any section, paragraph, or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph, or provision shall not affect any of the remaining provisions hereof.

Section 25. Repeal of Conflicting Resolutions and Effective Date. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution, are, to the extent of such conflict, hereby repealed, and this Resolution shall be in effect as of the date of its adoption the welfare of the Municipality requiring it.

Approved and adopted this 8th day of February, 2022.

Mayor

Attest:

City Recorder

STATE OF TENNESSEE)
COUNTY OF TIPTON)

I, Tina Dunn, hereby certify that I am the duly qualified and acting City Recorder of the City of Covington, Tennessee (the "Municipality"), and, as such official, I further certify as follows: (1) that attached hereto is a copy of a resolution excerpted from the minutes of the meeting of the Board of Commissioners (the "Board") of said Municipality held on February 8, 2022; (2) that I have compared said copy with the original minute record of said meeting in my official custody; (3) that said copy is a true, correct, and complete transcript from said original record insofar as said original record relates to, among other matters, the authorization of the issuance of not to exceed \$869,000 General Obligation Capital Outlay Notes, Series 2022, by said Municipality; (4) that the actions by said Board including the aforementioned, at said meeting were promptly and duly recorded by me in a book kept for such purpose; and, (5) that a quorum of the members of said Board was present and acting throughout said meeting.

WITNESS my official signature and the seal of said Municipality this 8th day of February, 2022.

City Recorder

(SEAL)

EXHIBIT A - FORM OF NOTE

Registered
No. _____

Registered
\$ _____

**UNITED STATES OF AMERICA
STATE OF TENNESSEE
CITY OF COVINGTON
GENERAL OBLIGATION CAPITAL OUTLAY NOTE,
SERIES 2022**

Registered Owner:

Principal Amount:

THE CITY OF COVINGTON, TENNESSEE (the "Municipality"), a lawfully organized and existing municipal corporation, for value received, hereby acknowledges itself indebted and promises to pay, as hereinafter set forth, in the manner hereinafter provided, to the Registered Owner identified above, or registered assigns as hereinafter provided, on the Maturity Date identified above, upon the presentation and surrender hereof at the office of the City Recorder, City Hall, Covington, Tennessee, or its successor as registrar and paying agent (the "Note Registrar"), the Principal Amount identified above, and to pay interest on said Principal Amount from the date hereof, or such later date as to which interest has been paid, to the Maturity Date, semi-annually on _____ and _____ of each year, commencing _____, 2022, at the Interest Rate per annum set forth above, by check, draft, or warrant to the Registered Owner hereof at the address shown on the registration books of the Note Registrar on the fifteenth (15th) calendar day next preceding an interest payment date, in any coin or currency of the United States of America which on the date of payment thereof is legal tender for the payment of public and private debts.

In the event that any amount payable hereunder as interest shall at any time exceed the rate of interest lawfully chargeable on this note under applicable law, any such excess shall, to the extent of such excess, be applied against the principal hereof as a prepayment thereof without penalty, and such excess shall not be considered to be interest. All rates of interest specified herein shall be computed on the basis of a three hundred sixty (360) day year composed of twelve (12) months of thirty (30) days each.

The principal hereof and interest hereon shall bear interest from and after their respective due dates (whether by acceleration, demand, or otherwise) at the same rate of interest payable on the principal hereof.

Section 9-21-117, Tennessee Code Annotated, as amended, provides that this note and the income therefrom is exempt from all state, county, and municipal taxation in the State of Tennessee, except inheritance, estate, and transfer taxes and except as otherwise provided in said Code.

This note is one of a series of notes known as "General Obligation Capital Outlay Notes, Series 2022" (the "Notes"), issued by the Municipality in the aggregate principal amount of \$869,000. The Notes which are issued for the purpose of financing an energy saving project consisting of the conversion of street lights to LED lighting, the acquisition of all other property appurtenant thereto and connected with such work, and to pay all legal, fiscal, administrative, and engineering costs incident thereto, are authorized by an appropriate resolution of the Board of Mayor and Aldermen and particularly that certain Resolution of the Board of Mayor and Aldermen adopted on February 8, 2022, as such resolution may be from time to time

amended or supplemented in accordance with its terms (such resolution, as so amended or supplemented, being herein called, the "Resolution"), and are issued pursuant to, and in full compliance with, the Constitution and the statutes of the State of Tennessee, including, but not limited to, Title 9, Chapter 21, Tennessee Code Annotated, as amended (the "Act"). Copies of the Resolution are on file at the office of the City Recorder of the Municipality, and reference is hereby made to the Resolution and the Act, for a more complete statement of the terms and conditions upon which the Notes are issued thereunder, the rights, duties, immunities, and obligations of the Municipality, and the rights of the Registered Owner hereof.

This note and interest hereon is payable from funds of the Municipality legally available therefor and to the extent necessary from ad valorem taxes to be levied on all taxable property in the Municipality without limitation as to time, rate, or amount. For the prompt payment of this note, both principal and interest, as the same shall become due, the full faith and credit of the Municipality are hereby irrevocably pledged.

The Municipality has designated the Notes as "qualified tax-exempt obligations" pursuant to Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

This note is transferable by the Registered Owner hereof by its attorney or legal representative at the office of the Note Registrar, but only in the manner and subject to the limitations and conditions provided in the Resolution and upon surrender and cancellation of this note. Upon any such transfer, the Municipality shall execute, and the Note Registrar shall authenticate and deliver in exchange for this note, a new fully registered note or notes, registered in the name of the transferee, in authorized denominations, in an aggregate principal amount equal to the principal amount of this note, of the same maturity and bearing interest at the same rate. For every transfer of notes, whether temporary or definitive, the Municipality and the Note Registrar may make a charge, unless otherwise herein to the contrary expressly provided, sufficient to pay for any tax, fee, or other governmental charge required to be paid with respect to such transfer, all of which taxes, fees, or other governmental charges shall be paid to the Municipality by the person or entity requesting such transfer as a condition precedent to the exercise of the privilege of making such transfer.

The Municipality and the Note Registrar may deem and treat the entity in whose name this note is registered as the absolute owner hereof, whether such note shall be overdue or not, for the purpose of making payment of the principal of and interest on this note and for all other purposes. All such payments so made shall be valid and effectual to satisfy and discharge the liability upon this note to the extent of the sum or sums so paid, and neither the Municipality nor the Note Registrar shall be affected by any notice to the contrary.

The Notes are issuable only as fully registered Notes, without coupons. At the office of the Note Registrar, in the manner and subject to the limitations, conditions, and charges provided in the Resolution, fully registered Notes may be exchanged for an equal aggregate principal amount of fully registered Notes of the same maturity, of authorized denominations, and bearing interest at the same rate.

The Note shall not be subject to redemption, in whole or in part, prior to maturity; provided however, at the option of the Municipality, upon thirty (30) calendar days written notice to the Registered Owner, and with the consent of the Registered Owner, the Municipality may prepay the Note in full at the price of par plus a 1% premium, and accrued interest to the date of redemption. Notwithstanding the above, the Municipality may make additional principal payments on the Note upon fifteen (15) calendar days' written notice to the Registered Owner.

This note shall have all the qualities and incidents of, and shall be, a negotiable instrument under, the Uniform Commercial Code of the State of Tennessee, subject only to provisions respecting registration of such note. This note is issued with the intent that the laws of the State of Tennessee shall govern its construction.

It is hereby certified, recited, and declared that all acts and conditions required to be done and to exist precedent to the issuance of, this note in order to make this note a legal, valid, and binding obligation of the Municipality, have been done, and did exist in due time and form as required by the Constitution and statutes of the State of Tennessee; and that this note and the issue of which it is a part, together with all other indebtedness of such Municipality, does not exceed any limitation prescribed by the Constitution or statutes of the State of Tennessee.

IN WITNESS WHEREOF, THE BOARD OF MAYOR AND ALDERMEN OF THE CITY OF COVINGTON, TENNESSEE, has caused this note to be signed by the manual signatures of the Mayor and the City Recorder, all as of _____, 2022.

[illegible]