

PRELIMINARY OFFICIAL STATEMENT DATED JULY 8, 2024

**NEW ISSUE
BANK QUALIFIED**

**BOOK ENTRY ONLY
S&P GLOBAL RATINGS RATING "AA"**

In the opinion of Taft Stettinius & Hollister LLP, Bond Counsel, based on present federal and Minnesota laws, regulations, rulings, and decisions, at the time of the issuance of the Bonds, the interest on the Bonds is excluded from gross income for federal income tax purposes and is excluded, to the same extent, from both gross income and taxable net income for State of Minnesota income tax purposes (other than Minnesota franchise taxes measured by income and imposed on corporations and financial institutions). Interest on the Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals or for purposes of the Minnesota alternative minimum tax applicable to individuals, estates or trusts; however, interest on the Bonds is taken into account in determining "annual adjusted financial statement income" for the purpose of computing the federal alternative minimum tax imposed on certain corporations for tax years beginning after December 31, 2022. No opinion will be expressed by Bond Counsel regarding other state or federal tax consequences. See "Tax Exemption" and "Other Federal and State Tax Considerations" herein for additional information.

**CITY OF NORTH MANKATO, MINNESOTA
\$2,945,000*
General Obligation Bonds, Series 2024A**

Dated Date: Date of Delivery (Estimated to be August 13, 2024)

**Interest Due: Each February 1 and August 1
Commencing August 1, 2025**

<i>Maturity*</i>	<i>Amount*</i>	<i>Rate</i>	<i>Yield</i>	<i>Price</i>	<i>Maturity*</i>	<i>Amount*</i>	<i>Rate</i>	<i>Yield</i>	<i>Price</i>
2/1/2026	\$105,000	____%	____%	____	2/1/2034	\$205,000	____%	____%	____
2/1/2027	160,000	____	____	____	2/1/2035	210,000	____	____	____
2/1/2028	165,000	____	____	____	2/1/2036	220,000	____	____	____
2/1/2029	170,000	____	____	____	2/1/2037	230,000	____	____	____
2/1/2030	175,000	____	____	____	2/1/2038	235,000	____	____	____
2/1/2031	180,000	____	____	____	2/1/2039	250,000	____	____	____
2/1/2032	190,000	____	____	____	2/1/2040	255,000	____	____	____
2/1/2033	195,000	____	____	____					

The General Obligation Bonds, Series 2024A (the "Bonds" or the "Issue") are being issued by the City of North Mankato, Minnesota (the "City" or the "Issuer") pursuant to Minnesota Statutes, Chapters 429, 444, and 475, as amended. Proceeds of the Bonds will be used to finance the City's 2024 street and utility improvements, and to pay costs associated with issuance of the Bonds. See *Authority and Purpose* herein for additional information.

The Bonds are valid and binding general obligations of the City and are payable from special assessments levied against benefitted properties, net revenues of the City's sewer utility, and ad valorem taxes. The full faith and credit of the City is also pledged to their payment. In the event of any deficiency in the Debt Service Account established for this Issue, the City has validly obligated itself to levy additional ad valorem taxes upon all of the taxable property within the City, without limitation of amount. See *Security/Sources and Uses of Funds* herein for additional information.

The Bonds maturing on February 1, 2033 and thereafter are subject to redemption, in whole or in part, on February 1, 2032 and on any date thereafter at a price of par plus accrued interest.

Principal due with respect to the Bonds is payable annually on February 1, commencing February 1, 2026. Interest due with respect to the Bonds is payable semiannually on February 1 and August 1, commencing August 1, 2025. The Bonds will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 or any whole multiple thereof. Purchasers will not receive physical delivery of Bonds. See "Book-Entry System" in *Description of the Bonds* herein for additional information. The Paying Agent/Registrar will be U.S. Bank Trust Company, National Association, St. Paul, Minnesota.

**Proposals: Monday, July 15, 2024 10:00 A.M., Central Time
Award: Monday, July 15, 2024 7:00 P.M., Central Time**

Bids may contain a maturity schedule providing for any combination of serial or term bonds. All term bonds shall be subject to mandatory sinking fund redemption and must conform to the maturity schedule set forth above at a price of par plus accrued interest. Bids must be for not less than \$2,897,880 (98.40%) and accrued interest on the total principal amount of the Bonds. **Bids will not be subject to cancellation** – see "Establishment of Issue Price" in the **Notice of Sale herein for additional details**. *The rate for any maturity may not be more than 2.00% less than the rate for any preceding maturity.* A Good Faith Deposit (the "Deposit") in the amount of \$58,900, in the form of a federal wire transfer payable to the order of the City, will only be required from the apparent winning bidder, and must be received within two hours after the receipt of bids. See Notice of Sale for additional details. Award of the Bonds will be on the basis of True Interest Cost (TIC).

* Preliminary, subject to change.



TABLE OF CONTENTS

	<u>Page</u>
SUMMARY OF OFFERING.....	2
PRINCIPAL CITY OFFICIALS.....	3
NOTICE OF SALE.....	4
AUTHORITY AND PURPOSE.....	14
SECURITY/SOURCES AND USES OF FUNDS.....	14
BONDHOLDERS' RISKS.....	14
DESCRIPTION OF THE BONDS.....	16
FULL CONTINUING DISCLOSURE.....	19
UNDERWRITER.....	19
MUNICIPAL ADVISOR.....	19
FUTURE FINANCING.....	20
BOND RATING.....	20
LITIGATION.....	20
CERTIFICATION.....	20
LEGALITY.....	20
TAX EXEMPTION.....	20
GENERAL INFORMATION.....	23
MINNESOTA VALUATIONS; PROPERTY TAX CLASSIFICATIONS.....	29
ECONOMIC AND FINANCIAL INFORMATION.....	33
SUMMARY OF DEBT AND DEBT STATISTICS.....	35
 APPENDIX A – FORM OF LEGAL OPINION	
 APPENDIX B – CONTINUING DISCLOSURE UNDERTAKING	
 APPENDIX C – CITY'S FINANCIAL STATEMENT	

THE BONDS ARE OFFERED, SUBJECT TO PRIOR SALE, WHEN, AS AND IF ACCEPTED BY THE UNDERWRITER(S) NAMED ON THE FRONT COVER OF THIS OFFICIAL STATEMENT AND SUBJECT TO AN OPINION AS TO VALIDITY OF THE BONDS BY BOND COUNSEL. SUBJECT TO APPLICABLE SECURITIES LAWS AND PREVAILING MARKET CONDITIONS, THE UNDERWRITER(S) INTENDS, BUT IS NOT OBLIGATED, TO EFFECT SECONDARY MARKET TRADING FOR THE BONDS. CLOSING DATE IS ESTIMATED TO BE AUGUST 13, 2024.

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAINED IN THIS OFFICIAL STATEMENT IN CONNECTION WITH THE OFFERS MADE HEREBY, AND IF GIVEN OR MADE, SUCH INFORMATION OR REPRESENTATIONS MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE CITY OR THE UNDERWRITER(S). NEITHER THE DELIVERY OF THIS OFFICIAL STATEMENT NOR ANY SALE HEREUNDER SHALL UNDER ANY CIRCUMSTANCES CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE CITY SINCE THE DATE HEREOF. THIS OFFICIAL STATEMENT DOES NOT CONSTITUTE AN OFFER OR SOLICITATION IN ANY JURISDICTION IN WHICH SUCH OFFER OR SOLICITATION IS NOT AUTHORIZED, OR IN WHICH THE PERSON MAKING SUCH OFFER OR SOLICITATION IS NOT QUALIFIED TO DO SO, OR TO ANY PERSON TO WHOM IT IS UNLAWFUL TO MAKE SUCH OFFER OR SOLICITATION. THE INFORMATION SET FORTH HEREIN HAS BEEN OBTAINED FROM THE CITY AND OTHER SOURCES WHICH ARE BELIEVED TO BE RELIABLE, BUT IT IS NOT GUARANTEED AS TO ACCURACY OR COMPLETENESS BY, AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY, THE UNDERWRITER(S).

WITHIN THE MEANING OF SECURITIES AND EXCHANGE COMMISSION RULE 15C2-12, THE INFORMATION INCLUDED IN THE PRELIMINARY OFFICIAL STATEMENT IS DEEMED FINAL BY THE ISSUER AS OF ITS DATE AND IS ACCURATE AND COMPLETE IN ALL MATERIAL RESPECTS, EXCEPT FOR THE OMISSION OF THE OFFERING PRICE(S), INTEREST RATE(S), SELLING COMPENSATION, AGGREGATE PRINCIPAL AMOUNT, PRINCIPAL AMOUNT PER MATURITY, DELIVERY DATE, RATING(S), OTHER TERMS OF THE ISSUE DEPENDING ON SUCH MATTERS, AND THE IDENTITY OF THE UNDERWRITER(S).

SUMMARY OF OFFERING

City of North Mankato, Minnesota
\$2,945,000 *
General Obligation Bonds, Series 2024A
(Book-Entry Only)

AMOUNT -	\$2,945,000																																
ISSUER -	City of North Mankato, Minnesota (the “City” or the “Issuer”)																																
AWARD DATE -	July 15, 2024																																
MUNICIPAL ADVISOR -	Northland Securities, Inc. (the “Municipal Advisor”), 150 South 5th Street, Suite 3300, Minneapolis, Minnesota 55402, telephone: 612-851-5900 or 800-851-2920																																
TYPE OF ISSUE -	General Obligation Bonds, Series 2024A (the “Bonds” or the “Issue”)																																
AUTHORITY, PURPOSE & SECURITY -	The General Obligation Bonds, Series 2024A (the “Bonds”) are being issued by the City of North Mankato, Minnesota (the “City”) pursuant to Minnesota Statutes, Chapters 429, 444, and 475, as amended. Proceeds of the Bonds will be used to finance the City's 2024 street and utility improvements, and to pay costs associated with issuance of the Bonds. The Bonds are valid and binding general obligations of the City and are payable from special assessments levied against benefitted properties, net revenues of the City's sewer utility, and ad valorem taxes. The full faith and credit of the City is also pledged to their payment. In the event of any deficiency in the Debt Service Account established for this Issue, the City has validly obligated itself to levy additional ad valorem taxes upon all of the taxable property within the City, without limitation of amount. See <i>Authority and Purpose</i> as well as <i>Security/Sources and Uses of Funds</i> herein for additional information.																																
DATE OF ISSUE -	Date of Delivery (Estimated to be August 13, 2024)																																
INTEREST PAID -	Semiannually on each February 1 and August 1, commencing August 1, 2025, to registered owners of the Bonds appearing of record in the bond register as of the close of business on the fifteenth day (whether or not a business day) of the calendar month next preceding such interest payment date (the “Record Date”).																																
MATURITIES* -																																	
	<table><tr><td>2/1/2026</td><td>\$105,000</td><td>2/1/2030</td><td>\$175,000</td><td>2/1/2034</td><td>\$205,000</td><td>2/1/2038</td><td>\$235,000</td></tr><tr><td>2/1/2027</td><td>160,000</td><td>2/1/2031</td><td>180,000</td><td>2/1/2035</td><td>210,000</td><td>2/1/2039</td><td>250,000</td></tr><tr><td>2/1/2028</td><td>165,000</td><td>2/1/2032</td><td>190,000</td><td>2/1/2036</td><td>220,000</td><td>2/1/2040</td><td>255,000</td></tr><tr><td>2/1/2029</td><td>170,000</td><td>2/1/2033</td><td>195,000</td><td>2/1/2037</td><td>230,000</td><td></td><td></td></tr></table>	2/1/2026	\$105,000	2/1/2030	\$175,000	2/1/2034	\$205,000	2/1/2038	\$235,000	2/1/2027	160,000	2/1/2031	180,000	2/1/2035	210,000	2/1/2039	250,000	2/1/2028	165,000	2/1/2032	190,000	2/1/2036	220,000	2/1/2040	255,000	2/1/2029	170,000	2/1/2033	195,000	2/1/2037	230,000		
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REDEMPTION -	The Bonds maturing on February 1, 2033 and thereafter are subject to redemption, in whole or in part, on February 1, 2032 and on any date thereafter at a price of par plus accrued interest. See <i>Description of the Bonds</i> herein for additional information.																																
BOOK-ENTRY -	The Bonds will be issued as fully registered and, when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York, to which principal and interest payments will be made. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 or any whole multiple thereof. Purchasers will not receive physical delivery of the Bonds.																																
PAYING AGENT/REGISTRAR -	U.S. Bank Trust Company, National Association, St. Paul, Minnesota																																
TAX DESIGNATIONS -	<u>NOT Private Activity Bonds</u> - The Bonds are not “private activity bonds” as defined in Section 141 of the Internal Revenue Code of 1986, as amended (the “Code”). <u>Bank Qualified Tax-Exempt Obligations</u> - The City will designate the Bonds as “qualified tax-exempt obligations” for purposes of Section 265(b)(3) of the Code.																																
LEGAL OPINION -	Taft Stettinius & Hollister LLP, Minneapolis, Minnesota (“Bond Counsel”)																																
BOND RATING -	The City received an underlying rating of “AA” from S&P Global Ratings (“S&P”). See <i>Bond Rating</i> herein for additional information.																																
CLOSING -	Estimated to be August 13, 2024																																
PRIMARY CONTACTS -	Kevin McCann, City Administrator, City of North Mankato, Minnesota 507-625-4141 Tammy Omdal, Managing Director, Northland Securities, Inc., 612-851-4964																																

* Preliminary, subject to change.

CITY OF NORTH MANKATO, MINNESOTA

PRINCIPAL CITY OFFICIALS

Elected Officials

City Council

<u>Name</u>	<u>Position</u>	<u>Term Expires</u>
Scott Carlson	Mayor	12/31/24
Sandra Oachs	Council Member	12/31/26
Matt Peterson	Council Member	12/31/26
James Whitlock	Council Member	12/31/24
Billy Steiner	Council Member	12/31/24

Primary Contacts

Kevin McCann	City Administrator
April Van Genderen	City Clerk
Jessica Ryan	Finance Director

BOND COUNSEL

Taft Stettinius & Hollister LLP
Minneapolis, Minnesota

MUNICIPAL ADVISOR

Northland Securities, Inc.
Minneapolis, Minnesota

NOTICE OF SALE

\$2,945,000*
GENERAL OBLIGATION BONDS, SERIES 2024A

CITY OF NORTH MANKATO, MINNESOTA
(Book-Entry Only)

NOTICE IS HEREBY GIVEN that these Bonds will be offered for sale according to the following terms:

TIME AND PLACE:

Proposals (also referred to herein as “bids”) will be opened by the City’s Administrator, or designee, on Monday, July 15, 2024, at 10:00 A.M., CT, at the offices of Northland Securities, Inc. (the City’s “Municipal Advisor”), 150 South 5th Street, Suite 3300, Minneapolis, Minnesota 55402. Consideration of the Proposals for award of the sale will be by the City Council at its meeting at the City Offices beginning Monday, July 15, 2024 at 7:00 P.M., CT.

SUBMISSION OF PROPOSALS

Proposals may be:

- a) submitted to the office of Northland Securities, Inc.,
- b) faxed to Northland Securities, Inc. at 612-851-5918,
- c) emailed to PublicSale@northlandsecurities.com
- d) for proposals submitted prior to the sale, the final price and coupon rates may be submitted to Northland Securities, Inc. by telephone at 612-851-5900 or 612-851-5915, or
- e) submitted electronically.

Notice is hereby given that electronic proposals will be received via PARITY™, or its successor, in the manner described below, until 10:00 A.M., CT, on Monday, July 15, 2024. Proposals may be submitted electronically via PARITY™ or its successor, pursuant to this Notice until 10:00 A.M., CT, but no Proposal will be received after the time for receiving Proposals specified above. To the extent any instructions or directions set forth in PARITY™, or its successor, conflict with this Notice, the terms of this Notice shall control. For further information about PARITY™, or its successor, potential bidders may contact Northland Securities, Inc. or i-Deal® at 1359 Broadway, 2nd floor, New York, NY 10018, telephone 212-849-5021.

Neither the City nor Northland Securities, Inc. assumes any liability if there is a malfunction of PARITY™ or its successor. All bidders are advised that each Proposal shall be deemed to constitute a contract between the bidder and the City to purchase the Bonds regardless of the manner in which the Proposal is submitted.

BOOK-ENTRY SYSTEM

The Bonds will be issued by means of a book-entry system with no physical distribution of bond certificates made to the public. The Bonds will be issued in fully registered form and one bond certificate, representing the aggregate principal amount of the Bonds maturing in each year, will be registered in the name of Cede & Co. as nominee of Depository Trust Company (“DTC”), New York, New York, which will act as securities depository of the Bonds.

* The City reserves the right to increase or decrease the principal amount of the Bonds. Any such increase or decrease will be made in multiples of \$5,000 and may be made in any maturity. If any maturity is adjusted, the purchase price will also be adjusted to maintain the same gross spread.

Individual purchases of the Bonds may be made in the principal amount of \$5,000 or any multiple thereof of a single maturity through book entries made on the books and records of DTC and its participants. Principal and interest are payable by the City through US Bank Trust Company, St. Paul, Minnesota (the “Paying Agent/Registrar”), to DTC, or its nominee as registered owner of the Bonds. Transfer of principal and interest payments to participants of DTC will be the responsibility of DTC; transfer of principal and interest payments to beneficial owners by participants will be the responsibility of such participants and other nominees of beneficial owners. The successful bidder, as a condition of delivery of the Bonds, will be required to deposit the bond certificates with DTC. The City will pay reasonable and customary charges for the services of the Paying Agent/Registrar.

DATE OF ORIGINAL ISSUE OF BONDS

Date of Delivery (Estimated to be August 13, 2024)

AUTHORITY/PURPOSE/SECURITY

The Bonds are being issued pursuant to Minnesota Statutes, Chapters 475, 444, and 429. Proceeds will be used to finance the City’s 2024 street and utility improvement projects, and to pay costs associated with the issuance of the Bonds. The Bonds are payable from special assessments levied against benefitted properties, net revenues of the City’s sanitary sewer utility, and ad valorem taxes on all taxable property within the City. The full faith and credit of the City is pledged to their payment and the City has validly obligated itself to levy ad valorem taxes in the event of any deficiency in the debt service account established for this issue.

INTEREST PAYMENTS

Interest is due semiannually on each February 1 and August 1, commencing August 1, 2025, to registered owners of the Bonds appearing of record in the Bond Register as of the close of business on the fifteenth day (whether or not a business day) of the calendar month next preceding such interest payment date.

MATURITIES

Principal is due annually on February 1, inclusive, in each of the years and amounts as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2026	\$105,000	2031	\$180,000	2036	\$220,000
2027	160,000	2032	190,000	2037	230,000
2028	165,000	2033	195,000	2038	235,000
2029	170,000	2034	205,000	2039	250,000
2030	175,000	2035	210,000	2040	255,000

Proposals for the Bonds may contain a maturity schedule providing for any combination of serial bonds and term bonds, subject to mandatory redemption, so long as the amount of principal maturing or subject to mandatory redemption in each year conforms to the maturity schedule set forth above.

INTEREST RATES

All rates must be in integral multiples of 1/20th or 1/8th of 1%. *The rate for any maturity may not be more than 2.00% less than the rate for any preceding maturity.* All Bonds of the same maturity must bear a single uniform rate from date of issue to maturity.

**ESTABLISHMENT OF ISSUE PRICE
(HOLD-THE-OFFERING-PRICE RULE MAY APPLY – BIDS NOT CANCELLABLE)**

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 form attached hereto as Exhibit A, with such modifications as may be appropriate or necessary, in the reasonable judgment of the winning bidder, the City and Bond Counsel. All actions to be taken by the City under this Notice of Sale to establish the issue price of the Bonds may be taken on behalf of the City by the City’s Municipal Advisor and any notice or report to be provided to the City may be provided to the City’s Municipal Advisor.

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 Notice of Sale 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 cost), as set forth in this Notice of Sale.

Any bid submitted pursuant to this Notice of Sale 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 promptly so advise the winning bidder. The City may then determine to treat the initial offering price to the public as of the award date of the Bonds as the issue price of each maturity by imposing on the winning bidder the Hold-the-Offering-Price Rule as described in the following paragraph (the “Hold-the-Offering-Price Rule”). Bids will **not** be subject to cancellation in the event that the City determines to apply the Hold-the-Offering-Price Rule to the Bonds. **Bidders should prepare their bids on the assumption that the Bonds will be subject to the Hold-the-Offering-Price Rule in order to establish the issue price of the Bonds.**

By submitting a bid, the winning bidder shall (i) confirm that the underwriters have offered or will offer the Bonds to the public on or before the date of award at the offering price or prices (the “Initial Offering Price”), or at the corresponding yield or yields, set forth in the bid submitted by the winning bidder and (ii) agree, on behalf of the underwriters participating in the purchase of the Bonds, that the underwriters will neither offer nor sell unsold Bonds of any maturity to which the Hold-the-Offering Price Rule shall apply to any person at a price that is higher than the Initial Offering Price to the public during the period starting on the award date for the Bonds and ending on the **earlier** of the following:

- (1) the close of the fifth (5th) business day after the award date; or
- (2) the date on which the underwriters have sold at least 10% of a maturity of the Bonds to the public at a price that is no higher than the Initial Offering Price to the public (the “10% Test”), at which time only that particular maturity will no longer be subject to the Hold-the-Offering-Price Rule.

The City acknowledges that, in making the representations set forth above, the winning bidder will rely on (i) the agreement of each underwriter to comply with the requirements for establishing issue price of the Bonds, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Bonds, as set forth in an agreement among underwriters and the related pricing wires, (ii) in the event a selling group has been created in connection with the initial sale of the Bonds to the public, the agreement of each dealer who is a member of the selling group to comply with the requirements for establishing issue price of the Bonds, including but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Bonds, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an underwriter or dealer who is a member of the selling group is a party to a third-party distribution agreement that was employed in connection with the initial sale of the Bonds to the public, the agreement of each broker-dealer that is a party to such agreement

to comply with the requirements for establishing issue price of the Bonds, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Bonds, as set forth in the third-party distribution agreement and the related pricing wires. The City further acknowledges that each underwriter shall be solely liable for its failure to comply with its agreement regarding the requirements for establishing issue price of the Bonds, including but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Bonds, and that no underwriter shall be liable for the failure of any other underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a third-party distribution agreement to comply with its corresponding agreement to comply with the requirements for establishing issue price of the Bonds, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule if applicable to the Bonds.

By submitting a bid, each bidder confirms that: (i) any agreement among underwriters, any selling group agreement and each third-party 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 third-party distribution agreement, as applicable, (A) to comply with the Hold-the-Offering-Price Rule, if applicable if and for so long as directed by the winning bidder and as set forth in the related pricing wires, (B) to promptly notify the winning bidder of any sales of Bonds that to its knowledge, are made to a purchaser who is a related party to an underwriter participating in the initial sale of the Bonds to the public (each such term being used as defined below), and (C) to acknowledge that, unless otherwise advised by the underwriter, dealer or broker-dealer, the winning bidder shall assume that each order submitted by the underwriter, dealer or broker-dealer is a sale to the public, and (ii) any agreement among underwriters or selling group agreement 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 or dealer that is a party to a third-party 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 comply with the Hold-the-Offering-Price Rule, if applicable, in each case if and for so long as directed by the winning bidder or the underwriter and as set forth in the related pricing wires.

Notes: Sales of any Bonds to any person that is a related party to an underwriter participating in the initial sale of the Bonds to the public (each such term being used as defined below) shall not constitute sales to the public for purposes of this Notice of Sale. Further, for purposes of this Notice of Sale:

- (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 third-party 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 (A) more than 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 or another), (B) 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 (C) 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.*

ADJUSTMENTS TO PRINCIPAL AMOUNT AFTER PROPOSALS

The City reserves the right to increase or decrease the principal amount of the Bonds. Any such increase or decrease will be made in multiples of \$5,000 and may be made in any maturity. If any maturity is adjusted, the purchase price will also be adjusted to maintain the same gross spread. Such adjustments shall be made promptly after the sale and prior to the award of Proposals by the City and shall be at the sole discretion of the City. The successful bidder may not withdraw or modify its Proposal once submitted to the City for any reason, including post-sale adjustment. Any adjustment shall be conclusive and shall be binding upon the successful bidder.

OPTIONAL REDEMPTION

Bonds maturing on February 1, 2033 through 2040 are subject to redemption and prepayment at the option of the City on February 1, 2032 and any date thereafter, at a price of par plus accrued interest. Redemption may be in whole or in part of the Bonds subject to prepayment. If redemption is in part, the maturities and principal amounts within each maturity to be redeemed shall be determined by the City and if only part of the Bonds having a common maturity date are called for prepayment, the specific Bonds to be prepaid shall be chosen by lot by the Bond Registrar.

CUSIP NUMBERS

If the Bonds qualify for assignment of CUSIP numbers such numbers will be printed on the Bonds, but neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the successful bidder thereof to accept delivery of and pay for the Bonds in accordance with terms of the purchase contract. The CUSIP Service Bureau charge for the assignment of CUSIP identification numbers shall be paid by the successful bidder.

DELIVERY

Delivery of the Bonds will be within thirty days after award, subject to an approving legal opinion by Taft Stettinius & Hollister LLP, Bond Counsel. The legal opinion will be paid by the City and delivery will be anywhere in the continental United States without cost to the successful bidder at DTC.

TYPE OF PROPOSAL

Proposals of not less than \$2,897,880 (98.40%) and accrued interest on the principal sum of \$2,945,000 must be filed with the undersigned prior to the time of sale. Proposals must be unconditional except as to legality. Proposals for the Bonds should be delivered to Northland Securities, Inc. and addressed to:

Kevin McCann, City Administrator
1001 Belgrade Ave.
North Mankato, MN 56002

A good faith deposit (the "Deposit") in the amount of \$58,900 in the form of a federal wire transfer (payable to the order of the City) is only required from the apparent winning bidder, and must be received within two hours after the time stated for the receipt of Proposals. The apparent winning bidder will receive notification of the wire instructions from the Municipal Advisor promptly after the sale. If the Deposit is not received from the apparent winning bidder in the time allotted, the City may choose to reject their Proposal and then proceed to offer the Bonds to the next lowest bidder based on the terms of their original proposal, so long as said bidder wires funds for the Deposit amount within two hours of said offer.

The City will retain the Deposit of the successful bidder, the amount of which will be deducted at settlement and no interest will accrue to the successful bidder. In the event the successful bidder fails to comply with the accepted Proposal, said amount will be retained by the City. No Proposal can be withdrawn after the time set for receiving Proposals unless the meeting of the City scheduled for award of the Bonds is adjourned, recessed, or continued to another date without award of the Bonds having been made.

AWARD

The Bonds will be awarded on the basis of the lowest interest rate to be determined on a true interest cost (TIC) basis. The City's computation of the interest rate of each Proposal, in accordance with customary practice, will be controlling. In the event of a tie, the sale of the Bonds will be awarded by lot. The City will reserve the right to: (i) waive non-substantive informalities of any Proposal or of matters relating to the receipt of Proposals and award of the Bonds, (ii) reject all Proposals without cause, and (iii) reject any Proposal which the City determines to have failed to comply with the terms herein.

INFORMATION FROM SUCCESSFUL BIDDER

The successful bidder will be required to provide, in a timely manner, certain information relating to the initial offering price of the Bonds necessary to compute the yield on the Bonds pursuant to the provisions of the Internal Revenue Code of 1986, as amended.

OFFICIAL STATEMENT

By awarding the Bonds to any underwriter or underwriting syndicate submitting a Proposal therefor, the City agrees that, no more than seven business days after the date of such award, it shall provide to the senior managing underwriter of the syndicate to which the Bonds are awarded, the Final Official Statement in an electronic format as prescribed by the Municipal Securities Rulemaking Board (MSRB).

FULL CONTINUING DISCLOSURE UNDERTAKING

The City will covenant in the resolution awarding the sale of the Bonds and in a Continuing Disclosure Undertaking to provide, or cause to be provided, annual financial information, including audited financial statements of the City, and notices of certain material events, as required by SEC Rule 15c2-12.

BANK QUALIFICATION

The City will designate the Bonds as qualified tax-exempt obligations for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

BOND INSURANCE AT UNDERWRITER'S OPTION

If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment therefor at the option of the successful bidder, the purchase of any such insurance policy or the issuance of any such commitment shall be at the sole option and expense of the successful bidder of the Bonds. Any increase in the costs of issuance of the Bonds resulting from such purchase of insurance shall be paid by the successful bidder, except that, if the City has requested and received a rating on the Bonds from a rating agency, the City will pay that rating fee. Any other rating agency fees shall be the responsibility of the successful bidder. Failure of the municipal bond insurer to issue the policy after the Bonds have been awarded to the successful bidder shall not constitute cause for failure or refusal by the successful bidder to accept delivery on the Bonds.

The City reserves the right to reject any and all Proposals, to waive informalities and to adjourn the sale.

Dated: June 3, 2024

BY ORDER OF THE NORTH MANKATO CITY COUNCIL

/s/Kevin McCann
City Administrator

Additional information may be obtained from:

Northland Securities, Inc.

150 South 5th Street, Suite 3300

Minneapolis, Minnesota 55402

Telephone No.: 612-851-5900

EXHIBIT A

[FORM OF ISSUE PRICE CERTIFICATE – COMPETITIVE SALE SATISFIED]

The undersigned, on behalf of _____ (the "Underwriter"), hereby certifies as set forth below with respect to the sale of the General Obligation Bonds, Series 2024A (the "Bonds") of the City of North Mankato, Minnesota (the "Issuer").

1. Reasonably Expected Initial Offering Price.

As of the Sale Date, the reasonably expected initial offering prices of the Bonds to the Public by the 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 the Underwriter in formulating its bid to purchase the Bonds. Attached as **Schedule B** is a true and correct copy of the bid provided by the Underwriter to purchase the Bonds.

The Underwriter was not given the opportunity to review other bids prior to submitting its bid.

The bid submitted by the Underwriter constituted a firm offer to purchase the Bonds.

2. Defined Terms.

"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.

"Public" means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

"Sale Date" means the first day on which there is a binding contract in writing for the sale of a Maturity of the Bonds. The Sale Date of the Bonds is July 15, 2024.

"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 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 Nonarbitrage Certificate and with respect to compliance with the federal income tax rules affecting the Bonds, and by Taft Stettinius & Hollister LLP, Bond Counsel 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.

Dated: August 13, 2024.

[FORM OF ISSUE PRICE CERTIFICATE – HOLD-THE-OFFERING-PRICE RULE APPLIES]

The undersigned, on behalf of _____ (the "Underwriter"), on behalf of itself, hereby certifies as set forth below with respect to the sale and issuance of General Obligation Bonds, Series 2024A (the "Bonds") of the City of North Mankato, Minnesota (the "Issuer").

1. Initial Offering Price of the Bonds.

(a) The Underwriter offered each Maturity of the Bonds to the Public for purchase at the respective initial offering prices listed in Schedule A (the "Initial Offering Prices") on or before the Sale Date. A copy of the pricing wire or equivalent communication for the Bonds is attached to this certificate as Schedule B.

(b) As set forth in the Notice of Sale and bid award, the Underwriter has agreed in writing that, (i) for each Maturity of the Bonds, it would neither offer nor sell any of the Bonds of such Maturity to any person at a price that is higher than the Initial Offering Price for such Maturity during the Holding Period for such Maturity (the "hold-the-offering-price rule"), and (ii) any selling group agreement shall contain the agreement of each dealer who is a member of the selling group, and any retail distribution agreement shall contain the agreement of each broker-dealer who is a party to the retail distribution agreement, to comply with the hold-the-offering-price rule. Pursuant to such agreement, no Underwriter (as defined below) has offered or sold any Maturity of the Bonds at a price that is higher than the respective Initial Offering Price for that Maturity of the Bonds during the Holding Period.

2. Defined Terms.

(a) "Holding Period" means, for each Maturity of the Bonds, the period starting on the Sale Date and ending on the earlier of (i) the close of the fifth business day after the Sale Date (_____), or (ii) the date on which the Underwriter has sold at least 10% of such Maturity of the Bonds to the Public at prices that are no higher than the Initial Offering Price for such Maturity.

(b) "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.

(c) "Public" means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(d) "Sale Date" means the first day on which there is a binding contract in writing for the sale of a Maturity of the Bonds. The Sale Date of the Bonds is July 15, 2024.

(e) "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 Representative'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 Nonarbitrage Certificate and with respect to compliance with the federal income tax rules affecting the Bonds, and by Taft Stettinius & Hollister LLP, Bond Counsel, 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.

Dated: August 13, 2024.

AUTHORITY AND PURPOSE

The General Obligation Bonds, Series 2024A (the “Bonds” or the “Issue”) are being issued by the City of North Mankato, Minnesota (the “City”) pursuant to Minnesota Statutes, Chapters 429, 444, and 475, as amended. Proceeds from issuance of the Bonds will be used to finance the City's 2024 street and utility improvements, and to pay costs associated with issuance of the Bonds.

SECURITY/SOURCES AND USES OF FUNDS

Security

The Bonds are valid and binding general obligations of the City and are payable from special assessments levied against benefitted properties, net revenues of the City's sewer utility, and ad valorem taxes. The full faith and credit of the City is also pledged to their payment. In the event of any deficiency in the Debt Service Account established for this Issue, the City has validly obligated itself to levy additional ad valorem taxes upon all of the taxable property within the City, without limitation of amount.

Sources and Uses of Funds

Following are the sources and uses of funds in connection with the issuance of the Bonds.

Sources of Funds

Par Amount of Bonds	\$ <u>2,945,000*</u>
Total Sources of Funds:	\$ <u>2,945,000</u>

Uses of Funds

Deposit to Project Fund	\$ 2,835,800
Costs of Issuance/Underwriter’s Discount	106,685
Rounding Amount	<u>2,515</u>
Total Uses of Funds:	\$ <u>2,945,000</u>

BONDHOLDERS’ RISKS

An investment in the Bonds involves an element of risk. In order to identify risk factors and make an informed investment decision, potential investors should be thoroughly familiar with this entire Official Statement (including the appendices hereto) in order to make a judgment as to whether the Bonds are an appropriate investment.

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, any secondary marketing practices in connection with a particular bond issue are suspended or terminated. Additionally, prices of bond 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.

Ratings Loss

S&P Global Ratings has assigned a rating of “AA” to the Bonds. Generally, a rating agency bases its rating on the information and materials furnished to it and on investigations, studies and assumptions of its own. There is no

* Preliminary, subject to change.

assurance that the rating will continue for any given period of time, or that such rating will not be revised, suspended or withdrawn, if, in the judgment of S&P, circumstances so warrant. A revision, suspension or withdrawal of a rating may have an adverse effect on the market price of the Bonds.

Additional regulation of rating agencies could materially alter the methodology, rating levels, and types of ratings available, for example, and these changes, if ever, could materially affect the market value 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 Issuer to pay debt service when due on the Bonds.

Tax Exemption, Bank Qualification and Loss of Tax Exemption

If the federal government or the State of Minnesota taxes all or a portion of the interest on municipal obligations, directly or indirectly, or if there is a change in federal or state tax policy, the value of the Bonds may fall for purposes of resale. Noncompliance following the issuance of the Bonds with certain requirements of the Internal Revenue Code of 1986, as amended (the “Code”) and post-issuance tax covenants of the Issuer may result in the inclusion of interest on the Bonds in gross income of the recipient for federal income tax purposes or in taxable net income of individuals, estates or trusts for State of Minnesota income tax purposes. No provision has been made for redemption of the Bonds, or for an increase in the interest rate on the Bonds, in the event that interest on the Bonds becomes subject to federal or State of Minnesota income taxation, retroactive to the date of issuance.

The Bonds are designated as “qualified tax-exempt obligations” under the exception provided in Section 265(b)(3) of the Code, and the Issuer 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 Issuer in violation of its covenants could affect the designation, which could also affect the pricing and marketability of the Bonds.

It is also possible that actions of the Issuer 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.

Pending Federal and State Tax Legislation

From time to time, there is State legislation proposed, as well as 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 or state 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 Issuer, payable from and secured by a continuing ad valorem tax levied against all of the property valuation within the Issuer. A failure on the part of the Issuer to make a timely levy request or a levy request by the Issuer 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 Issuer and certain other public officials to perform the terms of the resolution for the Bonds) may have to be enforced from year to year.

Factors Beyond Issuer's Control

A combination of epidemic, pandemic, economic, climatic, political or civil disruptions outside of the control of the Issuer, including loss of major taxpayers or major employers, could affect the local economy and result in reduced tax collections and/or increased demands upon local governments. Real or perceived threats to the financial stability of the Issuer may have an adverse effect on the value of the Bonds in the secondary market. State of Minnesota cash flow problems could also affect local governments, including reductions in, or delayed payments of, local government state aid (LGA) and possibly increase Issuer property taxes.

Cybersecurity

The Issuer, like many other public and private entities, relies on a large and complex technology environment to conduct its operations. As such, it may face multiple cybersecurity threats including, but not limited to, hacking, viruses, malware and other attacks on computer or other sensitive digital systems and networks. There can be no assurances that any security and operational control measures implemented by the Issuer will be completely successful to guard against and prevent cyber threats and attacks. The result of any such attacks could impact business operations and/or digital networks and systems and the costs of remedying any such damage could be significant.

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.

Summary

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.

DESCRIPTION OF THE BONDS

Details of Certain Terms

The Bonds will be dated, as originally issued, as of the date of delivery (estimated to be August 13, 2024), and will be issued as fully registered Bonds in the denominations of \$5,000 or any integral multiple thereof. Principal, including mandatory redemptions on the Bonds, if applicable, will be payable annually February 1, commencing February 1, 2026. Interest on the Bonds will be payable semiannually on each February 1 and August 1, commencing August 1, 2025. The Bonds when issued, will be registered in the name of Cede & Co. (the "Registered Holder"), as nominee of The Depository Trust Company, New York, New York ("DTC"), the initial custodian for the Bonds, to which principal and interest payments on the Bonds will be made so long as Cede & Co. is the Registered Holder

of the Bonds. See “Book-Entry System” in *Description of the Bonds* herein for additional information. So long as the Book-Entry Only System is used, individual purchases of the Bonds will be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof (“Authorized Denominations”). Individual purchasers (“Beneficial Owners”) of the Bonds will not receive physical delivery of bond certificates, and registration, exchange, transfer, tender and redemption of the Bonds with respect to Beneficial Owners shall be governed by the Book-Entry Only System.

So long as the Book-Entry Only System is used, payments from Cede & Co., as the Registered Holder, to the Beneficial Owners shall be governed by the Book-Entry Only System. If the Book-Entry Only System is discontinued, the principal of and premium, if any, on the Bonds will be payable upon presentation and surrender at the offices of the Paying Agent and Bond Registrar or a duly appointed successor. Interest on the Bonds will be paid by check or draft mailed by the Bond Registrar to the registered holders thereof as such appear on the registration books maintained by the Bond Registrar as of the close of business on the fifteenth day (whether or not a business day) of the calendar month next preceding such interest payment date (the “Record Date”).

Registration, Transfer and Exchange

So long as the Book-Entry Only System is used, payments from Cede & Co., as the Registered Holder, to the Beneficial Owners shall be governed by the Book-Entry Only System. If the Book-Entry Only System is discontinued, the Bonds may be transferred upon surrender of the Bonds at the principal office of the Bond Registrar, duly endorsed for transfer or accompanied by an assignment duly executed by the registered owner or his or her attorney duly authorized in writing. The Bonds, upon surrender thereof at the principal office of the Bond Registrar, may also be exchanged for other Bonds of the same series, of any authorized denominations having the same form, terms, interest rates and maturities as the Bonds being exchanged. The Bond Registrar will require the payment by the Bond holder requesting such exchange or transfer of any tax or governmental charge required to be paid with respect to such exchange or transfer. The Bond Registrar is not required to (i) issue, transfer or exchange any Bond during a period beginning at the opening of business fifteen days before any selection of Bonds of a particular stated maturity for redemption in accordance with the provisions of the Bond resolution and ending on the day of the first mailing of the relevant notice of redemption or (ii) to transfer any Bonds or portion thereof selected for redemption.

Optional Redemption

The Bonds maturing on February 1, 2033 and thereafter are subject to redemption, in whole or in part, on February 1, 2032 and on any date thereafter at a price of par plus accrued interest. If redemption is in part, the selection of the amounts and maturities of the Bonds to be prepaid shall be at the discretion of the City. Notice of redemption shall be given by written notice to the registered owner of the Bonds not less than 30 days prior to such redemption date.

Book-Entry System

The Depository Trust Company (“DTC”), New York, NY, will act as securities depository for the Bonds (the “Bonds”). The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered certificate will be issued for the Bonds, 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 3.6 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 Standard & Poor’s rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com and www.dtcc.org.

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

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC’s partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

Redemption notices shall be sent to DTC. If less than all of the Bonds 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.

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

Redemption proceeds, distributions, and dividend payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC’s practice is to credit Direct Participants’ accounts upon DTC’s receipt of funds and corresponding detail information from the City or 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 Bonds 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, 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 Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the City or Agent. Under such circumstances, in the event that a successor depository is not obtained, certificates for the Bonds are required to be printed and delivered.

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

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 of North Mankato takes no responsibility for the accuracy thereof.

FULL CONTINUING DISCLOSURE

In order to assist the Underwriter(s) in complying with SEC Rule 15c2-12 (the "Rule"), pursuant to a resolution awarding the Issue and a Continuing Disclosure Certificate (the "Certificate") to be executed on behalf of the City on or before Bond closing, the City has and will covenant for the benefit of holders of the Bonds to annually provide certain financial and operating data, relating to the City to the Municipal Securities Rulemaking Board ("MSRB") in an electronic format prescribed by the MSRB, and to provide notices of the occurrence of certain events enumerated in the Rule to the MSRB. The specific nature of the Certificate, as well as the information to be contained in the annual report or the notices of material events is set forth in the Continuing Disclosure Certificate in substantially the form attached hereto as Appendix B.

To the best of its knowledge, the City has never failed to comply in all material respects with any previous undertakings under the Rule to provide annual reports or notices of material events within the past five years. Prior continuing disclosure agreements of the City required the City to file its Annual Report "as soon as available," but not later than December 31 of the following fiscal year. The City has always provided its Annual Report, consisting of Financial and Operating Data and its Audited Financial Statements, prior to the December 31 deadline, although certain portions of the Annual Report information may have been available earlier. Several debt ratios were also not included in certain reports, although the statistics required to compute the ratios were provided in the report. A failure by the City to comply with the Certificate will not constitute an event of default on the Bonds (although holders will have an enforceable right to specific performance). Nevertheless, such a failure must be reported in accordance with the Rule and must be considered by any broker, dealer or municipal securities dealer before recommending the purchase or sale of the Bonds in the secondary market. Consequently, such a failure may adversely affect the transferability and liquidity of the Bonds and their market price. Please see *Appendix B – Continuing Disclosure Undertaking* herein for additional information.

The City has retained a Dissemination Agent for its continuing disclosure filings.

UNDERWRITER

The Bonds are being purchased by _____ (the "Underwriter") at a purchase price of \$ _____, which is the par amount of the Bonds of \$ _____ less the Underwriter's discount of \$ _____, plus the original issue premium of \$ _____.

MUNICIPAL ADVISOR

The City has retained Northland Securities, Inc. as municipal advisor (the "Municipal Advisor") in connection with the issuance of the Bonds. Northland Securities, Inc. is registered as a municipal advisor with both the Securities and Exchange Commission (SEC) and the Municipal Securities Rulemaking Board (MSRB). In preparing the Official Statement, the Municipal Advisor has relied upon governmental officials, and other sources that have access to relevant data to provide accurate information for the Official Statement, and the Municipal Advisor has not been engaged, nor has it undertaken, to independently verify the accuracy of such information. The Municipal Advisor is not a public accounting firm and has not been engaged by the City to compile, review, examine or audit any information in the Official Statement in accordance with accounting standards.

Northland Securities, Inc., is a subsidiary of Northland Capital Holdings, Inc. First National of Nebraska, Inc., is the parent company of Northland Capital Holdings, Inc. and First National Bank of Omaha.

FUTURE FINANCING

The City does not anticipate the need to issue any additional general obligation debt within the next three months.

BOND RATING

The City received an underlying rating of “AA” from S&P Global Ratings (“S&P”). No application was made to any other rating agency for the purpose of obtaining an additional rating on the Bonds. This rating reflects only the opinion of S&P and any explanation of the significance of this rating may be obtained only from S&P. There is no assurance that a rating will continue for any given period of time, or that such rating will not be revised or withdrawn, if in the judgment of S&P, circumstances so warrant. A revision or withdrawal of the rating may have an adverse effect on the market price of the Bonds. This rating is not a recommendation to buy, sell or hold the Bonds, and such rating may be subject to revision or withdrawal at any time by the rating agency.

LITIGATION

As of the date of this Official Statement, the City is not aware of any threatened or pending litigation that questions the organization or boundaries of the City or the right of any of its officers to their respective offices or in any manner questioning their rights and power to execute and deliver the Bonds or otherwise questioning the validity of the Bonds.

CERTIFICATION

The City will furnish a statement to the effect that this Official Statement to the best of its knowledge and belief, as of the date of sale and the date of delivery, is true and correct in all material respects, and does not contain any untrue statements of a material fact or omit to state a material fact necessary in order to make the statements made therein, in light of the circumstances under which they were made, not misleading.

The City has always promptly met all payments of principal and interest on its indebtedness when due.

LEGALITY

Legal matters incident to the authorization and issuance of the Bonds are subject to the approving opinion of Taft Stettinius & Hollister LLP, Minneapolis, Minnesota (“Bond Counsel”) as to validity and tax exemption. A copy of such opinion will be available at the time of the delivery of the Bonds. See *Appendix A – Form of Legal Opinion*.

Bond Counsel has not participated in the preparation of this Official Statement and is not passing upon its accuracy, completeness or sufficiency. Bond Counsel has not examined, nor attempted to examine, or verify, any of the financial or statistical statements or data contained in this Official Statement, and will express no opinion with respect thereto.

TAX EXEMPTION

On the date of issuance of the Bonds, Taft Stettinius & Hollister LLP, Bond Counsel, will render an opinion, that, based on present federal and Minnesota laws, regulations, rulings, and decisions, at the time of the issuance of the Bonds, the interest on the Bonds is excluded from gross income for federal income tax purposes and is excluded, to the same extent, from both gross income and taxable net income for State of Minnesota income tax purposes (other than Minnesota franchise taxes measured by income and imposed on corporations and financial institutions). Interest on the Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals or for purposes of the Minnesota alternative minimum tax applicable to individuals, estates or trusts; however, interest on the Bonds is taken into account in determining “annual adjusted financial statement income” for the purpose of computing the federal alternative minimum tax imposed on certain corporations for tax years beginning after December 31, 2022. The opinions are subject to the condition that the Issuer complies with all applicable federal tax requirements. Failure to comply with certain of such requirements may cause interest on the

Bonds to be included in gross income and taxable net income, retroactive to their date of issuance. No opinion will be expressed by Bond Counsel regarding other state or federal tax consequences.

OTHER FEDERAL AND STATE TAX CONSIDERATIONS

Other Tax Considerations

Though excluded from gross income, interest on the Bonds is subject to federal income taxation for certain types of taxpayers and certain income taxes, including without implied limitation, taxation to the extent it is included as part of (a) the adjusted current earnings of a corporation for purposes of the alternative minimum tax, (b) effectively connected earnings and profits of a foreign corporation for purposes of the branch profits tax on dividend equivalent amounts, (c) excess net passive income of an S Corporation which has Subchapter C earnings and profits, or (d) minimum effectively connected net investment income of a foreign insurance company. Interest on the Bonds is also taken into account in other ways for federal income tax purposes, including without implied limitation, (a) reducing loss reserve deductions of property and casualty insurance companies, (b) reducing interest expense deductions of financial institutions, and (c) causing certain taxpayers to include in gross income a portion of social security benefits and railroad retirement benefits. Ownership of the Bonds may result in other collateral federal income tax consequences to certain taxpayers. Bond Counsel expresses no opinion as to any of such consequences, and prospective purchasers who may be subject to such collateral consequences should consult their tax advisors.

Original Issue Discount

Some of the Bonds (“OID Bonds”) may be sold at initial public offering prices which are less than the principal amounts payable at maturity. For each maturity of OID Bonds, original issue discount is the excess of the stated redemption price at maturity of such Bonds over the initial offering price to the public, excluding underwriters and other intermediaries, at which price a substantial amount of such Bonds were sold. The appropriate portion of such original issue discount allocable to the original and each subsequent holder will be treated as interest and excluded from gross income for federal income tax purposes and will increase a holder’s tax basis in such Bonds for purposes of determining gain or loss upon sale, exchange, redemption, or payment at maturity. Owners of such Bonds should consult their own tax advisors with respect to the computation and determination of the portion of original issue discount which will be treated as interest and added to a holder’s tax basis during the period such Bonds are held.

Original Issue Premium

Some of the Bonds may be sold at initial public offering prices which are greater than the principal amounts payable at maturity. Bondholders who acquire 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 federal, state and local tax consequences of owning and selling Bonds acquired at a premium.

Proposed Changes in Federal and State Tax Law

From time to time, there are Presidential proposals, proposals of various federal committees, and legislative proposals in the Congress and in the states 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.

Qualified Tax-Exempt Obligations

The City will designate the Bonds as “qualified tax-exempt obligations” for purposes of Section 265(b)(3) of the Code relating to the ability of financial institutions to deduct from income for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations.

The above is not a comprehensive list of all federal tax consequences that may arise from the receipt of interest on the Bonds. The receipt of interest on the Bonds may otherwise affect the federal or State of Minnesota income tax liability of the recipient based on the particular taxes to which the recipient is subject and the particular tax status of other items or deductions. Bond Counsel expresses no opinion regarding any such consequences. All prospective purchasers of the Bonds are advised to consult their own tax advisors as to the tax consequences of, or tax considerations for, purchasing or holding the Bonds.

CITY OF NORTH MANKATO, MINNESOTA

GENERAL INFORMATION

Location/Access/Transportation

North Mankato, situated in Nicollet County and Blue Earth County, is located in the south central portion of Minnesota. The City is located to the northwest of the City of Mankato and approximately 80 miles southwest of the Twin Cities metropolitan area on the Minnesota River. Access is provided via U.S. Highways 14 and 169, State Highways 22, 60, 66 and 68, and Interstate I-35 and I-90 are located within 40 and 50 miles of the City, respectively. The Dakota Minnesota and Eastern Railroad Co. and Union Pacific Railroad provide daily freight rail service to the City. The Mankato regional airport can accommodate charter, commercial freight and jet planes with a 6,600-foot paved, lighted runway.

Area

2,555 Acres
(4 Square Miles)

Population

2000 Census	11,798	2020 Census	14,275
2010 Census	13,394	2024 Estimate [†]	14,300

Labor Force Data¹

Comparative average labor force and unemployment rate figures for 2024 (through March) and year-end 2023 are listed below. Figures are not seasonally adjusted and numbers of people are estimated by place of residence.

	2024 (March)		2023	
	<i>Civilian Labor Force</i>	<i>Unemployment Rate</i>	<i>Civilian Labor Force</i>	<i>Unemployment Rate</i>
Nicollet County	21,109	2.8%	21,015	2.2%
Mankato Metro SA	62,156	2.8	61,926	2.3
Minnesota	3,092,366	3.4	3,099,923	2.8

Income Data²

Comparative income levels are listed below for the City, the State of Minnesota and the United States.

	<u>North Mankato</u>	<u>State of Minnesota</u>	<u>United States</u>
Median Family Income	\$96,667	\$107,072	\$92,646
Per Capita Income	47,580	44,947	41,261

City Government

North Mankato was established in 1898 and has been a Statutory City since 1974. The City operates under the Optional Plan A form of government consisting of an elected mayor and four council members. The Mayor is elected at large for a two-year term and Council members are elected to overlapping four-year terms. The

[†] Source: City of North Mankato.

¹ Source: Minnesota Department of Employment and Economic Development

² Source: 2018-2022 American Community Survey, U.S. Census Bureau.

professional staff is appointed and consists of a city administrator, finance director-treasurer, clerk, engineer and consulting attorney.

The City also operates the following business-type activities: electric, water, sewer, and storm sewer utilities.

Bargaining Units/Labor Contracts

The labor unions representing certain City employee groups are shown below.

<u>Employee Group</u>	<u>Contract Expiration Date</u>
Law Enforcement Labor Services – Patrol	December 31, 2025
Law Enforcement Labor Services – Lieutenants	December 31, 2025
Law Enforcement Labor Services – Police Secretary	December 31, 2025

Employee Pension Programs

The City employs 73 people, 58 full-time and 15 part-time. The pension plan covers all eligible full and part-time employees.

The City participates in contributory pension plans through the Public Employees Retirement Association (PERA) under Minnesota Statutes, Chapters 353 and 356, which cover all full-time and certain part-time employees. PERA administers the General Employees Retirement Fund (GERF) and the Public Employees Police and Fire Fund (PEPFF), which are cost sharing, multiple-employer retirement plans. Benefits are established by State Statute and vest after three years of credited service. State Statute requires the City to fund current service pension cost as it accrues. Defined retirement benefits are based on a member’s highest average salary for any five successive years of allowable service, age, and years of credit at termination of service.

PERA issues a publicly available financial report that includes financial statements and required supplementary information for GERF (formerly “PERF”) and PEPFF. That report may be obtained at www.mnpera.org, or by writing to PERA at 60 Empire Drive, #200, St. Paul, MN 55103-2088 or by calling (651) 296-7460 or 1-800-652-9026.

The City makes annual contributions to the pension plans equal to the amount required by state statutes. GERF Coordinated Plan members were required to contribute 6.50% of their annual covered salary in 2023. PEPFF members were required to contribute 11.8% of their annual covered salary in 2023. State statute requires the City to contribute the following percentages of 17.70% for PEPFF members and 7.5% for Coordinated Plan members.

Audited City contributions to GERF and PEPFF for the past eight years have been as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2023	\$519,296	2019	\$401,309
2022	472,730	2018	377,942
2021	443,490	2017	363,684
2020	447,069	2016	350,193

Volunteer firefighters of the City are eligible for pension benefits through membership in the North Mankato Firefighters’ Relief Association organized under Minnesota Statutes, Chapter 69, and administered by a separate Board elected by the membership. State aids, investment earnings and City contributions fund the plan. State statute requires this plan to fund current service cost as it accrues and prior service cost amortized over a period of ten years.

Other Postemployment Benefits (OPEB)

Plan Description

The City operates a single-employer retiree benefit plan that provides health insurance to eligible employees and their families through the City's health plan. The full cost of the benefits is covered by the plan. Benefit and eligibility provisions are established through negotiations between the City and various unions representing City employees and are renegotiated each bargaining period. There are currently 58 active plan members and 2 current beneficiaries.

Changes in Total OPEB Liability

Balance on December 31, 2022	\$772,487
Changes From Prior Year	
Service Cost	31,049
Interest Cost	15,777
Differences between expected and actual experience	(238,742)
Changes in assumptions or other inputs	(53,877)
Benefits Payments	<u>(35,289)</u>
Net Change	<u>(275,311)</u>
Balance on December 31, 2023	<u>\$497,176</u>

Additional information regarding the City's OPEB obligations is provided in the City's Comprehensive Annual Financial Report, excerpts of which are provided in *Appendix C* of this Official Statement, with particular reference to Note 7.

Cash and Investment Balances as of April 30, 2024 (unaudited)

Fund

General Fund	\$ 1,857,088
Special Revenue Funds	3,397,646
Debt Service Funds	822,666
Capital Projects Funds	8,504,718
Enterprise Funds	5,729,011
Trust and Agency Funds	<u>130,928</u>
Total Estimated Cash and Investment Balances	<u>\$20,442,057</u>

General Fund Budget Summary

	<u>2023 Budget</u>	<u>2023 Actual</u>	<u>2024 Budget</u>
Revenues:			
Property Taxes	\$5,899,091	\$5,842,093	\$5,844,142
Licenses and Permits	560,850	598,128	575,950
Intergovernmental Revenue	2,261,066	2,180,508	2,432,586
Charges for Services	211,658	265,558	209,950
Fines and Forfeits	23,200	48,641	29,500
Franchise Fees	516,000	517,845	534,619
Miscellaneous	427,100	653,050	506,871
Transfers In	<u>333,750</u>	<u>333,750</u>	<u>333,750</u>
Total Revenues	\$10,232,715	\$10,439,573	\$10,467,368
Expenditures:			
General Government	\$1,331,395	\$1,184,697	\$1,683,056
Community Development	695,460	680,040	718,700
Public Safety	3,001,907	3,326,813	3,742,093
Recreation	1,883,159	1,936,778	1,653,632
Public Works	2,841,746	2,947,081	2,411,996
Transfers Out	<u>457,000</u>	<u>457,000</u>	<u>153,700</u>
Total Expenditures	\$10,210,667	\$10,532,409	\$10,363,177
Revenues Over (Under) Expenditures	22,048	(92,836)	104,191

Residential Development

There are approximately 4,351 single-family homes and 1,964 multi-family units located within the City. In addition, there have been 13 single-family homes constructed within the past twelve months. Subdivisions planned or constructed from 2021 to 2024 are as follows:

<i>Subdivision Name</i>	<i>Total Number of Lots/Units</i>	<i>Number of Lots/Units Completed</i>	<i>Remaining Lots/Units Available</i>
The Landing North #2	21	20	1
North Gate #3	27	4	23
Nature View	10	10	0
Trails West Estates	30	19	11
The Landing North #3	32	24	8
The Waters North #1	47	12	35
The Waters North #2	13	5	8
Burnett's Ravine Ridge #7	15	8	7
Pleasant View Cottages	9	9	0

Industrial Park

The Northport Industrial Park now occupies 300 acres. Currently, the Port Authority has 40 acres of land available for immediate development and will be acquiring an additional 60 acres of vacant land for development. Another 120 acres of land owned by others is available for development as well. Some of the enterprises occupying the park include Gordini, Timpte, Peterbilt, Minnesota Truck and Tractor, Howard Drive LLC, LJP Enterprises, Ziegler

Caterpillar, Precision Press, Kato Engineering Company, UPS, Fun.com, South Central Service Co-op, D&K Powder Coating, Capstone Press, Creative Companies, North Central Utility, Palmer Bus Service, and Building Fasteners. Recently Gordini completed a new 120,000 sq. ft. warehouse and distribution facility. Volk Transfer constructed a new 60,000 sq. ft. addition in 2023.

Other Development

The Forde, formally the Norwood Inn began a redevelopment project consisting of the conversion of the hotel into apartments. Additionally, another 30,000 sq. ft. of new commercial buildings will be constructed beginning in 2024. In 2023, Starbucks and Chipotle constructed new restaurants on Lor Ray Drive.

Commercial/Industrial Development

Building construction and commercial/industrial development completed from 2021 to 2024 have been as follows:

<u>Name</u>	<u>Product/Service</u>	<u>Description of Construction</u>
Kwik Trip	Convenience Store	Addition
Starr Cycle	Commercial	Addition
Gillette Pepsi	Commercial	Addition
Caswell Park	Splashpad and Shelter	New Building
Peterbilt	Truck Facility	Addition
Volk Transfer	Truck Facility	Addition
LJP Waste & Recycling	Truck Facility	New Building
D&K Powder Coating	Powder Coating	Addition
Starbucks	Restaurant	New Building
Chipotle	Restaurant	New Building
RDO Equipment	Commercial	Addition
235 Belgrade Avenue	Commercial/Residential	New Building
Gordini	Commercial	New Building
United Team Elite	Commercial	Addition
The Forde	Apartment Complex	New Building/Remodel
Timpte	Commercial	Addition

Building Permits

Building permits issued for the past five years and a portion of the current year have been as follows:

<u>Year</u>	<u>Commercial/ Industrial Number of Permits</u>	<u>Residential Number of Units</u>	<u>Total Number of Permits</u>	<u>Total Permit Valuation</u>
2024 (as of 04/30)	56	2	425	\$ 10,797,203
2023	138	17	1609	48,902,116
2022	97	103	1620	45,924,213
2021	131	91	1,625	37,466,546
2020	77	64	1,471	31,439,564
2019	95	33	1,296	22,150,146

Education

Independent School District No. 77, Mankato serves the City. Private schools located within City boundaries include Loyola Catholic School, Grace Christian School, Immanuel Lutheran School, Good Shepherd, Mt. Olive, Risen Savior and All Saints.

Banking/Financial Institutions

Banking and financial services provided within the City include the following: Frandsen Bank & Trust, and Pioneer Bank.

Major/Leading Employers¹

Following are some of the major/leading employers within and in close proximity to the City.

<u>Employer</u>	<u>Product/ Service</u>	<u>Number of Employees²</u>
Taylor Corporation (various subsidiaries)	Printing	2,539
Mayo Clinic Health System	Medical Care Services	1,871
Minnesota State University, Mankato	Post-secondary Education	1,600
ISD No. 77, Mankato	Public Education	1,150
Mankato Clinic	Medical Care Services	751
Gustavus Adolphus College	Post-secondary Education	580
Walmart Distribution Center	Warehousing	545
Blue Earth County	Government	475
Kato Engineering	Motors/Generators/Control Panels	434
Johnson Outdoors	Boat motor and Electronics	360

Largest Taxpayers³

Following are ten of the largest taxpayers within the City:

<u>Name</u>	<u>Classification</u>	<u>2023/2024 Tax Capacity</u>	<u>Percent of Total Tax Capacity (\$19,661,154)⁴</u>
Taylor Corporation	Commercial	\$ 352,860	1.79%
Theuninck Properties	Multi-Unit Residential	207,832	1.06
West Lake Holdings	Commercial	204,832	1.04
Kato Engineering	Agricultural/Commercial	155,524	0.79
Costumes Galore	Commercial	152,990	0.78
Minnegasco, Inc.	Utility	150,466	0.77
Ziegler Mankato LLC	Commercial	118,258	0.60
Corporate Graphics International	Commercial	115,302	0.59
Vista Prairie at Monarch Meadows	Commercial	113,647	0.58
Carlson Wedding Service	Commercial	<u>112,884</u>	<u>0.57</u>
		<u>\$ 1,684,595</u>	<u>8.57%</u>

¹ Sources: The City and Data Axle Reference Solutions.

² Includes full-time, part-time, and seasonal employees.

³ As reported by Nicollet and Blue Earth counties.

⁴ Before tax increment adjustment.

MINNESOTA VALUATIONS; PROPERTY TAX CLASSIFICATIONS

Market Value

State Law defines the “market value” of real property as the usual selling price at the place where the property to which the term is applied shall be at the time of assessment; being the price which could be obtained at a private sale or an auction sale, if it is determined by the assessor that the price from the auction sale represents an arm's-length transaction. The assessor uses sales and market value income trends to estimate the value of property in an open market transaction. This value is also called “estimated market value”. This value is set on January 2 of each year. Property taxes levied each year are based on the value of property on January 2 of the preceding year. According to Minnesota Statutes, Chapter 273, all real property subject to taxation is to be appraised at maximum intervals of five years.

Taxable Market Value

The “taxable market value” is the amount used for calculating property taxes. The taxable market value may differ from the estimated market value due to the application of special programs that exclude value from taxation. These programs currently include, but are not limited to, Homestead Market Value Exclusion and Green Acres.

Market Value Exclusion

In 2011, the State Legislature eliminated the Homestead Market Value Credit. The Credit was an amount paid by the State to local taxing jurisdictions to reduce taxes paid by homesteaded property. The Credit has been replaced by a Homestead Market Value Exclusion. The Exclusion reduces the taxable market value (beginning with taxes payable 2012) of a jurisdiction by excluding a portion of the value of homesteaded property from taxation. For a homestead valued at \$76,000 or less, the exclusion is 40 percent of market value, yielding a maximum exclusion of \$30,400 at \$76,000 of market value. For a homestead valued between \$76,000 and \$413,800, the exclusion is \$30,400 minus nine percent of the valuation over \$76,000. For a homestead valued at \$413,800 or more, there is no valuation exclusion.

Sales Ratio

The Minnesota Department of Revenue conducts the Assessment Sales Ratio Study to compare real estate sales prices to local assessor valuations. The State uses the study results to ensure consistency in property assessments across the state. There are three different sales ratio studies that cover three distinct time periods. The 12-month study includes sales that occur from October 1st of a given year to September 30th of the following year and are compared to market values used for property taxation. The median ratio from the 12-month study is the sales ratio used to calculate indicated and economic market values.

Economic and Indicated Market Value

“Economic market value” and “indicated market value” reflect adjustments made to account for the effects of the sales ratio. The economic market value is determined by dividing the estimated market value of the jurisdiction by the sales ratio. Economic market value provides an estimation of the full value of property if it were valued at 100% of its value in the marketplace (prior to the application of legislatively mandated exclusions). The indicated market value is determined by dividing the taxable market value of the jurisdiction by the sales ratio. This value represents an estimation of the “full value” of property for taxation, after the deduction of legislative exclusions.

Net Tax Capacity

Property taxes are calculated on the basis of the “net tax capacity value”. Net tax capacity is calculated by multiplying the taxable market value of a parcel by the statutory class rate for the use classification of the property. These class rates are subject to revisions by the State Legislature. The table following this section contains current and historical class rates for primary property classifications.

Tax Cycle

Minnesota local government ad valorem property taxes are extended and collected by the various counties within the state. The process begins in the fall of every year with the certification, to the county auditor, of all local taxing districts' property tax levies. Local tax rates are calculated by dividing each taxing district's levy by its net tax capacity. One percentage point of local tax rate represents one dollar of tax per \$100 net tax capacity. A list of taxes due is then prepared by the county auditor and turned over to the county treasurer on or before the first Monday in January.

The county treasurer is responsible for collecting all property taxes within the county. Real estate and personal property tax statements (excluding manufactured homes) are to be mailed out no later than March 31, and manufactured home property tax statements no later than July 15. The due dates for payment of real and personal property taxes (excluding manufactured homes) are one-half on or before May 15 (May 31 for resorts) and one-half on or before October 15 (November 15 for farm property). Personal property taxes for manufactured homes become due one-half on or before August 31 and one-half on or before November 15. Delinquent property taxes are penalized at various rates depending on the type of property and the length of delinquency.

Tax Levies for General Obligation Bonds (Minnesota Statutes, Section 475.61)

State Law requires the governing body of any municipality issuing general obligations, prior to delivery of the obligations, to levy by resolution a direct general ad valorem tax upon all taxable property in the municipality to be spread upon the tax rolls for each year of the term of the obligations. The tax levies for all years shall be specified and such that if collected in full will, together with estimated collections of special assessments and other revenues pledged for the payment of said obligations, produce at least five percent in excess of the amount needed to meet the principal and interest payments on the obligations when due.

Such resolution shall irrevocably appropriate the taxes so levied and any special assessments or other revenues so pledged to the municipality's debt service fund or a special debt service fund or account created for the payment of one or more issues of obligations.

The governing body may, at its discretion, at any time after the obligations have been authorized, adopt a resolution levying only a portion of such taxes, to be filed, assessed, extended, collected and remitted, and the amount therein levied shall be credited against the tax required to be levied prior to delivery of the obligations.

The recording officer of the municipality shall file in the office of the county auditor of each county in which any part of the municipality is located a certified copy of the resolution, together with full information regarding the obligations for which the tax is levied. No further action by the municipality is required to authorize the extension, assessment and collection of the tax, but the municipality's liability on the obligations is not limited thereto and its governing body shall levy and cause to be extended, assessed and collected any additional taxes found necessary for full payment of the principal and interest. The auditor shall annually assess and extend upon the tax rolls the amount specified for such year in the resolution, unless the amount has been reduced as authorized below or, if the municipality is located in more than one county, the portion thereof that bears the same ratio to the whole amount as the tax capacity value of taxable property in that part of the municipality located in the county bears to the tax capacity value of all taxable property in the municipality.

Tax levies so made and filed shall be irrevocable, except that if the governing body in any year makes an irrevocable appropriation to the debt service fund of moneys actually on hand or if there is on hand any excess amount in the debt service fund, the recording officer may certify to the county auditor the fact and amount thereof and the auditor shall reduce by the amount so certified the amount otherwise to be included in the rolls next thereafter prepared.

All such taxes shall be collected and remitted to the municipality by the county treasurer as other taxes are collected and remitted, and shall be used only for payment of the obligations on account of that levied or to repay advances from other funds used for such payments, except that any surplus remaining in the debt service fund when the obligations and interest thereon are paid may be appropriated to any other general purpose by the municipality.

Levy Limits

The State Legislature periodically enacts limitations on the ability of cities and counties to levy property taxes. Levy limits were reenacted in 2013 and applied to all counties with a population over 5,000 and all cities with a population over 2,500 for taxes payable in 2014 only. Levies “to pay the costs of the principal and interest on bonded indebtedness” and “to provide for the bonded indebtedness portion of payments made to another political subdivision of the State of Minnesota” are designated special levies and can be levied in addition to the amount allowed by levy limitations.

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The following is a partial summary of these factors:

Property Tax Classifications

<u>Class</u>	<u>Type of Property</u>	<u>Class Rate Schedule</u>		
		<u>2021/ 2022</u>	<u>2022/ 2023</u>	<u>2023/ 2024</u>
1a	<u>Residential Homestead</u> : First \$500,000	1.00%	1.00%	1.00%
	Over \$500,000	1.25	1.25	1.25
1c	<u>Commercial seasonal-residential recreational-</u> under 250 days and includes homestead			
	First \$600,000	.50	.50	.50
	\$600,001-2,300,000	1.00	1.00	1.00
	Over \$2,300,000 [†]	1.25	1.25	1.25
2a	<u>Agricultural Homestead – House, Garage, One Acre:</u>			
	First \$500,000	1.00	1.00	1.00
	Over \$500,000	1.25	1.25	1.25
	Remainder of Farm* –			
	First \$1,880,000			
	Over \$1,880,000			
	First \$1,890,000	0.50	0.50	
	Over \$1,890,000	1.00	1.00	
	First \$2,150,000			0.50
	Over \$2,150,000			1.00
	<u>Agricultural Homestead Land</u> ¹	1.00	1.00	1.00
2a	<u>Non-Homestead Agricultural Productive Land</u> [*]	1.00	1.00	1.00
2b	<u>Non-Homestead Rural Vacant Land</u> ²	1.00	1.00	1.00
3a	<u>Commercial/Industrial and Public Utility</u>			
	First \$150,000 [†]	1.50	1.50	1.50
	Over \$150,000 [†]	2.00	2.00	2.00
4a	<u>Apartment</u> (4+ units, incl. private for-profit hospitals)	1.25	1.25	1.25
4bb(1)	<u>Residential Non-Homestead</u> (Single Unit)			
	First \$500,000	1.00	1.00	1.00
	Over \$500,000	1.25	1.25	1.25
4c(1)	<u>Seasonal Residential Recreational/Commercial</u> [†] (Resort): First \$500,000	1.00	1.00	1.00
	Over \$500,000	1.25	1.25	1.25
4c(12)	<u>Seasonal Residential Recreational</u> [†] Non-Commercial (Cabin): First \$500,000 [*]	1.00	1.00	1.00
	Over \$500,000 [*]	1.25	1.25	1.25
4d	<u>Qualifying Low-Income Rental Housing</u>			
	First \$100,000		.75	.75
	Over \$100,000		.25	.25
	First \$174,000	.75		
	Over \$174,000	.25		

[†] Subject to the state general property tax.

* Exempt from referendum market value-based taxes.

¹ Homestead remainder & non-homestead; includes structures.

² Homestead remainder & non-homestead; includes minor ancillary structures.

CITY OF NORTH MANKATO, MINNESOTA

ECONOMIC AND FINANCIAL INFORMATION¹

Valuations

	<i>Estimated Market Value <u>2023/2024</u></i>	<i>Net Tax Capacity <u>2023/2024</u></i>
Real Property		
Nicollet County	\$1,860,038,800	\$ 19,467,360
Blue Earth County	<u>707,700</u>	<u>8,160</u>
	\$ 1,860,746,500	\$ 19,475,520
Personal Property		
Nicollet County	9,319,200	185,634
Blue Earth County	<u>0</u>	<u>0</u>
	<u>9,319,200</u>	185,634
Less: Tax Increment Deduction		
Nicollet County		(557,957)
Blue Earth County		<u>(0)</u>
		<u>(557,957)</u>
 Total Valuation	 <u>\$ 1,870,065,700</u>	 <u>\$ 19,103,197</u>

Valuation Trends (Real and Personal Property)

<i>Levy Year/ Collection Year</i>	<i>Economic Market Value</i>	<i>Sales Ratio</i>	<i>Estimated Market Value</i>	<i>Taxable Market Value</i>	<i>Tax Capacity Before Tax Increments</i>	<i>Tax Capacity After Tax Increments</i>
2023/2024	\$1,834,495,547	94.64%	\$1,870,065,700	\$1,671,071,600	\$19,661,154	\$19,103,197
2022/2023	1,752,425,298	91.77	1,608,600,100	1,540,774,200	18,096,201	17,601,565
2021/2022	1,520,823,036	89.44	1,369,890,000	1,293,543,100	15,283,319	14,890,646
2020/2021	1,417,024,912	93.10	1,321,898,500	1,244,832,300	14,766,899	14,302,245
2019/2020	1,385,576,445	91.06	1,262,988,400	1,185,774,800	14,076,693	13,765,697

Breakdown of Valuations

2023/2024 Tax Capacity, Real and Personal Property (before tax increment):

Residential Homestead	\$ 11,673,886	59.38%
Agricultural	74,489	0.38
Commercial & Industrial	4,959,343	25.22
Public Utility	24,000	0.12
Residential Non-Homestead	2,743,802	13.96
Personal Property	<u>185,634</u>	<u>0.94</u>
 Totals:	 <u>\$ 19,661,154</u>	 <u>100.00%</u>

¹ Property valuations, tax rates, and tax levies and collections are provided by Nicollet and Blue Earth counties. Economic market value and sales ratio are provided by the Minnesota Department of Revenue.

Tax Capacity Rates

Tax capacity rates for a City resident within Nicollet County, for the past five-assessable/collection years have been as follows:

<i>Levy Year/ Collection Year</i>	<i>2019/20 Tax Capacity Rates</i>	<i>2020/21 Tax Capacity Rates</i>	<i>2021/22 Tax Capacity Rates</i>	<i>2022/23 Tax Capacity Rates</i>	<i>2023/24 Tax Capacity Rates</i>
Nicollet County	55.073%	58.489%	56.197%	48.128%	44.314%
City of North Mankato	49.668	48.827	47.832	44.028	45.816
ISD No. 77, Mankato	21.741	21.439	22.333	19.714	22.703
Region Nine	0.175	0.184	0.169	0.149	0.141
Housing Redevelopment Authority	<u>0.291</u>	<u>0.306</u>	<u>0.262</u>	<u>0.220</u>	<u>0.199</u>
Totals:	<u>126.948%</u>	<u>129.245%</u>	<u>126.793%</u>	<u>112.239%</u>	<u>113.173%</u>

Tax Levies and Collections¹

<u>Levy/Collect</u>	<u>Net Levy</u>	<u>Collected During Collection Year</u>		<u>Collected and/or Abated as of 5/2/24</u>	
		<u>Amount</u>	<u>Percent</u>	<u>Amount</u>	<u>Percent</u>
2023/2024	\$8,751,834		In Process of Collection		
2022/2023	7,749,733	\$7,677,193	99.06%	\$7,722,259	99.65%
2021/2022	7,122,149	7,075,617	99.35	7,106,568	99.78
2020/2021	6,983,358	6,950,655	99.53	6,976,042	99.90
2019/2020	6,794,566	6,739,538	99.19	6,792,405	99.97

¹ 2023/2024 property taxes are currently in the process of collection/reporting and updated figures are not yet available from Nicollet and Blue Earth counties.

SUMMARY OF DEBT AND DEBT STATISTICS

Statutory Debt Limit^{1 2}

Minnesota Statutes, Section 475.53 states that a city or county may not incur or be subject to a net debt in excess of three percent (3%) of its estimated market value. Net debt is, with limited exceptions, debt paid solely from ad valorem taxes.

Computation of Legal Debt Margin as of July 2, 2024:

2023/2024 Estimated Market Value	\$ 1,870,065,700
Multiplied by 3%	<u> x .03</u>
Statutory Debt Limit	<u>\$ 56,101,971</u>
Less outstanding debt applicable to debt limit:	
\$1,830,000 G.O. Crossover Refunding Bonds, Series 2012A	\$ 105,000
\$1,800,000 G.O. Bonds, Series 2016A	110,000
\$3,065,000 G.O. Bonds, Series 2019A	150,000
\$11,355,000 G.O. Bonds, Series 2021A	1,615,000
\$2,260,000 G.O. Equipment Certificates of Indebtedness, Series 2024B	<u>2,260,000</u>
Total Debt applicable to debt limit:	\$ 4,240,000
Legal debt margin	<u>\$ 51,861,971</u>

¹ Effective June 2, 1997 and pursuant to Minnesota Statutes 465.71, any lease revenue or public project revenue bond issues/agreements of \$1,000,000 or more are subject to the statutory debt limit. Lease revenue or public project revenue bond issues/agreements less than \$1,000,000 are not subject to the statutory debt limit.

² Pursuant to Minnesota Statutes Section 475.521, capital improvement bonds are not subject to the statutory debt limit established in Section 475.53 if the issuer's population is less than 2,500.

CITY OF NORTH MANKATO, MINNESOTA
GENERAL OBLIGATION DEBT PAYABLE FROM SPECIAL ASSESSMENTS
(As of July 2, 2024, Plus a Portion of This Issue)

Purpose:	G.O. Bonds, Series 2015A	G.O. Bonds, Series 2016A	G.O. Bonds, Series 2018A	G.O. Bonds, Series 2019A	G.O. Improvement Bonds, Series 2020B	
Dated:	09/01/15	08/15/16	12/20/18	10/30/19	09/08/20	
Original Amount:	\$1,480,000	\$915,000	\$470,000	\$1,530,000	\$3,400,000	
Maturity:	1-Dec	1-Feb	1-Feb	1-Feb	1-Feb	
Interest Rates:	2.00-2.80%	2.00-2.30%	3.00-3.375%	2.00%	1.00-2.00%	
	2024	2025	2026	2027	2028	2029
	\$105,000	\$0	\$0	\$0	\$0	2024
	125,000	60,000	30,000	95,000	220,000	2025
	135,000	60,000	30,000	100,000	220,000	2026
	140,000	65,000	30,000	100,000	220,000	2027
	145,000	65,000	30,000	100,000	225,000	2028
	150,000	65,000	35,000	105,000	225,000	2029
	155,000	65,000	35,000	105,000	225,000	2030
	0	70,000	35,000	110,000	230,000	2031
	0	70,000	35,000	110,000	235,000	2032
	0	0	40,000	115,000	235,000	2033
	0	0	40,000	115,000	240,000	2034
	0	0	0	0	245,000	2035
	0	0	0	0	250,000	2036
	0	0	0	0	0	2037
	0	0	0	0	0	2038
	0	0	0	0	0	2039
	0	0	0	0	0	2040
	\$955,000	\$520,000	\$340,000	\$1,055,000	\$2,770,000	
	(1)	(2)	(3)	(4)		

Continued

Purpose:	Portion of This Issue			TOTAL PRINCIPAL:	TOTAL PRIN & INT:		
	G.O. Refunding Bonds, Series 2021C	G.O. Improvement Bonds, Series 2022A	G.O. Bonds, Series 2024A				
Dated:	12/09/21	08/16/22	08/13/24				
Original Amount:	\$990,000	\$3,925,000	\$2,425,000				
Maturity:	1-Dec	1-Feb	1-Feb				
Interest Rates:	4.00%	3.00-5.00%					
	2024	\$160,000	\$0	\$0	\$265,000	\$403,922	2024
	2025	165,000	205,000	0	900,000	1,248,263	2025
	2026	175,000	215,000	85,000	1,020,000	1,341,438	2026
	2027	175,000	220,000	130,000	1,080,000	1,367,629	2027
	2028	0	235,000	135,000	935,000	1,187,369	2028
	2029	0	245,000	140,000	965,000	1,188,981	2029
	2030	0	260,000	145,000	990,000	1,185,629	2030
	2031	0	270,000	150,000	865,000	1,033,614	2031
	2032	0	280,000	155,000	885,000	1,032,781	2032
	2033	0	290,000	160,000	840,000	966,880	2033
	2034	0	295,000	170,000	860,000	965,765	2034
	2035	0	305,000	175,000	725,000	810,143	2035
	2036	0	315,000	180,000	745,000	809,979	2036
	2037	0	325,000	190,000	515,000	560,611	2037
	2038	0	340,000	195,000	535,000	561,849	2038
	2039	0	0	205,000	205,000	217,918	2039
	2040	0	0	210,000	210,000	214,358	2040
		\$675,000	\$3,800,000	\$2,425,000	<u>\$12,540,000</u>	\$15,097,125	
		(5)		(6)			

NOTE: 70% OF GENERAL OBLIGATION DEBT PAYABLE FROM SPECIAL ASSESSMENTS WILL BE RETIRED WITHIN TEN YEARS.

- (1) This schedule represents a portion of the \$2,060,000 General Obligation Bonds, Series 2015A, dated September 1, 2015, consisting of \$1,480,000 backed by special assessments, and \$580,000 backed by tax abatements.
- (2) This schedule represents a portion of the \$1,800,000 General Obligation Bonds, Series 2016A, consisting of \$420,000 backed by net revenues of the municipal water and sanitary sewer utility systems, \$915,000 backed by special assessments, and \$465,000 backed by taxes.
- (3) This schedule represents a portion of the \$4,670,000 General Obligation Bonds, Series 2018A, consisting of \$470,000 backed by special assessments, and \$4,200,000 backed by tax abatements.
- (4) This schedule represents a portion of the \$3,065,000 General Obligation Bonds, Series 2019A, consisting of \$1,530,000 backed by special assessments, \$1,270,000 backed by utility revenues, and \$265,000 backed by taxes.
- (5) This schedule represents a portion of the \$2,360,000 General Obligation Refunding Bonds, Series 2021C, consisting of \$990,000 backed by special assessments, \$900,000 backed by utility revenues, and \$470,000 backed by tax
- (6) This schedule represents a portion of the \$2,945,000 General Obligation Bonds, Series 2024A, consisting of \$2,425,000 backed by special assessments, and \$520,000 backed by utility revenues,.

CITY OF NORTH MANKATO, MINNESOTA
GENERAL OBLIGATION DEBT PAYABLE FROM REVENUES
(As of July 2, 2024, Plus a Portion of This Issue)

Purpose:	G.O. Utility Revenue Bonds, Series 2009B	G.O. Sales Tax Revenue Bonds, Series 2009C	G.O. Sales Tax Revenue Bonds, Series 2010B	G.O. Drinking Water SRF Loan of 2015	G.O. Refunding Bonds, Series 2015B	
Dated:	05/01/09	05/01/09	12/01/10	01/09/15	09/15/15	
Original Amount:	\$690,000	\$2,560,000	\$750,000	\$1,631,793	\$3,180,000	
Maturity:	1-Dec	1-Dec	1-Dec	20-Aug	1-Dec	
Interest Rates:	3.00-4.00%	2.00-4.00%	1.00-4.00%	1.00%	2.00-3.00%	
	2024	2025	2026	2027	2028	2029
	\$60,000	\$225,000	\$60,000	\$85,000	\$185,000	2024
	0	0	60,000	86,000	190,000	2025
	0	0	0	87,000	190,000	2026
	0	0	0	87,000	200,000	2027
	0	0	0	88,000	205,000	2028
	0	0	0	89,000	0	2029
	0	0	0	90,000	0	2030
	0	0	0	91,000	0	2031
	0	0	0	92,000	0	2032
	0	0	0	93,000	0	2033
	0	0	0	94,000	0	2034
	0	0	0	0	0	2035
	0	0	0	0	0	2036
	0	0	0	0	0	2037
	0	0	0	0	0	2038
	0	0	0	0	0	2039
	0	0	0	0	0	2040
	\$60,000	\$225,000	\$120,000	\$982,000	\$970,000	
	(2) (3)	(4)	(4)	(1) (1)	(2) (3) (5) (6)	

Continued

Purpose:	Portion of This Issue						TOTAL PRINCIPAL:	TOTAL PRIN & INT:	
	G.O. Drinking Water SRF Loan of 2016	G.O. Bonds, Series 2016A	G.O. Bonds, Series 2019A	G.O. Bonds, Series 2021A	G.O. Refunding Bonds, Series 2021C	G.O. Bonds, Series 2024A			
Dated:	04/27/16	08/15/16	10/30/19	08/17/21	12/09/21	08/13/24			
Original Amount:	\$121,833	\$420,000	\$1,270,000	\$9,150,000	\$900,000	\$520,000			
Maturity:	20-Aug	1-Feb	1-Feb	1-Feb	1-Dec	1-Feb			
Interest Rates:	1.00%	2.00-2.30%	2.00%	2.00-4.00%	4.00%				
2024	\$7,000	\$0	\$0	\$0	\$125,000	\$0	\$747,000	\$909,726	2024
2025	7,000	25,000	80,000	210,000	95,000	0	753,000	1,066,339	2025
2026	7,000	25,000	80,000	270,000	105,000	20,000	784,000	1,074,503	2026
2027	7,000	30,000	85,000	300,000	105,000	30,000	844,000	1,110,555	2027
2028	7,000	30,000	85,000	445,000	105,000	30,000	995,000	1,233,143	2028
2029	7,000	30,000	85,000	460,000	115,000	30,000	816,000	1,021,890	2029
2030	7,000	35,000	90,000	490,000	0	30,000	742,000	919,848	2030
2031	7,000	35,000	90,000	530,000	0	30,000	783,000	938,508	2031
2032	7,000	35,000	90,000	640,000	0	35,000	899,000	1,035,426	2032
2033	7,000	0	95,000	650,000	0	35,000	880,000	999,033	2033
2034	7,000	0	95,000	690,000	0	35,000	921,000	1,022,464	2034
2035	0	0	0	700,000	0	35,000	735,000	819,309	2035
2036	0	0	0	745,000	0	40,000	785,000	853,433	2036
2037	0	0	0	820,000	0	40,000	860,000	911,223	2037
2038	0	0	0	890,000	0	40,000	930,000	962,523	2038
2039	0	0	0	955,000	0	45,000	1,000,000	1,012,340	2039
2040	0	0	0	0	0	45,000	45,000	45,934	2040
	\$77,000	\$245,000	\$875,000	\$8,795,000	\$650,000	\$520,000	\$13,519,000	\$11,331,433	
	(1)	(1) (2) (7)	(2) (3) (8)	(4) (9)	(1) (2) (10)	(2) (11)			

NOTE: 61% OF GENERAL OBLIGATION DEBT PAYABLE FROM REVENUES WILL BE RETIRED WITHIN TEN YEARS.

- (1) These bonds are payable from net revenues of the municipal water utility system and additionally secured by ad valorem taxes on all taxable property within the City and without limitation of amount.
- (2) These bonds are payable from net revenues of the municipal sanitary sewer utility system and additionally secured by ad valorem taxes on all taxable property within the City and without limitation of amount.
- (3) These bonds are payable from net revenues of the municipal storm sewer utility system and additionally secured by ad valorem taxes on all taxable property within the City and without limitation of amount.
- (4) These bonds are payable from a one-half of one percent sales and use tax under Minnesota Statutes, Section 297A.99. The bonds are not subject to the statutory debt limit.
- (5) The bonds refunded, on September 1, 2015, the remaining maturities of the \$2,495,000 General Obligation Capital Project Bonds, Series 2005A. The bonds also refunded, on February 1, 2016, the remaining maturities of the \$1,600,000 General Obligation Utility Revenue Bonds, Series 2006B. In addition, the bonds refunded, on February 1, 2018, the remaining maturities of the \$890,000 General Obligation Utility Revenue Bonds, Series 2007B. Further, the bonds refunded, on February 1, 2018, the remaining maturities of the \$2,295,000 General Obligation Water Utility Revenue Bonds, Series 2008B.
- (6) This schedule represents a portion of the \$5,795,000 General Obligation Refunding Bonds, Series 2015B, dated September 15, 2015, consisting of \$3,180,000 backed by net revenues of the municipal water and sanitary sewer utility systems, \$555,000 backed by special assessments, and \$1,835,000 backed by state-aid.
- (7) This schedule represents a portion of the \$1,800,000 General Obligation Bonds, Series 2016A, consisting of \$420,000 backed by net revenues of the municipal water and sanitary sewer utility systems, \$915,000 backed by special assessments, and \$465,000 backed by taxes.
- (8) This schedule represents a portion of the \$3,065,000 General Obligation Bonds, Series 2019A, consisting of \$1,530,000 backed by special assessments, \$1,270,000 backed by utility revenues, and \$265,000 backed by taxes.
- (9) This schedule represents a portion of the \$11,355,000 General Obligation Bonds, Series 2021A, consisting of \$1,780,000 backed by taxes, \$9,150,000 backed by sales tax revenues, and \$425,000 backed by tax increments.
- (10) This schedule represents a portion of the \$2,360,000 General Obligation Refunding Bonds, Series 2021C, consisting of \$990,000 backed by special assessments, \$900,000 backed by utility revenues, and \$470,000 backed by tax abatements.
- (11) This schedule represents a portion of the \$2,945,000 General Obligation Bonds, Series 2024A, consisting of \$2,425,000 backed by special assessments, and \$520,000 backed by utility revenues.

CITY OF NORTH MANKATO, MINNESOTA
GENERAL OBLIGATION DEBT PAYABLE FROM TAX INCREMENTS/TAX ABATEMENTS
(As of July 2, 2024)

Purpose:	G.O. Bonds, Series 2015A	G.O. Bonds, Series 2018A	G.O. Bonds, Series 2021A	G.O. Refunding Bonds, Series 2021C			
Dated:	09/01/15	12/20/18	08/17/21	12/09/21			
Original Amount:	\$580,000	\$4,200,000	\$425,000	\$470,000			
Maturity:	1-Dec	1-Feb	1-Feb	1-Dec	TOTAL	TOTAL	
Interest Rates:	2.00-2.80%	3.00-3.375%	2.00-4.00%	4.00%	PRINCIPAL:	PRIN & INT:	
	2024	\$40,000	\$0	\$0	\$55,000	\$95,000	\$158,167
	2025	40,000	265,000	25,000	60,000	390,000	508,799
	2026	40,000	270,000	25,000	60,000	395,000	501,514
	2027	40,000	280,000	25,000	65,000	410,000	503,864
	2028	45,000	285,000	25,000	65,000	420,000	500,789
	2029	45,000	295,000	30,000	65,000	435,000	502,196
	2030	45,000	305,000	30,000	0	380,000	433,204
	2031	0	315,000	30,000	0	345,000	386,594
	2032	0	325,000	30,000	0	355,000	386,041
	2033	0	335,000	30,000	0	365,000	384,919
	2034	0	340,000	30,000	0	370,000	378,138
	2035	0	0	35,000	0	35,000	36,750
	2036	0	0	35,000	0	35,000	36,050
	2037	0	0	35,000	0	35,000	35,350
		\$295,000	\$3,015,000	\$385,000	\$370,000	\$4,065,000	\$4,752,373
		(3)	(2) (4)	(1) (5)	(2) (6)		

NOTE: 88% OF GENERAL OBLIGATION DEBT PAYABLE FROM TAX INCREMENTS/TAX ABATEMENTS WILL BE RETIRED WITHIN TEN YEARS.

- (1) These bonds are payable primarily from tax increments resulting from increases in the taxable value of real property within various tax increment financing districts of the City and additionally secured by ad valorem taxes on all taxable property within the City and without limitation of amount.
- (2) These bonds are payable from tax abatements and additionally secured by ad valorem taxes on all taxable property within the City and without limitation of amount.
- (3) This schedule represents a portion of the \$2,060,000 General Obligation Bonds, Series 2015A, dated September 1, 2015, consisting of \$1,480,000 backed by special assessments, and \$580,000 backed by tax abatements.
- (4) This schedule represents a portion of the \$4,670,000 General Obligation Bonds, Series 2018A, consisting of \$470,000 backed by special assessments, and \$4,200,000 backed by tax abatements.
- (5) This schedule represents a portion of the \$11,355,000 General Obligation Bonds, Series 2021A, consisting of \$1,780,000 backed by taxes, \$9,150,000 backed by sales tax revenues, and \$425,000 backed by tax increments.
- (6) This schedule represents a portion of the \$2,360,000 General Obligation Refunding Bonds, Series 2021C, consisting of \$990,000 backed by special assessments, \$900,000 backed by utility revenues, and \$470,000 backed by tax abatements.

CITY OF NORTH MANKATO, MINNESOTA
GENERAL OBLIGATION DEBT PAYABLE FROM TAXES
(As of July 2, 2024)

Purpose:	G.O.		G.O. Equipment			TOTAL	TOTAL	
	Crossover Refunding Bonds, Series 2012A	G.O. Bonds, Series 2016A	G.O. Bonds, Series 2019A	G.O. Bonds, Series 2021A	Certificates of Indebtedness, Series 2024B			PRINCIPAL:
Dated:	04/01/12	08/15/16	10/30/19	08/17/21	06/12/24			
Original Amount:	\$1,365,000	\$465,000	\$265,000	\$1,780,000	\$2,260,000			
Maturity:	1-Feb	1-Feb	1-Feb	1-Feb	1-Feb			
Interest Rates:	.60-2.70%	2.00-2.30%	2.00%	2.00-4.00%	4.00-5.00%			
2024	\$0	\$0	\$0	\$0	\$0	\$0	\$27,443	2024
2025	105,000	55,000	30,000	100,000	0	290,000	460,307	2025
2026	0	55,000	30,000	105,000	105,000	295,000	441,125	2026
2027	0	0	30,000	110,000	110,000	250,000	385,300	2027
2028	0	0	30,000	115,000	115,000	260,000	384,575	2028
2029	0	0	30,000	115,000	120,000	265,000	378,500	2029
2030	0	0	0	120,000	130,000	250,000	352,250	2030
2031	0	0	0	125,000	135,000	260,000	351,350	2031
2032	0	0	0	130,000	140,000	270,000	351,300	2032
2033	0	0	0	135,000	150,000	285,000	356,400	2033
2034	0	0	0	135,000	155,000	290,000	351,075	2034
2035	0	0	0	140,000	165,000	305,000	355,325	2035
2036	0	0	0	140,000	170,000	310,000	349,150	2036
2037	0	0	0	145,000	180,000	325,000	353,450	2037
2038	0	0	0	0	185,000	185,000	204,700	2038
2039	0	0	0	0	195,000	195,000	207,100	2039
2040	0	0	0	0	205,000	205,000	209,100	2040
	\$105,000	\$110,000	\$150,000	\$1,615,000	\$2,260,000	\$4,240,000	\$5,518,449	
	(1)	(2)	(3)	(4)	(5)	(6)		

NOTE: 57% OF GENERAL OBLIGATION DEBT PAYABLE FROM TAXES WILL BE RETIRED WITHIN TEN YEARS.

- (1) The bonds crossover refunded \$410,000 of the \$1,035,000 General Obligation Street Reconstruction Bonds, Series 2004A, dated June 1, 2004. Maturities 2016 through 2020, inclusive, were called for redemption on February 1, 2015, at a price of par plus accrued interest. The bonds also crossover refunded \$860,000 of the \$1,445,000 General Obligation Capital Improvement Plan Bonds, Series 2004B, dated June 1, 2004. Maturities 2016 through 2025, inclusive, were called for redemption on February 1, 2015, at a price of par plus accrued interest. In addition, the bonds crossover refunded \$455,000 of the \$1,600,000 General Obligation Improvement Bonds, Series 2005D, dated October 1, 2005. Maturities 2014 through 2016, inclusive, were called for redemption on February 1, 2013, at a price of par plus accrued interest.
- (2) This schedule represents a portion of the \$1,830,000 General Obligation Crossover Refunding Bonds, Series 2012A, dated April 1, 2012, consisting of \$465,000 backed by special assessments and \$1,365,000 backed by ad valorem taxes.
- (3) This schedule represents a portion of the \$1,800,000 General Obligation Bonds, Series 2016A, consisting of \$420,000 backed by net revenues of the municipal water and sanitary sewer utility systems, \$915,000 backed by special assessments, and \$465,000 backed by taxes.
- (4) This schedule represents a portion of the \$3,065,000 General Obligation Bonds, Series 2019A, consisting of \$1,530,000 backed by special assessments, \$1,270,000 backed by utility revenues, and \$265,000 backed by taxes.
- (5) This schedule represents a portion of the \$11,355,000 General Obligation Bonds, Series 2021A, consisting of \$1,780,000 backed by taxes, \$9,150,000 backed by sales tax revenues, and \$425,000 backed by tax increments.
- (6) This schedule represents the City of North Mankato's portion of the City of Mankato's General Obligation Equipment Certificates of Indebtedness, Series 2024B.

CITY OF NORTH MANKATO, MINNESOTA
GENERAL OBLIGATION DEBT PAYABLE FROM STATE AID
(As of July 2, 2024)

Purpose:	G.O. Refunding Bonds, Series 2015B			
Dated:	09/15/15			
Original Amount:	\$1,835,000			
Maturity:	1-Dec			
Interest Rates:	2.00-3.00%			
		TOTAL	TOTAL	
		PRINCIPAL:	PRIN & INT:	
2024	\$255,000	\$255,000	\$257,550	2024
	\$255,000	\$255,000	\$257,550	
	(1) (2)			

NOTE: 100% OF GENERAL OBLIGATION DEBT PAYABLE FROM STATE AID WILL BE RETIRED WITHIN TEN YEARS.

- (1) These bonds refunded the \$3,120,000 General Obligation State-Aid Street and Refunding Bonds, Series 2009D, on April 1, 2017.
- (2) This schedule represents a portion of the \$5,795,000 General Obligation Refunding Bonds, Series 2015B, dated September 15, 2015, consisting of \$3,180,000 backed by net revenues of the municipal water and sanitary sewer utility systems, \$555,000 backed by special assessments, and \$1,835,000 backed by state-aid.

NORTH MANKATO PORT AUTHORITY COMMISSION, MINNESOTA
GENERAL OBLIGATION DEBT
(As of July 2, 2024)

Purpose:	Taxable G.O. Tax Increment Revenue Bonds, Series 2011B	G.O. Refunding Bonds, Series 2020A			
Dated:	12/01/11	03/24/20			
Original Amount:	\$455,000	\$2,410,000			
Maturity:	1-Feb	1-Feb	TOTAL	TOTAL	
Interest Rates:	3.00-5.00%	2.00%	PRINCIPAL:	PRIN & INT:	
2024	\$0	\$0	\$0	\$25,025	2024
2025	20,000	160,000	180,000	228,010	2025
2026	20,000	165,000	185,000	228,860	2026
2027	20,000	170,000	190,000	229,590	2027
2028	25,000	170,000	195,000	230,155	2028
2029	25,000	175,000	200,000	230,530	2029
2030	25,000	180,000	205,000	230,780	2030
2031	30,000	185,000	215,000	235,810	2031
2032	30,000	185,000	215,000	230,670	2032
2033	35,000	190,000	225,000	235,325	2033
2034	35,000	190,000	225,000	229,775	2034
2035	40,000	0	40,000	41,000	2035
	<u>\$305,000</u>	<u>\$1,770,000</u>	<u>\$2,075,000</u>	<u>\$2,375,530</u>	
	(1) (2)	(1) (3)			

NOTE: 87% OF PORT AUTHORITY GENERAL OBLIGATION DEBT PAYABLE FROM TAXES WILL BE RETIRED WITHIN TEN YEARS.

- (1) These bonds were issued through the North Mankato Port Authority Commission. The bonds are general obligations of the City for which the City pledges its full faith and credit and power to levy direct general ad valorem taxes. The bonds are not subject to the statutory debt limit or included in the calculation of the City's debt per Minnesota Statutes Section 469.060.
- (2) These bonds are payable primarily from tax increments resulting from increases in the taxable value of real property within Tax Increment Financing District No. 1-19. Proceeds will be used to finance redevelopment related to the Dollar Store into mixed use into retail, office, and residential rental.
- (3) These bonds refunded the \$3,215,000 General Obligation Bonds, Series 2011A, on March 24, 2020.

Indirect Debt*

<i>Issuer</i>	<i>2023/2024 Tax Capacity Value⁽¹⁾</i>	<i>2023/2024 Tax Capacity Value in City⁽¹⁾</i>	<i>Percentage Applicable in City</i>	<i>Outstanding General Obligation Debt</i>	<i>Taxpayers' Share of Debt</i>
Blue Earth County	\$ 130,744,490	\$8,160	0.01%	\$11,435,000	\$ 1,144
Nicollet County	59,062,774	19,095,037	32.33	7,410,255	2,395,735
ISD No. 77, Mankato	104,597,053	19,103,197	18.26	196,754,000	<u>35,927,280</u>
				<i>Total Indirect Debt:</i>	<u>\$ 38,324,159</u>

(Remainder of page intentionally left blank)

* Only those taxing jurisdictions with general obligation debt outstanding that is not payable from revenues are included. Debt figures do not include non-general obligation debt, short-term general obligation debt, general obligation debt payable from revenues, or general obligation tax/aid anticipation certificates of indebtedness. Debt listed is as of July 2, 2024, unless otherwise noted.

(1) Tax Capacity Value is after tax increment deduction and fiscal disparity adjustments.

General Obligation Debt

Bonds secured by tax levies	\$ 4,240,000
Bonds secured by special assessments (includes a portion of this Issue)	12,540,000
Bonds secured by tax increment/tax abatement	4,065,000
Bonds secured by state aid revenues	255,000
Bonds secured by water/sewer/sales tax revenues (includes a portion of this Issue)	13,519,000
Bonds secured by tax levies issued by Port Authority Commission	<u>2,075,000</u>
Subtotal	\$ 36,694,000
Less bonds secured by water/sewer/sales tax and state aid revenues	(<u>13,774,000</u>)
<i>Direct General Obligation Debt</i>	22,920,000
Add taxpayers' share of indirect debt	<u>38,324,159</u>
<i>Direct and Indirect Debt</i>	<u>\$ 61,244,159</u>

Facts for Ratio Computations

2023/2024 Economic Market Value (real and personal property)	\$1,834,495,547
Population (2024 City estimate)	14,300

Debt Ratios Excluding Revenue-Supported Debt

	<i>Direct Debt</i>	<i>Indirect Debt</i>	<i>Direct and Indirect Debt</i>
To Economic Market Value	1.25%	2.09%	3.34%
Per Capita	\$1,603	\$2,680	\$4,283

APPENDIX A

Legal Opinion

PROPOSED FORM OF LEGAL OPINION

\$2,945,000
GENERAL OBLIGATION BONDS, SERIES 2024A
CITY OF NORTH MANKATO
BLUE EARTH AND NICOLLET COUNTIES
MINNESOTA

We have acted as bond counsel in connection with the issuance by the City of North Mankato, Blue Earth and Nicollet Counties, Minnesota (the "Issuer"), of its \$2,945,000 General Obligation Bonds, Series 2024A, bearing a date of original issue of August 13, 2024 (the "Bonds"). We have examined the law and such certified proceedings and other documents as we deem necessary to render this opinion.

We have not been engaged or undertaken to review the accuracy, completeness or sufficiency of the Official Statement or other offering material relating to the Bonds, and we express no opinion relating thereto.

As to questions of fact material to our opinion, we have relied upon the certified proceedings and other certifications of public officials furnished to us without undertaking to verify the same by independent investigation.

Based upon such examinations, and assuming the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as certified or photostatic copies and the authenticity of the originals of such documents, and the accuracy of the statements of fact contained in such documents, and based upon present Minnesota and federal laws (which excludes any pending legislation which may have a retroactive effect on or before the date hereof), regulations, rulings and decisions, it is our opinion that:

(1) The proceedings show lawful authority for the issuance of the Bonds according to their terms under the Constitution and laws of the State of Minnesota now in force.

(2) The Bonds are valid and binding general obligations of the Issuer, and all of the taxable property within the Issuer's jurisdiction is subject to the levy of an ad valorem tax to pay the same without limitation as to rate or amount; provided that the enforceability (but not the validity) of the Bonds and the pledge of taxes for the payment of the principal and interest thereon is subject to the exercise of judicial discretion in accordance with general principles of equity, to the constitutional powers of the United States of America and to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted.

(3) At the time of the issuance and delivery of the Bonds to the original purchaser, the interest on the Bonds is excluded from gross income for United States income tax purposes and

is excluded, to the same extent, from both gross income and taxable net income for State of Minnesota income tax purposes (other than Minnesota franchise taxes measured by income and imposed on corporations and financial institutions), and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals or the Minnesota alternative minimum tax applicable to individuals, estates or trusts; however, interest on the Bonds is taken into account in determining "annual adjusted financial statement income" for the purpose of computing the federal alternative minimum tax imposed on certain corporations for tax years beginning after December 31, 2022. The opinions set forth in the preceding sentence are subject to the condition that the Issuer comply with all requirements of the Internal Revenue Code of 1986, as amended, that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be, or continue to be, excluded from gross income for federal income tax purposes and from both gross income and taxable net income for State of Minnesota income tax purposes. Failure to comply with certain of such requirements may cause the inclusion of interest on the Bonds in gross income and taxable net income retroactive to the date of issuance of the Bonds.

We express no opinion regarding other state or federal tax consequences caused by the receipt or accrual of interest on the Bonds or arising with respect to ownership of the Bonds.

This opinion is given as of the date hereof, and we assume no obligation to update, revise, or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention or any changes in law that may hereafter occur and be retroactive.

TAFT STETTINIUS & HOLLISTER LLP

APPENDIX B

Continuing Disclosure Certificate

[Appendix ___ to Official Statement]

PROPOSED FORM OF CONTINUING DISCLOSURE UNDERTAKING

This Continuing Disclosure Undertaking (the "Disclosure Undertaking") is executed and delivered by the City of North Mankato, Minnesota (the "Issuer"), in connection with the issuance of its \$2,945,000 General Obligation Bonds, Series 2024A (the "Bonds"). The Bonds are being issued pursuant to a Resolution adopted on July 15, 2024 (the "Resolution"). Pursuant to the Resolution and this Disclosure Undertaking, the Issuer covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Undertaking. This Disclosure Undertaking is being executed and delivered by the Issuer for the benefit of the Owners and in order to assist the Participating Underwriters in complying with SEC Rule 15c2-12(b)(5).

SECTION 2. Definitions. In addition to the definitions set forth in the Resolution, which apply to any capitalized term used in this Disclosure Undertaking unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any annual financial information provided by the Issuer pursuant to, and as described in, Sections 3 and 4 of this Disclosure Undertaking.

"Audited Financial Statements" shall mean the financial statements of the Issuer audited annually by an independent certified public accounting firm, prepared pursuant to generally accepted accounting principles promulgated by the Financial Accounting Standards Board, modified by governmental accounting standards promulgated by the Government Accounting Standards Board.

"Dissemination Agent" shall mean such party from time to time designated in writing by the Issuer to act as information dissemination agent and which has filed with the Issuer a written acceptance of such designation.

"Financial Obligation" shall mean a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii). This term shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

"Fiscal Year" shall be the fiscal year of the Issuer.

"Governing Body" shall, with respect to the Bonds, have the meaning given that term in Minnesota Statutes, Section 475.51, Subdivision 9.

"MSRB" shall mean the Municipal Securities Rulemaking Board.

"Occurrence(s)" shall mean any of the events listed in Section 5 of this Disclosure Undertaking.

"Official Statement" shall be the Official Statement dated _____, 2024, prepared in connection with the Bonds.

"Owners" shall mean the registered holders and, if not the same, the beneficial owners of any Bonds.

"Participating Underwriter" shall mean any of the original underwriters of the Bonds required to comply with the Rule in connection with offering of the Bonds.

"Resolution" shall mean the resolution or resolutions adopted by the Governing Body of the Issuer providing for, and authorizing the issuance of, the Bonds.

"Rule" shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time or interpreted by the Securities and Exchange Commission.

SECTION 3. Provision of Annual Reports.

A. Beginning in connection with the Fiscal Year ending on December 31, 2024, the Issuer shall, or shall cause the Dissemination Agent to provide to the MSRB by filing at www.emma.msrb.org, together with such identifying information as prescribed by the MSRB, an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Undertaking by not later than December 31, 2025, and by December 31 of each year thereafter.

B. If the Issuer is unable to provide to the MSRB an Annual Report by the date required in subsection A, the Issuer shall send a notice of such delay and estimated date of delivery to the MSRB.

SECTION 4. Content and Format of Annual Reports. The Issuer's Annual Report shall contain or incorporate by reference the financial information and operating data pertaining to the Issuer listed below as of the end of the preceding Fiscal Year. The Annual Report may be submitted to the MSRB as a single document or as separate documents comprising a package, and may cross-reference other information as provided in this Disclosure Undertaking.

The following financial information and operating data shall be supplied:

A. An update of the operating and financial data of the type of information contained in the Official Statement under the captions: Economic and Financial Information – "Valuations," "Tax Capacity Rates" and "Tax Levies and Collections;" and Summary of Debt and Debt Statistics.

B. Audited Financial Statements of the Issuer. The Audited Financial Statements of the Issuer may be submitted to the MSRB separately from the balance of the Annual Report. In the event Audited Financial Statements of the Issuer are not available on or before the date for filing the Annual Report with the MSRB as set forth in Section 3.A. above, unaudited financial statements shall be provided as part of the Annual Report. The accounting principles pursuant to which the financial statements will be prepared will be pursuant to generally accepted accounting principles promulgated by the Financial Accounting Standards Board, as such principles are modified by the governmental accounting standards promulgated by the Government Accounting Standards Board, as in effect from time to time. If Audited Financial Statements are not

provided because they are not available on or before the date for filing the Annual Report, the Issuer shall promptly provide them to the MSRB when available.

SECTION 5. Reporting of Significant Events. This Section 5 shall govern the giving of notices of the occurrence of any of the following events with respect to the Bonds:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;
- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (7) Modifications to rights of security holders, if material;
- (8) Bond calls, if material, and tender offers;
- (9) Defeasances;
- (10) Release, substitution, or sale of property securing repayment of the Bonds, if material;
- (11) Rating changes;
- (12) Bankruptcy, insolvency, receivership or similar event of the Issuer;
- (13) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
- (14) Appointment of a successor or additional trustee or the change of name of a trustee, if material;
- (15) Incurrence of a Financial Obligation of the obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the obligated person, any of which affect security holders, if material; and,
- (16) Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the obligated person, any of which reflect financial difficulties.

Whenever an event listed above has occurred, the Issuer shall promptly, which may not be in excess of the ten (10) business days after the Occurrence, file a notice of such Occurrence with the MSRB, by filing at www.emma.msrb.org, together with such identifying information as prescribed by the MSRB.

The Issuer agrees to provide or cause to be provided, in a timely manner, to the MSRB notice of a failure by the Issuer to provide the Annual Reports described in Section 4.

SECTION 6. Termination of Reporting Obligation. The Issuer's obligations under this Disclosure Undertaking shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds.

SECTION 7. Dissemination Agent. The Issuer may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Undertaking, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent.

SECTION 8. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Undertaking, the Issuer may amend this Disclosure Undertaking, and any provision of this Disclosure Undertaking may be waived, if (a) a change in law or change in the ordinary business or operation of the Issuer has occurred, (b) such amendment or waiver would not, in and of itself, cause the undertakings herein to violate the Rule if such amendment or waiver had been effective on the date hereof but taking into account any subsequent change in or official interpretation of the Rule, and (c) such amendment or waiver is supported by an opinion of counsel expert in federal securities laws to the effect that such amendment or waiver would not materially impair the interests of Owners.

SECTION 9. Additional Information. Nothing in this Disclosure Undertaking shall be deemed to prevent the Issuer from disseminating any other information, using the means of dissemination set forth in this Disclosure Undertaking or any other means of communication, or including any other information in any Annual Report or notice of an Occurrence, in addition to that which is required by this Disclosure Undertaking. If the Issuer chooses to include any information in any Annual Report or notice of an Occurrence in addition to that which is specifically required by this Disclosure Undertaking, the Issuer shall have no obligation under this Disclosure Undertaking to update such information or include it in any future Annual Report or notice of an Occurrence.

SECTION 10. Default. In the event of a failure of the Issuer to provide information required by this Disclosure Undertaking, any Owner may take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the Issuer to comply with its obligations to provide information under this Disclosure Undertaking. A default under this Disclosure Undertaking shall not be deemed an Event of Default under the Resolution, and the sole remedy under this Disclosure Undertaking in the event of any failure of the Issuer to comply with this Disclosure Undertaking shall be an action to compel performance.

SECTION 11. Beneficiaries. This Disclosure Undertaking shall inure solely to the benefit of the Issuer, the Participating Underwriters and Owners from time to time of the Bonds, and shall create no rights in any other person or entity.

SECTION 12. Reserved Rights. The Issuer reserves the right to discontinue providing any information required under the Rule if a final determination should be made by a court of competent jurisdiction that the Rule is invalid or otherwise unlawful or, subject to the provisions of Section 8 hereof, to modify the undertaking under this Disclosure Undertaking if the Issuer determines that such modification is required by the Rule or by a court of competent jurisdiction.

Dated: August 13, 2024.

CITY OF NORTH MANKATO, MINNESOTA

By _____
Its Mayor

By _____
Its City Administrator

APPENDIX C

City's Financial Statement

The following financial statements are excerpts from the annual financial report for the year ended December 31, 2023. The complete financial report for the year 2023 and the prior two years are available for inspection at the City Hall and the office of Northland Securities, Inc. The reader of this Official Statement should be aware that the complete financial report may have further data relating to the excerpts presented in the appendix which may provide additional explanation, interpretation or modification of the excerpts.

INDEPENDENT AUDITOR'S REPORT

Honorable Mayor and City Council
City of North Mankato

Report on the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the City of North Mankato, Minnesota (the City), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the City's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the City as of December 31, 2023, and the respective changes in financial position and, where applicable, cash flows thereof and the budgetary comparison for the General fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

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

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis starting on page 23 and the Schedules of Employer's Share of the Net Pension Liability, the Schedules of Employer's Contributions, the related note disclosures, the Schedule of Changes in Net Pension Liability (Asset) and Related Ratios and the Schedule of Changes in the City's OPEB Liability and Related Ratios starting on page 96 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



Supplementary Information

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

Other Information

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

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 13, 2024, on our consideration of the City's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the City's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.



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Mankato, Minnesota
June 13, 2024



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Management's Discussion and Analysis

As management of the City of North Mankato (the City), we offer readers of the City's financial statements this narrative overview and analysis of the financial activities of the City for the fiscal year ended December 31, 2023. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our letter of transmittal, which can be found starting on page 9 of this report.

Financial Highlights

- The assets and deferred outflows of resources of the City exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year as shown in the summary of net position on the following pages. The unrestricted net position may be used to meet the City's ongoing obligations to citizens and creditors.
- The City's total net position increased by \$2,950,507 as compared to an increase of \$3,140,338 in the previous year.
- Governmental activities revenues increased as shown in the changes in net position on the following pages due to the following:
 - Charges for services revenue increased mainly due to more use of Caswell North, an increase in pool attendance and increased culture and recreation participation.
 - Property taxes/tax increments increased due to levy increases.
 - Unrestricted investment earnings (loss) increased due to higher interest rates.
 - Gain on sale of capital assets increased due to the sale of land.
- Governmental activity expenses increased as shown in the changes in net position on the following due to the following:
 - Public safety expenses increased mostly due to increased labor costs, maintenance and pension related activity.
 - Culture and recreation expenses increased due to increased staffing and increased tournament expenses at Caswell Park.
 - Housing and economic development expenses increased due to increased TIF activity.

- Business-type activities revenues increased as shown in the changes in net position mainly due to increases in chargers for services related to increased usage and rates as well as an increase in unrestricted investment earnings (loss) related to increased interest rates.
- As of the close of the current fiscal year, the City's governmental funds fund balances are shown in the Financial Analysis of the City's fund section of the MD&A. The total fund balance increased in comparison of the prior year. The increase was primarily related to decreased capital contributions to other funds made during the year.

Overview of the Financial Statements

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

The financial statements also include notes that explain some of the information in the financial statements and provide more detailed data. The statements are followed by a section of combining and individual fund financial statements and schedules that further explains and supports the information in the financial statements. Figure 1 shows how the required parts of this annual report are arranged and relate to one another. In addition to these required elements, we have included a section with combining and individual fund financial statements and schedules that provide details about nonmajor governmental funds, which are added together and presented in single columns in the basic financial statements.

**Figure 1
Required Components of the
City's Annual Financial Report**

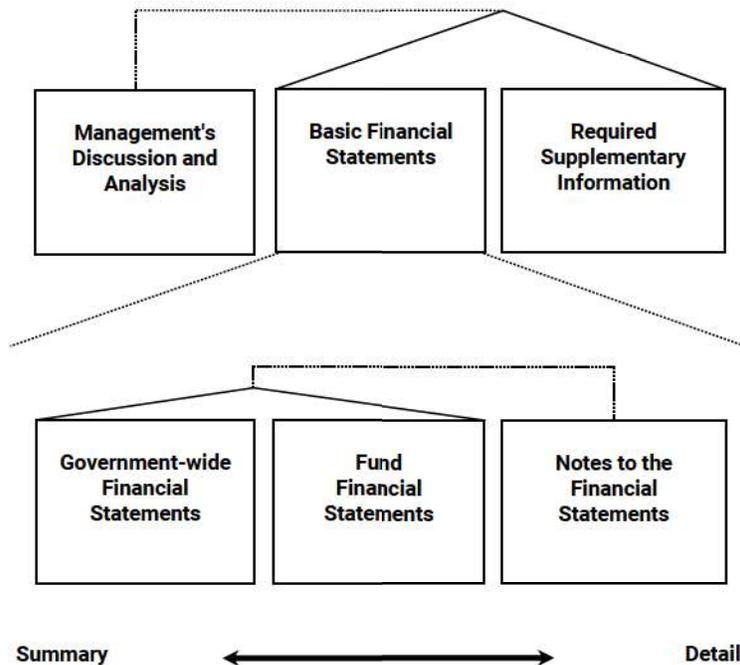


Figure 2 summarizes the major features of the City's financial statements, including the portion of the City government they cover and the types of information they contain. The remainder of this overview section of management's discussion and analysis explains the structure and contents of each of the statements.

**Figure 2
Major Features of the Government-wide and Fund Financial Statements**

	Fund Financial Statements		
	Government-wide Statements	Governmental Funds	Proprietary Funds
Scope	Entire City government (except fiduciary funds) and the City's component units	The activities of the City that are not proprietary or fiduciary, such as police, fire and parks	Activities the City operates similar to private businesses, such as the water and sewer system
Required financial statements	<ul style="list-style-type: none"> • Statement of Net Position • Statement of Activities 	<ul style="list-style-type: none"> • Balance Sheet • Statement of Revenues, Expenditures, and Changes in Fund Balances 	<ul style="list-style-type: none"> • Statement of Net Position • Statement of Revenues, Expenses and Changes in Net Position • Statement of Cash Flows
Accounting basis and measurement focus	Accrual accounting and economic resources focus	Modified accrual accounting and current financial resources focus	Accrual accounting and economic resources focus
Type of asset/liability information	All assets and liabilities, both financial and capital, and short-term and long-term	Only assets expected to be used up and liabilities that come due during the year or soon thereafter; no capital assets included	All assets and liabilities, both financial and capital, and short-term and long-term
Type of deferred outflows/inflows of resources information	All deferred outflows/inflows of resources, regardless of when cash is received or paid.	Only deferred outflows of resources expected to be used up and deferred inflows of resources that come due during the year or soon thereafter; no capital assets included	All deferred outflows/inflows of resources, regardless of when cash is received or paid
Type of in flow/out flow information	All revenues and expenses during year, regardless of when cash is received or paid	Revenues for which cash is received during or soon after the end of the year; expenditures when goods or services have been received and payment is due during the year or soon thereafter	All revenues and expenses during the year, regardless of when cash is received or paid

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

The *statement of net position* presents information on all of the City's assets and deferred outflows of resources and liabilities and deferred inflows of resources, with the difference reported as *net position*. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the City is improving or deteriorating.

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

Both of the government-wide financial statements distinguish functions of the City that are principally supported by taxes and intergovernmental revenues (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the City include general government, public safety, public works, culture and recreation, housing and economic development, mass transit and other. The business-type activities of the City include water, sewer, recycling, storm water, hotel operations and solid waste.

The government-wide financial statements include not only the City itself (known as the *primary government*), but also a legally separate port authority for which the City is financially accountable. The port authority, although legally separate, functions for all practical purposes as a department of the City, and therefore has been included as an integral part of the primary government.

The government-wide financial statements can be found starting on page 39 of this report.

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

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

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

The City maintains numerous individual governmental funds, which includes various individual Debt Service bond funds that are considered one fund for financial reporting. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures and changes in fund balances for the General fund, the Debt Service fund, the Revolving MSA fund, the Caswell Indoor Recreation Project and the 2023 Construction fund, all of which are considered to be major funds. Data from the other governmental funds are combined into a single, aggregated presentation. Individual fund data for each of these nonmajor governmental funds is provided in the form of *combining statements* elsewhere in this report.

The City adopts an annual appropriated budget for its General fund. A budgetary comparison statement has been provided for the General fund to demonstrate compliance with this budget.

The basic governmental fund financial statements can be found starting on page 44 of this report.

Proprietary Funds. The City maintains one type of proprietary funds. *Enterprise funds* are used to report the same functions presented as *business-type activities* in the government-wide financial statements. The City uses enterprise funds to account for its water, sewer, recycling, storm water, hotel operations and solid waste operations.

Proprietary funds provide the same type of information as the government-wide financial statements, only in more detail. The proprietary fund financial statements provide separate information for the water, sewer, storm water and hotel fund, all of which are considered to be major funds of the City. Data from the other proprietary funds are combined into a single, aggregated presentation. Individual fund data for each of these nonmajor proprietary funds is provided in the form of *combining statements* elsewhere in this report.

The basic proprietary fund financial statements can be found starting on page 49 of this report.

Fiduciary Funds. Fiduciary funds are used to account for resources held for the benefit of parties outside the City. Fiduciary funds are *not* reflected in the government-wide financial statements because the resources of those funds are not available to support the City's own programs. The accounting used for fiduciary funds is much like that used for proprietary funds.

The basic fiduciary fund financial statements can be found starting on page 52 of this report.

Notes to the Financial Statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found starting on page 55 of this report.

Required Supplementary Information. In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information concerning the City of North Mankato's share of net pension liabilities (assets) for defined benefits plans, schedules of contributions, and progress in funding its obligation to provide pension and other postemployment benefits to its employees. Required supplementary information can be found starting on page 96 of this report.

Supplementary Information. The combining and individual fund financial statements and schedules referred to earlier in connection with the nonmajor governmental funds are presented immediately following the notes to the financial statements. Combining and individual fund financial statement and schedules can be found starting page 108 of this report.

Government-wide Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of a government's financial position. In the case of the City, assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by \$76,202,288 at the close of the most recent fiscal year.

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

City of North Mankato's Summary of Net Position

	Governmental Activities			Business-type Activities			Total	
	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)	2023	2022
Current and Other Assets	\$ 26,099,217	\$ 25,460,708	\$ 638,509	\$ 9,204,017	\$ 7,647,103	\$ 1,556,914	\$ 35,303,234	\$ 33,107,811
Net Capital Assets	57,907,407	58,460,607	(553,200)	32,373,203	35,276,549	(2,903,346)	90,280,610	93,737,156
Total Assets	84,006,624	83,921,315	85,309	41,577,220	42,923,652	(1,346,432)	125,583,844	126,844,967
Deferred Outflows of Resources	4,035,585	4,418,220	(382,635)	218,108	374,019	(155,911)	4,253,693	4,792,239
Long-term Liabilities								
Outstanding	35,166,279	41,016,720	(5,850,441)	9,807,473	10,843,072	(1,035,599)	44,973,752	51,859,792
Other Liabilities	1,165,714	1,770,238	(604,524)	384,711	1,175,517	(790,806)	1,550,425	2,945,755
Total Liabilities	36,331,993	42,786,958	(6,454,965)	10,192,184	12,018,589	(1,826,405)	46,524,177	54,805,547
Deferred Inflows of Resources	6,738,348	3,364,206	3,374,142	372,724	215,672	157,052	7,111,072	3,579,878
Net Position								
Net investment in capital assets	35,426,277	34,389,576	1,036,701	28,130,619	26,922,761	1,207,858	63,556,896	61,312,337
Restricted	8,784,099	8,054,091	730,008	-	686,605	(686,605)	8,784,099	8,740,696
Unrestricted	761,492	(255,296)	1,016,788	3,099,801	3,454,044	(354,243)	3,861,293	3,198,748
Total Net Position	\$ 44,971,868	\$ 42,188,371	\$ 2,783,497	\$ 31,230,420	\$ 31,063,410	\$ 167,010	\$ 76,202,288	\$ 73,251,781
Net Position as a Percent of Total								
Net investment in capital assets	78.8 %	81.5 %		90.1 %	86.7 %		83.4 %	83.7 %
Restricted	19.5	19.1		-	2.2		11.5	11.9
Unrestricted	1.7	(0.6)		9.9	11.1		5.1	4.4
Total	100.0 %	100.0 %		100.0 %	100.0 %		100.0 %	100.0 %

An additional portion of the City's net position represents resources that are subject to external restrictions on how they may be used. The remaining balance of *unrestricted net position* may be used to meet the City's ongoing obligations to citizens and creditors.

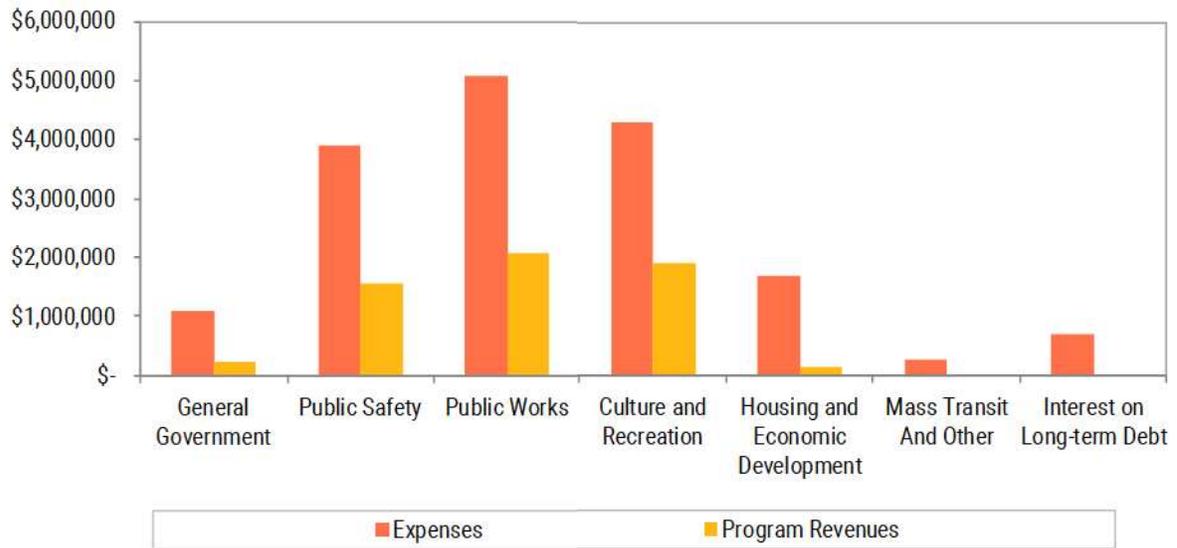
Governmental Activities. Governmental activities increased the City's net position as shown. Key elements of this change are as follows:

City of North Mankato's Changes in Net Position

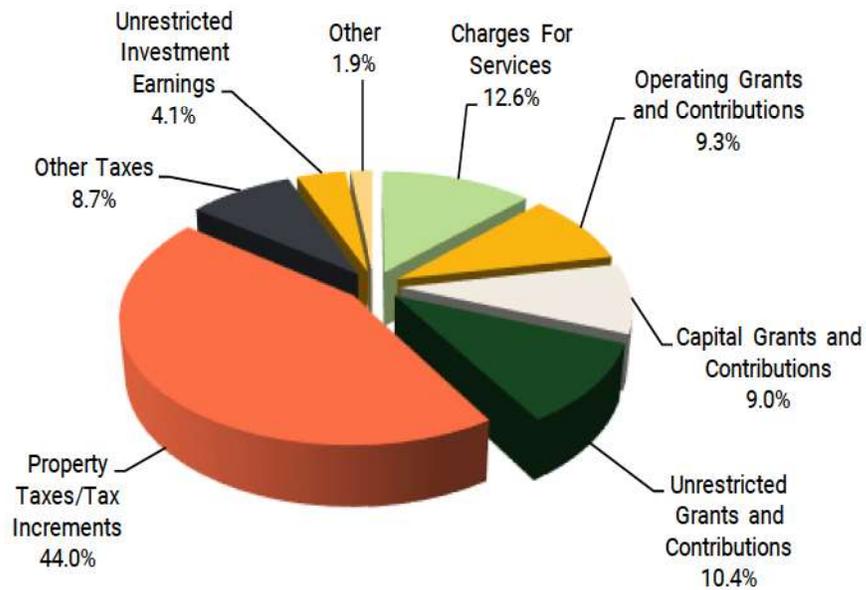
	Governmental Activities			Business-type Activities			Total	
	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)	2023	2022
Revenues								
Program Revenues								
Charges for services	\$ 2,408,050	\$ 2,174,608	\$ 233,442	\$ 7,498,961	\$ 7,245,653	\$ 253,308	\$ 9,907,011	\$ 9,420,261
Operating grants and contributions	1,772,228	1,682,129	90,099	91	4,542	(4,451)	1,772,319	1,686,671
Capital grants and contributions	1,715,742	1,393,867	321,875	42,113	14,590	27,523	1,757,855	1,408,457
General Revenues								
Property taxes/tax increments	8,359,681	7,643,520	716,161	-	-	-	8,359,681	7,643,520
Other taxes	1,657,806	1,500,298	157,508	-	-	-	1,657,806	1,500,298
Grants and contributions not restricted to specific programs	1,990,734	3,397,320	(1,406,586)	-	-	-	1,990,734	3,397,320
Unrestricted investment earnings (loss)	778,984	98,237	680,747	213,981	(33,284)	247,265	992,965	64,953
Other	111,697	114,342	(2,645)	-	-	-	111,697	114,342
Gain on sale of capital assets	258,476	29,222	229,254	-	-	-	258,476	29,222
Total Revenues	19,053,398	18,033,543	1,019,855	7,755,146	7,231,501	523,645	26,808,544	25,265,044
Expenses								
General government	1,082,983	1,059,015	23,968	-	-	-	1,082,983	1,059,015
Public safety	3,906,857	3,461,014	445,843	-	-	-	3,906,857	3,461,014
Public works	5,068,922	5,015,965	52,957	-	-	-	5,068,922	5,015,965
Culture and recreation	4,308,311	3,970,757	337,554	-	-	-	4,308,311	3,970,757
Housing and economic development	1,684,512	1,083,372	601,140	-	-	-	1,684,512	1,083,372
Mass transit and other	267,847	277,482	(9,635)	-	-	-	267,847	277,482
Interest on long-term debt	700,815	876,881	(176,066)	-	-	-	700,815	876,881
Water	-	-	-	2,296,866	1,945,292	351,574	2,296,866	1,945,292
Sewer	-	-	-	2,550,126	2,326,402	223,724	2,550,126	2,326,402
Recycling	-	-	-	461,213	465,612	(4,399)	461,213	465,612
Storm water	-	-	-	369,794	426,982	(57,188)	369,794	426,982
Solid waste	-	-	-	771,967	787,970	(16,003)	771,967	787,970
Hotel	-	-	-	387,824	427,962	(40,138)	387,824	427,962
Total Expenses	17,020,247	15,744,486	1,275,761	6,837,790	6,380,220	457,570	23,858,037	22,124,706
Increase (Decrease) in Net Position Before Transfers and Contributions	2,033,151	2,289,057	(255,906)	917,356	851,281	66,075	2,950,507	3,140,338
Transfers	1,775,345	519,313	1,256,032	(1,775,345)	(519,313)	(1,256,032)	-	-
Capital Contributions	(1,024,999)	(2,609,132)	1,584,133	1,024,999	2,609,132	(1,584,133)	-	-
Change in Net Position	2,783,497	199,238	2,584,259	167,010	2,941,100	(2,774,090)	2,950,507	3,140,338
Net Position, January 1	42,188,371	41,989,133	199,238	31,063,410	28,122,310	2,941,100	73,251,781	70,111,443
Net Position - December 31	\$ 44,971,868	\$ 42,188,371	\$ 2,783,497	\$ 31,230,420	\$ 31,063,410	\$ 167,010	\$ 76,202,288	\$ 73,251,781

The following graphs depict various governmental activities and show the revenue and expenses directly related to those activities.

Expenses and Program Revenues - Governmental Activities



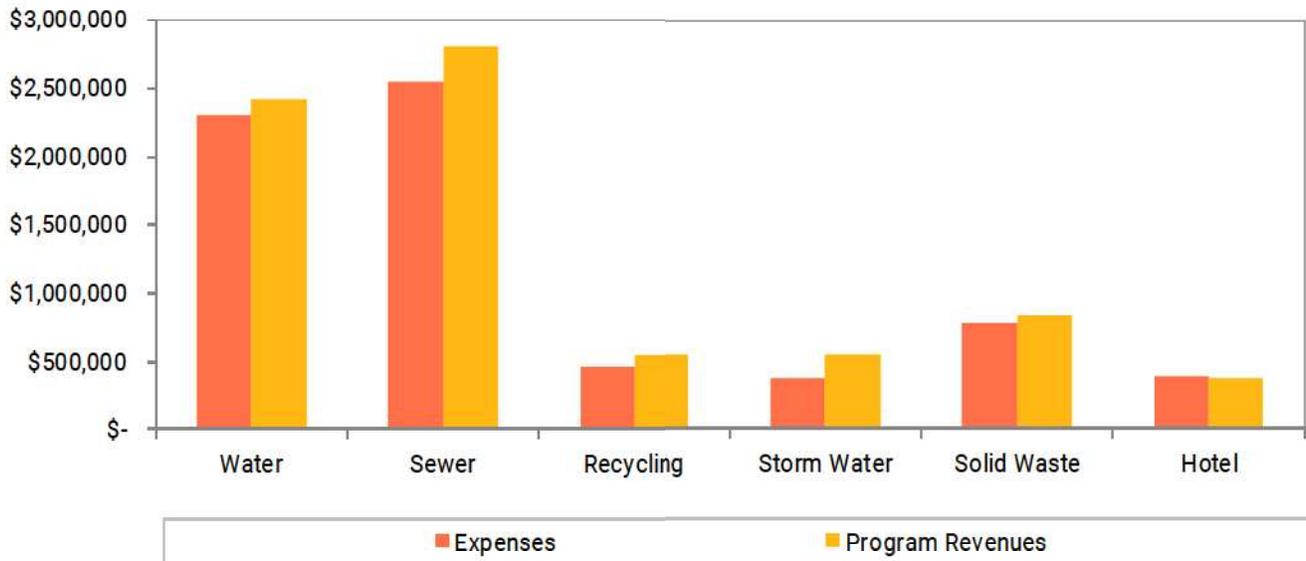
Revenues by Source - Governmental Activities



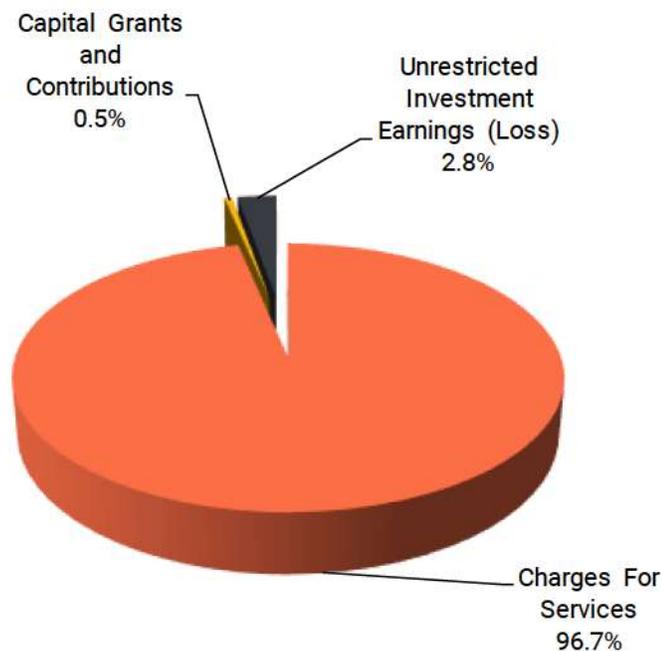
Business-type Activities. Business-type activities increased the City’s net position as shown in the changes in net position table. Key elements of this change are as follows:

- Charges for services increased due to increased usage and rates.
- Unrestricted investment earnings (loss) increased due to increased interest rates.
- Expenses increased due to increased supplies costs and losses on disposal of capital assets.
- Transfers out totaled \$1,880,345 and transfers in totaled \$105,000 for 2023.

Expenses and Program Revenues - Business-type Activities



Revenues by Source - Business-type Activities



Financial Analysis of the City's Funds

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

Governmental Funds. The focus of the City's *governmental funds* is to provide information on near-term inflows, outflows and balances of *spendable* resources. Such information is useful in assessing the City's financing requirements. In particular, *unassigned fund balance* may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year. The table below outlines the governmental fund balances for the year ending December 31, 2023:

	General Fund	Debt Service Fund	Revolving MSA	Caswell Indoor Recreation Project	2023 Construction	Other Governmental Funds	Total	Prior Year Total	Increase (Decrease)
Fund Balances									
Nonspendable	\$ 725,594	\$ -	\$ -	\$ -	\$ -	\$ 1,160	\$ 726,754	\$ 636,128	\$ 90,626
Restricted	-	2,611,261	-	6,682,916	-	4,206,973	13,501,150	12,568,114	933,036
Committed	-	-	-	-	-	2,981,854	2,981,854	1,540,170	1,441,684
Unassigned	4,388,664	-	(2,061,836)	-	-	(787,864)	1,538,964	1,902,947	(363,983)
Total	\$ 5,114,258	\$ 2,611,261	\$ (2,061,836)	\$ 6,682,916	\$ -	\$ 6,402,123	\$ 18,748,722	\$ 16,647,359	\$ 2,101,363

The General fund is the chief operating fund of the City. At the end of the current year, the fund balance of the General fund is shown in the table above. As a measure of the General fund's liquidity, it may be useful to compare unassigned fund balance to total fund expenditures. The total unassigned fund balance as a percent of total fund expenditures is shown in the chart below along with total fund balance as a percent of total expenditures.

	Current Year Ending Balance	Prior Year Ending Balance	Increase (Decrease)
General Fund Fund Balances			
Nonspendable	\$ 725,594	\$ 636,128	\$ 89,466
Unassigned	4,388,664	4,300,091	88,573
Total	\$ 5,114,258	\$ 4,936,219	\$ 178,039
General Fund Expenditures	\$ 9,980,554	\$ 9,661,542	
Unassigned as a Percent of Expenditures	44.0%	44.5%	
Total Fund Balance as a Percent of Expenditures	51.2%	51.1%	

The *General fund* balance increased during the current fiscal year as shown above. Key factors of this increase are increased property tax revenues from levy increases and increased interest rates resulting in higher investment earnings. The revenue increases were offset by an increase in current expenditures mainly relating to public safety personnel costs.

Other major governmental fund analysis is shown below:

	December 31 2023	December 31 2022	Increase (Decrease)
Debt Service fund <i>The Debt Service fund increase in fund balance during the year was due to transfers in made during the year.</i>	\$ 2,611,261	\$ 2,080,366	\$ 530,895
Revolving MSA <i>The Revolving MSA total fund balance decreased during the year due to continued draws exceeding allocations.</i>	(2,061,836)	(1,753,392)	(308,444)
Caswell Indoor Recreation Project <i>The Caswell Indoor Recreation Project total fund balance increased during the year mainly due to increased investment earnings.</i>	6,682,916	6,363,666	319,250
2023 Construction <i>The 2023 Construction fund total had project costs of \$2,468,126 which was offset by intergovernmental revenue and transfers in from other funds.</i>	-	-	-

Proprietary Funds. The City's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

	Ending Net Position 2023	Ending Net Position 2022	Increase (Decrease)
Water Utility <i>The increase primarily is attributed to increases in charges for services relating to increased usages.</i>	\$ 12,916,829	\$ 12,716,092	\$ 200,737
Sewer Utility <i>The increase primarily is attributed to increases in charges for services relating to increased usages.</i>	12,356,388	12,082,126	274,262
Storm Water <i>The increase primarily is attributed to increases in charges for services relating to increased rates and usages.</i>	5,284,110	4,635,751	648,359
Hotel <i>The hotel was sold this year with remaining proceeds to be used to defease the debt service.</i>	(414,355)	686,605	(1,100,960)

General Fund Budgetary Highlights

	Final Budgeted Amounts	Actual Amounts	Variance with Final Budget
Revenues	\$ 9,898,465	\$ 10,107,990	\$ 209,525
Expenditures	9,753,667	9,980,554	(226,887)
Excess of Revenues Over Expenditures	144,798	127,436	(17,362)
Other Financing Sources (Uses)			
Transfers in	333,750	540,479	206,729
Sale of capital assets	500	-	(500)
Transfers out	(457,000)	(489,876)	(32,876)
Total Other Financing Sources (Uses)	(122,750)	50,603	173,353
Net Change in Fund Balances	22,048	178,039	155,991
Fund Balances, January 1	4,936,219	4,936,219	-
Fund Balances, December 31	\$ 4,958,267	\$ 5,114,258	\$ 155,991

The City's General fund budget was not amended during the year. Actual revenues were over budgeted amounts due to higher investment earnings than anticipated. Expenditures were also over budgeted amounts due to higher police protection personnel costs than anticipated.

Capital Asset and Debt Administration

Capital Assets. The City's investment in capital assets for its governmental and business type activities as of December 31, 2023 is shown in the table below (net of accumulated depreciation). This investment in capital assets includes land, buildings and system improvements, machinery and equipment, park facilities, roads, highways, and bridges. The total increase in the City's investment in capital assets for the current fiscal year was 7.7 percent.

Major capital asset events during the current fiscal year included the following:

- Buildings and improvements increase, including, but not limited to: the completion of the Lor Ray Drive North, McKinley Avenue, Lor Ray/Howard Drive Roundabout, Caswell Park and water plant number two rehab projects.
- Equipment and vehicle purchases, including, but not limited to: a new street sweeper, new police vehicles and various parks equipment.
- Construction in progress increase for various projects including, but not limited to: Sherman pump house improvements, Range Street watermain improvements and various Caswell Park projects.

Additional information on the City's capital assets can be found in Note 3C starting on page 68 of this report.

City of North Mankato's Capital Assets (Net of Depreciation)

	Governmental Activities			Business-type Activities			Total		
	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)
Land	\$ 4,354,365	\$ 4,858,405	\$ (504,040)	\$ 1,211,111	\$ 1,697,531	\$ (486,420)	\$ 5,565,476	\$ 6,555,936	\$ (990,460)
Buildings and Improvements	48,699,777	42,654,617	6,045,160	29,867,356	29,640,282	227,074	78,567,133	72,294,899	6,272,234
Machinery and Equipment	3,463,047	3,224,335	238,712	740,390	874,500	(134,110)	4,203,437	4,098,835	104,602
Construction in Progress	1,390,218	7,723,250	(6,333,032)	554,346	3,064,236	(2,509,890)	1,944,564	10,787,486	(8,842,922)
Total	\$ 57,907,407	\$ 58,460,607	\$ (553,200)	\$ 32,373,203	\$ 35,276,549	\$ (2,903,346)	\$ 90,280,610	\$ 93,737,156	\$ (3,456,546)
Percent Increase (Decrease)			-0.9%			-8.2%			-3.7%

Long-term Debt. At the end of the current fiscal year, the City had total bonded debt outstanding as shown in the table below. The City's debt is comprised of debt backed by the full faith and credit of the City, tax increment bonds, special assessment debt for which the City is liable in the event of default by the property owners subject to the assessment and bonds secured solely by specified revenue sources (i.e., revenue bonds).

City of North Mankato's Outstanding Debt

	Governmental Activities			Business-type Activities			Total		
	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)	2023	2022	Increase (Decrease)
General Obligation Bonds	\$ 6,215,000	\$ 6,800,000	\$ (585,000)	\$ 4,500,000	\$ 4,500,000	\$ -	\$ 10,715,000	\$ 11,300,000	\$ (585,000)
G.O. Tax Increment Bonds	840,000	975,000	(135,000)	-	-	-	840,000	975,000	(135,000)
G.O. Improvement Bonds	12,605,000	13,565,000	(960,000)	205,000	300,000	(95,000)	12,810,000	13,865,000	(1,055,000)
General Obligation Revenue Bonds	9,340,000	9,770,000	(430,000)	3,905,900	4,456,200	(550,300)	13,245,900	14,226,200	(980,300)
Total	\$ 29,000,000	\$ 31,110,000	\$ (2,110,000)	\$ 8,610,900	\$ 9,256,200	\$ (645,300)	\$ 37,610,900	\$ 40,366,200	\$ (2,755,300)
Percent Increase (Decrease)			-6.8%			-7.0%			-6.8%

The City's total debt decreased during the current fiscal year due to regularly scheduled debt payments. The City maintained an "AA" rating from Standard and Poor's for their 2022 issues.

Minnesota statutes limit the amount of net general obligation debt a City may issue to 3 percent of the market value of taxable property within the City. Net debt is debt payable solely from ad valorem taxes. The current debt limitation for the City is \$44,542,761, which is significantly in excess of the City's outstanding general obligation debt.

Additional information on the City's long-term debt can be found in Note 3F starting on page 72 of this report.

Economic Factors and Next Year's Budgets and Rates

- The 2023 unemployment rate for the City was 2.3 percent, which is an increase from a rate of 1.6 percent a year ago. This compares favorably to the State's average unemployment rate of 2.6 percent and the national average rate of 3.5 percent.
- Inflationary trends in the region compare favorably to national indices.
- Tax capacity valuation increased in 2023 for taxes payable in 2023 by \$2,534,660, or 16.6 percent. Market value of property has increased an average of 7.5 percent per year for the past 5 years.

All of these factors were considered in preparing the City's budget for the 2024 fiscal year.

Requests for Information

This financial report is designed to provide a general overview of the City's finances for all those with an interest in the City's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Finance Director, City of North Mankato, P.O. Box 2055, North Mankato, 56003-2055.

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GOVERNMENT-WIDE FINANCIAL STATEMENTS

CITY OF NORTH MANKATO
NORTH MANKATO, MINNESOTA

FOR THE YEAR ENDED
DECEMBER 31, 2023

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City of North Mankato, Minnesota
Statement of Net Position
December 31, 2023

	Primary Government		
	Governmental Activities	Business-type Activities	Total
Assets			
Cash and temporary investments	\$ 19,485,427	\$ 4,144,194	\$ 23,629,621
Restricted assets - investments with fiscal agent	-	4,158,975	4,158,975
Receivables			
Taxes	95,493	-	95,493
Accounts	56,083	581,961	638,044
Notes	552,643	-	552,643
Special assessments	2,938,837	160,843	3,099,680
Intergovernmental	1,070,415	10,531	1,080,946
Leases	297,386	54,882	352,268
Internal balances	105,000	(105,000)	-
Inventories	-	191,389	191,389
Prepaid items	128,419	6,242	134,661
Land held for resale	1,096,305	-	1,096,305
Net pension asset	273,209	-	273,209
Capital assets			
Nondepreciable assets	5,744,583	1,765,457	7,510,040
Depreciable assets net of accumulated depreciation	52,162,824	30,607,746	82,770,570
Total Assets	84,006,624	41,577,220	125,583,844
Deferred Outflows of Resources			
Deferred pension resources	3,923,289	186,384	4,109,673
Deferred other postemployment benefit resources	112,296	31,724	144,020
Total Deferred Outflows of Resources	4,035,585	218,108	4,253,693
Liabilities			
Accounts payable	328,992	255,352	584,344
Contracts payable	267,358	10,200	277,558
Due to other governments	106,040	30,581	136,621
Accrued interest payable	301,426	64,000	365,426
Accrued wages payable	117,722	24,578	142,300
Unearned revenue	44,176	-	44,176
Noncurrent liabilities			
Due within one year			
Long-term liabilities	2,758,411	922,686	3,681,097
Other postemployment benefits liability	22,442	6,340	28,782
Due in more than one year			
Long-term liabilities	28,500,882	8,041,187	36,542,069
Pension liability	3,519,325	734,085	4,253,410
Other postemployment benefits liability	365,219	103,175	468,394
Total Liabilities	36,331,993	10,192,184	46,524,177
Deferred Inflows of Resources			
Deferred pension resources	3,491,537	226,770	3,718,307
Deferred other postemployment benefit resources	323,143	91,288	414,431
Deferred lease resources	286,832	54,666	341,498
Advance from other governments	2,636,836	-	2,636,836
Total Deferred Inflows of Resources	6,738,348	372,724	7,111,072
Net Position			
Net investment in capital assets	35,426,277	28,130,619	63,556,896
Restricted			
Fire relief pensions	273,209	-	273,209
Debt service	4,652,675	-	4,652,675
Charitable gambling	105,367	-	105,367
Public safety	632,819	-	632,819
Library programs	9,710	-	9,710
Park development	5,866	-	5,866
Park improvements	634,716	-	634,716
Economic development	2,316,842	-	2,316,842
Tax increment financing	152,895	-	152,895
Unrestricted	761,492	3,099,801	3,861,293
Total Net Position	\$ 44,971,868	\$ 31,230,420	\$ 76,202,288

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

City of North Mankato, Minnesota

Statement of Activities

For the Year Ended December 31, 2023

Functions/Programs	Expenses	Program Revenues		
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions
Primary Government				
Governmental Activities				
General government	\$ 1,082,983	\$ 215,498	\$ 720	\$ -
Public safety	3,906,857	624,473	936,863	-
Public works	5,068,922	13,355	576,916	1,489,075
Culture and recreation	4,308,311	1,481,706	191,713	226,667
Housing and economic development	1,684,512	73,018	66,016	-
Mass transit and other	267,847	-	-	-
Interest on long-term debt	700,815	-	-	-
Total Governmental Activities	<u>17,020,247</u>	<u>2,408,050</u>	<u>1,772,228</u>	<u>1,715,742</u>
Business-type Activities				
Water	2,296,866	2,408,709	49	7,998
Sewer	2,550,126	2,778,746	33	34,115
Recycling	461,213	542,458	4	-
Storm water	369,794	548,909	5	-
Solid waste	771,967	840,330	-	-
Hotel	387,824	379,809	-	-
Total Business-type Activities	<u>6,837,790</u>	<u>7,498,961</u>	<u>91</u>	<u>42,113</u>
Totals	<u>\$ 23,858,037</u>	<u>\$ 9,907,011</u>	<u>\$ 1,772,319</u>	<u>\$ 1,757,855</u>

General Revenues

Property taxes, levied for general purposes
 Property taxes, levied for debt service
 Tax increments
 Sales taxes
 Hotel/motel taxes
 Gambling taxes
 Franchise taxes
 Grants and contributions not restricted to specific programs
 Unrestricted investment earnings
 Other revenues
 Gain on sale of capital assets

Transfers

Transfer of Capital Assets From (To) Other Funds

Total General Revenues, Transfers and Contributions

Change in Net Position

Net Position, January 1

Net Position, December 31

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

Net (Expense) Revenue and
Changes in Net Position

Governmental Activities	Business-type Activities	Total
\$ (866,765)		\$ (866,765)
(2,345,521)		(2,345,521)
(2,989,576)		(2,989,576)
(2,408,225)		(2,408,225)
(1,545,478)		(1,545,478)
(267,847)		(267,847)
(700,815)		(700,815)
<u>(11,124,227)</u>		<u>(11,124,227)</u>
	\$ 119,890	119,890
	262,768	262,768
	81,249	81,249
	179,120	179,120
	68,363	68,363
	<u>(8,015)</u>	<u>(8,015)</u>
	<u>703,375</u>	<u>703,375</u>
<u>(11,124,227)</u>	<u>703,375</u>	<u>(10,420,852)</u>
5,937,206	-	5,937,206
1,869,739	-	1,869,739
552,736	-	552,736
968,157	-	968,157
51,618	-	51,618
120,186	-	120,186
517,845	-	517,845
1,990,734	-	1,990,734
778,984	213,981	992,965
111,697	-	111,697
258,476	-	258,476
1,775,345	(1,775,345)	-
<u>(1,024,999)</u>	<u>1,024,999</u>	<u>-</u>
<u>13,907,724</u>	<u>(536,365)</u>	<u>13,371,359</u>
2,783,497	167,010	2,950,507
<u>42,188,371</u>	<u>31,063,410</u>	<u>73,251,781</u>
<u>\$ 44,971,868</u>	<u>\$ 31,230,420</u>	<u>\$ 76,202,288</u>

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

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FUND FINANCIAL STATEMENTS

CITY OF NORTH MANKATO
NORTH MANKATO, MINNESOTA

FOR THE YEAR ENDED
DECEMBER 31, 2023

City of North Mankato, Minnesota
Balance Sheet
Governmental Funds
December 31, 2023

	General	Debt Service	Capital Projects			Other Governmental Funds	Total
			Revolving MSA	Caswell Indoor Recreation Project	2023 Construction		
Assets							
Cash and temporary investments	\$ 4,179,086	\$ 2,599,148	\$ -	\$ 6,682,916	\$ 48,373	\$ 5,975,904	\$ 19,485,427
Receivables							
Taxes	95,493	-	-	-	-	-	95,493
Accounts	22,863	-	-	-	-	33,220	56,083
Notes	-	-	-	-	-	552,643	552,643
Special assessments	10,997	2,927,840	-	-	-	-	2,938,837
Intergovernmental	168,286	266,810	575,000	-	-	60,319	1,070,415
Leases	297,386	-	-	-	-	-	297,386
Advance from other funds	598,638	-	-	-	-	-	598,638
Due from other funds	528,283	-	-	-	-	-	528,283
Prepaid items	126,956	303	-	-	-	1,160	128,419
Land held for resale	-	-	-	-	-	1,096,305	1,096,305
Total Assets	\$ 6,027,988	\$ 5,794,101	\$ 575,000	\$ 6,682,916	\$ 48,373	\$ 7,719,551	\$ 26,847,929
Liabilities							
Accounts payable	\$ 276,830	\$ -	\$ -	\$ -	\$ 7,338	\$ 44,824	\$ 328,992
Contracts payable	-	-	-	-	41,035	226,323	267,358
Advance to other funds	-	-	-	-	-	493,638	493,638
Due to other governments	105,361	-	-	-	-	679	106,040
Due to other funds	-	-	-	-	-	528,283	528,283
Accrued wages payable	110,673	-	-	-	-	7,049	117,722
Unearned revenue	27,544	-	-	-	-	16,632	44,176
Total Liabilities	520,408	-	-	-	48,373	1,317,428	1,886,209
Deferred Inflows of Resources							
Unavailable revenue							
Taxes	95,493	-	-	-	-	-	95,493
Special assessments	10,997	2,927,840	-	-	-	-	2,938,837
Intergovernmental	-	255,000	-	-	-	-	255,000
Deferred lease resources	286,832	-	-	-	-	-	286,832
Advance from other governments	-	-	2,636,836	-	-	-	2,636,836
Total Deferred Inflows of Resources	393,322	3,182,840	2,636,836	-	-	-	6,212,998
Fund Balances							
Nonspendable	725,594	-	-	-	-	1,160	726,754
Restricted	-	2,611,261	-	6,682,916	-	4,206,973	13,501,150
Committed	-	-	-	-	-	2,981,854	2,981,854
Unassigned	4,388,664	-	(2,061,836)	-	-	(787,864)	1,538,964
Total Fund Balances	5,114,258	2,611,261	(2,061,836)	6,682,916	-	6,402,123	18,748,722
Total Liabilities, Deferred Inflows of Resources and Fund Balances	\$ 6,027,988	\$ 5,794,101	\$ 575,000	\$ 6,682,916	\$ 48,373	\$ 7,719,551	\$ 26,847,929

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

City of North Mankato, Minnesota
 Reconciliation of the Balance Sheet
 to the Statement of Net Position
 Governmental Funds
 December 31, 2023

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

Total Fund Balances - Governmental Funds	\$ 18,748,722
Net capital assets used in governmental activities are not financial resources and therefore are not reported as assets in the funds.	57,907,407
Long term assets from pensions reported in governmental activities are not financial resources and therefore are not reported as assets in the funds.	273,209
Long-term liabilities, including bonds payable, are not due and payable in the current period and therefore are not reported as liabilities in the funds.	
Long-term liabilities at year-end consist of	
Severance payable	(906,489)
Other postemployment benefits liability	(387,661)
Pension liability	(3,519,325)
Bonds payable	(29,000,000)
Unamortized bond discounts, net of amortization	475
Unamortized bond premiums, net of amortization	(1,353,279)
Long-term assets are not available to pay current-period expenditures and, therefore, are unavailable in the funds.	
Delinquent property taxes receivable	95,493
Special assessments receivable	2,938,837
Intergovernmental receivable	255,000
Governmental funds do not report long-term amounts related to pensions and other postemployment benefits.	
Deferred outflows of pension resources	3,923,289
Deferred inflows of pension resources	(3,491,537)
Deferred outflows of other postemployment benefit resources	112,296
Deferred inflows of other postemployment benefit resources	(323,143)
Governmental funds do not report a liability for accrued interest until due and payable.	(301,426)
Total Net Position - Governmental Activities	<u>\$ 44,971,868</u>

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

City of North Mankato, Minnesota
Statement of Revenues, Expenditures and Changes in Fund Balances
Governmental Funds
For the Year Ended December 31, 2023

	General	Debt Service	Capital Projects			Other Governmental Funds	Total
			Revolving MSA	Caswell Indoor Recreation Project	2023 Construction		
Revenues							
Taxes	\$ 6,439,380	\$ 1,869,739	\$ -	\$ -	\$ -	\$ 1,685,615	\$ 9,994,734
Special assessments	1,650	215,847	-	-	-	-	217,497
Licenses and permits	728,190	-	-	-	-	-	728,190
Intergovernmental	2,432,399	-	826,916	-	1,239,079	698,835	5,197,229
Charges for services	179,179	-	-	-	-	1,378,934	1,558,113
Fines and forfeits	36,700	-	-	-	-	-	36,700
Investment earnings (loss)	194,322	6,410	-	330,064	-	248,188	778,984
Miscellaneous	96,170	291,362	-	-	-	1,075,367	1,462,899
Total Revenues	10,107,990	2,383,358	826,916	330,064	1,239,079	5,086,939	19,974,346
Expenditures							
Current							
General government	913,763	-	-	-	-	44,353	958,116
Public safety	3,326,812	-	-	-	-	-	3,326,812
Public works	2,183,481	-	-	-	-	-	2,183,481
Culture and recreation	1,520,878	-	-	-	-	1,727,549	3,248,427
Housing and economic development	607,157	-	-	-	-	1,028,804	1,635,961
Mass transit and other	267,847	-	-	-	-	-	267,847
Capital outlay							
General government	3,089	-	-	-	-	26,101	29,190
Public safety	-	-	-	-	-	234,951	234,951
Public works	708,172	-	-	-	2,468,126	802,872	3,979,170
Culture and recreation	415,900	-	-	10,814	-	444,601	871,315
Housing and economic development	33,455	-	-	-	-	522	33,977
Debt service							
Principal	-	2,110,000	-	-	-	-	2,110,000
Interest and other costs	-	840,797	-	-	-	-	840,797
Total Expenditures	9,980,554	2,950,797	-	10,814	2,468,126	4,309,753	19,720,044
Excess (Deficiency) of Revenues Over (Under) Expenditures	127,436	(567,439)	826,916	319,250	(1,229,047)	777,186	254,302
Other Financing Sources (Uses)							
Sale of capital assets	-	-	-	-	-	71,716	71,716
Transfers in	540,479	1,098,334	-	-	1,229,047	2,227,205	5,095,065
Transfers out	(489,876)	-	(1,135,360)	-	-	(1,694,484)	(3,319,720)
Total Other Financing Sources (Uses)	50,603	1,098,334	(1,135,360)	-	1,229,047	604,437	1,847,061
Net Change in Fund Balances	178,039	530,895	(308,444)	319,250	-	1,381,623	2,101,363
Fund Balances, January 1	4,936,219	2,080,366	(1,753,392)	6,363,666	-	5,020,500	16,647,359
Fund Balances, December 31	\$ 5,114,258	\$ 2,611,261	\$ (2,061,836)	\$ 6,682,916	\$ -	\$ 6,402,123	\$ 18,748,722

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

City of North Mankato, Minnesota
 Reconciliation of the Statement of
 Revenues, Expenditures and Changes in Fund Balances
 to the Statement of Activities
 Governmental Funds
 For the Year Ended December 31, 2023

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

Net Change in Fund Balances - Governmental Funds	\$ 2,101,363
<p>Governmental funds report capital outlay as expenditures. However, in the statement of activities the cost of those assets is allocated over the estimated useful lives and reported as depreciation expense.</p>	
Capital outlay	4,187,491
Depreciation expense	(3,205,652)
<p>Net effect of various miscellaneous transactions involving capital assets (i.e. sales and trade-ins) is to increase (decrease) net position.</p>	
Capital contributions to business-type activities	(1,024,999)
<p>The statement of activities reports losses arising from trade-in of existing capital assets to acquire new capital assets. Conversely, governmental funds do not report any gain or loss on a trade-in of capital assets.</p>	
	(510,040)
<p>The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities.</p>	
Principal repayments	2,110,000
Discount on bonds issued, net of amortization expense	(234)
Premium on bonds issued, net of amortization expense	128,050
<p>Interest on long-term debt in the statement of activities differs from the amount reported in the governmental fund because interest is recognized as an expenditure in the funds when it is due, and thus requires the use of current financial resources. In the statement of activities, however, interest expense is recognized as the interest accrues, regardless of when it is due.</p>	
	12,166
<p>Long-term pension activity is not reported in governmental funds.</p>	
Pension expense	(430,777)
Direct aid contributions	5,881
<p>Certain revenues are recognized as soon as they are earned. Under the modified accrual basis of accounting certain revenues cannot be recognized until they are available to liquidate liabilities of the current period.</p>	
Property taxes	20,358
Special assessments	(258,863)
Intergovernmental revenues	(250,000)
<p>Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.</p>	
Compensated absences	(90,120)
Other postemployment benefits costs	(11,127)
	(101,247)
Change in Net Position - Governmental Activities	\$ 2,783,497

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

City of North Mankato, Minnesota
Statement of Revenues, Expenditures and Changes in Fund Balances -
Budget and Actual
General Fund
For the Year Ended December 31, 2023

	Budgeted Amounts		Actual Amounts	Variance with Final Budget
	Original	Final		
Revenues				
Taxes	\$ 6,474,979	\$ 6,474,979	\$ 6,439,380	\$ (35,599)
Special assessments	5,150	5,150	1,650	(3,500)
Licenses and permits	633,600	633,600	728,190	94,590
Intergovernmental	2,478,000	2,478,000	2,432,399	(45,601)
Charges for services	163,004	163,004	179,179	16,175
Fines and forfeits	18,200	18,200	36,700	18,500
Investment earnings	25,000	25,000	194,322	169,322
Miscellaneous	100,532	100,532	96,170	(4,362)
Total Revenues	<u>9,898,465</u>	<u>9,898,465</u>	<u>10,107,990</u>	<u>209,525</u>
Expenditures				
Current				
General government	928,783	928,783	913,763	15,020
Public safety	3,000,907	3,000,907	3,326,812	(325,905)
Public works	2,217,246	2,217,246	2,183,481	33,765
Culture and recreation	1,460,159	1,460,159	1,520,878	(60,719)
Housing and economic development	670,460	670,460	607,157	63,303
Mass transit and other	394,612	394,612	267,847	126,765
Capital outlay				
General government	8,000	8,000	3,089	4,911
Public safety	1,000	1,000	-	1,000
Public works	624,500	624,500	708,172	(83,672)
Culture and recreation	423,000	423,000	415,900	7,100
Housing and economic development	25,000	25,000	33,455	(8,455)
Total Expenditures	<u>9,753,667</u>	<u>9,753,667</u>	<u>9,980,554</u>	<u>(226,887)</u>
Excess (Deficiency) of Revenues Over (Under) Expenditures				
	<u>144,798</u>	<u>144,798</u>	<u>127,436</u>	<u>(17,362)</u>
Other Financing Sources (Uses)				
Transfers in	333,750	333,750	540,479	206,729
Sale of capital assets	500	500	-	(500)
Transfers out	(457,000)	(457,000)	(489,876)	(32,876)
Total Other Financing Sources (Uses)	<u>(122,750)</u>	<u>(122,750)</u>	<u>50,603</u>	<u>173,353</u>
Net Change in Fund Balances				
	22,048	22,048	178,039	155,991
Fund Balances, January 1				
	<u>4,936,219</u>	<u>4,936,219</u>	<u>4,936,219</u>	<u>-</u>
Fund Balances, December 31				
	<u>\$ 4,958,267</u>	<u>\$ 4,958,267</u>	<u>\$ 5,114,258</u>	<u>\$ 155,991</u>

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

City of North Mankato, Minnesota
Statement of Net Position
Proprietary Funds
December 31, 2023

	Business-type Activities - Enterprise Funds					Total
	601 Water Utility	602 Sewer Utility	604 Storm Water	652 Hotel	Other Enterprise Funds	
Assets						
Current Assets						
Cash and temporary investments	\$ 1,067,027	\$ 2,529,438	\$ 146,526	\$ -	\$ 401,203	\$ 4,144,194
Restricted assets - investments with fiscal agent	-	-	-	4,158,975	-	4,158,975
Receivables						
Accounts	567,034	-	4,281	-	10,646	581,961
Special assessments	584	-	-	-	-	584
Intergovernmental	441	10,090	-	-	-	10,531
Leases	-	-	-	-	54,882	54,882
Inventories	191,389	-	-	-	-	191,389
Prepaid items	1,227	1,350	1,209	-	2,456	6,242
Total Current Assets	1,827,702	2,540,878	152,016	4,158,975	469,187	9,148,758
Noncurrent Assets						
Special assessments receivable	16,436	143,823	-	-	-	160,259
Capital assets						
Land	275,091	687,339	88,031	-	160,650	1,211,111
Buildings	22,821,351	17,614,760	6,466,738	-	1,504,329	48,407,178
Machinery and equipment	1,006,309	953,043	10,000	-	802,654	2,772,006
Construction in progress	210,214	9,344	334,788	-	-	554,346
Less accumulated depreciation	(10,191,645)	(8,107,204)	(900,554)	-	(1,372,035)	(20,571,438)
Total Capital Assets	14,121,320	11,157,282	5,999,003	-	1,095,598	32,373,203
Total Noncurrent Assets	14,137,756	11,301,105	5,999,003	-	1,095,598	32,533,462
Total Assets	15,965,458	13,841,983	6,151,019	4,158,975	1,564,785	41,682,220
Deferred Outflows of Resources						
Deferred pension resources	98,784	67,383	10,959	-	9,258	186,384
Deferred other postemployment benefit resources	16,448	11,630	3,646	-	-	31,724
Total Deferred Outflows of Resources	115,232	79,013	14,605	-	9,258	218,108
Liabilities						
Current Liabilities						
Accounts payable	151,957	10,318	19,457	-	73,620	255,352
Contracts payable	10,200	-	-	-	-	10,200
Due to other governments	1,582	21,401	749	-	6,849	30,581
Accrued interest payable	7,677	5,612	5,218	43,009	2,484	64,000
Accrued wages payable	12,816	8,513	1,293	-	1,956	24,578
Advances from other funds - current	-	-	15,000	-	-	15,000
Compensated absences payable - current portion	44,569	17,304	10,809	-	3,704	76,386
Bonds payable - current portion	318,800	137,500	90,000	185,000	115,000	846,300
Other postemployment benefits liability	3,287	2,324	729	-	-	6,340
Total Current Liabilities	550,888	202,972	143,255	228,009	203,613	1,328,737
Noncurrent Liabilities						
Advances from other funds - noncurrent	-	-	90,000	-	-	90,000
Compensated absences payable, net of current portion	81,884	34,875	4,053	-	3,970	124,782
Bonds payable, net of current portion	1,920,912	907,842	565,399	4,345,321	176,931	7,916,405
Pension liability	389,168	265,649	43,121	-	36,147	734,085
Other postemployment benefits liability	53,492	37,824	11,859	-	-	103,175
Total Noncurrent Liabilities	2,445,456	1,246,190	714,432	4,345,321	217,048	8,968,447
Total Liabilities	2,996,344	1,449,162	857,687	4,573,330	420,661	10,297,184
Deferred Inflows of Resources						
Deferred pension resources	120,188	81,980	13,334	-	11,268	226,770
Deferred other postemployment benefit resources	47,329	33,466	10,493	-	-	91,288
Deferred lease resources	-	-	-	-	54,666	54,666
Total Deferred Inflows of Resources	167,517	115,446	23,827	-	65,934	372,724
Net Position						
Net investment in capital assets	11,871,408	10,111,940	5,343,604	-	803,667	28,130,619
Unrestricted	1,045,421	2,244,448	(59,494)	(414,355)	283,781	3,099,801
Total Net Position	\$ 12,916,829	\$ 12,356,388	\$ 5,284,110	\$ (414,355)	\$ 1,087,448	\$ 31,230,420

City of North Mankato, Minnesota
Statement of Revenues, Expenses and Changes in Net Position
Proprietary Funds
For the Year Ended December 31, 2023

Business-type Activities - Enterprise Funds

	601	602	604	652	Other	
	Water Utility	Sewer Utility	Storm Water	Hotel	Enterprise Funds	Total
Operating Revenues						
Charges for services	\$ 2,380,604	\$ 2,760,607	\$ 548,813	\$ -	\$ 1,310,646	\$ 7,000,670
Facility rental	-	-	-	187,500	64,876	252,376
Other	28,154	18,172	101	66,667	7,270	120,364
Total Operating Revenues	<u>2,408,758</u>	<u>2,778,779</u>	<u>548,914</u>	<u>254,167</u>	<u>1,382,792</u>	<u>7,373,410</u>
Operating Expenses						
Personal services	849,774	573,172	103,408	6,742	57,741	1,590,837
Supplies	336,756	124,284	1,864	50,733	4,788	518,425
Other services and charges	264,181	78,243	78,973	199,401	193,851	814,649
Contractual services	-	1,221,401	-	-	858,504	2,079,905
Insurance	17,919	30,219	-	-	3,167	51,305
Utilities	210,788	-	15,879	-	25,754	252,421
Depreciation	543,233	472,756	153,619	-	81,039	1,250,647
Total Operating Expenses	<u>2,222,651</u>	<u>2,500,075</u>	<u>353,743</u>	<u>256,876</u>	<u>1,224,844</u>	<u>6,558,189</u>
Operating Income (Loss)	<u>186,107</u>	<u>278,704</u>	<u>195,171</u>	<u>(2,709)</u>	<u>157,948</u>	<u>815,221</u>
Nonoperating Revenues (Expenses)						
Investment income (loss)	16,616	10,215	-	187,150	-	213,981
Other income	-	-	-	312,470	-	312,470
Gain (loss) on disposal of capital assets	(35,711)	(28,519)	(1,286)	(186,828)	-	(252,344)
Interest expense	(44,891)	(33,444)	(15,304)	(132,632)	(9,242)	(235,513)
Amortization of bond premiums (discounts)	6,387	11,912	539	1,684	906	21,428
Total Nonoperating Revenues (Expenses)	<u>(57,599)</u>	<u>(39,836)</u>	<u>(16,051)</u>	<u>181,844</u>	<u>(8,336)</u>	<u>60,022</u>
Income Before Contributions and Transfers	128,508	238,868	179,120	179,135	149,612	875,243
Capital Contributions from Other Funds	321,231	206,279	497,489	-	-	1,024,999
Capital Grants and Contributions	7,998	34,115	-	-	-	42,113
Transfers In	-	-	65,000	-	40,000	105,000
Transfers Out	<u>(257,000)</u>	<u>(205,000)</u>	<u>(93,250)</u>	<u>(1,280,095)</u>	<u>(45,000)</u>	<u>(1,880,345)</u>
Change in Net Position	200,737	274,262	648,359	(1,100,960)	144,612	167,010
Net Position, January 1	<u>12,716,092</u>	<u>12,082,126</u>	<u>4,635,751</u>	<u>686,605</u>	<u>942,836</u>	<u>31,063,410</u>
Net Position, December 31	<u>\$ 12,916,829</u>	<u>\$ 12,356,388</u>	<u>\$ 5,284,110</u>	<u>\$ (414,355)</u>	<u>\$ 1,087,448</u>	<u>\$ 31,230,420</u>

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

City of North Mankato, Minnesota
Statement of Cash Flows
Proprietary Funds
For the Year Ended December 31, 2023

Business-type Activities - Enterprise Funds

	601 Water Utility	602 Sewer Utility	604 Storm Water	652 Hotel	Other Enterprise Funds	Total
Cash Flows from Operating Activities						
Receipts from customers	\$ 2,299,554	\$ 2,750,484	\$ 548,808	\$ (653,333)	\$ 1,305,733	\$ 6,251,246
Payments to suppliers and vendors	(956,999)	(1,466,556)	(94,731)	(250,134)	(1,102,280)	(3,870,700)
Payments to and on behalf of employees	(783,885)	(542,083)	(98,185)	(6,742)	(112,558)	(1,543,453)
Other receipts	28,154	18,172	101	499,970	72,122	618,519
Net Cash Provided by Operating Activities	586,824	760,017	355,993	(410,239)	163,017	1,455,612
Cash Flows from Noncapital Financing Activities						
Increase (decrease) in due to other funds	-	-	(15,000)	-	-	(15,000)
Transfers from other funds	-	-	65,000	-	40,000	105,000
Transfers to other funds	(257,000)	(205,000)	(93,250)	(1,280,095)	(45,000)	(1,880,345)
Net Cash Used by Noncapital Financing Activities	(257,000)	(205,000)	(43,250)	(1,280,095)	(5,000)	(1,790,345)
Cash Flows from Capital Related Financing Activities						
Decrease in due from other funds	108,300	35,300	-	-	-	143,600
Acquisition of capital assets	(653,865)	(945)	(270,235)	-	-	(925,045)
Proceeds from sale of capital assets	118,158	423	2,577	3,250,000	-	3,371,158
Cash paid to refunding bond escrow agent	-	-	-	(3,977,736)	-	(3,977,736)
Principal paid on revenue bonds payable	(312,925)	(132,375)	(90,000)	-	(110,000)	(645,300)
Interest paid on revenue bonds payable	(45,779)	(34,060)	(15,848)	(126,721)	(10,280)	(232,688)
Payments received on assessments receivable	9,972	74,927	-	-	-	84,899
Net Cash Used by Capital and Related Financing Activities	(776,139)	(56,730)	(373,506)	(854,457)	(120,280)	(2,181,112)
Cash Flows from Investing Activities						
Interest received on cash and investments	16,616	10,215	-	-	-	26,831
Net Increase (Decrease) in Cash and Cash Equivalents	(429,699)	508,502	(60,763)	(2,544,791)	37,737	(2,489,014)
Cash and Cash Equivalents, January 1	1,496,726	2,020,936	207,289	2,544,791	363,466	6,633,208
Cash and Cash Equivalents, December 31	\$ 1,067,027	\$ 2,529,438	\$ 146,526	\$ -	\$ 401,203	\$ 4,144,194
Reconciliation of Operating Income to Net Cash Provided by Operating Activities						
Operating income	\$ 186,107	\$ 278,704	\$ 195,171	\$ (2,709)	\$ 157,948	\$ 815,221
Adjustments to reconcile operating income to net cash provided by operating activities						
Other income related to operations	-	-	-	312,470	-	312,470
Depreciation	543,233	472,756	153,619	-	81,039	1,250,647
(Increase) decrease in assets						
Accounts receivable	(80,802)	-	-	-	(4,922)	(85,724)
Intergovernmental	(199)	(10,090)	-	-	-	(10,289)
Inventories	(59,801)	-	-	-	-	(59,801)
Prepaid items	494	371	(287)	-	(228)	350
Leases receivable	-	-	-	37,500	59,625	97,125
(Increase) decrease in deferred outflows of resources						
Deferred pension resources	62,302	46,621	8,568	-	20,628	138,119
Deferred other postemployment benefit resources	7,434	5,377	1,695	-	3,286	17,792
Increase (decrease) in liabilities						
Accounts payable	(67,679)	(34,181)	2,118	-	(16,081)	(115,823)
Due to other governments	(369)	21,401	154	-	93	21,279
Accrued wages payable	3,784	2,082	142	-	57	6,065
Compensated absences payable	14,435	6,088	3,933	-	(13,823)	10,633
Other postemployment benefits liability	(32,746)	(23,606)	(7,435)	-	(12,320)	(76,107)
Pension liability	(125,948)	(99,030)	(19,278)	-	(59,141)	(303,397)
Unearned revenue	-	-	-	(720,000)	-	(720,000)
Increase (decrease) in deferred inflows of resources						
Deferred pension resources	113,210	77,121	12,459	-	9,789	212,579
Deferred other postemployment benefit resources	23,369	16,403	5,134	-	(3,297)	41,609
Deferred lease resources	-	-	-	(37,500)	(59,636)	(97,136)
Net Cash Provided by Operating Activities	\$ 586,824	\$ 760,017	\$ 355,993	\$ (410,239)	\$ 163,017	\$ 1,455,612
Schedule of Noncash Capital and Related Financing Activities						
Book value of disposed/traded of capital assets	\$ 153,869	\$ 28,942	\$ 3,863	\$ 3,436,828	\$ -	\$ 3,623,502
Capital assets acquired on account	\$ 24,222	\$ -	\$ 12,800	\$ -	\$ -	\$ 37,022
Capital assets contributed by other funds	\$ 321,231	\$ 206,279	\$ 497,489	\$ -	\$ -	\$ 1,024,999
Special assessments levied	\$ 3,083	\$ 6,139	\$ -	\$ -	\$ -	\$ 9,222
Amortization of bond (premium) discount	\$ (6,387)	\$ (11,912)	\$ (539)	\$ (1,684)	\$ (906)	\$ (21,428)
Bond costs paid by escrow	\$ -	\$ -	\$ -	\$ 5,911	\$ -	\$ 5,911
Interest paid (earned) on escrow	\$ -	\$ -	\$ -	\$ (187,150)	\$ -	\$ (187,150)

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

City of North Mankato, Minnesota
Statement of Fiduciary Net Position
Fiduciary Funds
December 31, 2023

	<u>Custodial Funds</u>
Assets	
Cash and cash equivalents	<u>\$ 33,916</u>
Liabilities	
Accounts payable	<u>784</u>
Net Position	
Restricted	
Individuals, organizations and other governments	<u><u>\$ 33,132</u></u>

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

City of North Mankato, Minnesota
Statement of Changes in Fiduciary Net Position
Fiduciary Funds
For the Year Ended December 31, 2023

	Custodial Funds
Additions	
Refunds and reimbursements	\$ 28,790
Deductions	
Miscellaneous	41,852
Net Increase (Decrease) in Fiduciary Net Position	(13,062)
Net Position, January 1	46,194
Net Position, December 31	\$ 33,132

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

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City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies

A. Reporting Entity

The City of North Mankato (the City) operates under "Optional Plan A" as defined in the Minnesota statutes. The City is governed by an elected Mayor and a four-member Council. The Council exercises legislative authority and determines all matters of policy. The Council appoints personnel responsible for the proper administration of all affairs relating to the City. The City has considered all potential units for which it is financially accountable, and other organizations for which the nature and significance of their relationship with the City are such that exclusion would cause the City's financial statements to be misleading or incomplete. The Governmental Accounting Standards Board (GASB) has set forth criteria to be considered in determining financial accountability. These criteria include appointing a voting majority of an organization's governing body, and (1) the ability of the primary government to impose its will on that organization or (2) the potential for the organization to provide specific benefits to, or impose specific financial burdens on the primary government. Blended component units, although legally separate entities, are, in substance, part of the City's operations and so data from these units are combined with data of the primary government. The blended component unit has a December 31 year end.

Blended Presented Component Unit. The City of North Mankato Port Authority (the Port Authority) was established by the City Council to commence an active role as a facilitator for land acquisitions and improvements and as a promoter of community economic development. The Port Authority is governed by eight commission members, including five City Council members, who are directly appointed by the Mayor and confirmed by the City Council. Subject to the approval of the City Council, the Port Authority may issue bonds for public improvements and land development. The Port Authority's debt is expected to be paid entirely or almost entirely with the City's resources. The Port Authority's principal activities are economic and industrial development within the City and financing building activity for the City. Separate financial statements are not issued for this component unit.

Excluded

The Housing and Redevelopment Authority (HRA) was created pursuant to Chapter 487 of the Minnesota Session Laws of 1947. The HRA was created by the City to carry out housing and redevelopment projects and its governing board appointed by the City Council. The HRA is a related organization; however, the City is not financially accountable for the HRA.

B. Government-wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the nonfiduciary activities of the primary government and its component units. *Governmental activities*, which normally are supported by taxes and intergovernmental revenues, are reported separately from *business-type activities*, which rely to a significant extent on fees and charges for support.

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

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

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

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

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

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the City considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences and claims and judgments, are recorded only when payment is due.

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

Revenue resulting from exchange transactions, in which each party gives and receives essentially equal value, is recorded on the accrual basis when the exchange takes place. On a modified accrual basis, revenue is recorded in the year in which the resources are measurable and become available.

Non-exchange transactions, in which the City receives value without directly giving equal value in return, include property taxes, grants, entitlement and donations. On an accrual basis, revenue from property taxes is recognized in the year for which the tax is levied. Revenue from grants, entitlements and donations is recognized in the year in which all eligibility requirements have been satisfied. Eligibility requirements include timing requirements, which specify the year when the resources are required to be used or the year when use is first permitted, matching requirements, in which the City must provide local resources to be used for a specified purpose, and expenditure requirements, in which the resources are provided to the City on a reimbursement basis. On a modified accrual basis, revenue from non-exchange transactions must also be available before it can be recognized.

Unearned revenue arises when assets are recognized before revenue recognition criteria have been satisfied. Grants and entitlements received before eligibility requirements are met are also recorded as unearned revenue.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

The City reports the following major governmental funds:

The *General fund* is the City's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

The *Debt Service fund* accounts for the accumulation of resources and payment of general obligation bond principal and interest from governmental resources and special assessment bond principal and interest from special assessment levies when the City is obligated in some manner for the payment.

The *Revolving MSA fund* accounts for municipal state construction aid for various capital projects.

The *Caswell Indoor Recreation Project fund* accounts for the improvements to the Caswell indoor recreation sporting complex.

The *2023 Construction fund* accounts for street construction projects associated with the 2023 improvements program.

The City reports the following major proprietary funds:

The *Water Utility fund* accounts for costs associated with the City's water system and to ensure that user charges are sufficient to pay for those costs.

The *Sewer Utility fund* accounts for the costs associated with the City's sewer system and to ensure that user charges are sufficient to pay for those costs.

The *Storm Water fund* accounts for the costs associated with the City's storm water system and to ensure that user charges are sufficient to pay for those costs.

The *Hotel fund* accounts for the costs associated with the improvements and operation of the hotel by the City's port authority.

Additionally, the City reports the following fund types:

Fiduciary Funds

Custodial funds are used to report fiduciary activities that are not required to be reported in pension (and other employee benefit) trust funds, investment trust funds, or private-purpose trust funds. This fund is used to account for assets that the government holds for others in an agency capacity. Agency activities include the following: Minnesota River Valley Task Force, Tactical Response Team and Miss Fun Day activities.

Enterprise funds are used to account for those operations that are financed and operated in a manner similar to private business or where the Council has decided that the determination of revenues earned, costs incurred and/or net income is necessary for management accountability.

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

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

Proprietary funds distinguish *operating* revenues and expenses from *nonoperating* items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the City's enterprise funds are charges to customers for sales and services. The City also recognizes as operating revenue the portion of tap fees intended to recover the cost of connecting new customers to the system. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

D. Assets, Deferred Outflows of Resources, Liabilities, Deferred Inflows of Resources and Net Position/Fund Balance

Deposits and Investments

The City's cash and cash equivalents are considered to be cash on hand, demand deposits and short-term investments with original maturities of three months or less from the date of acquisition. The proprietary funds' portion in the government-wide cash and temporary investments pool is considered to be cash and cash equivalents for purposes of the statements of cash flows.

Cash balances from all funds are pooled and invested, to the extent available, in certificates of deposit and other authorized investments. Earnings from such investments are allocated on the basis of applicable participation by each of the funds.

The City may also invest idle funds as authorized by Minnesota statutes, as follows:

1. Direct obligations or obligations guaranteed by the United States or its agencies.
2. Shares of investment companies registered under the Federal Investment Company Act of 1940 and received the highest credit rating, rated in one of the two highest rating categories by a statistical rating agency, and have a final maturity of thirteen months or less.
3. General obligations of a state or local government with taxing powers rated "A" or better; revenue obligations rated "AA" or better.
4. General obligations of the Minnesota Housing Finance Agency rated "A" or better.
5. Obligation of a school district with an original maturity not exceeding 13 months and (i) rated in the highest category by a national bond rating service or (ii) enrolled in the credit enhancement program pursuant to statute section 126C.55.
6. Bankers' acceptances of United States banks eligible for purchase by the Federal Reserve System.
7. *Commercial paper issued* by United States banks corporations or their Canadian subsidiaries, of highest quality category by at least two nationally recognized rating agencies, and maturing in 270 days or less.
8. Repurchase or reverse repurchase agreements and securities lending agreements with financial institutions qualified as a "depository" by the government entity, with banks that are members of the Federal Reserve System with capitalization exceeding \$10,000,000, a primary reporting dealer in U.S. government securities to the Federal Reserve Bank of New York, or certain Minnesota securities broker-dealers.
9. Guaranteed investment contracts (GIC's) issued or guaranteed by a United States commercial bank, a domestic branch of a foreign bank, a United States insurance company, or its Canadian subsidiary, whose similar debt obligations were rated in one of the top two rating categories by a nationally recognized rating agency.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

The City's investment policy follows Minnesota statutes, which reduces the City's exposure to credit, custodial credit and interest rate risks. Specific risk information for the City is as follows:

- *Custodial Credit Risk* - For investments, custodial credit risk is the risk that in the event of a failure of the counterparty, the government would not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. As of December 31, 2023 all investments were insured or registered, or securities were held by the City or its agent in the City's name.
- *Credit Risk* - Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. State law limits investments in commercial paper that is rated in the highest quality category by at least two nationally recognized rating agencies. The City's investment policy limits the ratings of their commercial paper investments to A1P1. Minnesota Statutes limit the City's investments to the list on page 58 of the notes.
- *Concentration Risk* - The City's investment policy does not address concentration with a particular broker. Investment instruments are varied to prevent concentration in any one investment type.
- *Interest Rate Risk* - In accordance with its investment policy, the City diversifies its investment portfolio to eliminate the risk of loss resulting from the over-concentration of assets in a specific maturity. The maturities selected shall provide for stability of income and reasonable liquidity. The City's investment policy consist of liquidity target ranges of cash and investments maturing within one year at 40% or more of portfolio, investments maturing within 1 to 3 years is 35% or less of portfolio, and investments maturing within 3 to 5 years is 25% or less of portfolio.

The broker money market accounts operate in accordance with appropriate state laws and regulations. The reported value of the pools is the same as the fair value of the pool shares

The City categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The City has the following recurring fair value measurements as of December 31, 2023:

- Mutual funds of \$8,756, municipal bonds of \$669,520 and U.S. government securities of \$9,859,341 are valued using quoted market prices (Level 1 inputs)
- Negotiable certificates of deposits of \$557,086 are valued using a matrix pricing model (Level 2 inputs)

The Minnesota Municipal Money Market Fund is regulated by Minnesota statutes and the Board of Directors of the League of Minnesota Cities and is an external investment pool not registered with the Securities Exchange Commission (SEC) that follows the regulatory rules of the SEC. In accordance with GASB Statement No. 79, the City's investment in this pool is valued at amortized cost, which approximates fair value. There are no restrictions or limitations on withdrawals from the 4M Liquid Asset Fund. Investments in the 4M Plus must be deposited for a minimum of 14 calendar days. Withdrawals prior to the 14-day restriction period will be subject to a penalty equal to seven days interest on the amount withdrawn. Seven days' notice of redemption is required for withdrawals of investments in the 4M Term Series withdrawn prior to the maturity date of that series. A penalty could be assessed as necessary to recoup the Series for any charges, losses, and other costs attributable to the early redemption. Financial statements of the 4M Fund can be obtained by contracting RBC Global Management at 100 South Fifth Street, Suite 2300, Minneapolis, MN 55402-1240.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

Property Taxes

The City Council annually adopts a tax levy and certifies it to the County in December for collection the following year. The County is responsible for collecting all property taxes for the City. These taxes attach an enforceable lien on taxable property within the City on January 1 and are payable by the property owners in two installments. The taxes are collected by the County Treasurer and tax settlements are made to the City during January, June and November each year.

Delinquent taxes receivable include the past six years' uncollected taxes. Delinquent taxes have been offset by a deferred inflow of resources for delinquent taxes not received within 60 days after year end in the governmental fund financial statements.

Accounts Receivable

Accounts receivable include amounts billed for services provided before year end. Unbilled utility enterprise fund receivables are also included for services provided in 2023. All trade receivables are shown net of an allowance for uncollectible accounts. The City has no allowance for uncollectible accounts, as the City is generally able to certify amounts not collected to the County for collection as special assessments.

Special Assessments

Special assessments represent the financing for public improvements paid for by benefiting property owners. These assessments are recorded as receivables upon certification to the County. Special assessments are recognized as revenue when they are annually certified to the County or received in cash or within 60 days after year end. All governmental special assessments receivable are offset by a deferred inflow of resources in the fund financial statements.

Inventories and Prepaid Items

Inventories of materials and supplies are recorded at cost, which approximates market, using the first-in, first out (FIFO) method. Inventories consist of expendable supplies held for consumption. Inventories of governmental funds are recorded as expenditures when consumed rather than when purchased.

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items and are recorded as prepaid items. The City uses the consumption method to account for all prepaid items.

Interfund Receivables and Payables

Activity between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as either "due to/from other funds" (i.e., the current portion of interfund loans) or "advances to/from other funds" (i.e., the non-current portion of interfund loans). All other outstanding balances between funds are reported as "due to/from other funds." Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances."

Advances between funds and component unit, as reported in the fund financial statements, are offset by a fund balance nonspendable account in applicable governmental funds to indicate that they are not available for appropriation and are not expendable available financial resources.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

Capital Assets

Capital assets, which include property, plant, equipment, and infrastructure assets (e.g., roads, bridges, sidewalks, and similar items), are reported in the applicable governmental or business-type activities columns in the government-wide financial statements. Capital assets are defined by the City as assets with an estimated useful life in excess of one year. The City reports infrastructure assets on a network and subsystem basis. Accordingly, the amounts spent for the construction or acquisition of infrastructure assets are capitalized and reported in the government-wide financial statements.

In the case of initial capitalization of general infrastructure assets (i.e., those reported by governmental activities) the City chose to include items dating back to June 30, 1980. The City had already accounted for its prior infrastructure at historical cost for the initial reporting of these assets. As the City constructs or acquires capital assets each period, including infrastructure assets, they are capitalized and reported at historical cost. The reported value excludes normal maintenance and repairs which are essentially amounts spent in relation to capital assets that do not increase the capacity or efficiency of the item or extend its useful life beyond the original estimate. In the case of donations the City values these capital assets at the acquisition value of the item at the date of its donation.

Land Improvements	\$	25,000
Other Improvements		25,000
Buildings and Building Improvements		50,000
Machinery and Equipment		5,000
Vehicles		5,000
Infrastructure		250,000
Other Assets		5,000

Property, plant and equipment are depreciated using the straight line method over the following estimated useful lives:

Assets	Years
Buildings and Improvements	50
System Improvements/Infrastructure	20 - 30
Machinery, Equipment and Vehicles	15

Land Held for Resale

Land held for resale is valued at cost which approximates fair value.

Deferred Outflows of Resources

In addition to assets, the statements of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net assets that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The City has two items which qualify for reporting in this category. Accordingly, the items, deferred pension resources and deferred other postemployment benefit resources, are reported only in the statement of net position. These items result from actuarial calculations and current year pension contributions and OPEB contributions made subsequent to the measurement dates.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

Compensated Absences

It is the government's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. There is no liability for unpaid accumulated sick leave since the government does not have a policy to pay any amounts when employees separate from service with the government. All vacation pay is accrued when incurred in the government-wide, proprietary, and fiduciary fund financial statements. A liability for these amounts is reported in governmental funds only if they have matured, for example, as a result of employee resignations and retirements. The total amount accrued for compensated absences at December 31, 2023 is \$1,107,657. For the most part, the General fund is typically used to liquidate governmental compensated absences payable.

Postemployment Benefits Other Than Pensions

Under Minnesota statute 471.61, subdivision 2b., public employers must allow retirees and their dependents to continue coverage indefinitely in an employer-sponsored health care plan, under the following conditions: 1) Retirees must be receiving (or eligible to receive) an annuity from a Minnesota public pension plan, 2) Coverage must continue in group plan until age 65, and retirees must pay no more than the group premium, and 3) Retirees may obtain dependent coverage immediately before retirement. All premiums are funded on a pay-as-you-go basis. The liability was actuarially determined, in accordance with GASB 75, at January 1, 2023. The General fund is typically used to liquidate governmental other postemployment benefits payable.

Long-term Obligations

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

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

Pensions

For purposes of measuring the net pension liability (asset), deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the defined benefit plan administered by North Mankato Fire Department Relief Association and additions to and deductions from the plan's fiduciary net position have been determined on the same basis as they are reported by the plan. Investments are reported at fair value. The General fund is typically used to liquidate the governmental net pension liability.

The total pension expense for the GERP, PEPFP, DCP and the North Mankato Firefighters Relief Association is as follows:

	GERP	PEPFP	PEDCP	FRA	Total
City's proportionate share	\$ 387,738	\$ 646,756	\$ 1,416	\$ 67,043	\$ 1,106,836
Proportionate share of State's contribution	274.00	(4,958)	-	-	(4,684)
Total	\$ 388,012	\$ 641,798	\$ 1,416	\$ 67,043	\$ 1,102,152

Note 1: Summary of Significant Accounting Policies (Continued)

Deferred Inflows of Resources

In addition to liabilities, the statements of net position and fund financial statements will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net assets that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The government has only one type of item, which arises only under a modified accrual basis of accounting that qualifies as needing to be reported in this category. Accordingly, the item, unavailable revenue, is reported only in the governmental funds balance sheet. The governmental funds report unavailable revenues from three sources: property taxes, special assessments and intergovernmental. These amounts are deferred and recognized as an inflow of resources in the period that the amounts become available.

Furthermore, the City has additional items which qualify for reporting in this category on the statement of net position. The items, deferred pension resources and deferred other postemployment benefit resources, are reported only in the statement of net position and results from actuarial calculations involving net differences between projected and actual earnings on plan investments and changes in proportions. The City also has advances from other governments which are MSA dollars that are advanced on projects and earned in future years and deferred lease resources which are derived from lease amortization calculations.

Fund Balance

In the fund financial statements, fund balance is divided into five classifications based primarily on the extent to which the City is bound to observe constraints imposed upon the use of resources reported in the governmental funds. These classifications are defined as follows:

Nonspendable - Amounts that cannot be spent because they are not in spendable form, such as prepaid items.

Restricted - Amounts related to externally imposed constraints established by creditors, grantors or contributors; or constraints imposed by state statutory provisions.

Committed - Amounts constrained for specific purposes that are internally imposed by formal action (resolution) of the City Council (the Council), which is the City's highest level of decision-making authority. Committed amounts cannot be used for any other purpose unless the Council modifies or rescinds the commitment by resolution.

Assigned - Amounts constrained for specific purposes that are internally imposed. In governmental funds other than the General fund, assigned fund balance represents all remaining amounts that are not classified as nonspendable and are neither restricted nor committed. In the General fund, assigned amounts represent intended uses established by the Council itself or by an official to which the governing body delegates the authority. The Council has adopted a fund balance policy which delegates the authority to assign amounts for specific purposes to the Finance Director.

Unassigned - The residual classification for the General fund and also negative residual amounts in other funds.

The City considers restricted amounts to be spent first when both restricted and unrestricted fund balance is available. Additionally, the City would first use committed, then assigned, and lastly unassigned amounts of unrestricted fund balance when expenditures are made.

The City has formally adopted a fund balance policy for the General fund. The City's policy is to maintain a minimum unrestricted fund balance on the last day of each fiscal year equal to the following:

- 50 percent of property tax levy - budgeted in following year
- 50 percent of state aid revenues - local government aid and municipal state aid for roads; budgeted in following year

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 1: Summary of Significant Accounting Policies (Continued)

Net Position

Net position represents the difference between assets and deferred outflows of resources and liabilities and deferred inflows of resources. Net position is displayed in three components:

- a. Net investment in capital assets - Consists of capital assets, net of accumulated depreciation reduced by any outstanding debt attributable to acquire capital assets.
- b. Restricted net position - Consists of net position balances restricted when there are limitations imposed on their use through external restrictions imposed by creditors, grantors, laws or regulations of other governments.
- c. Unrestricted net position - All other net position balances that do not meet the definition of "restricted" or "net investment in capital assets".

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

Note 2: Stewardship, Compliance and Accountability

A. Budgetary Information

Annual budgets are adopted on a basis consistent with accounting principles generally accepted in the United States of America for the General fund and the Caswell Sports, Youth Football, Swim Facility, Caswell North, Culture and Recreation, Library Endowment, Local Option Sales Tax, Port Authority and the Joint Economic Development special revenue funds. All annual appropriations lapse at fiscal year-end. The City does not use encumbrance accounting.

In August of each year, all departments of the City submit requests for appropriations to the Administrator so that a budget may be prepared. Before September 30, the proposed budget is presented to the Council for review and the proposed levy is adopted. The Council holds public hearings and a final budget is prepared and adopted in early December.

The appropriated budget is prepared by fund, function and department. The City's department heads may make transfers of appropriations within a department. Transfers of appropriations between departments require the approval of the Administrator. Transfers of appropriations between funds require the approval of the Council. The legal level of budgetary control is the fund level. Budgeted amounts are as originally adopted, or as amended by the Council. All budget amendments were approved based on unanticipated expenditures and revenues encountered during the year.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 2: Stewardship, Compliance and Accountability (Continued)

B. Excess of Expenditures Over Appropriations

For the year ended December 31, 2023 expenditures exceeded appropriations for the following funds:

Fund	Budget	Actual	Excess of Expenditures Over Appropriations
General	\$ 9,753,667	\$ 9,980,554	\$ 226,887
Special Revenue			
Caswell Sports	558,819	674,244	115,425
Swim Facility	554,150	606,948	52,798
Caswell North	62,566	65,328	2,762
Culture and Recreation	46,456	53,379	6,923
Library Endowment	53,250	80,661	27,411
Joint Economic Development	58,500	389,677	331,177
Local Option Sales Tax	-	118,600	118,600

These over expenditures were funded by an excess of actual revenues over budget, available fund balance and transfers from other funds.

C. Deficit Fund Equity

The following funds had fund equity deficits at December 31, 2023:

Fund	Amount
Major	
Capital Projects	
Revolving MSA	\$ 2,061,836
Nonmajor	
Special Revenue	
Marigold TIF #8	373,874
Gordini TIF #27	6,000
Hotel Redevelopment TIF #28	85,841
Capital Projects	
Caswell Softball Complex	44,553
Caswell North	149,111
2024 Construction	116,336
2025 Construction	11,189
Proprietary	
Hotel	414,355
Solid Waste	30,283

The above deficits will be eliminated through future state aids, future tax increments, bond issuances, grants, donations, charges for services and transfers from other funds.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds

A. Deposits and Investments

Deposits

Custodial credit risk for deposits and investments is the risk that in the event of a bank failure, the City's deposits and investments may not be returned or the City will not be able to recover collateral securities in the possession of an outside party. In accordance with Minnesota statutes and as authorized by the Council, the City maintains deposits at those depository banks, all of which are members of the Federal Reserve System.

Minnesota statutes require that all City deposits be protected by insurance, surety bond or collateral. The fair value of collateral pledged must equal 110 percent of the deposits not covered by insurance or bonds, with the exception of irrevocable standby letters of credit issued by Federal Home Loan Banks as this type of collateral only requires collateral pledged equal to 100 percent of the deposits not covered by insurance or bonds.

Authorized collateral in lieu of a corporate surety bond includes:

- United States government Treasury bills, Treasury notes, Treasury bonds;
- Issues of United States government agencies and instrumentalities as quoted by a recognized industry quotation service available to the government entity;
- General obligation securities of any state or local government with taxing powers which is rated "A" or better by a national bond rating service, or revenue obligation securities of any state or local government with taxing powers which is rated "AA" or better by a national bond rating service;
- General obligation securities of a local government with taxing powers may be pledged as collateral against funds deposited by that same local government entity;
- Irrevocable standby letters of credit issued by Federal Home Loan Banks to a municipality accompanied by written evidence that the bank's public debt is rated "AA" or better by Moody's Investors Service, Inc., or Standard & Poor's Corporation; and
- Time deposits that are fully insured by any federal agency.

Minnesota statutes require that all collateral shall be placed in safekeeping in a restricted account at a Federal Reserve Bank, or in an account at a trust department of a commercial bank or other financial institution that is not owned or controlled by the financial institution furnishing the collateral. The selection should be approved by the City.

At year end, the City's carrying amount of deposits was \$9,564,473, including \$33,866 reported in fiduciary funds, while the bank balance was \$10,016,024. Of the bank balance, \$250,000 was covered by federal depository insurance and the remaining balance was collateralized with securities held by the pledging financial institution's trust department in the City's name.

Cash on Hand

Cash in the possession of the City, consisting of petty cash and change funds, totals \$1,990.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

Investments

At the year-end, the City had in investments that are insured or registered, or securities held by the City or its agent in the City's name.

- **Credit Risk.** Ratings provided by various credit rating agencies where applicable indicate associated credit risk. The City's investments have ratings of AAA.
- **Interest Rate Risk.** Using the segmented time distribution method, the interest rate risk of these investments ranges from less than 6 months to more than 3 years.
- **Concentration of Credit Risk.** The City places no limit on the amount that may be invested in any one issuer. The City has not invested more than five percent in any one issuer.

Types of Investments	Credit Quality/ Ratings (1)	Segmented Time Distribution (2)	Amount	Fair Value Measurement Using		
				Level 1	Level 2	Level 3
Pooled Investments at Amortized Costs						
U.S. Government Money Market Accounts	N/A	less than 1 year	\$ 245,868			
4M Fund	N/A	1 to 5 years	6,915,478			
Non-pooled Investments at Fair Value						
Mutual Funds	N/A	less than 1 year	8,756	\$ 8,756	\$ -	\$ -
Municipal Bonds	AA1	less than 1 year	100,147	100,147	-	-
Municipal Bonds	AA	1 to 5 years	326,459	326,459	-	-
Municipal Bonds	A	1 to 5 years	242,914	242,914	-	-
U.S. Government Securities	N/A	1 to 5 years	4,799,637	4,799,637	-	-
U.S. Government Securities	N/A	less than 1 year	2,176,200	2,176,200	-	-
U.S. Government Securities	N/A	more than 5 years	2,883,504	2,883,504	-	-
Negotiable Certificates of Deposit	N/A	less than 1 year	124,034	-	124,034	-
Negotiable Certificates of Deposit	N/A	1 to 5 years	433,052	-	433,052	-
Total Investments			\$ 18,256,049	\$ 10,537,617	\$ 557,086	\$ -

Cash and Investments Summary

A reconciliation of temporary cash and investments as shown on the statement of net position for the City, including the fiduciary funds, follows:

	Primary Government	Fiduciary Funds	Total
Deposits	\$ 9,530,607	\$ 33,866	\$ 9,564,473
Investments	18,256,049	-	18,256,049
Cash on Hand	1,940	50	1,990
Total Cash and Temporary Investments	\$ 27,788,596	\$ 33,916	\$ 27,822,512
Cash and Temporary Investments	\$ 23,629,621	\$ 33,916	\$ 23,663,537
Restricted Assets - Investments With Fiscal Agent	4,158,975	-	4,158,975
Total	\$ 27,788,596	\$ 33,916	\$ 27,822,512

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

B. Notes and Mortgages Receivable

The Port Authority (Component Unit) has various low interest notes with local business through its Port Authority General fund, Federal Revolving Loan fund, Local Revolving Loan fund, and State Revolving Loan fund as well as a mortgage receivable through its Joint Economic Development fund. The revolving notes are to be repaid to the Port Authority in various monthly installments with interest at 2.50 percent to 4.50 percent. The balance on these notes at December 31, 2023 is \$508,575.

The Joint Economic Development fund has a note receivable from a resident for housing rehab due in monthly installments of \$359 at 5.25 percent interest. The balance on this note at December 31, 2023 is \$44,068.

C. Capital Assets

Capital asset activity for the City for the year ended December 31, 2023 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Governmental Activities				
Capital Assets not Being Depreciated				
Land	\$ 4,858,405	\$ -	\$ (504,040)	\$ 4,354,365
Construction in progress	7,723,250	3,354,366	(9,687,398)	1,390,218
Total Capital Assets not Being Depreciated	<u>12,581,655</u>	<u>3,354,366</u>	<u>(10,191,438)</u>	<u>5,744,583</u>
Capital Assets Being Depreciated				
Buildings and improvements	90,265,376	8,821,819	-	99,087,195
Machinery, equipment and vehicles	8,963,540	673,705	(252,062)	9,385,183
Total Capital Assets Being Depreciated	<u>99,228,916</u>	<u>9,495,524</u>	<u>(252,062)</u>	<u>108,472,378</u>
Less Accumulated Depreciation for				
Buildings and improvements	(47,610,759)	(2,776,659)	-	(50,387,418)
Machinery, equipment and vehicles	(5,739,205)	(428,993)	246,062	(5,922,136)
Total Accumulated Depreciation	<u>(53,349,964)</u>	<u>(3,205,652)</u>	<u>246,062</u>	<u>(56,309,554)</u>
Total Capital Assets Being Depreciated, Net	<u>45,878,952</u>	<u>6,289,872</u>	<u>(6,000)</u>	<u>52,162,824</u>
Governmental Activities Capital Assets, Net	<u>\$ 58,460,607</u>	<u>\$ 9,644,238</u>	<u>\$ (10,197,438)</u>	<u>\$ 57,907,407</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

	Beginning Balance	Increases	Decreases	Ending Balance
Business-type Activities				
Capital Assets not Being Depreciated				
Land	\$ 1,697,531	\$ -	\$ (486,420)	\$ 1,211,111
Construction in progress	3,064,236	822,547	(3,332,437)	554,346
Total Capital Assets not Being Depreciated	<u>4,761,767</u>	<u>822,547</u>	<u>(3,818,857)</u>	<u>1,765,457</u>
Capital Assets Being Depreciated				
Buildings and improvements	47,277,061	4,424,351	(3,294,234)	48,407,178
Machinery, equipment and vehicles	2,788,420	55,218	(71,632)	2,772,006
Total Capital Assets Being Depreciated	<u>50,065,481</u>	<u>4,479,569</u>	<u>(3,365,866)</u>	<u>51,179,184</u>
Less Accumulated Depreciation for				
Buildings and improvements	(17,636,779)	(1,091,123)	188,080	(18,539,822)
Machinery, equipment and vehicles	(1,913,920)	(159,524)	41,828	(2,031,616)
Total Accumulated Depreciation	<u>(19,550,699)</u>	<u>(1,250,647)</u>	<u>229,908</u>	<u>(20,571,438)</u>
Total Capital Assets Being Depreciated, Net	<u>30,514,782</u>	<u>3,228,922</u>	<u>(3,135,958)</u>	<u>30,607,746</u>
Business-Type Activities Capital Assets, Net	<u>\$ 35,276,549</u>	<u>\$ 4,051,469</u>	<u>\$ (6,468,395)</u>	<u>\$ 32,373,203</u>

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

Governmental Activities		
General government		\$ 75,407
Public safety		195,738
Public works, including depreciation of general infrastructure assets		2,099,149
Culture and recreation		835,358
Total Depreciation Expense - Governmental Activities		<u>\$ 3,205,652</u>
Business-type Activities		
Water utility		\$ 543,233
Sewer utility		472,756
Recycling		38,760
Storm water		153,619
Solid waste		42,279
Total Depreciation Expense - Business-type Activities		<u>\$ 1,250,647</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

Construction Commitments

The City has active construction projects as of December 31, 2023. The projects include street construction, new developments, utility rehabs and culture and recreation facility upgrades. At year end the City's commitments with contractors are as follows:

Project	Spent-to-Date	Remaining Commitment
Lor Ray Drive Street and Utility Improvements	\$ 3,489,131	\$ 72,607
Lor Ray Drive/Howard Drive Roundabout	2,007,643	44,093
McKinley Avenue Improvements	1,369,733	28,624
Range Street Watermain Improvements	193,792	10,200
Filter Rehab Water Plant 2	325,263	292,737
Total	\$ 7,385,562	\$ 448,261

The special assessment portion of the commitment for residential street construction is being financed by special assessment bonds that will be repaid by the benefiting property owners.

D. Interfund Receivables, Payables and Transfers

The composition of interfund balances at December 31, 2023 is as follows:

Due to/from Other Funds

Receivable Fund	Payable Fund	Amount
General	Nonmajor governmental	<u>\$ 528,283</u>

The above balances are related to temporary deficit cash balances.

Advances to/from Other Funds

Receivable Fund	Payable Fund	Amount
General	Nonmajor governmental	\$ 493,638
	Storm Water enterprise	<u>105,000</u>
Total		\$ 598,638

The outstanding balances between funds result mainly from the time lag between the dates that (1) interfund goods and services are provided or reimbursable expenditures occur, (2) transactions are recorded in the accounting system, and (3) payments between funds are made. These balances also include temporary loans made to other funds caused by the timing of bond sales, capital loans and special assessment collections in the subsequent year.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

Interfund Transfers

The following transfers were made for the year ended December 31, 2023:

Fund	Transfer in						Total
	General	Debt Service	2023 Construction	Nonmajor Governmental	Storm Water Enterprise	Nonmajor Proprietary	
Transfer out							
General	\$ -	\$ -	\$ -	\$ 424,876	\$ 65,000	\$ -	\$ 489,876
Revolving MSA	206,729	260,100	668,531	-	-	-	1,135,360
Nonmajor governmental	-	838,234	560,516	255,734	-	40,000	1,694,484
Water Utility enterprise	107,000	-	-	150,000	-	-	257,000
Sewer Utility enterprise	130,000	-	-	75,000	-	-	205,000
Storm Water enterprise	51,750	-	-	41,500	-	-	93,250
Hotel	-	-	-	1,280,095	-	-	1,280,095
Nonmajor proprietary	45,000	-	-	-	-	-	45,000
Total	\$ 540,479	\$ 1,098,334	\$ 1,229,047	\$ 2,227,205	\$ 65,000	\$ 40,000	\$ 5,200,065

Transfers are used to 1) move revenues from the fund with collection authorization to the Debt Service fund as debt service principal and interest payments become due, 2) move restricted amounts from borrowings to the debt service fund to establish mandatory reserve accounts, 3) move unrestricted general fund revenues to finance various programs that the government must account for in other funds in accordance with budgetary authorizations, including amounts provided as subsidies or matching funds for various grant programs. The following significant one time transfers were made during 2023:

- \$333,750 to the General fund from the Water Utility fund (\$107,000), the Sewer Utility fund (\$130,000), the Storm Water fund (\$51,750) and the Solid Waste fund (nonmajor enterprise fund) (\$45,000) for franchise fees.
- \$77,000 to the Caswell Sports fund and \$15,000 to Library Endowment fund from the General fund to cover a shortfall in operating revenues.
- \$566,500 to the Capital Facilities and Equipment Replacement from the General fund (\$300,000), the Water Utility fund (\$150,000), the Sewer utility fund (\$75,000) and the Storm Water fund (\$41,500) for future improvements.
- \$206,729 to the General fund, \$260,100 to the Debt Service fund and \$668,531 to the 2023 Construction fund from the Revolving MSA fund for street maintenance, bond payments and project costs, respectively.
- \$1,280,095 to the Port Authority fund from the Hotel fund to close to Hotel operations.
- \$560,516 to the 2023 Construction fund and \$255,734 to the 2022 Construction fund from the 2021 Construction fund to cover increased contract costs.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

E. Leases Receivable

The City leases various tower sites to companies. These agreements contain various renewal and extension options. The latest maturity date is projected to be in 2043, however, the Utilities anticipates new or revised leasing arrangements to occur in the future.

Long-term lease activity for the year ended December 31, 2023 was as follows:

Description	Issue Date	Discount Rate	Current Year Infow of Resources	Balance at Year End
West Central Sanitation	12/01/15	0.426 %	\$ 60,000	\$ 54,882
Verizon Water Tower	06/01/16	1.338	21,330	<u>297,386</u>
Total				<u><u>\$ 352,268</u></u>

F. Long-term Debt

General Obligation Bonds

The City issues general obligation bonds to provide funds for the acquisition and construction of major capital facilities. General obligation bonds have been issued for both governmental and business-type activities. These bonds are reported in the proprietary funds if they are expected to be repaid from proprietary fund revenues. In addition, general obligation bonds have been issued to refund special assessments related bonds.

General obligation bonds are direct obligations and pledge the full faith and credit of the government. General obligation bonds currently outstanding are as follows:

Description	Authorized and Issued	Interest Rate	Issue Date	Maturity Date	Balance at Year End
Governmental					
G.O. Tax Abatement Bonds of 2015A	\$ 580,000	0.85 - 3.10 %	09/01/15	12/01/30	\$ 295,000
G.O. Bonds of 2016A	465,000	1.00 - 1.80	08/15/16	02/01/26	165,000
G.O. Tax Abatement Bonds of 2018A	4,200,000	3.00 - 3.375	12/20/18	02/01/34	3,270,000
G.O. Equipment Bonds of 2019A	265,000	2.00	10/30/19	02/01/29	180,000
G.O. Refunding Bonds 2020A	2,410,000	2.00	03/24/20	02/01/34	1,935,000
G.O. Refunding Bonds of 2021C	470,000	4.00	12/01/21	12/01/29	<u>370,000</u>
Total G.O. Bonds - Governmental					<u>6,215,000</u>
Business-type					
Taxable G.O. Bonds of 2021B	4,500,000	2.00 - 2.75	12/01/21	02/01/30	<u>4,500,000</u>
Total General Obligation Bonds					<u><u>\$ 10,715,000</u></u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

Annual debt service requirements to maturity for general obligation bonds are as follows:

Year Ending December 31	General Obligation Bonds Governmental Activities			General Obligation Bonds Business-type Activities		
	Principal	Interest	Total	Principal	Interest	Total
2024	\$ 600,000	\$ 162,059	\$ 762,059	\$ 185,000	\$ 101,373	\$ 286,373
2025	610,000	146,249	756,249	185,000	97,673	282,673
2026	620,000	130,014	750,014	190,000	93,923	283,923
2027	585,000	113,864	698,864	195,000	90,073	285,073
2028	595,000	97,788	692,788	200,000	86,123	286,123
2029 - 2033	2,675,000	255,752	2,930,752	3,545,000	122,181	3,667,181
2034	530,000	7,638	537,638	-	-	-
Total	\$ 6,215,000	\$ 913,364	\$ 7,128,364	\$ 4,500,000	\$ 591,346	\$ 5,091,346

General Obligation Tax Increment Bonds

The following bonds were issued for redevelopment projects. The additional tax increments resulting from increased tax capacity of the redeveloped properties will be used to retire related debt.

Description	Authorized and Issued	Interest Rate	Issue Date	Maturity Date	Balance at Year End
Taxable G.O. Tax Increment Bonds of 2010D	\$ 810,000	2.85 - 6.25 %	12/30/10	02/01/37	\$ 105,000
Taxable G.O. Tax Increment Revenue Bonds of 2011B	455,000	3.00 - 5.00	12/01/11	02/01/35	325,000
Taxable G.O. Tax Increment Revenue Bonds of 2021A	425,000	2.00 - 4.00	08/17/21	02/01/37	410,000
Total G.O. Tax Increment Bonds					\$ 840,000

Annual debt service requirements to maturity for general obligation tax increment bonds are as follows:

Year Ending December 31	G.O. Tax Increment Bonds Governmental Activities		
	Principal	Interest	Total
2024	\$ 150,000	\$ 29,415	\$ 179,415
2025	45,000	24,910	69,910
2026	45,000	23,010	68,010
2027	45,000	21,090	66,090
2028	50,000	19,055	69,055
2029 - 2033	295,000	60,615	355,615
2034 - 2037	210,000	9,425	219,425
Total	\$ 840,000	\$ 187,520	\$ 1,027,520

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

G.O. Special Assessment (Improvement) Bonds

The following bonds were issued to finance various improvements and will be repaid primarily from special assessments levied on the properties benefiting from the improvements. Some issues, however, are partly financed by ad valorem tax levies. All special assessment debt is backed by the full faith and credit of the City. Each year the combined assessment and tax levy equals 105 percent of the amount required for debt service. The excess of 5 percent is to cover any delinquencies in tax or assessment payments.

Description	Authorized and Issued	Interest Rate	Issue Date	Maturity Date	Balance at Year End
Governmental					
G.O. Improvement Bonds of 2015A	\$ 1,480,000	0.85 - 3.10 %	09/01/15	12/01/30	\$ 955,000
G.O. Crossover Refunding Bonds of 2015B	2,390,000	2.75 - 3.00	09/21/15	12/01/28	255,000
G.O. Improvement Bonds of 2016A	1,335,000	1.00 - 2.45	08/15/16	02/01/32	580,000
G.O. Improvement Bonds of 2018A	470,000	3.00 - 3.375	12/20/18	02/01/34	370,000
G.O. Improvement Bonds of 2019A	1,530,000	2.00	10/30/19	02/01/34	1,150,000
G.O. Improvement Bonds of 2020B	3,400,000	1.00 - 2.00	09/08/20	02/01/36	2,985,000
G.O. Improvement Bonds of 2021A	1,780,000	2.00 - 4.00	08/17/21	02/01/37	1,710,000
G.O. Refunding Bonds of 2021C	990,000	4.00	12/01/21	12/01/27	675,000
G.O. Improvement Bonds of 2022A	3,925,000	3.00 - 5.00	08/16/22	02/01/38	3,925,000
Total G.O. Special Assessments Bonds - Governmental					<u>12,605,000</u>
Business-type					
G.O. Crossover Refunding Bonds of 2012A	935,000	1.00 - 2.70	04/01/12	02/01/25	<u>205,000</u>
Total G.O. Special Assessments Bonds					<u>\$ 12,810,000</u>

Annual debt service requirements to maturity for general obligation special assessment bonds are as follows:

Year Ending December 31	G.O. Special Assessment Bonds Governmental Activities			G.O. Special Assessment Bonds Business-type Activities		
	Principal	Interest	Total	Principal	Interest	Total
2024	\$ 1,140,000	\$ 341,969	\$ 1,481,969	\$ 100,000	\$ 4,085	\$ 104,085
2025	1,000,000	304,711	1,304,711	105,000	1,418	106,418
2026	1,040,000	272,374	1,312,374	-	-	-
2027	1,060,000	238,274	1,298,274	-	-	-
2028	915,000	203,249	1,118,249	-	-	-
2029 - 2033	4,420,000	629,543	5,049,543	-	-	-
2034 - 2038	3,030,000	173,368	3,203,368	-	-	-
Total	<u>\$ 12,605,000</u>	<u>\$ 2,163,488</u>	<u>\$ 14,768,488</u>	<u>\$ 205,000</u>	<u>\$ 5,503</u>	<u>\$ 210,503</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

G.O. Revenue Bonds

The following bonds were issued to finance capital improvements in the enterprise funds. They will be retired from net revenues of the enterprise funds.

Description	Authorized and Issued	Interest Rate	Issue Date	Maturity Date	Balance at Year End
Business-type					
G.O. Utility Revenue Bonds of 2009B	\$ 690,000	3.00 - 4.00 %	05/12/09	12/01/24	\$ 60,000
G.O. Crossover Refunding Bonds of 2015B	3,180,000	2.00 - 3.00	09/21/15	12/01/28	970,000
Public Facilities Authority Loan of 2015C	1,631,793	1.00	01/09/15	08/20/34	982,000
Public Facilities Authority Loan of 2016B	26,273	1.00	03/21/16	08/20/34	18,900
G.O. Bonds of 2016A	420,000	1.00 - 1.80	08/15/16	02/01/26	270,000
G.O. Bonds of 2019A	1,270,000	2.00	10/30/19	02/01/34	955,000
G.O. Refunding Bonds of 2021C	900,000	4.00	12/01/21	12/01/29	650,000
Total G.O. Revenue Bonds - Business-type					<u>3,905,900</u>
Governmental					
G.O. Sales Tax Revenue Bonds of 2009C	2,560,000	2.00 - 4.00	05/12/09	12/01/24	225,000
G.O. Sales Tax Revenue Bonds of 2010B	750,000	1.00 - 4.00	12/30/10	12/01/25	120,000
G.O. Sales Tax Revenue Bonds of 2021A	9,150,000	1.00 - 4.00	08/17/21	02/01/39	8,995,000
Total G.O. Revenue Bonds - Governmental					<u>9,340,000</u>
Total G.O. Revenue Bonds					<u>\$ 13,245,900</u>

Annual debt service requirements to maturity for general obligation revenue bonds are as follows:

Year Ending December 31	G.O. Revenue Bonds Governmental Activities			G.O. Revenue Bonds Business-type Activities		
	Principal	Interest	Total	Principal	Interest	Total
2024	\$ 485,000	\$ 242,500	\$ 727,500	\$ 561,300	\$ 85,084	\$ 646,384
2025	270,000	222,900	492,900	477,500	70,959	548,459
2026	270,000	210,900	480,900	488,500	59,909	548,409
2027	300,000	199,500	499,500	508,700	48,349	557,049
2028	445,000	184,600	629,600	514,700	35,960	550,660
2029 - 2033	2,770,000	661,650	3,431,650	1,164,300	62,075	1,226,375
2034 - 2038	3,845,000	298,150	4,143,150	190,900	1,909	192,809
2039	955,000	9,550	964,550	-	-	-
Total	<u>\$ 9,340,000</u>	<u>\$ 2,029,750</u>	<u>\$ 11,369,750</u>	<u>\$ 3,905,900</u>	<u>\$ 364,245</u>	<u>\$ 4,270,145</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

The G.O. revenue bonds were issued to finance capital improvements. The bonds are payable from future revenues pledged from the Water Utility, Sewer Utility, Recycling, Storm Water and Solid Waste funds and are backed by the full faith and credit of the City. Annual revenues from charges for services, principal and interest payments, and percentage of revenue required to cover principal and interest payments are as follows:

	Water Utility	Sewer Utility	Recycling	Storm Water	Hotel	Solid Waste
Revenue	\$ 2,408,758	\$ 2,778,779	\$ 542,462	\$ 548,914	\$ 254,167	\$ 840,330
Principal and Interest	358,704	166,435	101,522	105,848	126,721	18,758
Percent of Revenue	14.9 %	6.0 %	18.7 %	19.3 %	49.9 %	2.2 %

Changes in Long-term Liabilities

Long-term liability activity for the year ended December 31, 2023 was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance	Due Within One Year
Governmental Activities					
Bonds Payable					
General obligation bonds	\$ 6,800,000	\$ -	\$ (585,000)	\$ 6,215,000	\$ 600,000
General obligation tax increment bonds	975,000	-	(135,000)	840,000	150,000
General obligation special assessment bonds	13,565,000	-	(960,000)	12,605,000	1,140,000
General obligation revenue bonds	9,770,000	-	(430,000)	9,340,000	485,000
Bond discounts	(709)	-	234	(475)	-
Bond premiums	1,481,329	-	(128,050)	1,353,279	-
Total Bonds Payable	<u>32,590,620</u>	<u>-</u>	<u>(2,237,816)</u>	<u>30,352,804</u>	<u>2,375,000</u>
Compensated Absences Payable	<u>816,369</u>	<u>602,565</u>	<u>(512,445)</u>	<u>906,489</u>	<u>383,411</u>
Governmental Activity Long-term Liabilities	<u>\$ 33,406,989</u>	<u>\$ 602,565</u>	<u>\$ (2,750,261)</u>	<u>\$ 31,259,293</u>	<u>\$ 2,758,411</u>
Business-type Activities					
Bonds Payable					
General obligation bonds	\$ 4,500,000	\$ -	\$ -	\$ 4,500,000	\$ 185,000
General obligation revenue bonds	4,456,200	-	(550,300)	3,905,900	561,300
General obligation special assessment bonds	300,000	-	(95,000)	205,000	100,000
Bond discounts	(2,554)	-	854	(1,700)	-
Bond premiums	175,787	-	(22,282)	153,505	-
Total Bonds Payable	<u>9,429,433</u>	<u>-</u>	<u>(666,728)</u>	<u>8,762,705</u>	<u>846,300</u>
Compensated Absences Payable	<u>190,535</u>	<u>125,024</u>	<u>(114,391)</u>	<u>201,168</u>	<u>76,386</u>
Business-type Activity Long-term Liabilities	<u>\$ 9,619,968</u>	<u>\$ 125,024</u>	<u>\$ (781,119)</u>	<u>\$ 8,963,873</u>	<u>\$ 922,686</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 3: Detailed Notes on All Funds (Continued)

Conduit Debt Obligations

From time to time, the City has issued Industrial Revenue Bonds to provide financial assistance to private-sector entities for the acquisition and construction of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and are payable solely from payments received on the underlying mortgage loans. Upon repayment of the bonds, ownership of the acquired facilities transfers to the private-sector entity served by the bond issuance. Neither the City, the State, nor any political subdivision thereof is obligated in any manner for repayment of the bonds. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements. At December 31, 2023, the bonds have an aggregate outstanding principal amount payable of \$22,704,615.

G. Components of Fund Balance

At December 31, 2023, portions of the City's fund balance are not available for appropriation due to not being in spendable form (Nonspendable), legal restrictions (Restricted), City Council action (Committed), policy and/or intent (Assigned). The following is a summary of the components of fund balance:

	General	Debt Service	Revolving MSA	Caswell Indoor Rec Project	2023 Construction	Other Governmental Funds	Total
Nonspendable							
Advances to other funds	\$ 598,638	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 598,638
Prepaid items	126,956	-	-	-	-	1,160	128,116
Total Nonspendable	\$ 725,594	\$ -	\$ -	\$ -	\$ -	\$ 1,160	\$ 726,754
Restricted							
Debt service	\$ -	\$ 2,611,261	\$ -	\$ -	\$ -	\$ -	\$ 2,611,261
Charitable gambling	-	-	-	-	-	105,367	105,367
Library programs	-	-	-	-	-	9,710	9,710
Park development	-	-	-	-	-	5,866	5,866
Economic development	-	-	-	-	-	2,316,842	2,316,842
Tax increment financing	-	-	-	-	-	152,895	152,895
Park improvements	-	-	-	-	-	634,716	634,716
Public safety	-	-	-	-	-	632,819	632,819
Capital improvements	-	-	-	6,682,916	-	348,758	7,031,674
Total Restricted	\$ -	\$ 2,611,261	\$ -	\$ 6,682,916	\$ -	\$ 4,206,973	\$ 13,501,150
Committed							
Port authority	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,468,826	\$ 1,468,826
Economic development	-	-	-	-	-	1,457,129	1,457,129
Youth football	-	-	-	-	-	8,041	8,041
Swim facility	-	-	-	-	-	38,824	38,824
Capital improvements	-	-	-	-	-	9,034	9,034
Total Committed	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,981,854	\$ 2,981,854
Unassigned	\$ 4,388,664	\$ -	\$ (2,061,836)	\$ -	\$ -	\$ (787,864)	\$ 1,538,964

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide

A. Plan Description

The City participates in the following cost-sharing multiple-employer defined benefit pension plans administered by the Public Employees Retirement Association of Minnesota (PERA). PERA's defined benefit pension plans are established and administered in accordance with Minnesota statutes, chapters 353 and 356. PERA's defined benefit pension plans are tax qualified plans under Section 401(a) of the Internal Revenue Code.

General Employees Retirement Plan

All full-time and certain part-time employees of the City are covered by the General Employees Plan. General Employees Plan members belong to the Coordinated Plan. Coordinated Plan members are covered by Social Security.

Public Employees Police and Fire Plan

The Police and Fire Plan, originally established for police officers and firefighters not covered by a local relief association, now covers all police officers and firefighters hired since 1980. Effective July 1, 1999, the Police and Fire Plan also covers police officers and firefighters belonging to a local relief association that elected to merge with and transfer assets and administration to PERA.

B. Benefits Provided

PERA provides retirement, disability and death benefits. Benefit provisions are established by state statute and can only be modified by the state Legislature. Vested, terminated employees who are entitled to benefits but are not receiving them yet are bound by the provisions in effect at the time they last terminated their public service.

General Employee Plan Benefits

General Employees Plan benefits are based on a member's highest average salary for any five successive years of allowable service, age, and years of credit at termination of service. Two methods are used to compute benefits for PERA's Coordinated Plan members. Members hired prior to July 1, 1989, receive the higher of Method 1 or Method 2 formulas. Only Method 2 is used for members hired after June 30, 1989. Under Method 1, the accrual rate for Coordinated members is 1.2 percent of average salary for each of the first 10 years of service and 1.7 percent of average salary for each additional year. Under Method 2, the accrual rate for Coordinated members is 1.7 percent for average salary for all years of service. For members hired prior to July 1, 1989 a full annuity is available when age plus years of service equal 90 and normal retirement age is 65. For members hired on or after July 1, 1989 normal retirement age is the age for unreduced Social Security benefits capped at 66.

Benefit increases are provided to benefit recipients each January. The postretirement increase is equal to 50 percent of the cost-of-living adjustment (COLA) announced by the SSA, with a minimum increase of at least 1 percent and a maximum of 1.5 percent. Recipients that have been receiving the annuity or benefit for at least a full year as of the June 30 before the effective date of the increase will receive the full increase. Recipients receiving the annuity or benefit for at least one month but less than a full year as of the June 30 before the effective date of the increase will receive a reduced prorated increase. In 2023, legislation repealed the statute delaying increases for members retiring before full retirement age.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

Police and Fire Plan Benefits

Benefits for Police and Fire Plan members first hired after June 30, 2010, but before July 1, 2014, vest on a prorated basis from 50 percent after five years up to 100 percent after ten years of credited service. Benefits for Police and Fire Plan members first hired after June 30, 2014 vest on a prorated basis from 50 percent after ten years up to 100 percent after twenty years of credited service. The annuity accrual rate is 3 percent of average salary for each year of service. For Police and Fire Plan members who were first hired prior to July 1, 1989, a full annuity is available when age plus years of service equal at least 90.

Benefit increases are provided to benefit recipients each January. The postretirement increase is fixed at 1 percent. Recipients that have been receiving the annuity or benefit for at least 36 months as of the June 30 before the effective date of the increase will receive the full increase. Recipients receiving the annuity or benefit for at least 25 months but less than 36 months as of the June 30 before the effective date of the increase will receive a reduced prorated increase.

C. Contributions

Minnesota statutes, chapter 353 sets the rates for employer and employee contributions. Contribution rates can only be modified by the state Legislature.

General Employees Fund Contributions

Coordinated Plan members were required to contribute 6.50 percent of their annual covered salary in fiscal year 2023 and the City was required to contribute 7.50 percent for Coordinated Plan members. The City's contributions to the General Employees Fund for the years ending December 31, 2023, 2022 and 2021 were \$239,730, \$220,697 and \$213,385, respectively. The City's contributions were equal to the required contributions for each year as set by state statute.

Police and Fire Fund Contributions

Police and Fire Plan members were required to contribute 11.80 percent of their annual covered salary in fiscal year 2023 and the City was required to contribute 17.70 percent for Police and Fire Plan members. The City's contributions to the Police and Fire Fund for the years ending December 31, 2023, 2022 and 2021 were \$279,566, \$252,033 and \$230,105, respectively. The City's contributions were equal to the required contributions for each year as set by state statute.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

D. Pension Costs

General Employees Fund Pension Costs

At December 31, 2023, the City reported a liability of \$2,208,796 for its proportionate share of the General Employees Fund's net pension liability. The City's net pension liability reflected a reduction due to the State of Minnesota's contribution of \$16 million. The State of Minnesota is considered a non-employer contributing entity and the state's contribution meets the definition of a special funding situation. The State of Minnesota's proportionate share of the net pension liability associated with the City totaled \$60,906. The net pension liability was measured as of June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The City's proportionate share of the net pension liability was based on the City's contributions received by PERA during the measurement period for employer payroll paid dates from July 1, 2022 through June 30, 2023 relative to the total employer contributions received from all of PERA's participating employers. The City's proportionate share was 0.0395 percent at the end of the measurement period and 0.0393 percent for the beginning of the period.

City Proportionate Share of the Net Pension Liability	\$ 2,208,796
State of Minnesota's Proportionate Share of the Net Pension Liability Associated with the City	<u>60,906</u>
Total	<u>\$ 2,269,702</u>

For the year ended December 31, 2023, the City recognized pension expense of \$387,738 for its proportionate share of the General Employees Plan's pension expense. In addition, the City recognized \$274 as pension expense (and grant revenue) for its proportionate share of the State of Minnesota's contribution of \$16 million to the General Employees Fund.

At December 31, 2023, the City reported its proportionate share of the General Employees Plan's deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Differences Between Expected and Actual Economic Experience	\$ 72,450	\$ 14,715
Changes in Actuarial Assumptions	346,202	605,412
Net Difference Between Projected and Actual Investment Earnings	-	63,424
Changes in Proportion	19,664	-
Contributions Paid to PERA Subsequent to the Measurement Date	<u>123,464</u>	<u>-</u>
Total	<u>\$ 561,780</u>	<u>\$ 683,551</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

The \$123,464 reported as deferred outflows of resources related to pensions resulting from the City's contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended December 31, 2024. Other amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

2024		\$	68,025
2025			(315,482)
2026			50,138
2027			(47,916)

Police and Fire Fund Pension Costs

At December 31, 2023, the City reported a liability of \$2,044,614 for its proportionate share of the Police and Fire Fund's net pension liability. The net pension liability was measured as of June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The City's proportionate share of the net pension liability was based on the City's contributions received by PERA during the measurement period for employer payroll paid dates from July 1, 2022 through June 30, 2023, relative to the total employer contributions received from all of PERA's participating employers. The City's proportionate share was 0.1184 percent at the end of the measurement period and 0.1137 percent for the beginning of the period.

The State of Minnesota contributed \$18 million to the Police and Fire Fund in the plan fiscal year ended June 30, 2023. The contribution consisted of \$9 million in direct state aid that does meet the definition of a special funding situation and \$9 million in supplemental state aid that does not meet the definition of a special funding situation. The \$9 million direct state was paid on October 1, 2022. Thereafter, by October 1 of each year, the state will pay \$9 million to the Police and Fire Fund until full funding is reached or July 1, 2048, whichever is earlier. The \$9 million in supplemental state aid will continue until the fund is 90 percent funded, or until the State Patrol Plan (administered by the Minnesota State Retirement System) is 90 percent funded, whichever occurs later. The State of Minnesota's proportionate share of the net pension liability associated with the City totaled \$82,312.

City Proportionate Share of the Net Pension Liability	\$	2,044,614
State of Minnesota's Proportionate Share of the Net Pension Liability Associated with the		82,312
Total	\$	2,126,926

The State of Minnesota is included as a non-employer contributing entity in the Police and Fire Retirement Plan Schedule of Employer Allocations and Schedule of Pension Amounts by Employer, Current Reporting Period Only (pension allocation schedules) for the \$9 million in direct state aid. Police and Fire Plan employers need to recognize their proportionate share of the State of Minnesota's pension expense (and grant revenue) under GASB 68 special funding situation accounting and financial reporting requirements. For the year ended December 31, 2023, the City recognized pension expense of \$646,755 for its proportionate share of the Police and Fire Plan's pension expense. In addition, the City recognized an additional negative \$4,958 as pension expense (grant revenue) for its proportionate share of the State of Minnesota's contribution of \$9 million to the Police and Fire Fund.

The State of Minnesota is not included as a non-employer contributing entity in the Police and Fire Pension Plan pension allocation schedules for the \$9 million in supplemental state aid. The City recognized \$10,656 for the year ended December 31, 2023 as revenue and an offsetting reduction of net pension liability for its proportionate share of the State of Minnesota's on-behalf contributions to the Police and Fire Fund.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

At December 31, 2023, the City reported its proportionate share of the Police and Fire Plan's deferred outflows of resources and deferred inflows of resources from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences Between Expected and Actual Economic Experience	\$ 549,061	\$ -
Changes in Actuarial Assumptions	2,228,736	2,873,829
Net Difference Between Projected and Actual Investment Earnings	-	48,108
Changes in Proportion	180,366	56,341
Contributions Paid to PERA Subsequent to the Measurement Date	144,622	-
Total	\$ 3,102,785	\$ 2,978,278

The \$144,622 reported as deferred outflows of resources related to pensions resulting from the City's contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended December 31, 2024. Other amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

2024	\$ 101,578
2025	25,200
2026	479,912
2027	(119,523)
2028	(507,282)

E. Long-term Expected Return on Investment

The State Board of Investment, which manages the investments of PERA, prepares an analysis of the reasonableness on a regular basis of the long-term expected rate of return using a building-block method in which best-estimate ranges of expected future rates of return are developed for each major asset class. These ranges are combined to produce an expected long-term rate of return by weighting the expected future rates of return by the target asset allocation percentages. The target allocation and best estimates of geometric real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation	Long-term Expected Real Rate of Return
Domestic Equity	33.5 %	5.10 %
International Equity	16.5	5.30
Fixed Income	25.0	0.75
Private Markets	25.0	5.90
Total	100.0 %	

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

F. Actuarial Assumptions

The total pension liability in the June 30, 2023, actuarial valuation was determined using an individual entry-age normal actuarial cost method. The long-term rate of return on pension plan investments used in the determination of the total liability is 7.0 percent. This assumption is based on a review of inflation and investments return assumptions from a number of national investment consulting firms. The review provided a range of return investment return rates deemed to be reasonable by the actuary. An investment return of 7.0 percent was deemed to be within that range of reasonableness for financial reporting purposes.

Inflation is assumed to be 2.25 percent for the General Employees Plan and 2.25 percent for the Police and Fire Plan. Benefit increases after retirement are assumed to be 1.25 percent for the General Employees Plan and 1.00 percent for the the Police and Fire Plan.

Salary growth assumptions in the General Employees Plan range in annual increments from 10.25 percent after one year of service to 3.0 percent after 27 years of service. In the Police and Fire Plan, salary growth assumptions range from 11.75 percent after one year of service to 3.0 percent after 24 years of service.

Mortality rates for the General Employees Plan are based on the Pub-2010 General Employee Mortality Table. Mortality rates for the Police and Fire Plan is based on the Pub-2010 Public Safety Employee Mortality tables. The tables are adjusted slightly to fit PERA's experience.

Actuarial assumptions for the General Employees Plan are reviewed every four years. The most recent four-year experience study for the General Employees Plan was completed in 2022. The assumption changes were adopted by the Board and became effective with the July 1, 2023 actuarial valuation. The most recent four-year experience study for the Police and Fire Plan was adopted by the Board and became effective with the July 1, 2021 actuarial valuation.

The following changes in actuarial assumptions and plan provisions occurred in 2023:

General Employees Fund

Changes in Actuarial Assumptions

- The investment return assumption and single discount rate were changed from 6.5 percent to 7.0 percent.

Changes in Plan Provisions

- An additional one-time direct state aid contribution of \$170.1 million will be contributed to the Plan on October 1, 2023.
- The vesting period of those hired after June 30, 2010, was changed from five years of allowable service to three years of allowable service.
- The benefit increase delay for early retirements on or after January 1, 2024, was eliminated.
- A one-time, non-compounding benefit increase of 2.5 percent minus the actual 2024 adjustment will be payable in a lump sum for calendar year 2024 by March 31, 2024.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 4: Defined Benefit Pension Plans - Statewide (Continued)

Police and Fire Fund

Changes in Actuarial Assumptions

- The investment return assumption was changed from 6.5 percent to 7.0 percent.
- The single discount rate changed from 5.4 percent to 7.0 percent.

Changes in Plan Provisions

- An additional one-time direct state aid contribution of \$19.4 million will be contributed to the Plan on October 1, 2023.
- The vesting requirement for new hires after June 30, 2014 was changed from a graded 20-year vesting schedule to a graded 10-year vesting schedule, with 50 percent vesting after five years increasing incrementally to 100 percent after 10 years.
- A one-time, non-compounding benefit increase of 3.0 percent will be payable in a lump sum for calendar year 2024 by March 31, 2024.
- Psychological treatment is required effective July 1, 2023 prior to approval for a duty disability benefit for a psychological condition relating to the member's occupation.
- The total and permanent duty disability benefit was increased, effective July 1, 2023.

G. Discount Rate

The discount rate used to measure the total pension liability in 2023 was 7.0 percent. The projection of cash flows used to determine the discount rate assumed that contributions from plan members and employers will be made at rates set in Minnesota statutes. Based on these assumptions, the fiduciary net position of the General Employees and Police and Fire Funds were projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

H. Pension Liability Sensitivity

The following presents the City's proportionate share of the net pension liability for all plans it participates in, calculated using the discount rate disclosed in the preceding paragraph, as well as what the City's proportionate share of the net pension liability would be if it were calculated using a discount rate one percentage point lower or one percentage point higher than the current discount rate:

	1 Percent Decrease (6.0%)	Current (7.0%)	1 Percent Increase (8.0%)
General Employees Fund	\$ 3,907,537	\$ 2,208,796	\$ 811,516
Police and Fire Fund	4,056,758	2,044,614	390,362

I. Pension Plan Fiduciary Net Position

Detailed information about each pension plan's fiduciary net position is available in a separately-issued PERA financial report that includes financial statements and required supplementary information. That report may be obtained on the Internet at www.mnpera.org.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 5: Public Employees Defined Contribution Plan (Defined Contribution Plan)

Four council members, and one mayor, of the City of North Mankato are covered by the Defined Contribution Plan, a multiple-employer deferred compensation plan administered by PERA. The Defined Contribution Plan is a tax qualified plan under Section 401(a) of the Internal Revenue Code and all contributions by or on behalf of employees are tax deferred until time of withdrawal.

Plan benefits depend solely on amounts contributed to the plan plus investment earnings, less administrative expenses. *Minnesota Statutes*, Chapter 353D.03, specifies plan provisions, including the employee and employer contribution rates for those qualified personnel who elect to participate. An eligible elected official who decides to participate contributes five percent of salary which is matched by the elected official's employer. Employer contributions for volunteer personnel may be a unit value for each call or period of alert duty. Employees who are paid for their services may elect to make member contributions in an amount not to exceed the employer share. Employer and employee contributions are combined and used to purchase shares in one or more of the seven accounts of the Minnesota Supplemental Investment Fund. For administering the plan, PERA receives 2.0 percent of employer contributions and twenty-five hundredths of 1.0 percent (0.25 percent) of the assets in each member's account annually.

Total contributions made by the City during the fiscal year 2023 were:

Contribution Amount		Percentage of Covered Payroll		Required Rate
Employee	Employer	Employee	Employer	
\$ 708	\$ 708	5.00%	5.00%	5.00%

The City and council member's contributions to the DCP plan for the years ending December 31, 2023, 2022 and 2021 were \$1,416, \$1,712 and \$1,705, respectively.

Note 6: Defined Benefit Pension Plans - Fire Relief Association

A. Plan Description

All members of the North Mankato Fire Department (the Department) are covered by a defined benefit plan administered by the North Mankato Fire Department Relief Association (the Association). As of December 31, 2023, the plan covered 34 active firefighters and 17 vested terminated fire fighters whose pension benefits are deferred. The plan is a single employer retirement plan and is established and administered in accordance with Minnesota statute, chapter 69.

The Association maintains a separate Special fund to accumulate assets to fund the retirement benefits earned by the Department's membership. Funding for the Association is derived from an insurance premium tax in accordance with the Volunteer Firefighter's Relief Association Financing Guidelines Act of 1971 (chapter 261 as amended by chapter 509 of Minnesota statutes 1980). Funds are also derived from investment income.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 6: Defined Benefit Pension Plans - Fire Relief Association (Continued)

B. Benefits Provided

A fire fighter who completes at least 20 years as an active member of the Department is entitled, after age 50, to a full service pension upon retirement.

The bylaws of the Association also provide for an early vested service pension for a retiring member who has completed fewer than 20 years of service. The reduced pension, available to members with 5 years of service, shall be equal to 40 percent of the pension as prescribed by the bylaws. This percentage increases 4 percent per year so that at 20 years of service, the full amount prescribed is paid. Members who retire with less than 20 years of service and have reached the age of 50 years and have completed at least 5 years of active membership are entitled to a reduced service pension not to exceed the amount calculated by multiplying the member's service pension for the completed years of service times the applicable non-forfeitable percentage of pension.

C. Contributions

Minnesota statutes, chapters 424 and 424A authorize pension benefits for volunteer fire relief associations. The plan is funded by fire state aid, investment earnings and, if necessary, employer contributions as specified in Minnesota statutes and voluntary City contributions (if applicable). The State of Minnesota contributed \$99,383 in fire state aid to the plan on behalf of the City Fire Department for the year ended December 31, 2023, which was recorded as a revenue. Required employer contributions are calculated annually based on statutory provisions. The City's statutorily-required contributions to the plan for the year ended December 31, 2023 were \$99,383. The City made no voluntary contributions to the plan. The firefighter has no obligation to contribute to the plan.

D. Pension Costs

At December 31, 2023, the City reported a net pension asset of \$273,209 for the Volunteer Firefighter Fund. The net pension asset was measured as of December 31, 2023. The total pension asset used to calculate the net pension (asset) liability in accordance with GASB 68 was determined by applying an actuarial formula to specific census data certified by the Department as of December 31, 2023. The following table presents the changes in net pension asset during the year:

	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Liability (Asset) (a-b)
Beginning Balance January 1, 2023	\$ 2,724,027	\$ 3,664,570	\$ (940,543)
Changes for the Year			
Service cost	81,285	-	81,285
Interest on pension liability (asset)	147,279	-	147,279
Change in assumptions	(20,406)	-	(20,406)
Projected investment return	-	14,198	(14,198)
Contributions (employer)	-	88,690	(88,690)
Nonemployer contributions	-	194,848	(194,848)
(Gain)/loss	(46,112)	(793,791)	747,679
Administrative expenses	-	(9,233)	9,233
Total Net Changes	<u>162,046</u>	<u>(505,288)</u>	<u>667,334</u>
Ending Balance December 31, 2023	<u>\$ 2,886,073</u>	<u>\$ 3,159,282</u>	<u>\$ (273,209)</u>

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 6: Defined Benefit Pension Plans - Fire Relief Association (Continued)

For the year ended December 31, 2023 the City recognized a negative pension expense of \$32,340.

At December 31, 2023 the City reported balances related to pension from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences Between Expected and Actual Experience	\$ 344,674	\$ 41,174
Changes in Actuarial Assumptions	1,051	15,304
Contributions to Plan Subsequent to the Measurement Date	99,383	-
Total	\$ 445,108	\$ 56,478

Deferred outflows of resources totaling \$99,383 related to pensions resulting from the City's contributions to the plan subsequent to the measurement date will be recognized as a reduction of the net pension (asset) liability in the year ended December 31, 2024. Other amounts reported as deferred outflows of resources related to the plan will be recognized in pension expense as follows:

2024	\$ (11,640)
2025	52,221
2026	89,911
2027	158,755

E. Actuarial Assumptions

The total pension liability at December 31, 2023 was determined using the entry age normal actuarial cost method and the following actuarial assumptions:

Retirement eligibility at 50 percent of age 50, 20 percent at ages 51-55,
and 100 percent at age 56

Discount Rate	6.00%
Inflation Rate	N/A
Investment Rate of Return	6.00%
20 Year Municipal Bond Yield	N/A

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best estimates for expected future real rates of return (expected returns, net of inflation) were developed for each asset class using the plan's target investment allocation along with long-term return expectations by asset class. Inflation expectations were applied to derive the nominal rate of return for the portfolio.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 6: Defined Benefit Pension Plans - Fire Relief Association (Continued)

The target allocation and best estimates of geometric real rates of return for each major asset class are summarized in the following table:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-term Expected Real Rate of Return</u>
Equities	58.0 %	8.1 %
Fixed Income	34.0	3.2
Cash and Equivalents	<u>8.0</u>	2.0
Total	<u><u>100.0 %</u></u>	

F. Discount Rate

The discount rate used to measure the total pension liability was 6.00 percent. The projection of cash flows used to determine the discount rate assumed that contributions to the plan will be made as specified in statute. Based on that assumption and considering the funding ratio of the plan, the fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

G. Pension Liability Sensitivity

The following presents the City's net pension (asset) liability for the plan, calculated using the discount rate disclosed in the preceding paragraph, as well as what the City's net pension (asset) liability would be if it were calculated using a discount rate one percent lower or one percent higher than the current discount rate:

	<u>1 Percent Decrease (5%)</u>	<u>Current (6%)</u>	<u>1 Percent Increase (7%)</u>
Defined Benefit Plan	\$ (246,928)	\$ (273,209)	\$ (299,868)

H. Pension Plan Fiduciary Net Position

The Association issues a publicly available financial report. The report may be obtained by writing to the North Mankato Firefighters Relief Association, 1001 Belgrade Avenue, North Mankato, MN 56003.

Note 7: Postemployment Benefits Other Than Pensions

A. Plan Description

The City administers a single-employer defined benefit healthcare plan ("the Retiree Health Plan"). The plan provides lifetime healthcare insurance for eligible retirees and their spouses through the City's group health insurance plan, which covers both active and retired members. Benefit provisions are established through negotiations between the City and the union representing employees and are renegotiated each three-year bargaining period. The Retiree Health Plan does not issue a publicly available financial report and is not administered through a trust or equivalent arrangement and thus there are no assets accumulated in a GASB-compliant trust.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 7: Postemployment Benefits Other Than Pensions (Continued)

At December 31, 2023, the following employees were covered by the benefit terms:

Inactive Plan Members or Beneficiaries Currently Receiving Benefit Payments	2
Active Plan Members	58
	60
Total Plan Members	60

B. Funding Policy

Contribution requirements also are negotiated between the City and union representatives. The City contributes none of the cost of current-year premiums for eligible retired plan members and their spouses. For the year ended December 31, 2023, the City's average contribution rate was 11.7 percent of covered-employee payroll. For fiscal year 2023, the City directly contributed \$0 to the Plan, while implicit contributions totaled \$21,944.

C. Actuarial Methods and Assumptions

The City's total OPEB liability of \$468,394 was measured as of December 31, 2023, and the total OPEB liability used to calculate the total OPEB liability was determined by an actuarial valuation as of January 1, 2023.

The total OPEB liability in the January 1, 2023 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement, unless otherwise specified:

Discount Rate	4.00%
20-Year Municipal Bond Yield	4.00%
Inflation Rate	2.50%
Salary Increases	N/A
Medical Trend Rate	6.50% as of January 1, 2023 grading to 5.00% over 6 y and then to 4.00% over the next 48 years

The discount rate used to measure the total OPEB liability was 4.00 percent. Since the plan is not funded, the discount rate was developed by estimating the long-term investment yield on the employer funds that will be used to pay benefits as they come due. The discount rate is based on the estimated yield of 20-Year AA-rated municipal bonds.

Mortality rates were based on the Pub-2010 Public Retirement Plans Headcount-Weighted Mortality Tables (general, safety) with MP-2021 Generational Improvement Scale.

Salary increases were based on the long-term inflation assumption plus any additional wage increase assumption in excess of inflation. The additional wage assumption is based on a review of increases in the taxable wage base compared to inflation. Any additional information on expected salary increases provided by the client is also reflected in the assumption.

The actuarial assumptions used in the December 31, 2023 valuation were based on input from a variety of published sources of historical and projected future financial data. Each assumption was reviewed for reasonableness with the source information as well as for consistency with the other economic assumptions.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 7: Postemployment Benefits Other Than Pensions (Continued)

D. Changes in the Total OPEB Liability

	Total OPEB Liability
Balances at December 31, 2022	\$ 772,487
Changes for the Year	
Service cost	31,049
Interest	15,777
Differences between expected and actual experience	(238,742)
Changes in assumptions or other inputs	(53,877)
Benefit payments	(29,518)
Net Changes	(275,311)
Balances at December 31, 2023	\$ 497,176

Since the prior measurement date, the following assumption changes were made:

- The health care trend rates and mortality tables were updated.
- The retirement and withdrawal, and salary increase rates for public safety employees were updated.
- The inflation rate was changed from 2.0 percent to 2.5 percent.
- The discount rate was changed from 2.0 percent to 4.0 percent.

Since the prior measurement date, there were no benefit changes.

E. Sensitivity of the Total OPEB Liability

The following presents the total OPEB liability of the City, as well as what the City's total OPEB liability would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current discount rate:

1 Percent Decrease (3.0%)	Current (4.0%)	1 Percent Increase (5.0%)
\$ 530,246	\$ 497,176	\$ 466,043

The following presents the total OPEB liability of the City, as well as what the City's total OPEB liability would be if it were calculated using a Healthcare Cost Trend Rates that is one percentage point lower or one percentage-point higher than the current cost trend rate:

1 Percent Decrease (5.5% Decreasing to 5.0% then 4.0%)	Healthcare Cost Trend Rates (6.5% Decreasing to 5.0% then 4.0%)	1 Percent Increase (7.50% Decreasing to 6.0% then 5.0%)
\$ 454,855	\$ 497,176	\$ 545,212

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 7: Postemployment Benefits Other Than Pensions (Continued)

F. OPEB Expense and Deferred Outflows of Resources Related to OPEB

For the year ended December 31, 2023, the City recognized OPEB negative expense of \$5,578. At December 31, 2023, the City reported deferred outflows of resources related to OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences Between Expected and Actual Experience	\$ 26,254	\$ 55,095
Changes in Actuarial Assumptions	95,822	359,336
Contributions to OPEB Subsequent to the Measurement Date	21,944	-
Total	\$ 144,020	\$ 414,431

Amounts reported as deferred outflows of resources totaling \$21,944 related to pensions resulting from the City's contributions to OPEB subsequent to the measurement date will be recognized as a reduction of the OPEB liability in the year ended December 31, 2024. Other amounts reported as deferred outflows of resources related to the plan will be recognized in pension expense as follows:

2024	\$ (30,461)
2025	(30,461)
2026	(73,915)
2027	(73,915)
2028	(41,803)
Thereafter	(41,800)

Note 8: Other Information

A. Risk Management

The City is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters for which the City carries insurance. The City obtains insurance through participation in the League of Minnesota Cities Insurance Trust (LMCIT) which is a risk sharing pool with approximately 800 other governmental units. The City pays an annual premium to LMCIT for its workers compensation and property and casualty insurance. The LMCIT is self-sustaining through member premiums and will reinsure for claims above a prescribed dollar amount for each insurance event. There were no significant reductions in insurance coverage from the previous year. There were no settlements in excess of insurance for any of the prior three years.

Liabilities are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. Liabilities, if any, include an amount for claims that have been incurred but not reported (IBNRs). The City's management is not aware of any incurred but not reported claims.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 8: Other Information (Continued)

B. Contingent Liabilities

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the Federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenditures which may be disallowed by the grantor cannot be determined at this time although the City expects such amounts, if any, to be immaterial.

The City's tax increment districts are subject to review by the State of Minnesota Office of the State Auditor (OSA). Any disallowed claims or misuse of tax increments could become a liability of the applicable fund. Management has indicated that they are not aware of any instances of noncompliance which would have a material effect on the financial statements.

C Joint Ventures

Joint Economic Development Fund

During 1990, the Port Authority (Component Unit) and Frost-Benco-Wells Electric initiated a joint venture whereby each entity contributed \$125,000. The purpose of the joint venture is to purchase and develop an industrial park area in the Frost-Benco-Wells service area and to facilitate economic development. The land purchase of \$349,990 as well as the activities of this joint venture are accounted for in the Port Authority Joint Economic Development fund. Each entity will make future contributions to the joint venture as needed. Since 1990, the participating entities have not had to contribute additional funds. No separate financial statements are issued for this joint venture.

Flood Protection Facilities

Flood protection facilities have been constructed to provide flood protection to the cities of Mankato and North Mankato. All costs associated with all labor, materials, equipment and other items necessary to perform the work will be distributed on the basis of contributing stormwater flow from drainage area acres per City within the total drainage district. The City of Mankato maintains all records and submits to the City of North Mankato an invoice each year for their pro-rated share of costs incurred. This agreement will continue as long as the flood protection facilities are deemed necessary by the parties involved.

All Seasons Arena

Since 1979 the All Seasons Arena owned by the cities of Mankato, North Mankato, Skyline and Blue Earth County, has been operated by the Mankato Area Public Schools Community Education and Recreation Department. The governmental units designated as owners provide \$40,000 in operating funds per operating year. The agreement is for a three year period and renewed by mutual agreement. The City of North Mankato has a 21.8 percent share of the facility. An asset has not been recorded by the City as this amount is considered immaterial to the financial statements as a whole.

D. Concentrations

The City receives a significant amount of its annual General fund revenues from the State of Minnesota from the Local Government Aid (LGA) program. The amount received in 2023 was \$1,990,551 which accounted for 19.7 percent of General fund revenues.

City of North Mankato, Minnesota
Notes to the Financial Statements
December 31, 2023

Note 9: Tax Increments

As of December 31, 2023, the City has three agreements entered into by the City listed below that abates City property taxes. Below is information specific to the agreement:

The City entered into a tax increment financing agreement (D&K Powder Coating) on September 15, 2014 with a developer in which the developer incurred costs to promote an expansion project. In return, the City will reimburse the developer for some costs as the City collects future tax increment for the increased property value and tax capacity related to the housing development. The pay-as-you-go agreement has a maximum return to the developer of \$490,265 over the life of the agreement. The agreement was negotiated under state law (Minnesota Statute 469.048-469.068, 469.174-469.179) and has a maximum duration to December 31, 2025. The calculation of taxes abated during the fiscal year is noted in the chart below.

The City entered into a tax increment financing agreement (Blue Star Power Systems) on September 18, 2017 with a developer in which the developer incurred costs to promote the construction of a manufacturing facility. In return, the City will reimburse the developer for some costs as the City collects future tax increment for the increased property value and tax capacity related to the housing development. The pay-as-you-go agreement has a maximum return to the developer of \$1,941,500 over the life of the agreement. The agreement was negotiated under state law (Minnesota Statute 469.048-469.068, 469.174-469.179) and has a maximum duration to December 31, 2028. The calculation of taxes abated during the fiscal year is noted in the chart below.

The City entered into a tax increment financing agreement (Belgrade Business Center) on October 28, 2019 with a developer in which the developer incurred costs to redevelop two Belgrade Avenue properties. In return, the City will reimburse the developer for some costs as the City collects future tax increment for the increased property value and tax capacity related to the housing development. The pay-as-you-go agreement has a maximum return to the developer of \$1,175,000 over the life of the agreement. The agreement was negotiated under state law (Minnesota Statute 469.048-469.068, 469.174-469.179) and has a maximum duration to December 31, 2047. The calculation of taxes abated during the fiscal year is noted in the chart below.

Lost revenue as it relates to tax abatements for the year ended December 31, 2023 was as follows:

	City Tax Rate (Year of Establishment)	Captured Tax Capacity	Amount of Taxes Abated in the Fiscal Year
Tax Increment Districts (PAYGO)			
TIF District 23 (D&K Powder Coating)	54.566 %	\$ 84,520	\$ 46,119
TIF District 25 (Blue Star Power Systems)	52.485	182,852	95,970
TIF District 26 (Belgrade Business Center)	50.950	38,824	19,781
Total			\$ 161,870

PROPOSAL FORM

TO: City of North Mankato, Minnesota
 C/O Northland Securities, Inc.
 150 South 5th Street, Suite 3300
 Minneapolis, Minnesota 55402
 Phone: 612-851-5900, Fax: 612-851-5918
 Email: PublicSale@northlandsecurities.com

Sale Date: July 15, 2024

For all or none of the \$2,945,000* General Obligation Tax Bonds, Series 2024A, in accordance with the Notice of Sale, we will pay you \$ _____, (not less than \$2,897,880) plus accrued interest, if any, to date of delivery (estimated to be August 13, 2024) for fully registered Bonds bearing interest rates and maturing on February 1 as follows:

<u>Year</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>Year</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>Year</u>	<u>Interest Rate</u>	<u>Yield</u>
2026	_____%	_____%	2031	_____%	_____%	2036	_____%	_____%
2027	_____%	_____%	2032	_____%	_____%	2037	_____%	_____%
2028	_____%	_____%	2033	_____%	_____%	2038	_____%	_____%
2029	_____%	_____%	2034	_____%	_____%	2039	_____%	_____%
2030	_____%	_____%	2035	_____%	_____%	2040	_____%	_____%

True interest percentage: _____% Net interest cost: \$ _____

Term Bond Option: Bonds maturing in the years:

_____ through _____
 _____ through _____
 _____ through _____
 _____ through _____
 _____ through _____

To be accumulated into a Term Bond maturing in year:

This bid is a firm offer for the purchase of the Bonds identified in the Notice of Sale, on the terms set forth in the bid form and the Notice of Sale, and is not subject to any conditions, except as permitted by the Notice of Sale. By submitting this bid, we confirm that we have an established industry reputation for underwriting new issuances of municipal bonds.

As set forth in the Notice of Sale, this bid shall not be cancelled in the event that the competitive sale requirements are not satisfied. The City may determine to apply the Hold-the-Offering-Price Rule to the Bonds (such terms are used as described in the Notice of Sale).

We have received and reviewed the Preliminary Official Statement and have submitted our requests for additional information or corrections to the Official Statement. As Syndicate Manager, we agree to provide the City with the reoffering price of the Bonds within 24 hours of the bid acceptance.

A Good Faith Deposit in the amount as stated in the Notice of Sale in the form of a federal wire transfer payable to the order of the City will only be required from the apparent winning bidder, and must be received within two hours after the receipt of the bids. Award of the Bonds will be on the basis of True Interest Cost (TIC).

Account Members:

Account Manager: _____ By: _____

The foregoing proposal is hereby duly accepted by and on behalf of the City of North Mankato, Minnesota at 7:00 PM on July 15, 2024.

 City Administrator

 Mayor

* The City reserves the right to increase or decrease the principal amount of the Bonds. Any such increase or decrease will be made in multiples of \$5,000 and may be made in any maturity. If any maturity is adjusted, the purchase price will also be adjusted to maintain the same gross spread.