

This "Preliminary Official Statement" and the information contained herein are subject to change, completion or amendment without notice. The Bonds may not be sold nor may offers to buy be accepted prior to the time the "Official Statement" is delivered in final form. Under no circumstances shall this "Preliminary Official Statement" constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of the Bonds in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

NEW ISSUE
Book-Entry

PRELIMINARY OFFICIAL STATEMENT
DATED: MAY 22, 2018

Rating: S&P - "AA-"
(See "Miscellaneous – Rating")

In the opinion of Bond Counsel, based on existing law and assuming compliance with certain tax covenants of the County (i) interest on the Bonds will be excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Bonds is not treated as an item of tax preference in calculating the alternative minimum tax imposed on individuals under the Code. Under existing law, the Bonds and the income therefrom will be exempt from all state, county and municipal taxation in the State of Tennessee, except Tennessee franchise and excise taxes. (See "Tax Matters" herein).

\$20,000,000*

WHITE COUNTY, TENNESSEE
GENERAL OBLIGATION SCHOOL BONDS, SERIES 2018

Dated: June 15, 2018*

Due: June 1 (as shown below)

The \$20,000,000* General Obligation School Bonds, Series 2018 (the "Bonds") of White County, Tennessee (the "County") shall be issued as fully registered Bonds in denominations of \$5,000 and authorized integral multiples thereof. The Bonds will be issued in book-entry only form and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC") except as otherwise described herein. DTC will act as securities depository of the Bonds. So long as Cede & Co. is the registered owner of the Bonds, as the nominee for DTC, principal and interest with respect to the Bonds shall be payable to Cede & Co., as nominee for DTC, which will, in turn, remit such principal and interest to the DTC participants for subsequent disbursements to the beneficial owners of the Bonds. Individual purchases of the Bonds will be made in book-entry only form, in denominations of \$5,000 or integral multiples thereof and will bear interest at the annual rates as shown below. Interest on the Bonds will be payable semi-annually on each June 1 and December 1 beginning on December 1, 2018 by check or draft mailed to the owners thereof as shown on the books and records of U.S. Bank, National Association, Nashville, Tennessee, the registration and paying agent (the "Registration Agent"). In the event of discontinuation of the book-entry system, principal of and interest on the Bonds are payable at the designated corporate trust office of the Registration Agent.

The Bonds shall be payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of the principal of and interest on the Bonds, the full faith and credit of the County are irrevocably pledged.

The Bonds are subject to redemption prior to maturity as described herein.

<u>June 1</u>	<u>Principal*</u>	<u>Rate</u>	<u>Yield</u>	<u>CUSIP¹</u>	<u>June 1</u>	<u>Principal*</u>	<u>Rate</u>	<u>Yield</u>	<u>CUSIP¹</u>
2019	\$700,000				2029	\$995,000			
2020	695,000				2030	1,030,000			
2021	725,000				2031	1,075,000			
2022	755,000				2032	1,115,000			
2023	785,000				2033	1,160,000			
2024	815,000				2034	1,210,000			
2025	850,000				2035	1,255,000			
2026	880,000				2036	1,305,000			
2027	920,000				2037	1,360,000			
2028	955,000				2038	1,415,000			

This cover page contains certain information for quick reference only. It is not a summary of the issue. Investors must read the entire "Preliminary Official Statement" to obtain information essential to make an informed investment decision.

The Bonds are offered when, as and if issued, subject to the approval of the legality thereof by Bass, Berry & Sims PLC, Nashville, Tennessee, Bond Counsel, solely to the County, whose opinion will be delivered with the Bonds. Certain legal matters will be passed upon for the County by its counsel, John M. Meadows Attorney, Livingston, Tennessee. It is expected that the Bonds will be available for delivery through the facilities of The Depository Trust Company, New York, New York on or about June 15, 2018*.

RAYMOND JAMES®
Municipal Advisor

June __, 2018*

* Subject to revision and adjustment as outlined in the "Official Notice of Sale" which is an integral part hereof and incorporated herein by reference.

¹ Copyright, American Bankers Association (the "ABA"). CUSIP data herein are provided by CUSIP Global Services, which is managed on behalf of the ABA by S&P Global Market Intelligence, a division of S&P Global Inc. The CUSIP numbers listed above are being provided solely for the convenience of Bondholders only at the time of issuance of the Bonds and the County makes no representation with respect to such numbers nor undertakes any responsibility for their accuracy now or at any time in the future. The CUSIP number for a specific maturity is subject to being changed after the issuance of the Bonds as a result of various subsequent actions including, but not limited to, a refunding in whole or in part of such maturity or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the Bonds.

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

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

This "Preliminary Official Statement" and the Appendices hereto contain brief descriptions of, among other matters, the County, the Bonds, the Resolution (as defined herein), the Disclosure Certificate, and the security and sources of payment for the Bonds. Such descriptions and information do not purport to be comprehensive or definitive. The summaries of various constitutional provisions and statutes, the Resolution, the Disclosure Certificate, and other documents are intended as summaries only and are qualified in their entirety by reference to such documents and laws, and references herein to the Bonds are qualified in their entirety to the forms thereof included in the Resolution.

The Bonds have not been registered under the Securities Act of 1933 and the Resolution has not been qualified under the Trust Indenture Act of 1939, in reliance on exemptions contained in such Acts. This "Preliminary Official Statement" does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation, or sale.

No dealer, broker, salesman, or other person has been authorized by the County or the Municipal Advisor to give any information or to make any representations other than those contained in this "Preliminary Official Statement", and, if given or made, such other information or representations should not be relied upon as having been authorized by the County or Municipal Advisor. Except where otherwise indicated, all information contained in this "Preliminary Official Statement" has been provided by the County. The information set forth herein has been obtained by the County from sources which are believed to be reliable but is not guaranteed as to accuracy or completeness by, and is not to be construed as a representation of, the Municipal Advisor. The information contained herein is subject to change without notice, and neither the delivery of this "Preliminary Official Statement" nor any sale made hereunder shall under any circumstances create an implication that there has been no change in the affairs of the County, or the other matters described herein since the date hereof or the earlier dates set forth herein as of which certain information contained herein is given.

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

WHITE COUNTY, TENNESSEE

COUNTY EXECUTIVE

Denny W. Robinson

BOARD OF COUNTY COMMISSIONERS

Cain Rogers
Diana Haston
Terry Alley
Bruce Frasier
Raymond Harold England

Stephen Luna
Al Klee
Karen LaFever
Matthew McBride

Robert Dale Bennett
Russell Gooch
Bruce Null
Stanley Neal
D. Mack Johnson

ADMINISTRATION

Earl W. Jones, Jr., Assessor of Property Martha Bumbalough, Register of Deeds
Connie S. Jolley, County Clerk Oddie Shoupe, Sheriff
Kurt Dronebarger, Director of Schools Phyllis C. Humphrey, Trustee
Chad S. Marcum, Director of Finance Clay Parker, Highway Superintendent

COUNSEL TO THE COUNTY

John M. Meadows Attorney
Livingston, Tennessee

BOND COUNSEL

Bass, Berry & Sims PLC
Nashville, Tennessee

REGISTRATION AND PAYING AGENT

U. S. Bank, National Association
Nashville, Tennessee

MUNICIPAL ADVISOR

Raymond James & Associates, Inc.
Nashville, Tennessee

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SUMMARY STATEMENT

The information set forth below is provided for convenient reference and does not purport to be complete and is qualified in its entirety by the information and financial statements appearing elsewhere in this “Preliminary Official Statement”. This Summary Statement shall not be reproduced, distributed or otherwise used except in conjunction with the remainder of this “Preliminary Official Statement”.

- The Issuer White County, Tennessee (the “County”). See the section entitled “Supplemental Information Statement” (APPENDIX B) for more information.
- Securities Offered..... \$20,000,000* General Obligation School Bonds, Series 2018 (the “Bonds”) of the County, dated June 15, 2018*. The Bonds will mature each June 1 beginning June 1, 2019 through June 1, 2038, inclusive*. See the section entitled “SECURITIES OFFERED – Authority and Purpose”.
- Security The Bonds are payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of principal of and interest on the Bonds, the full faith and credit of the County are irrevocably pledged. See the section entitled “SECURITIES OFFERED – Security”.
- Purpose The Bonds are being issued to finance the: (i) acquisition of land for, design and site development for County schools; (ii) constructing, improving, renovating and equipping of County schools and school facilities; (iii) payment of legal, fiscal, administrative, architectural and engineering costs incident to any or all of the foregoing (collectively, the “Projects”); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs, if applicable; and (v) payment of costs incident to the issuance and sale of the Bonds. See the section entitled “SECURITIES OFFERED – Authority and Purpose” for additional information.
- Optional Redemption The Bonds are subject to optional redemption prior to maturity on and after June 1, 2025 at the redemption price of par and accrued interest. See the section entitled “SECURITIES OFFERED - Optional Redemption”.
- Rating S&P Global Ratings (“S&P”) – “AA-”. See the section entitled “MISCELLANEOUS – Rating” for more information.
- Municipal Advisor Raymond James & Associates, Inc., Nashville, Tennessee (“Raymond James”). Also see the section entitled “MISCELLANEOUS – Financial Professionals”.
- Underwriter _____, _____, _____ (the “Underwriter”). Also see the section entitled “MISCELLANEOUS –Financial Professionals”.
- Bond Counsel Bass, Berry & Sims PLC, Nashville, Tennessee (the “Bond Counsel”). Also see the section entitled “MISCELLANEOUS – Financial Professionals”.

* Subject to revision and adjustment as outlined in the “Official Notice of Sale” which is an integral part hereof and incorporated herein by reference.

Book Entry Only	The Bonds will be issued under the Book Entry System except as otherwise described herein. For additional information, see the section entitled “BASIC DOCUMENTATION – Book Entry System”
Registration and Paying Agent	U.S. Bank, National Association, Nashville, Tennessee (the “Registration Agent”). Also see the section entitled “MISCELLANEOUS –Financial Professionals”.
Tax Matters	In the opinion of Bond Counsel, based on existing law and assuming compliance with certain tax covenants of the County (i) interest on the Bonds will be excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), and (ii) interest on the Bonds is not treated as an item of tax preference in calculating the alternative minimum tax imposed on individuals under the Code. For an explanation of certain tax consequences under federal law which may result from the ownership of the Bonds, see the discussion under the heading “Tax Matters” herein. Under existing law, the Bonds and the income therefrom will be exempt from all state, county and municipal taxation in the State of Tennessee, except Tennessee franchise and excise taxes. (See “Tax Matters” herein).See also “APPENDIX A: Form of Legal Opinion included herein.
General.....	The Bonds are being issued in full compliance with Sections 49-3--1001 <u>et seq.</u> , <u>Tennessee Code Annotated</u> , as supplemented and revised. The Bonds will be issued with CUSIP numbers through the facilities of The Depository Trust Company, New York, New York. See the section entitled “SECURITIES OFFERED – Authority and Purpose” for more information.
Disclosure	In accordance with Rule 15c2-12 of the Securities and Exchange Commission as amended (the “Rule”), the County will provide the Municipal Securities Rulemaking Board (“MSRB”) through the operation of the Electronic Municipal Market Access system (“EMMA”) and the State information depository (“SID”), if any, annual financial statements and other pertinent credit or event information, including the Annual Financial Reports, see the section entitled “MISCELLANEOUS - Continuing Disclosure”
Other Information	The information in the “Preliminary Official Statement” is deemed "final" within the meaning of Rule 15c2-12(b)(5) of the SEC (the “Rule”) as of the date which appears on the cover except for information allowed to be omitted pursuant to the Rule. For more information concerning the County or the “Preliminary Official Statement”, contact the Honorable Denny W. Robinson, County Executive, White County Courthouse, One Bockman Way, Sparta, Tennessee 38583, Telephone: 931-836-3203 or Chad Marcum, Finance Director, Telephone: 931-836-3216 or the County’s Municipal Advisor, Raymond James & Associates, Inc., One Burton Hills Blvd. - Suite 225, Nashville, Tennessee 37215, Telephone: 615-665-6920 or 800-764-1002.

\$20,000,000*
WHITE COUNTY, TENNESSEE
General Obligation School Bonds, Series 2018

SECURITIES OFFERED

AUTHORITY AND PURPOSE

This “Preliminary Official Statement” which includes the “Summary Statement” and “Appendices” is furnished in connection with the offering by White County, Tennessee (the “County”) of its \$20,000,000* General Obligation School Bonds, Series 2018 (the “Bonds”).

The Bonds are authorized to be issued pursuant to the provisions of Sections 49-3-1001 *et seq.*, Tennessee Code Annotated, as supplemented and amended (the “Act”), and other applicable provisions of law. The Bonds were authorized by the County Commission of the County (the “Governing Body”) pursuant to a resolution duly adopted on May 21, 2018 (the “Resolution”).

The Bonds are being issued to finance the (i) acquisition of land for, design and site development for County schools; (ii) constructing, improving, renovating and equipping of County schools and school facilities; (iii) payment of legal, fiscal, administrative, architectural and engineering costs incident to any or all of the foregoing (collectively, the “Projects”); (iv) reimbursement to the appropriate fund of the County for prior expenditures for the foregoing costs, if applicable; and (v) payment of costs incident to the issuance and sale of the Bonds.

DESCRIPTION OF THE BONDS

The Bonds initially will be dated the date of their issuance estimated to be June 15, 2018*. Interest on the Bonds will be payable semiannually on June 1 and December 1, commencing December 1, 2018. Interest will be calculated on the basis of a 360-day year of twelve 30-day months. The Bonds will be initially registered only in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds.

See the section entitled “BASIC DOCUMENTATION - The Book-Entry System” and the “Registration Agent” for additional information.

SECURITY

The Bonds are payable from unlimited ad valorem taxes to be levied on all taxable property within the County. For the prompt payment of principal of and interest on the Bonds, the full faith and credit of the County are irrevocably pledged.

REDEMPTION

Optional Redemption. Bonds maturing on or before June 1, 2025 shall mature without option of prior redemption and Bonds maturing June 1, 2026 and thereafter, shall be subject to

*Subject to revision and adjustment as outlined in the “Official Notice of Sale” which is an integral part hereof and incorporated herein by reference.

redemption prior to maturity at the option of the County on June 1, 2025 and thereafter, as a whole or in part at any time at the redemption price of par plus accrued interest to the redemption date.

If less than all the Bonds shall be called for redemption, the maturities to be redeemed shall be designated by the Governing Body of the County, in its discretion. If less than all the principal amount of the Bonds of a maturity shall be called for redemption, the interests within the maturity to be redeemed shall be selected as follows:

- (i) if the Bonds are being held under a Book-Entry System by DTC, or a successor Depository, the amount of the interest of each DTC Participant in the Bonds to be redeemed shall be determined by DTC, or such successor Depository, by lot or such other manner as DTC, or such successor Depository, shall determine; or
- (ii) if the Bonds are not being held under a Book-Entry System by DTC, or a successor Depository, the Bonds within the maturity to be redeemed shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall determine.

[Mandatory Redemption. Subject to the credit hereinafter provided, the County shall redeem Bonds maturing June 1, 20_____ on the redemption dates set forth below opposite the maturity dates, in aggregate principal amounts equal to the respective dollar amounts set forth below opposite the respective redemption dates at a price of par plus accrued interest thereon to the date of redemption. DTC, as securities depository for the series of Bonds of which this Bond is one, or such Person as shall then be serving as the securities depository for the Bonds, shall determine the interest of each Participant in the Bonds to be redeemed using its procedures generally in use at that time. If DTC or another securities depository is no longer serving as securities depository for the Bonds, the Bonds to be redeemed within a maturity shall be selected by the Registration Agent by lot or such other random manner as the Registration Agent in its discretion shall select. The dates of redemption and principal amount of Bonds to be redeemed on said dates are as follows:

<u>Final Maturity</u>	<u>Redemption Date</u>	<u>Principal Amount of Bonds Redeemed</u>
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*Final Maturity

At its option, to be exercised on or before the forty-fifth (45th) day next preceding any such mandatory redemption date, the County may (i) deliver to the Registration Agent for cancellation Bonds to be redeemed, in any aggregate principal amount desired, and/or (ii) receive a credit in respect of its redemption obligation under this mandatory redemption provision for any Bonds of the maturity to be redeemed which prior to said date have been purchased or redeemed (otherwise than through the operation of this mandatory sinking fund redemption provision) and canceled by the Registration Agent and not theretofore applied as a credit against any redemption obligation under this mandatory sinking fund provision. Each Bond so delivered or previously purchased or redeemed shall be credited by the Registration Agent at 100% of the principal amount thereof on the obligation of the County on such payment date and any excess shall be credited on future redemption obligations in chronological order, and the principal amount of Bonds to be redeemed by operation of this mandatory sinking fund provision shall be accordingly reduced. The County

shall on or before the forty-fifth (45th) day next preceding each payment date furnish the Registration Agent with its certificate indicating whether or not and to what extent the provisions of clauses (i) and (ii) of this subsection are to be availed of with respect to such payment and confirm that funds for the balance of the next succeeding prescribed payment will be paid on or before the next succeeding payment date.

Notice of Redemption. Notice of call for redemption[, whether optional or mandatory] shall be given by the Registration Agent on behalf of the County not less than twenty (20) nor more than sixty (60) days prior to the date fixed for redemption by sending an appropriate notice to the registered owners of the Bonds to be redeemed by first-class mail, postage prepaid, at the addresses shown on the Bond registration records of the Registration Agent as of the date of the notice; but neither failure to mail such notice nor any defect in any such notice so mailed shall affect the sufficiency of the proceedings for redemption of any of the Bonds for which proper notice was given. An optional redemption notice may state that it is conditioned upon the deposit of moneys in an amount equal to the amount necessary to affect the redemption with the Registration Agent no later than the redemption date (“Conditional Redemption”). As long as DTC, or a successor Depository, is the registered owner of the Bonds, all redemption notices shall be mailed by the Registration Agent to DTC, or such successor Depository, as the registered owner of the Bonds, as and when above provided, and neither the County nor the Registration Agent shall be responsible for mailing notices of redemption to DTC Participants or Beneficial Owners. Failure of DTC, or any successor Depository, to provide notice to any DTC Participant or Beneficial Owner will not affect the validity of such redemption. The Registration Agent shall mail said notices as and when directed by the County pursuant to written instructions from an authorized representative of the County (other than for a mandatory sinking fund redemption, notices of which shall be given on the dates provided herein) given at least forty-five (45) days prior to the redemption date (unless a shorter notice period shall be satisfactory to the Registration Agent). From and after the redemption date, all Bonds called for redemption shall cease to bear interest if funds are available at the office of the Registration Agent for the payment thereof and if notice has been duly provided as set forth herein. In the case of a Conditional Redemption, the failure of the County to make funds available in part or in whole on or before the redemption date shall not constitute an event of default, and the Registration Agent shall give immediate notice to the Depository or the affected Bondholders that the redemption did not occur and that the Bonds called for redemption and not so paid remain outstanding.

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BASIC DOCUMENTATION

BOOK ENTRY-ONLY SYSTEM

The Registration Agent, U.S. Bank National Association, Nashville, Tennessee, its successor or the County will make all interest payments with respect to the Bonds on each interest payment date directly to Cede & Co., as nominee of DTC, the registered owner as shown on the Bond registration records maintained by the Registration Agent as of the close of business on the fifteenth day of the month next preceding the interest payment date (the “Regular Record Date”) by check or draft mailed to such owner at its address shown on said Bond registration records, without, except for final payment, the presentation or surrender of such registered Bonds, and all such payments shall discharge the obligations of the County in respect of such Bonds to the extent of the payments so made, except as described above. Payment of principal of the Bonds shall be made upon presentation and surrender of such Bonds to the Registration Agent as the same shall become due and payable.

So long as Cede & Co. is the Registered Owner of the Bonds, as nominee of DTC, references herein to the Bondholders, Holders or Registered Owners of the Bonds shall mean Cede & Co. and shall not mean the Beneficial Owners of the Bonds. For additional information, see the following section.

The Bonds, when issued, will be registered in the name of Cede & Co., DTC’s partnership nominee, except as described above. When the Bonds are issued, ownership interests will be available to purchasers only through a book entry system maintained by DTC (the “Book-Entry-Only System”). One or more fully registered bond certificates will be issued for each maturity, in the entire aggregate principal amount of the Bonds and will be deposited with DTC.

DTC and its Participants. DTC is a limited purpose trust company organized under the New York Bank 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 securities that its participants (the “**Direct Participants**”) deposit with DTC. DTC also facilitates the settlement among Direct Participants of securities transactions, such as transfers and pledges, in deposited securities through electronic computerized book-entry-only changes in DTC Participants’ accounts, thereby eliminating 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, in turn, is owned by a number of its Direct Participants and Members of the National Securities Clearing Corporation, Government Securities Clearing Corporation, MBS Clearing Corporation, and Emerging Markets Clearing Corporation, (the “NSCC”, “GSCC”, “MBSCC”, and “EMCC”, also subsidiaries of DTCC), as well as by the New York Stock Exchange, Inc. (the “NYSE”), the American Stock Exchange LLC and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others, such as both U.S. and non-U.S. securities brokers and dealers, banks and trust companies that clear through or maintain a custodial relationship with a Direct DTC Participant, either directly or indirectly (the “**Indirect Participants**” and, together with the Direct Participants, the “**Participants**”). DTC has S&P’s rating of “AA+.” The rules

applicable to DTC and its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtc.com.

Purchase of Ownership Interests. Purchases of the Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond (a "**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, but beneficial owners are 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 whom such beneficial owners entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of beneficial owners. Beneficial owners will not receive certificates representing their ownership interests in the Bonds, except as specifically provided in the Bonds in the event that use of the book-entry-only system is discontinued.

Payments of Principal and Interest. Principal and interest payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts, upon DTC's receipt of funds and corresponding detail information from the Registration Agent on the payable date in accordance with their respective holdings shown on DTC's records, unless DTC has reason to believe it will not receive payment on such date. Payments by Direct and Indirect Participants to beneficial owners will be governed by standing instructions and customary practices, as is the case with municipal securities held for the accounts of customers in bearer form or registered in "**street name**", and will be the responsibility of such Participant and not of DTC, the County or the Registration Agent subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, principal, tender price and interest payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Registration Agent, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the beneficial owners shall be the responsibility of Direct and Indirect Participants.

Notices. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to beneficial owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial owners of Bonds may wish to take certain steps to augment transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the bond documents. Beneficial owners of the Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to beneficial owners, or in the alternative, beneficial owners may wish to provide their names and addresses to the Registration Agent and request that copies of the notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds within a maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed. Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC's procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County as soon as practicable 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).

NONE OF THE COUNTY, THE MUNICIPAL ADVISOR, THE BOND COUNSEL OR THE REGISTRATION AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO SUCH PARTICIPANTS OR THE PERSONS FOR WHOM THEY ACT AS NOMINEES WITH RESPECT TO THE PAYMENT TO, OR THE PROVIDING OF NOTICE FOR, SUCH PARTICIPANTS OR THE PERSONS FOR WHOM THEY ACT AS NOMINEES.

Transfers of Bonds. 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 the Bonds with DTC and their registration in the name of Cede & Co. or such other nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual beneficial owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such 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.

None of the County, the Bond Counsel, the Registration Agent or the Underwriter will have any responsibility or obligation, legal or otherwise, to any party other than to the registered owners of any Bond on the registration books of the Registration Agent.

Discontinuance of Book-Entry-Only System. In the event that (i) DTC determines not to continue to act as securities depository for the Bonds or (ii) to the extent permitted by the rules of DTC, the County determines to discontinue the Book-Entry System; the Book-Entry System shall be discontinued. Upon the occurrence of the event described above, the County will attempt to locate another qualified securities depository, and if no qualified securities depository is available, Bond certificates will be printed and delivered to beneficial owners.

No Assurance Regarding DTC Practices. The foregoing information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the County believes to be reliable, but the County, the Bond Counsel, the Registration Agent and the Underwriter do not take any responsibility for the accuracy thereof. So long as Cede & Co. is the registered owner of the Bonds as nominee of DTC, references herein to the holders or registered owners of the Bonds will mean Cede & Co. and will not mean the beneficial owners of the Bonds. None of the County, the Bond Counsel, the Registration Agent or the Underwriter will have any responsibility or obligation to the Participants, DTC or the persons for whom they act with respect to (i) the accuracy of any records maintained by DTC or by any Direct or Indirect Participant of DTC, (ii) payments or the providing of notice to Direct Participants, the Indirect Participants or the beneficial owners or (iii) any other action taken by DTC or its partnership nominee as owner of the Bonds.

TRANSFERS AND EXCHANGES

The Bonds are transferable only by presentation to the Registration Agent by the registered owner, or his legal representative duly authorized in writing, of the registered Bond(s) to be transferred with the form of assignment on the reverse side thereof completed in full and signed with the name of the registered owner as it appears upon the face of the Bond(s) accompanied by

appropriate documentation necessary to prove the legal capacity of any legal representative of the registered owner. Upon receipt of the Bond(s) in such form and with such documentation, if any, the Registration Agent shall issue a new Bond or the Bond to the assignee(s) in \$5,000 denominations, or integral multiples thereof, as requested by the registered owner requesting transfer. The Registration Agent shall not be required to transfer or exchange any Bond during the period commencing on a Regular or Special Record Date and ending on the corresponding interest payment date of such Bond, nor to transfer or exchange any Bond after the notice calling such Bond for redemption has been made, nor to transfer or exchange any Bond during the period following the receipt of instructions from the County to call such Bond for redemption; provided, the Registration Agent, at its option, may make transfers after any of said dates. No charge shall be made to any registered owner for the privilege of transferring any Bond, provided that any transfer tax relating to such transaction shall be paid by the registered owner requesting transfer. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and neither the County nor the Registration Agent shall be affected by any notice to the contrary whether or not any payments due on the Bonds shall be overdue. The Bonds, upon surrender to the Registration Agent, may, at the option of the registered owner, be exchanged for an equal aggregate principal amount of the Bonds of the same maturity in any authorized denomination or denominations.

For more information on the duties of the Registration Agent, please refer to the Resolution. Also, please see the section entitled "SECURITIES OFFERED – Redemption."

SOURCES AND USES OF FUNDS

The following table sets forth the estimated sources and uses of funds relating to the proceeds from the Bonds:

Sources of Funds:

Par Amount
Plus: [Net] Original Issue Premium
TOTAL SOURCES:

Uses of Funds:

Deposit to the School Construction Fund
Underwriter's Discount
Costs of Issuance
TOTAL USES:

DISCHARGE AND SATISFACTION OF BONDS

(a) By paying or causing to be paid, by deposit of sufficient funds as and when required with the Registration Agent, the principal of and interest on such Bonds as and when the same become due and payable;

(b) By depositing or causing to be deposited with any trust company or financial institution whose deposits are insured by the Federal Deposit Insurance Corporation or similar federal agency and which has trust powers (an "Agent"; which Agent may be the Registration Agent) in trust or escrow, on or before the date of maturity or redemption, sufficient money or Federal Obligations, as hereafter defined, the principal of and interest on which, when due and

payable, will provide sufficient moneys to pay or redeem such Bonds, respectively, and to pay interest thereon when due until the maturity or redemption date (provided, if such Bonds, respectively, are to be redeemed prior to maturity thereof, proper notice of such redemption shall have been given or adequate provision shall have been made for the giving of such notice);

(c) By delivering such Bonds, to the Registration Agent, for cancellation by it; and if the County shall also pay or cause to be paid all other sums payable hereunder by the County with respect to such Bonds or make adequate provision therefor, and by resolution of the Governing Body instruct any such Escrow Agent to pay amounts when and as required to the Registration Agent for the payment of principal of and interest on the Bonds, when due, then and in that case the indebtedness evidenced by the Bonds, respectively, shall be discharged and satisfied and all covenants, agreements and obligations of the County to the holders of the Bonds, shall be fully discharged and satisfied and shall thereupon cease, terminate and become void.

If the County shall pay and discharge the indebtedness evidenced by any of the Bonds, in the manner provided in either clause (a) or clause (b) above, then the registered owners thereof shall thereafter be entitled only to payment out of the money or Federal Obligations deposited as aforesaid.

Except as otherwise provided, neither Federal Obligations nor moneys deposited with the Registration Agent nor principal or interest payments on any such Federal Obligations shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the principal and interest on said Bonds; provided that any cash received from such principal or interest payments on such Federal Obligations deposited with the Registration Agent, (A) to the extent such cash will not be required at any time for such purpose, shall be paid over to the County as received by the Registration Agent and (B) to the extent such cash will be required for such purpose at a later date, shall, to the extent practicable, be reinvested in Federal Obligations maturing at times and in amounts sufficient to pay when due the principal and interest to become due on the Bonds, respectively, on or prior to such redemption date or maturity date thereof, as the case may be, and interest earned from such reinvestments shall be paid over to the County, as received by the Registration Agent. Federal Obligations shall mean direct obligations of, or obligations, the principal of and interest on which are guaranteed by, the United States of America, which bonds or other obligations shall not be subject to redemption prior to their maturity other than at the option of the registered owner thereof.

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BONDHOLDERS' RISKS

GENERAL

Set forth below are certain risks purchasers of the Bonds should consider when making an investment decision. All potential risks are not included and the discussion is not intended to be exhaustive.

ENFORCEABILITY OF REMEDIES

The remedies available to the owners of the Bonds upon an event of default under the Resolution are in many respects dependent upon judicial actions, which are often subject to discretion and delay. The enforceability of remedies or rights with respect to the Bonds may be limited by state and federal laws, rulings and decisions affecting remedies and by bankruptcy, insolvency or other laws affecting creditors' rights or remedies heretofore or hereafter enacted. Under existing constitutional and statutory law and judicial decisions, certain remedies specified by the Resolution may not be readily available or may be limited. The legal opinion to be delivered concurrently with the delivery of the Bonds will be qualified as to the enforceability of the various legal instruments by limitations imposed by bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors generally.

ADDITIONAL BONDS

The County may issue additional bonds in accordance with the provisions of the Act. The issuance of additional bonds would increase the debt service requirements and could adversely affect the sources of funds available to service the Bonds.

LOSS OF TAX EXEMPTION

There is no provision for the redemption of the Bonds or for the payment of additional interest on the Bonds in the event that interest on the Bonds becomes includable in gross income for federal income tax purposes. In the event that interest on the Bonds becomes includable in gross income for federal income tax purposes, the value and marketability of the Bonds would likely be adversely affected. The County has covenanted not to do anything that would adversely affect the tax-exempt status of the Bonds.

See "LEGAL MATTERS – Tax Matters".

OTHER RISK FACTORS

In the future, the following additional factors, among others, may adversely affect the operations of the County to an extent that cannot be determined at this time:

(1) The ability of the County to insure or otherwise protect itself against property damage and general liability claims due to cost or other unknown factors.

(2) Proposals to eliminate the tax-exempt status of debt instruments issued by the County or to limit the use of such tax-exempt bonds, which have been made in the past, and which

may be made again in the future. The adoption of such proposals would increase the cost to the County of financing future capital needs.

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LEGAL MATTERS

LITIGATION

General. There are no suits threatened or pending challenging the legality or validity of the Bonds or the right of the County to sell or issue the Bonds or to collect its ad valorem taxes to pay principal of and interest on the Bonds.

At the time of delivery of and payment for the Bonds, the County will deliver, or cause to be delivered, a certificate of the County stating that there is no controversy or litigation of any nature then pending or threatened, restraining or enjoining the issuance, sale execution or delivery of the Bonds, or in any way contesting or affecting the validity of the Bonds or any proceedings of the County taken with respect to the authorization, issuance or sale thereof or the pledge or application of any moneys or security provided for the payment of the Bonds or the existence, boundaries or powers of the County, or the title of its officials to their respective offices. See the subsection in this section entitled “Closing Certificates” for additional information.

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

REMEDIES OF BONDHOLDERS

Under Tennessee law, any Bondholder has the right, in addition to all other rights:

(1) By mandamus or other suit, action or proceeding in any court of competent jurisdiction to enforce its rights against the County, including, but not limited to, the right to require the County to assess, levy and collect taxes adequate to carry out any agreement as to, or pledge of, such taxes, fees, rents, tolls, or other charges, and to require the County to carry out any other covenants and agreements, or

(2) By action or suit in equity, to enjoin any acts or things which may be unlawful or a violation of the rights of such Bondholder.

TAX MATTERS

Federal

General. Bass, Berry & Sims PLC, Nashville, Tennessee, is Bond Counsel for the Bonds. Their opinion under existing law, relying on certain statements by the County and assuming compliance by the County with certain covenants, is that interest on the Bonds:

- is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), and

- is not treated as an item of tax preference in calculating the alternative minimum tax imposed on individuals under the Code.

The Code imposes requirements on the Bonds that the County must continue to meet after the Bonds are issued. These requirements generally involve the way that the Bond proceeds must be invested and ultimately used. If the County does not meet these requirements, it is possible that a bondholder may have to include interest on the Bonds in its federal gross income on a retroactive basis to the date of issue. The County has covenanted to do everything necessary to meet these requirements of the Code.

A bondholder or who is a particular kind of taxpayer may also have additional tax consequences from owning the Bonds. This is possible if a bondholder is:

- an S corporation,
- a United States branch of a foreign corporation,
- a financial institution,
- a property and casualty or a life insurance company,
- an individual receiving Social Security or railroad retirement benefits,
- an individual claiming the earned income credit or
- a borrower of money to purchase or carry the Bonds.

If a bondholder is in any of these categories, it should consult its tax advisor.

Bond Counsel is not responsible for updating its opinion in the future. It is possible that future events or changes in applicable law could change the tax treatment of the interest on the Bonds or affect the market price of the Bonds. See also “Changes in Federal and State Tax Law” below in this heading.

Bond Counsel expresses no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel on the federal income tax treatment of interest on the Bonds, or under State, local or foreign tax law.

Bond Premium. If a bondholder purchases a Bond for a price that is more than the principal amount, generally the excess is “bond premium” on that Bond. The tax accounting treatment of bond premium is complex. It is amortized over time and as it is amortized a bondholder’s tax basis in that Bond will be reduced. The holder of a Bond that is callable before its stated maturity date may be required to amortize the premium over a shorter period, resulting in a lower yield on such Bonds. A bondholder in certain circumstances may realize a taxable gain upon the sale of a Bond with bond premium, even though the Bond is sold for an amount less than or equal to the owner’s original cost. If a bondholder owns any Bonds with bond premium, it should consult its tax advisor regarding the tax accounting treatment of bond premium.

Original Issue Discount. A Bond will have “original issue discount” if the price paid by the original purchaser of such Bond is less than the principal amount of such Bond. Bond Counsel’s opinion is that any original issue discount on these Bonds as it accrues is excluded from a bondholder’s federal gross income under the Internal Revenue Code. The tax accounting treatment of original issue discount is complex. It accrues on an actuarial basis and as it accrues a bondholder’s tax basis in these Bonds will be increased. If a bondholder owns one of these Bonds, it should consult its tax advisor regarding the tax treatment of original issue discount.

Information Reporting and Backup Withholding. Information reporting requirements apply to interest on tax-exempt obligations, including the Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with a Form W-9, “Request for Taxpayer Identification Number and Certification,” or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Bonds from gross income for Federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s Federal income tax once the required information is furnished to the Internal Revenue Service.

State Taxes

Under existing law, the Bonds and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) Tennessee excise taxes on interest on the Bonds during the period the Bonds are held or beneficially owned by any organization or entity, or other than a sole proprietorship or general partnership doing business in the State of Tennessee, and (b) Tennessee franchise taxes by reason of the inclusion of the book value of the Bonds in the Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee.

Changes In Federal And State Tax Law

From time to time, there are Presidential proposals, proposals of various federal and Congressional 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. It cannot be predicted whether, or in what form, these proposals might be enacted or if enacted, whether they would apply to Bonds prior to enactment. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value, 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. The opinions expressed by Bond Counsel are based upon existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any proposed or pending legislation, regulatory initiatives or litigation.

Prospective purchasers of the Bonds should consult their own tax advisors regarding the foregoing matters.

The form of the opinion of Bond Counsel is attached as “APPENDIX A: FORM OF OPINION”. Copies of the opinion will be available at the time of the initial delivery of the Bonds.

CLOSING CERTIFICATES

Upon delivery of the Bonds, the County will execute in a form satisfactory to Bond Counsel, certain closing certificates including the following: (i) A certificate as to the “Official Statement”, in final form (as defined herein), signed by the County Executive and the County Clerk acting in their official capacities to the effect that to the best of their knowledge and belief, and after reasonable investigation, (a) neither the “Official Statement”, in final form, nor any amendment or supplement thereto, contains any untrue statements of material fact or omits to state any material fact necessary to make statements therein, in light of the circumstances in which they are made, not misleading, (b) since the date of the “Official Statement”, in final form, no event has occurred which should have been set forth in such a memo or supplement, and (c) there is no litigation of any nature pending or threatened seeking to restrain the issuance, sale, execution and delivery of the Bonds, or contesting the validity of the Bonds or any proceeding taken pursuant to which the Bonds were authorized; (ii) a non-arbitrage certificate which supports the conclusions that based upon facts, estimates and circumstances in effect, upon delivery of the Bonds, the proceeds of the Bonds will not be used in a manner which would cause the Bonds to be arbitrage bonds; (iii) certificates as to the delivery and payment, signed by the County Executive and County Trustee acting in their official capacities evidencing delivery of and payment for the Bonds; (iv) a signature identification and incumbency certificate, signed by the County Executive, County Clerk and County Trustee acting in their official capacities certifying as to the due execution of the Bonds; and (v) a Continuing Disclosure Certificate regarding certain covenants of the County concerning the preparation and distribution of certain annual financial information and notification of certain material events, if any.

For additional information, see the section entitled “MISCELLANEOUS – Underwriting”, “MISCELLANEOUS - Additional Information” and MISCELLANEOUS - Continuing Disclosure”.

APPROVAL OF LEGAL PROCEEDINGS

Certain legal matters relating to the authorization and the validity of the Bonds are subject to the approval of Bass, Berry & Sims PLC, Nashville, Tennessee, bond counsel solely to the County (“Bond Counsel”). Bond Counsel did not prepare the “Preliminary Official Statement” or the “Official Statement”, in final form, or verified their accuracy, completeness or fairness. Accordingly, Bond Counsel expresses no opinion of any kind concerning the “Preliminary Official Statement” or “Official Statement”, in final form, except for the information under the section entitled “TAX MATTERS”. The opinion of Bond Counsel will be limited to matters relating to authorization and validity of the Bonds and to the tax-exemption of interest on the Bonds under present federal income tax laws, both as described above. The legal opinion will be delivered with the Bonds and the form of the opinion is included in APPENDIX A.

Certain legal matters will be passed upon for the County by its counsel, John M. Meadows Attorney, Livingston, Tennessee.

MISCELLANEOUS

RATING

S&P Global Ratings (“S&P”) has assigned the Bonds the credit rating of “AA-” which appears on the cover of this “Preliminary Official Statement”.

The County furnished S&P certain information and materials and had “due diligence” meetings concerning the Bonds and the County. Generally, S&P bases its ratings on such information and materials and also on such investigations, studies and assumptions that it may undertake independently. There is no assurance that any rating will be maintained for any given period of time or that it will not be revised downward or withdrawn entirely by S&P if, in its judgment, circumstances so warrant. The County undertakes no responsibility to oppose any such revision or withdrawal. Any such downward revision or withdrawal of the ratings or other actions by a rating agency may have an adverse effect on the market price of the Bonds.

Any explanation of the significance of the ratings may be obtained only from S&P.

COMPETITIVE PUBLIC SALE

The Bonds were offered for sale at competitive public bidding on June 4, 2018. Details concerning the public sale were provided to potential bidders and others through the “Preliminary Official Statement” that was dated May 22, 2018.

Through IPREO’s BiDCOMP®/Parity® system, ___ of the original ___ firms which indicated an interest in bidding for the Bonds submitted proposals ranging from the best bid of _____% on a true interest cost basis (“TIC”) to _____%.

The successful bidder for the Bonds was an account led by _____, _____ (the “Underwriter”) who contracted with the County, subject to the conditions set forth in the “Official Notice of Sale” including permitted adjustments, to purchase the Bonds at a price of \$ _____ (consisting of the par amount of the Bonds of \$ _____, plus a premium of \$ _____, less an underwriter’s discount of \$ _____) or a bid price of _____% of par.

FINANCIAL PROFESSIONALS

Municipal Advisor. Raymond James & Associates, Inc., (“Raymond James”) Nashville, Tennessee has served as Municipal Advisor to the County in connection with the Bonds and will receive compensation for duties performed in that role conditioned upon the sale and issuance of the Bonds.

Bond Counsel. Bass, Berry & Sims PLC represents Raymond James on legal matters unrelated to the County.

DEBT LIMITATIONS

Under the legal authority under which the Bonds are sold and issued, there is no limit on the amount of debt obligations that may be issued by the County. (See DEBT STRUCTURE - Indebtedness and Debt Ratios for more information).

ADDITIONAL DEBT OBLIGATIONS

The County has not authorized the sale or issuance of any additional debt obligations at this time.

OFFICIAL STATEMENT

Certain information relative to the location, economy and finances of the County is found in the "Preliminary Official Statement" and the "Official Statement". While not guaranteed as to completeness or accuracy, the "Preliminary Official Statement" and the "Official Statement" are believed to be correct as of their respective dates based on information supplied by the County and other reliable sources and by the certification by the County as to the "Official Statement".

Raymond James has not been engaged by County to provide or validate any information in this "Official Statement" relating to County, including (without limitation) any of County's financial and operating data, whether historical or projected. Raymond James is not a public accounting or auditing firm and has not been engaged by County to review or audit any information in this "Official Statement" in accordance with accounting standards.

CONTINUING DISCLOSURE

At the time the Bonds are delivered, the County will execute a Continuing Disclosure Certificate in which it will covenant for the benefit of holders and beneficial owners of the Bonds to provide certain financial information relating to the County by not later than twelve months after each of the County's fiscal years, (the "Annual Report"), commencing with the fiscal year ending June 30, 2018 and to provide notice of the occurrence of certain enumerated events. The Annual Report (and audited financial statements, if filed separately) will be filed with the Municipal Securities Rulemaking Board ("MSRB") through the operation of the Electronic Municipal Market Access system ("EMMA") and with any State Information Depository established in the State of Tennessee (the "SID"). If the County is unable to provide the Annual Report to the MSRB and the SID by the date required, notice of each failure will be sent to the MSRB and the SID on or before such date. The notices of events will be filed by the County with the MSRB and the SID. The specific nature of the information to be contained in the Annual Report or the notices of events will be summarized in the County's "Official Statement" to be prepared and distributed in connection with the sale of the Bonds. These covenants have been made in order to assist the Underwriters in complying with SEC Rule 15c2-12(b) (the "Rule").

The County committed to file its annual reports by not later than one year from the end of its preceding fiscal year ending on June 30 for its General Obligation Improvement Bonds, Series 2005, dated June 15, 2005, its General Obligation Refunding Bonds, Series 2008, dated September 17, 2008 and its General Obligation Refunding Bonds, Series 2008A, dated September 2, 2008 (collectively, the "Outstanding Bonds"). The County filed in a timely manner

its “Annual Financial Report” (i.e., Audit) each and every year and certain other material event notices as required with the Municipal Securities Rulemaking Board (“MSRB”) on the Electronic Municipal Market Access System (“EMMA”). However, the County failed to file certain additional required annual information relating to the Outstanding Bonds.

As required by its continuing disclosure certificates, the County committed to file annual updates for certain tables generally entitled “Summary of Long-Term Indebtedness”, “Indebtedness and Debt Ratios”, “Tax-Backed Debt Service Requirements”, “Fund Balances and Retained Earnings”, “Summary of Revenues, Expenditures and Changes in Fund Earnings – General Fund”, “Estimated Assessed Value of Property”, “Tax Rates and Tax Collections” and “Ten Largest Taxpayers” (collectively, the “Tables”).

The County's Tables for Fiscal Years 2013, 2014, 2015, 2016 and 2017 have been appropriately filed on EMMA for the Outstanding Bonds under the County's base CUSIP Number 963694. To further assure compliance with its Continuing Disclosure Undertaking in the future, the County has adopted a formal resolution approving tax policies and continuing disclosure policies. Additionally, the County has retained Raymond James & Associates, Inc. as its Dissemination Agent to prepare and monitor the filing of required information on an annual basis.

Except for foregoing, the County has not failed to comply, in any material respect, in the last five years with any previous undertakings. See “APPENDIX C: Form of Continuing Disclosure Certificate” for additional information.

ADDITIONAL INFORMATION

References, excerpts and summaries contained herein of certain provisions of the laws of the State and any documents referred to herein do not purport to be complete statements of the provisions for such laws or documents, and reference should be made to the complete provisions thereof for a full and complete statement of all matters of fact relating to the Bonds, the security for the payment of the Bonds and the rights of the holders thereof. The “Preliminary Official Statement” and the “Official Statement” in final forms, and any advertisement of the Bonds are not to be construed as a contract or agreement between the County and the purchasers of any of the Bonds. Any statements or information printed in the “Preliminary Official Statement” and the “Official Statement”, in final forms, involving matters of opinion or of estimates, whether or not expressly so identified, is intended merely as such and not representations of fact.

The County has deemed this “Preliminary Official Statement” as “final” as of its date within the meaning of Rule 15c2-12(b)(5) of the Securities and Exchange Commission (the “SEC”) (the “Rule”) except for certain information allowed to be omitted by the Rule.

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CERTIFICATION OF THE COUNTY

At the time of payment for and delivery of the Bonds, the County will furnish the purchaser a certificate, signed by the County Executive and the County Clerk, to the effect that (a) the descriptions and statements of or pertaining to the County contained in its “Official Statement” and any addendum thereto, for its Bonds, on the date of such “Official Statement”, on the date of sale of the Bonds and on the date of the delivery, were and are true and correct in all material respects; (b) insofar as the County and its affairs, including its financial affairs, are concerned, such “Official Statement” did not and does not contain an untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make the statements therein, in the light of circumstances under which they were made, not misleading; (c) insofar as the descriptions and statements, including financial data of or pertaining to entities other than the County, and their activities contained in such “Official Statement” are concerned, such statements and data have been obtained from sources which the County believes to be reliable and that the County has no reason to believe that they are untrue in any material respect; and (d) there has been no material adverse change in the financial condition of the County since June 30, 2017, the date of the last audited financial statements of the County, the electronic link to which appears in “APPENDIX D: Annual Financial Report”.

/s/ _____
County Executive

ATTEST:

/s/ _____
County Clerk

APPENDIX A

FORM OF LEGAL OPINION

(Proposed Form of Opinion of Bond Counsel)

150 Third Avenue South, Suite 2800
Nashville, TN 37201
(615) 742-6200

(Closing Date)

Board of County Commissioners
of White County, Tennessee
Sparta, Tennessee

[Purchaser]

Ladies and Gentlemen:

We have acted as bond counsel to White County, Tennessee (the "Issuer") in connection with the issuance of \$_____ General Obligation School Bonds, Series 2018, dated June __, 2018 (the "Bonds"). We have examined the law and such certified proceedings and other papers as we deemed necessary to render this opinion.

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 such facts by independent investigation.

Based on our examination, we are of the opinion, as of the date hereof, as follows:

1. The Bonds have been duly authorized, executed and issued in accordance with the constitution and laws of the State of Tennessee and constitute valid and binding general obligations of the Issuer.
2. The resolution of the Board of Commissioners of the Issuer authorizing the Bonds has been duly and lawfully adopted, is in full force and effect and is a valid and binding agreement of the Issuer enforceable in accordance with its terms.
3. The principal of and interest on the Bonds are payable from unlimited ad valorem taxes to be levied on all taxable property within the Issuer. The Bonds constitute general obligations of the Issuer for the payment of which the Issuer has validly and irrevocably pledged its full faith and credit.
4. Interest on the Bonds (including any original issue discount properly allocable to an owner thereof) is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and interest on the Bonds is not treated as an item of tax preference in calculating the alternative minimum tax imposed on individuals under the Code. The opinion set forth in the preceding sentence is subject to the condition that the Issuer comply with all requirements of the Code, that must be satisfied subsequent to the issuance of the Bonds in order that interest thereon be, or continue to be, excluded from gross income for federal income tax purposes. Failure to comply with certain of such requirements could

cause interest on the Bonds to be so included in gross income retroactive to the date of issuance of the Bonds. The Issuer has covenanted to comply with all such requirements. Except as set forth in this Paragraph 4, we express no opinion regarding other federal tax consequences arising with respect to the Bonds.

5. Under existing law, the Bonds and the income therefrom are exempt from all present state, county and municipal taxes in Tennessee except (a) Tennessee excise taxes on all or a portion of the interest on any of the Bonds during the period such Bonds are held or beneficially owned by any organization or entity, other than a sole proprietorship or general partnership, doing business in the State of Tennessee, and (b) Tennessee franchise taxes by reason of the inclusion of the book value of the Bonds in the Tennessee franchise tax base of any organization or entity, other than a sole proprietorship or general partnership doing business in the State of Tennessee.

It is to be understood that the rights of the owners of the Bonds and the enforceability of the Bonds and the resolution authorizing the Bonds may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and that their enforcement may be subject to the exercise of judicial discretion in accordance with general principles of equity.

We express no opinion herein as to the accuracy, adequacy or completeness of the Official Statement relating to the Bonds.

This opinion is given as of the date hereof, and we assume no obligation to update 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.

Yours truly,

APPENDIX B

SUPPLEMENTAL INFORMATION STATEMENT

WHITE COUNTY, TENNESSEE

INTRODUCTION

White County (the “County”) is located about 90 miles west of Knoxville, around 100 miles north of Chattanooga and about 80 miles east of Nashville along I-40 in the Upper Cumberland Region of Middle Tennessee. Sparta, the County seat is located approximately 15 miles south of Cookeville (Putnam County), Tennessee.



The County is bounded by Putnam, Cumberland, Bledsoe, Van Buren, Warren and DeKalb Counties. According to the U.S. Census, the approximate land area of the County is 379 square miles.

Interstate 40 and U. S. 70N are major highways that serve the County. State routes 1, 26, 84, 111, 135, 136, 285 and 289 also provide a transportation network linking the County. The Caney Fork & Western Railroad links the County with CSX Transportation at Tullahoma, Tennessee. The track runs 59.1 miles from Tullahoma to Sparta, Tennessee, making it the fourth longest short line railroad in the State.

The Upper Cumberland Regional Airport is a general aviation facility located in the County. This facility features a 6,704 foot runway and is equipped with advanced navigation and weather instrumentation. The nearest commercial airport is in Nashville.

<u>Census Population*</u>	<u>White County</u>	<u>% Increase</u>	<u>Tennessee</u>	<u>% Increase</u>
2016 ¹	26,653	3.14%	6,651,194	4.8%
2010	25,841	11.86%	6,346,105	11.5%
2000	23,102	14.99%	5,689,283	16.7%
1990	20,090	2.67%	4,877,185	6.2%
1980	19,567	14.51%	4,591,120	16.9%
1970	17,088	9.70%	3,926,018	10.1%

*Source: U.S. Census Bureau

¹Source: U.S. Census Bureau “Population and Housing Unit Estimates Tables”.

GOVERNMENTAL STRUCTURE

General. A 14-member Board of County Commissioners (the “Governing Body”) governs the County. Commissioners are elected to four-year terms of office with the most recent term beginning in September 2014. There are 2 Commissioners each elected from 7 Districts. The County Executive is the chief executive officer and ceremonial head of the County. The County Executive is elected County-wide to a four-year term of office that runs concurrent with the terms of the Governing Body.

Financial Management. The Department of Finance operates under the authority of the County Financial Management System of 1981 (T.C.A. Sections 5-21-101 through 5-21-129 which consolidates all financial activities of County Government, the Highway Department and the School System under a single department.

The Department of Finance is tasked with maintaining all funds in conformity with generally accepted accounting principals (GAAP), ensuring compliance with all rules and regulations established by the Tennessee Comptroller of the Treasury and Tennessee Commissioner of Education, as well as complying with all laws of the State. The Department is overseen by the County Financial Management Committee which appoints the Director of Finance. The Financial Management Committee is comprised of the County Executive, Highway Superintendent, Director of Schools and four County Commissioners.

County Services. County services include judicial, public safety, parks and recreation, public health, emergency services, public library, solid waste collection, planning, roads and bridges, assessing and collecting property taxes and public education.

For additional information on the County, please visit the official County website: www.whitecountyttn.gov

EMPLOYMENT INFORMATION

The chart below depicts the average annual employment and unemployment trends in the County and State (on a seasonally adjusted basis) for the last 10 years:

ANNUAL AVERAGE										
<u>Location</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>
United States	4.3%	5.3%	6.2%	7.4%	8.1%	8.9%	9.6%	9.3%	5.8%	5.8%
Tennessee	4.0%	5.8%	6.7%	7.8%	8.0%	9.2%	9.7%	10.5%	6.4%	5.0%
White County	5.1%	6.0%	7.3%	9.5%	9.8%	9.9%	10.5%	14.1%	8.4%	6.3%
✓ Workforce	11,740	11,430	11,450	11,890	12,210	12,490	12,330	10,670	10,630	10,470
✓ Employment	11,140	10,740	10,610	10,760	11,020	11,250	11,040	9,170	9,740	9,810
✓ Unemployment	600	690	840	1,130	1,190	1,230	1,300	1,500	890	660

Source: Tennessee Department of Employment Security, Annual Averages: Labor Force and Nonfarm Employment Estimates

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LARGEST EMPLOYERS

The largest employers in the County in FY 2017 are shown below:

<u>Employer</u>	<u>Product/Service</u>	<u>Approx. Total</u>	<u>Rank</u>	<u>% County Total</u>
White County School System	Public Education	686	1	5.68%
THK Rhythm North America, Co., Ltd.	Automotive Component Manufacturing	352	2	2.92%
Tri-State Distribution, Inc.	Pharmaceutical Containers Manuf.	346	3	2.87%
SeaStar Solutions (Moeller Marine Products)	Marine Accessories Supplier	300	4	2.49%
Wal-Mart	Retailer	255	5	2.11%
Saint Thomas Highlands Hospital	Healthcare	250	6	2.07%
BBB Industries	Automotive Component Manufacturing	240	7	1.99%
White County Government	Government	213	8	1.76%
Life Care Center of Sparta	Healthcare	198	9	1.64%
Precision Molding, Inc.	Plastic Injection Moldings	167	10	1.38%
Jackson Kayak	Recreation Products Manufacturing	142	11	1.18%
BASF Corporation	Plastic Fabrication	120	12	0.99%
Rebo Lighting and Electronics (Federal Mogul)	Automotive Component Manufacturing	105	13	0.87%
LanMills	Packaging Components Supplier	<u>100</u>	14	0.83%
	Total:	<u>3,474</u>		
	Total Employment*:	12,070		28.78%

Source: White County Government

* Estimated as of February 2018 – Tennessee Department of Labor & Workforce Development “Labor Force Estimates”.

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ECONOMIC DATA

ANNUAL AVERAGE PER CAPITA PERSONAL INCOME

<u>Location</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>
U. S.	\$49,246	\$47,669	\$46,049	\$44,438	\$44,266	\$42,453	\$40,277	\$39,376	\$41,082	\$39,821
Tennessee	\$43,326	\$42,069	\$40,457	\$39,312	\$39,137	\$37,323	\$35,601	\$34,468	\$35,307	\$34,227
White County	\$31,752	\$31,017	\$29,966	\$29,438	\$29,456	\$28,109	\$26,679	\$25,914	\$26,882	\$25,841
County vs. U. S.	64.5%	65.1%	65.1%	66.2%	66.5%	66.2%	66.2%	65.8%	65.4%	64.9%
County vs. TN	73.3%	73.7%	74.1%	74.9%	75.3%	75.3%	74.9%	75.2%	76.1%	75.5%

Source: U.S. Department of Commerce, Bureau of Economic Analysis – CA1-3 and SA1 Personal Income Summary. All dollars are in current dollars not adjusted for inflation.

EDUCATIONAL OPPORTUNITIES

White County School System. Public education is provided to residents by the White County School System which is directed by the local Board of Education (the “Board”) and administered by the Director of Schools appointed by the Board. The County operates 9 traditional schools, including 7 elementary schools, 1 middle school and 1 high school.

For the last several fiscal years, the White County School System’s full time equivalent average daily membership was as follows:

<u>Fiscal Years</u> <u>(Ending June 30th)</u>	<u>Enrollment</u>
2017	3,828
2016	3,859
2015	3,944
2014	3,935
2013	3,929
2012	3,969

Source: Tennessee Department of Education – Annual Statistical Reports

Higher Education. Tennessee Technological University, popularly known as Tennessee Tech, is an accredited public university located in Cookeville, Tennessee. It was formerly known as Tennessee Polytechnic Institute (1915), and before that as Dixie College, the name under which it was founded as a private institution in 1909. The University places special emphasis on undergraduate education in fields related to engineering and technology, although degrees in education, liberal arts, agriculture, nursing, and other fields of study can be pursued as well. Additionally, there are graduate offerings in engineering, education, business, and the liberal arts.

The University is governed by a Board of Trustees. Tennessee Tech’s athletic teams compete in the Ohio Valley Conference.

Tennessee Tech’s estimated enrollment is nearly 10,500 students (including 9,437 undergraduate and 1,055 graduate students). The University’s main campus includes 87 buildings on 235 acres centered in north Cookeville.

For additional information, see the Tennessee Tech website: www.tntech.edu

Source: Tennessee Tech and Tennessee Board of Regions websites

Community Colleges and Technical Schools. Operating under the jurisdiction of the Board of Regents, several Colleges of Applied Technology are also located nearby in both Crossville, Livingston and McMinnville. There is also a Motlow State Community College site located in Sparta offering several general education classes. Additionally, there are a significant number of courses available at satellite campuses of the Board of Regents’ Community College System including the Nashville State Community College center in Cookeville, now known as the Cookeville Higher Education Center (“CHEC”). CHEC is a partnership between Tennessee Tech, Vol State and TCAT – Livingston. CHEC offers two year college degree program and courses in technologies that are used by highly sophisticated businesses allowing students training for well-paying jobs and careers.

Source: Tennessee Board of Regents website and <http://cookevillecampus.org/about-chech/>

Additional Education Opportunities. Numerous other private and public institutions are conveniently located near the County especially in Knoxville, Nashville and Chattanooga.

HEALTHCARE

Saint Thomas Highlands Hospital. Since August 2015, Highlands Hospital has been owned by Ascension, the parent company of Saint Thomas Health which is based in Nashville. Ascension is a faith-based healthcare organization dedicated to transformation through innovation across the continuum of care. As the largest non-profit health system in the U.S. and the world’s largest Catholic health system, Ascension is committed to delivering compassionate, personalized care to all, with special attention to persons living in poverty and those most vulnerable. Located in Sparta, Highlands Hospital features a 60 licensed bed facility offering a full range of medical services including St. Thomas Highlands Hospital offers 24-hour emergency room care, family practice, general surgery, geriatric psychiatry, gynecology, intensive care unit, MRI, orthopedics, otolaryngology, physical therapy, podiatry, pulmonology, radiology, respiratory therapy, urology. 21 active physicians, and 43 courtesy physicians.

For additional information, see the website: <https://www.sthealth.com/Locations/Saint-Thomas-Highlands-Hospital/About-Us>

Cookeville Regional Medical Center. Cookeville Regional Medical Center (the “Medical Center”) is a 247 bed national award-winning, state-of-the-art regional medical center owned by the City of Cookeville that serves the entire 14-county Upper Cumberland region. The Medical Center currently employs a staff of more than 2,000 and has more than 200 on its active and

courtesy medical staffs. The Medical Center offers an extensive array of specialty services through a number of Centers of Excellence which include the Heart Center, the Cancer Center, the Women's Center, the Imaging Center, the Rehab Center, the Spine Center, the Sleep Center and the Robotics Program among other traditional medical services.

Source: Cookeville Regional Medical Center website

RECENT DEVELOPMENTS

Hörmann, LLC. In mid-fall 2017, Hörmann, LLC, announced that it would invest nearly \$64 million and create approximately 200 new jobs by establishing a new manufacturing facility in Sparta. Headquartered in Germany, Hörmann is a leading manufacturer of building entry systems. Plant construction began in early 2018. The 350,000-square-foot facility is expected to be operational in mid-2019. Hörmann will produce residential and commercial sectional garage doors at the facility, serving customers across North America. Hörmann's products cover a wide range of doors for residential and commercial applications. Founded in 1935, Hörmann is family-operated and serves customers in more than 60 countries.

Source: Tennessee Town & City – October 23, 2017

Fitzgerald Industrial Park. In July 2017, Fitzgerald Industrial Park was officially opened as the headquarters for Fitzgerald Truck Parts and Sales, which will create 125 jobs. The Park is the also the new home of Fitzgerald Collision and Repair. The Park consists of approximately 75 acres immediately adjacent to the Upper Cumberland Regional Airport. Including a subsequent purchase of additional acreage by Fitzgerald, the new Park now totals approximately 85 acres. The majority of the new Park was previously known as the Upper Cumberland Industrial Park. The Upper Cumberland Industrial Park was publically held by the White County Industrial Development Board and was developed with federal and State grants and local governmental investment.

Fitzgerald Collision & Repair. In late June 2017, Fitzgerald Collision announced that it would establish new operations in White County. The company provides collision repair for commercial truck fleets across the U.S. The new facility in White County will create 75 jobs and expand on current operations already established in nearby Overton County.

LanMills. In January 2018, LanMills opened its headquarters in a 100,000 sq. foot leased building in the Fitzgerald Industrial Park and anticipates employing approximately 100 people. LanMills, is a family owned and operated company with more than 25 years in the packaging industry. LanMills is equipped to provide crates, pallets and many other packaging products.

Endura Products. On April 9, 2018, Endura Products announced that it had lost one of its major customers resulting in the closure of its Sparta facility which currently employs approximately 75 workers.

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WHITE COUNTY, TENNESSEE
DEBT STRUCTURE
SUMMARY OF INDEBTEDNESS
As of June 30, 2017

The following section outlines various important factors relating to the debt of the County.

Amount Issued⁽¹⁾	Purpose	Due Date	Interest Rates	Debt Outstanding
\$ 1,000,000	General Obligation Improvement Bonds, Series 2005	June 2025	Fixed	\$ 505,000
5,120,000	General Obligation Refunding Bonds, Series 2008	June 2020	Fixed	1,485,000
8,175,000	General Obligation Refunding Bonds, Series 2008A	June 2020	Fixed	2,375,000
531,500	Solid Waste Capital Outlay Notes (2017)	February 28, 2025	Fixed	531,500
<u>\$ 14,826,500</u>	Total Existing Debt			<u>\$ 4,896,500</u>
20,000,000	General Obligation School Bonds, Series 2018*	June 2038		20,000,000
(531,500)	Less: Revenue Supported Debt			(531,500)
<u><u>\$ 34,826,500</u></u>	Total Debt Authorized and/or Outstanding			<u><u>\$ 24,896,500</u></u>

(1) Does not include capitalized leases outstanding, compensated absence or additional notes, if any.

*Subject to adjustment and revision as outlined in the "Official Notice of Sale".

**WHITE COUNTY, TENNESSEE
INDEBTEDNESS AND DEBT RATIOS**

INTRODUCTION

The information set forth in the following table is based upon information derived in part from the Annual Financial Reports of the County including those for the most current audited fiscal year which are attached in APPENDIX C. This schedule should be read in conjunction with those statements. This schedule does not include any future funding plans whether disclosed in here or not in the "Official Statement"

<u>INDEBTEDNESS</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	After Issuance <u>2018</u>
TAX SUPPORTED											
General Obligation Bonds ⁽¹⁾	\$ -	\$ 13,075,000	\$ 12,120,000	\$ 11,130,000	\$ 10,100,000	\$ 9,035,000	\$ 7,940,000	\$ 6,795,000	\$ 5,605,000	\$ 4,365,000	\$ 24,365,000
G.O. Loan Agreements	13,210,000	-	-	-	-	-	-	-	-	-	-
General Obligation Notes	2,366,666	2,057,142	1,347,620	771,429	428,572	285,715	142,858	-	-	-	-
TOTAL TAX SUPPORTED	\$ 15,576,666	\$ 15,132,142	\$ 13,467,620	\$ 11,901,429	\$ 10,528,572	\$ 9,320,715	\$ 8,082,858	\$ 6,795,000	\$ 5,605,000	\$ 4,365,000	\$ 24,365,000
REVENUE SUPPORTED											
Solid Waste Notes	\$ -	\$ -	\$ 813,998	\$ 672,031	\$ 530,064	\$ 388,097	\$ 246,130	\$ 104,163	\$ -	\$ 531,500	\$ 531,500
TOTAL REVENUE SUPPORTED	\$ -	\$ -	\$ 813,998	\$ 672,031	\$ 530,064	\$ 388,097	\$ 246,130	\$ 104,163	\$ -	\$ 531,500	\$ 531,500
TOTAL DEBT	\$ 15,576,666	\$ 15,132,142	\$ 14,281,618	\$ 12,573,460	\$ 11,058,636	\$ 9,708,812	\$ 8,328,988	\$ 6,899,163	\$ 5,605,000	\$ 4,896,500	\$ 24,896,500
Less: Revenue Supported Debt	-	-	(813,998)	(672,031)	(530,064)	(388,097)	(246,130)	(104,163)	-	\$ (531,500)	\$ (531,500)
Less: Debt Service Fund	(3,086,859)	(2,153,583)	(1,028,168)	(1,271,257)	(1,021,621)	(779,595)	(557,041)	(299,363)	(381,384)	(616,036)	(616,036)
NET DIRECT DEBT	\$ 12,489,807	\$ 12,978,559	\$ 12,439,452	\$ 10,630,172	\$ 9,506,951	\$ 8,541,120	\$ 7,525,817	\$ 6,495,637	\$ 5,223,616	\$ 3,748,964	\$ 23,748,964
OVERLAPPING DEBT⁽²⁾	\$ 2,601,199	\$ 2,760,984	\$ 2,249,139	\$ 1,907,807	\$ 1,632,805	\$ 1,397,734	\$ 1,243,637	\$ 1,085,535	\$ 1,141,879	\$ 1,179,551	\$ 1,179,551
NET DIRECT & OVERLAPPING DEBT	\$ 15,091,006	\$ 15,739,543	\$ 14,688,591	\$ 12,537,979	\$ 11,139,756	\$ 9,938,854	\$ 8,769,454	\$ 7,581,172	\$ 6,365,495	\$ 4,928,515	\$ 24,928,515
PROPERTY TAX BASE⁽³⁾											
Estimated Actual Value	\$1,278,072,132	\$1,289,255,390	\$1,451,040,113	\$1,421,943,404	\$1,437,739,487	\$1,469,655,597	\$1,470,084,105	\$1,484,754,255	\$1,561,883,564	\$1,549,149,872	\$1,609,918,053
Estimated Appraised Value	1,278,072,132	1,289,255,390	1,304,049,750	1,421,943,404	1,437,739,487	1,469,655,597	1,470,084,105	1,484,754,255	1,561,883,564	1,549,149,872	1,550,834,060
Estimated Assessed Value	352,274,996	356,208,880	360,025,383	392,966,673	397,708,186	407,467,059	408,843,516	410,958,230	434,421,857	429,202,757	428,807,689

Sources: Annual Financial Reports of the County and the Tax Aggregate Reports of the State of Tennessee.

⁽¹⁾ Does not include compensated absences or capitalized leases. See the Notes to the Financial Statements in APPENDIX C for additional details.

⁽²⁾ Overlapping Debt includes the City of Sparta. Source: City of Sparta Annual Financial Reports.

⁽³⁾ The most recent reappraisal of property was effective January 1, 2015. The next reappraisal of property will be in 2020. The amounts shown in the After Issuance column include estimates.

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	After Issuance <u>2018</u>
DEBT RATIOS											
TOTAL DEBT to Estimated Actual Value	1.22%	1.17%	0.93%	0.84%	0.73%	0.63%	0.55%	0.46%	0.36%	0.28%	1.51%
TOTAL DEBT to Appraised Value	1.22%	1.17%	1.03%	0.84%	0.73%	0.63%	0.55%	0.46%	0.36%	0.28%	1.57%
TOTAL DEBT to Assessed Value	4.42%	4.25%	3.74%	3.03%	2.65%	2.29%	1.98%	1.65%	1.29%	1.02%	5.68%
NET DIRECT DEBT to Estimated Actual Value	0.98%	1.01%	0.86%	0.75%	0.66%	0.58%	0.51%	0.44%	0.33%	0.24%	1.48%
NET DIRECT DEBT to Appraised Value	0.98%	1.01%	0.95%	0.75%	0.66%	0.58%	0.51%	0.44%	0.33%	0.24%	1.53%
NET DIRECT DEBT to Assessed Value	3.55%	3.64%	3.46%	2.71%	2.39%	2.10%	1.84%	1.58%	1.20%	0.87%	5.54%
OVERLAPPING DEBT to Estimated Actual Value	0.20%	0.21%	0.16%	0.13%	0.11%	0.10%	0.08%	0.07%	0.07%	0.08%	0.07%
OVERLAPPING DEBT to Appraised value	0.20%	0.21%	0.17%	0.13%	0.11%	0.10%	0.08%	0.07%	0.07%	0.08%	0.08%
OVERLAPPING DEBT to Assessed Value	0.74%	0.78%	0.62%	0.49%	0.41%	0.34%	0.30%	0.26%	0.26%	0.27%	0.28%
NET DIRECT & OVERLAPPING DEBT to Estimated Actual Value	1.18%	1.22%	1.01%	0.88%	0.77%	0.68%	0.60%	0.51%	0.41%	0.32%	1.55%
NET DIRECT & OVERLAPPING DEBT to Appraised Value	1.18%	1.22%	1.13%	0.88%	0.77%	0.68%	0.60%	0.51%	0.41%	0.32%	1.61%
NET DIRECT & OVERLAPPING DEBT to Assessed Value	4.28%	4.42%	4.08%	3.19%	2.80%	2.44%	2.14%	1.84%	1.47%	1.15%	5.81%
PER CAPITA RATIOS											
POPULATION ⁽¹⁾	23,102	23,102	25,841	25,841	25,841	25,841	25,841	25,841	26,653	26,653	26,653
PER CAPITA PERSONAL INCOME ⁽²⁾	\$26,882	\$25,914	\$26,679	\$28,109	\$29,456	\$29,438	\$29,966	\$31,017	\$31,752	\$31,752	\$31,752
Estimated Actual Value to POPULATION	55,323	55,807	56,153	55,027	55,638	56,873	56,890	57,457	58,601	58,123	60,403
Assessed Value to POPULATION	15,249	15,419	13,932	15,207	15,391	15,768	15,822	15,903	16,299	16,103	16,089
TOTAL DEBT to POPULATION	674	655	521	461	407	361	313	263	210	164	914
NET DIRECT DEBT to POPULATION	541	562	481	411	368	331	291	251	196	141	891
Total Debt Per Capita as a percent of PER CAPITA PERSONAL INCOME	2.51%	2.53%	1.95%	1.64%	1.38%	1.23%	1.04%	0.85%	0.66%	0.52%	2.88%
NET DIRECT DEBT Per Capita as a % of PER CAPITA PERSONAL INCOME	2.01%	2.17%	1.80%	1.46%	1.25%	1.12%	0.97%	0.81%	0.62%	0.44%	2.81%

⁽¹⁾ Population data according to the 2010 U.S. Census and the population estimates for 2016 and thereafter are according to State news releases.

⁽²⁾ PER CAPITA PERSONAL INCOME is based upon data from the Bureau of Economic Analysis.

WHITE COUNTY, TENNESSEE
DEBT SERVICE REQUIREMENTS - TAX BACKED

FY Ended 6/30	Existing Debt as of June 30, 2017 ⁽¹⁾			G. O. School Bonds, Series 2018*			Total Bonded Debt Service Requirements ^{(1)*}			% Principal Repaid
	Principal	Interest	TOTAL	Principal	Interest	TOTAL	Principal	Interest	TOTAL	
2018	\$ 1,290,000	\$ 185,028	\$ 1,475,028	\$ -	\$ -	\$ -	\$ 1,290,000	\$ 185,028	\$ 1,475,028	
2019	1,340,000	131,390	1,471,390	700,000	768,889	1,468,889	2,040,000	900,279	2,940,279	
2020	1,400,000	74,640	1,474,640	695,000	772,000	1,467,000	2,095,000	846,640	2,941,640	
2021	60,000	14,520	74,520	725,000	744,200	1,469,200	785,000	758,720	1,543,720	
2022	65,000	11,970	76,970	755,000	715,200	1,470,200	820,000	727,170	1,547,170	
2023	65,000	9,175	74,175	785,000	685,000	1,470,000	850,000	694,175	1,544,175	32.34%
2024	70,000	6,380	76,380	815,000	653,600	1,468,600	885,000	659,980	1,544,980	
2025	75,000	3,300	78,300	850,000	621,000	1,471,000	925,000	624,300	1,549,300	
2026	-	-	-	880,000	587,000	1,467,000	880,000	587,000	1,467,000	
2027	-	-	-	920,000	551,800	1,471,800	920,000	551,800	1,471,800	
2028	-	-	-	955,000	515,000	1,470,000	955,000	515,000	1,470,000	51.08%
2029	-	-	-	995,000	476,800	1,471,800	995,000	476,800	1,471,800	
2030	-	-	-	1,030,000	437,000	1,467,000	1,030,000	437,000	1,467,000	
2031	-	-	-	1,075,000	395,800	1,470,800	1,075,000	395,800	1,470,800	
2032	-	-	-	1,115,000	352,800	1,467,800	1,115,000	352,800	1,467,800	
2033	-	-	-	1,160,000	308,200	1,468,200	1,160,000	308,200	1,468,200	73.14%
2034	-	-	-	1,210,000	261,800	1,471,800	1,210,000	261,800	1,471,800	
2035	-	-	-	1,255,000	213,400	1,468,400	1,255,000	213,400	1,468,400	
2036	-	-	-	1,305,000	163,200	1,468,200	1,305,000	163,200	1,468,200	
2037	-	-	-	1,360,000	111,000	1,471,000	1,360,000	111,000	1,471,000	
2038	-	-	-	1,415,000	56,600	1,471,600	1,415,000	56,600	1,471,600	100.00%
	<u>\$ 4,365,000</u>	<u>\$ 436,403</u>	<u>\$ 4,801,403</u>	<u>\$ 20,000,000</u>	<u>\$ 9,390,289</u>	<u>\$ 29,390,289</u>	<u>\$ 24,365,000</u>	<u>\$ 9,826,692</u>	<u>\$ 34,191,692</u>	

NOTES:

(1) Does not include all capitalized leases, compensated absences or additional notes, if any. For more information, see the notes to the Financial Statements in the ANNUAL FINANCIAL STATEMENTS included herein.

*Subject to revision and adjustment as outlined in the "Official Notice of Sale".

WHITE COUNTY, TENNESSEE
DEBT SERVICE REQUIREMENTS - REVENUE SUPPORTED

FY Ended 6/30	Existing Revenue Notes As of June 30, 2017 ⁽¹⁾			Total Note Debt Service Requirements ⁽¹⁾			% Principal Repaid
	Principal	Interest	TOTAL	Principal	Interest	TOTAL	
2018	\$ 66,437	\$ 13,766	\$ 80,203	\$ 66,437	\$ 13,766	\$ 80,203	
2019	66,438	12,045	78,483	66,438	12,045	78,483	
2020	66,437	10,342	76,779	66,437	10,342	76,779	
2021	66,438	8,604	75,042	66,438	8,604	75,042	
2022	66,437	6,883	73,320	66,437	6,883	73,320	
2023	66,438	5,162	71,600	66,438	5,162	71,600	75.00%
2024	66,437	3,441	69,878	66,437	3,441	69,878	
2025	66,438	1,721	68,159	66,438	1,721	68,159	100.00%
	<u>\$ 531,500</u>	<u>\$ 61,964</u>	<u>\$ 593,464</u>	<u>\$ 531,500</u>	<u>\$ 61,964</u>	<u>\$ 593,464</u>	

NOTES:

⁽¹⁾ Does not include all capitalized leases or compensated absences, if any. For more information, see the notes to the Financial Statements in the ANNUAL FINANCIAL STATEMENTS included herein.

WHITE COUNTY, TENNESSEE
Summary of Revenues, Expenditures and
Changes In Fund Balances - General Fund

	For Fiscal Year Ending June 30									
	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Revenues										
Local Taxes	\$ 4,477,672	\$ 4,592,652	\$ 4,529,460	\$ 4,630,756	\$ 5,029,737	\$ 5,114,865	\$ 5,529,620	\$ 5,671,629	\$ 6,652,276	\$ 6,846,293
Licenses and Permits	63,067	65,363	73,678	77,845	84,967	94,049	99,895	111,089	118,550	120,531
Fines, Forfeitures and Penalties	128,905	137,100	127,532	118,990	116,935	114,092	172,943	154,339	185,498	213,385
Charges for Services	981,597	1,048,676	1,087,799	1,228,441	1,052,077	1,028,377	1,729,205	1,503,969	1,479,051	1,577,471
Other Local Revenues	147,914	165,758	148,335	144,128	154,190	131,472	126,912	111,209	108,833	933,274
Fees Received from County Officials	910,637	924,118	915,392	1,004,022	930,627	920,995	976,011	1,025,031	1,082,992	1,107,294
State of Tennessee	812,233	896,968	1,648,648	1,516,620	2,159,624	1,687,822	1,847,084	1,775,705	1,581,430	1,360,370
Federal Government	40,388	66,112	60,792	58,795	41,688	134,711	46,228	34,362	1,528,048	87,187
Other Governments & Citizen Groups	170,928	374,558	254,630	394,316	411,475	261,980	72,571	67,468	74,993	73,420
Total Revenues	\$ 7,733,341	\$ 8,271,305	\$ 8,846,266	\$ 9,173,913	\$ 9,981,320	\$ 9,488,363	\$ 10,600,469	\$ 10,454,801	\$ 12,811,671	\$ 12,319,225
Expenditures										
General Government	\$ 1,008,443	\$ 1,131,775	\$ 1,114,240	\$ 1,095,016	\$ 1,184,654	\$ 1,199,024	\$ 1,287,196	\$ 1,282,730	\$ 1,246,296	\$ 1,377,197
Finance	745,847	768,257	796,026	813,437	801,438	824,741	957,329	1,022,132	1,052,818	1,070,292
Administration of Justice	674,478	678,228	688,041	708,420	771,220	741,015	818,201	818,893	838,985	850,547
Public Safety	3,074,118	3,250,720	3,392,849	3,535,025	3,873,176	4,228,328	4,095,723	5,279,032	5,147,256	4,516,843
Public Health and Welfare	1,212,156	1,218,283	1,240,206	1,419,402	1,390,394	1,484,184	1,726,981	1,760,352	2,001,667	1,737,591
Social, Cultural & Rec. Services	338,523	407,228	376,565	433,053	456,978	420,579	318,593	318,197	356,129	370,186
Agriculture and Natural Resources	85,122	94,837	99,285	98,072	102,110	102,186	122,143	125,557	121,873	119,939
Other Operations	1,483,475	699,852	687,016	1,129,814	1,532,618	727,533	662,919	687,571	1,599,421	904,948
Total Expenditures	\$ 8,622,162	\$ 8,249,180	\$ 8,394,228	\$ 9,232,239	\$ 10,112,588	\$ 9,727,590	\$ 9,989,085	\$ 11,294,464	\$ 12,364,445	\$ 10,947,543
Excess of Revenues										
Over (Under) Expenditures	\$ (888,821)	\$ 22,125	\$ 452,038	\$ (58,326)	\$ (131,268)	\$ (239,227)	\$ 611,384	\$ (839,663)	\$ 447,226	\$ 1,371,682
Other Financing Sources										
(Uses)										
Notes Issued	\$ 1,300,000	\$ 200,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Recoveries	-	40,045	18,267	15,456	8,281	10,055	3,493	-	4,485	13,622
Transfers In	10,400	10,400	10,400	11,000	795,899	86,000	86,000	86,000	86,000	86,000
Debt Proceeds	-	-	-	-	-	-	-	-	-	-
Transfers Out	-	-	-	-	(54,970)	-	-	-	-	(300,000)
Total Other Financing Sources	\$ 1,310,400	\$ 250,445	\$ 28,667	\$ 26,456	\$ 749,210	\$ 96,055	\$ 89,493	\$ 86,000	\$ 90,485	\$ (200,378)
Net Changes in Fund Balances	\$ 421,579	\$ 272,570	\$ 480,705	\$ (31,870)	\$ 617,942	\$ (143,172)	\$ 700,877	\$ (753,663)	\$ 537,711	\$ 1,171,304
Fund Balance July 1	829,443	1,251,022	1,523,592	2,004,297	1,972,427	2,590,369	2,447,197	3,148,074	2,394,411	2,932,122
Fund Balance June 30	\$ 1,251,022	\$ 1,523,592	\$ 2,004,297	\$ 1,972,427	\$ 2,590,369	\$ 2,447,197	\$ 3,148,074	\$ 2,394,411	\$ 2,932,122	\$ 4,103,426

Source: Annual Financial Reports of White County, Tennessee.

WHITE COUNTY, TENNESSEE
Fund Balances

GOVERNMENTAL FUNDS FUND BALANCES	For Fiscal Year Ending June 30									
	2009	2010	2011	2012	2013	2014	2015	2016	2017	
General										
Restricted for General Government	\$ -	\$ -	\$ 53,481	\$ 7,077	\$ 14,851	\$ 23,294	\$ 22,431	\$ 31,069	\$ 39,699	
Restricted for Finance	-	-	5,136	7,810	10,046	14,606	25,317	35,183	46,648	
Restricted for Admin. Of Justice	-	-	95,007	61,275	76,263	115,734	179,910	261,225	337,147	
Restricted for Public Safety	-	-	-	-	464	3,423	6,522	9,641	12,644	
Restricted for Public Health & Welfare	-	-	-	-	-	21,298	22,936	19,406	10,633	
Restricted for Social, Cultural & Rec. Services	-	-	-	-	-	1,575	1,376	9,155	10,947	
Committed for Social, Cultural & Rec. Services	-	-	-	-	-	-	51,318	87,347	105,311	
Committed for Public Safety	-	-	146,013	128,092	19,092	210,422	292,607	-	-	
Committed for Other Operations	-	-	-	-	-	-	2,794	7,406	1,032	
Assigned for General Government	-	-	19,114	71,654	17,810	500	559	160,260	477,918	
Assigned for Finance	-	-	7,972	8,182	150	2,320	-	-	1,518	
Assigned for Administration of Justice	-	-	3,150	1,153	156	188	-	648	1,155	
Assigned for Public Safety	-	-	61,641	68,553	1,983	832	1,428	33,938	16,510	
Assigned for Social, Cultural & Rec. Services	-	-	12,363	5,171	1,047	-	-	102	-	
Assigned for Public Health & Welfare	-	-	2,675	17,064	1,608	800	-	-	85,507	
Assigned for Other Operations	-	-	728,921	49,065	11,939	302,129	439,920	537,331	699,477	
Reserved	248,664	622,535	-	-	-	-	-	-	-	
Unreserved/ Unassigned	1,274,928	1,381,762	836,954	2,165,273	2,291,788	2,450,953	1,347,293	1,739,411	2,257,280	
Sub-Total General Fund	\$ 1,523,592	\$ 2,004,297	\$ 1,972,427	\$ 2,590,369	\$ 2,447,197	\$ 3,148,074	\$ 2,394,411	\$ 2,932,122	\$ 4,103,426	
Local Purpose Tax										
Committed for Other Purposes	\$ -	\$ -	\$ 1,144,337	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Unreserved/ Unassigned	1,153,725	1,139,585	-	-	-	-	-	-	-	
Sub-Total Local Purpose Tax	\$ 1,153,725	\$ 1,139,585	\$ 1,144,337	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Highway/ Public Works										
Restricted for Highways/Public Works	\$ -	\$ -	\$ 787,339	\$ 651,227	\$ 521,249	\$ 441,864	\$ 449,768	\$ 334,220	\$ 435,680	
Committed for Highways/Public Works	-	-	-	67,391	155,746	322,247	409,903	524,144	742,840	
Assigned for Highways/Public Works	-	-	37,269	-	-	-	-	-	-	
Reserved	443,040	174,007	-	-	-	-	-	-	-	
Unreserved/ Unassigned	621,010	629,690	-	-	-	-	-	-	-	
Sub-Total Highways/Public Works	\$ 766,356	\$ 824,279	\$ 824,608	\$ 718,618	\$ 676,995	\$ 764,111	\$ 859,671	\$ 858,364	\$ 1,178,520	
General Debt Service										
Restricted for Education	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 92,207	
Committed for Debt Service	-	-	1,028,168	1,021,621	779,595	557,041	299,363	-	525,829	
Unreserved/ Unassigned	2,153,583	1,559,763	-	-	-	-	-	381,384	-	
Sub-Total General Debt Service	\$ 2,153,583	\$ 1,559,763	\$ 1,028,168	\$ 1,021,621	\$ 779,595	\$ 557,041	\$ 299,363	\$ 381,384	\$ 618,036	
General Purpose School										
Restricted for Education	\$ -	\$ -	\$ 535,280	\$ 1,167	\$ 36,061	\$ 29,459	\$ 26,419	\$ 26,419	\$ 26,419	
Committed for Education	-	-	10,977,508	11,774,253	10,971,773	7,759,773	7,717,773	215,289	215,289	
Assigned for Education	-	-	51,026	54,953	355,510	292,115	663,848	1,720,043	580,878	
Reserved for Education	8,380,266	9,579,715	-	-	-	-	-	-	-	
Unassigned for Education	6,911,384	7,296,046	7,410,230	7,903,595	8,416,514	8,352,320	9,399,868	15,972,156	16,631,287	
Sub-Total General Purpose School	\$ 15,291,650	\$ 16,875,761	\$ 18,974,044	\$ 19,733,968	\$ 19,779,858	\$ 16,433,667	\$ 17,807,908	\$ 17,933,907	\$ 17,453,873	
Non-Major Schools										
Restricted for Education	\$ -	\$ -	\$ 732,911	\$ 721,443	\$ 796,312	\$ 5,216,583	\$ 3,106,908	\$ 1,616,278	\$ 1,583,279	
Committed for Education	-	-	-	-	-	-	-	-	-	
Assigned for Education	-	-	534,974	532,869	500,000	500,000	500,000	500,000	500,000	
Reserved for Education	120,461	193,781	-	-	-	-	-	-	-	
Unassigned for Education	417,892	539,835	-	-	-	-	-	-	-	
Sub-Total - Other School Funds	\$ 538,353	\$ 733,616	\$ 1,267,885	\$ 1,254,312	\$ 1,296,312	\$ 5,716,583	\$ 3,606,908	\$ 2,116,278	\$ 2,083,279	
Other Governmental Funds										
Restricted for Public Safety	\$ -	\$ -	\$ 52,117	\$ 96,542	\$ 105,785	\$ 179,921	\$ 172,768	\$ 216,920	\$ -	
Restricted for Other Operations	-	-	559,201	567,660	572,906	576,912	582,473	589,316	233,135	
Restricted for Capital Projects	-	-	-	239,000	-	-	-	-	594,703	
Reserved	544,823	551,424	-	-	-	-	-	-	-	
Unreserved/ Unassigned	42,647	37,381	-	-	-	-	-	-	287,574	
Sub-Total - Other Governmental Funds	\$ 587,470	\$ 588,805	\$ 611,318	\$ 903,202	\$ 678,691	\$ 756,833	\$ 755,241	\$ 806,236	\$ 1,115,412	
Total Fund Balances - Governmental Funds	\$ 22,014,729	\$ 23,726,106	\$ 25,822,787	\$ 26,222,090	\$ 25,658,648	\$ 27,376,309	\$ 25,723,502	\$ 25,028,291	\$ 26,552,546	

* Beginning in Fiscal Year 2012, the classification categories for integral parts of fund balances changed.

Source: Annual Financial Reports of White County, Tennessee.

FINANCIAL INFORMATION

BUDGETARY PROCESS

Annual budgets are adopted on a basis consistent with generally accepted accounting principles (GAAP) for all governmental funds except the Constitutional Officers - Fees Fund (a special revenue fund), which is not budgeted, and the capital projects funds which adopt project length budgets. All annual appropriations lapse at fiscal year-end.

The County is required by state statute to adopt annual budgets. Annual budgets are prepared on the basis in which current available funds must be sufficient to meet current expenditures. Expenditures and encumbrances may not legally exceed appropriations authorized by the Governing Body and any authorized revisions. Unencumbered appropriations lapse at the end of each fiscal year.

The budgetary level of control is at the major category level established by the County Uniform Chart of Accounts, as prescribed by the Comptroller of the Treasury of the State of Tennessee. Major categories are at the department level (examples of General Fund major categories: County Commission, County Executive, County Attorney, Election Commission, etc.). Management may make revisions within major categories, but only the Governing Body may transfer appropriations between major categories. During the year, several supplementary appropriations were necessary.

The County's budgetary basis of accounting is consistent with GAAP, except instances in which encumbrances are treated as budgeted expenditures.

Source: Annual Financial Reports of the County

INVESTMENT AND CASH MANAGEMENT PRACTICES

Counties are authorized to make direct investments in bonds, notes, or treasury bills of the U.S. government and obligations guaranteed by the U.S. government or any of its agencies; deposits at state and federal chartered banks and savings and loans associations; bonds of any state or political subdivision rated A or higher by any nationally recognized rating service; nonconvertible debt securities of certain federal government sponsored enterprises; and the County's own legally issued bonds or notes. These investments may not have a maturity greater than two years. The County may make investments with longer maturities if various restrictions set out in State law are followed. Counties are also authorized to make investments in the State Treasurer's Investment Pool (LGIP) and in repurchase agreements. Repurchase agreements must be approved by the state Comptroller's Office and executed in accordance with procedures established by the State Funding Board. Securities purchased under a repurchase agreement must be obligations of the U.S. government or obligations guaranteed by the U.S. government or any of its agencies. When repurchase agreements are executed, the purchase of the securities must be priced at least 2% below the fair value of the securities on the day of purchase.

Investment of idle operating funds is controlled by State statute. Generally, such policies limit investment instruments to direct U.S. Government obligations, those issued by U.S. Agencies or Certificates of Deposit. Unless deposited in a financial institution participating in the State Consolidated Collateral Pool, all demand deposits or Certificates of Deposit must be secured by similar grade collateral (i.e., to direct U.S. Government obligations, those issued by U.S. Agencies or Certificates of Deposit) pledged at 105% of market value for amounts in excess of that guaranteed through federally sponsored insurance programs.

REAL PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION PROCEDURES

Taxation of Property. Under the Constitution and laws of the State, all real and personal property is subject to taxation, except to the extent that the General Assembly of the State of Tennessee (the "General Assembly") exempts certain constitutionally permitted categories of property from taxation. Property exempt from taxation includes federal, state and local government property, property of housing authorities, certain low cost housing for elderly persons, property owned and used exclusively for certain religious, charitable, scientific and educational purposes and certain other property as provided under Tennessee law.

Property is classified into three separate classes for purposes of taxation: Real Property; Tangible Personal Property; and Intangible Personal Property.

Real Property includes lands, structures, improvements, machinery and equipment affixed to realty and related rights and interests. Real Property is required to be classified into four sub-classifications and assessed at the rates as follows:

- (a) Public Utility Property - includes all property of every kind used or held for use in the operation of a public utility, such as railroad companies, freight and private car companies, street car companies, power companies, express companies and other public utility companies, to be assessed at 55% of its value;
- (b) Industrial and Commercial Property - includes all property of every kind used or held for use for any commercial, mining, industrial, manufacturing, business or similar purpose, to be assessed at 40% of its value;
- (c) Residential Property - includes all property which is used or held for use for dwelling purposes and contains no more than one rental unit, to be assessed at 25% of its value; and
- (d) Farm Property - includes all real property used or held for use in agriculture, to be assessed at 25% of its value.

Tangible Personal Property includes personal property such as goods, chattels and other articles of value, which are capable of manual or physical possession and certain machinery and equipment. Tangible Personal Property is required to be classified into three sub-classifications

and assessed at the rates as follows:

- (a) Public Utility Property - assessed at 55% of its value;
- (b) Industrial and Commercial Property - assessed at 30% of its value; and
- (c) All other Tangible Personal Property - assessed at 5% of its value, subject to an exemption of \$7,500 worth of Tangible Personal Property for personal household goods and furnishings, wearing apparel and other tangible personal property in the hands of a taxpayer.

Intangible Personal Property includes personal property, such as money, any evidence of debt owed to a taxpayer, any evidence of ownership in a corporation or other business organization having multiple owners and all other forms of property, the value of which is expressed in terms of what the property represents rather than its own intrinsic value. The Constitution of the State of Tennessee (the "Constitution") empowers the General Assembly to classify Intangible Personal Property into sub-classifications and to establish a ratio of assessment to value in each class or subclass and to provide fair and equitable methods of apportionment of the value to the State for purposes of taxation.

The Constitution requires that the ratio of assessment to value of property in each class or subclass be equal and uniform throughout the State and that the General Assembly direct the method to ascertain the value and definition of property in each class or subclass. Each respective taxing authority is constitutionally required to apply the same tax rate to all property within its jurisdiction.

Taxation of Property. The Constitution empowers the General Assembly to authorize the several counties and incorporated towns in the State to impose taxes for county and municipal purposes in the manner prescribed by law. Under Tennessee Code Annotated, the General Assembly has authorized the counties and incorporated municipalities to levy an ad valorem tax on all taxable property within their respective jurisdictions, the amount of which is required to be fixed by the legislative body of each jurisdiction based upon tax rates to be established on the first Monday of July of each year or as soon thereafter as practicable.

Assessment of Property. All assessments of real and personal property are required to be made annually and as of January 1 for the year to which the assessment applies. Not later than May 20 of each year, the assessor of property in each county is required to (a) make an assessment of all property in the county and (b) note upon the assessor's records the current classification and assessed value of all taxable property within the assessor's jurisdiction.

The assessor is required to notify each taxpayer of any change in the classification or assessed value of the taxpayer's property and to cause a notice to be published in a newspaper of general circulation stating where and when such records may be inspected and describing certain information concerning the convening of the board of equalization. The notice to taxpayers and

such published notice are required to be provided and published at least 10 days before the local boards of equalization begin their annual sessions.

The boards of equalization are required (among other things) to carefully examine, compare and equalize the county assessments; assure that all taxable properties are included on the assessments lists and that exempt properties are eliminated from the assessment lists; hear and act upon taxpayer complaints; and correct errors and assure conformity to State law and regulations.

State Assessments of Public Utility Property. The State Comptroller of the Treasury (the “Comptroller”) is authorized and directed under State law to assess for taxation, for State, county and municipal purposes, all public utility properties of every description, tangible and intangible, within the State. Such assessment is required to be made annually as of the same day as other properties are assessed by law (as described above) and takes into account such factors as are prescribed by law.

On or before the first Monday in August of each year, the assessments are required to be completed and the Comptroller is required to send a notice of assessment to each company assessable. Within ten days after the first Monday in August of each year, any owner or user of property so assessed may file an exception to such assessment together with supporting evidence to the Comptroller, who may change or affirm the valuation. On or before the first Monday in September of each year, the Comptroller is required to file with the State Board of Equalization (“State Board”) assessments so made. The State Board is required to examine such assessments and is authorized to increase or diminish the valuation placed upon any property valued by the Comptroller.

The State Board has jurisdiction over the valuation, classification and assessment of all properties in the State. The State Board is authorized to create an assessment appeals commission to hear and act upon taxpayer complaints. The action of the State Board is final and conclusive as to all matters passed upon by the State Board, subject to judicial review consisting of a new hearing in chancery court.

Periodic Reappraisal and Equalization. Tennessee law requires reappraisal in each county by a continuous six-year cycle comprised of an on-site review of each parcel of real property over a five-year period, or, upon approval of the State Board, by a continuous four-year cycle comprised of an on-site review of each parcel of real property over a three-year period, followed by revaluation of all such property in the year following completion of the review period. Alternatively, if approved by the assessor and adopted by a majority vote of the county legislative body, the reappraisal program may be completed by a continuous five-year cycle comprised of an on-site review of each parcel of real property over a four-year period followed by revaluation of all such property in the year following completion of the review period.

After a reappraisal program has been completed and approved by the Director of Property Assessments, the value so determined must be used as the basis of assessments and taxation for

property that has been reappraised. The State Board is responsible to determine whether or not property within each county of the State has been valued and assessed in accordance with the Constitution and laws of the State.

Certified Tax Rate. Upon a general reappraisal of property as determined by the State Board, the county assessor of property is required to (1) certify to the governing bodies of the county and each Town within the county the total assessed value of taxable property within the jurisdiction of each governing body and (2) furnish to each governing body an estimate of the total assessed value of all new construction and improvements not included on the previous assessment roll and the assessed value of deletions from the previous assessment roll. Exclusive of such new construction, improvements and deletions, each governing body is required to determine and certify a tax rate ("Certified Tax Rate") which will provide the same ad valorem revenue for that jurisdiction as was levied during the previous year. The governing body of a county or Town may adjust the Certified Tax Rate to reflect extraordinary assessment changes or to recapture excessive adjustments.

No tax rate in excess of the Certified Tax Rate may be levied by the governing body of any county or of any Town until a resolution or ordinance has been adopted by the governing body after publication of a notice of the governing body's intent to exceed the Certified Tax Rate in a newspaper of general circulation and the holding of a public hearing.

Tax Freeze for the Elderly Homeowner. The Constitution was amended in November, 2006 to authorize the General Assembly to enact legislation providing property tax relief for homeowners age 65 and older. The General Assembly subsequently adopted the Property Tax Freeze Act permitting local governments to implement a program for "freezing" the property taxes of eligible taxpayers at an amount equal to the taxes for the year the taxpayer becomes eligible.

Tax Collection and Tax Lien. County Property taxes are payable the first Monday in October of each year although cities and towns may follow different calendars based on their Charter requirements. Unless a city or town collects its own taxes as it is permitted to do, the county trustee of each county acts as the collector of all county property taxes.

The taxes assessed by the State, a county, a Town, a taxing district or other local governmental entity, upon any property of whatever kind, and all penalties, interest and costs accruing thereon become and remain a first lien on such property from January 1 of the year for which such taxes are assessed. In addition, property taxes are a personal debt of the property owner as of January and, when delinquent, may be collected by suit as any other personal debt. Tennessee law prescribes the procedures to be followed to foreclose tax liens and to pursue legal proceedings against property owners whose property taxes are delinquent.

The County. According to the State of Tennessee Real Estate Appraisal Report dated April 11, 2017, property in the County reflected a ratio of appraised value to true market value of 0.9633 resulting from a County-wide reappraisal certified in 2015 (fiscal year 2016). The County is on a 5-year appraisal cycle. The next County-wide appraisal is scheduled for 2020.

FY	Tax Year	Real Property			Tangible/ Intangible Personal Property	Public Utility Property	Total Assessed Value	Estimated Actual Value	County Tax Rate
		Industrial/ Commercial ⁽¹⁾	Residential	Farm/ Other Property ⁽²⁾					
2018	2017	\$75,680,840	\$226,927,525	\$86,368,425	\$18,723,856	\$21,107,043	\$428,807,689	\$1,609,918,053	\$2.0500
2017	2016	73,772,880	222,395,500	86,473,075	21,655,972	24,905,330	429,202,757	1,549,149,872	2.0500
2016	2015*	76,039,720	219,061,750	85,454,450	29,082,743	24,783,194	434,421,857	1,561,883,564	2.0500
2015	2014	70,006,840	217,417,475	80,716,350	18,332,063	24,485,502	410,958,230	1,484,754,255	1.8500
2014	2013	70,074,680	214,509,675	80,210,825	18,884,370	23,163,966	408,843,516	1,470,084,105	1.8500
2013	2012	70,874,680	211,201,225	79,662,425	23,265,960	22,462,769	407,467,059	1,469,655,597	1.8500
2012	2011	68,691,560	208,150,925	79,792,700	19,320,991	21,752,010	397,708,186	1,437,739,487	1.8500
2011	2010*	66,623,800	205,843,875	79,434,200	19,373,093	21,691,705	392,966,673	1,421,943,404	1.8500
2010	2009	60,219,360	187,145,500	73,405,875	20,496,682	18,757,966	360,025,383	1,451,040,113	1.9900
2009	2008	59,822,040	183,395,175	73,115,125	21,397,039	18,479,501	356,208,880	1,289,255,390	1.9900
	Rate	40%	25%	25%	30%/40%	55%			

* Reappraisal occurred in tax years 2005, 2010 and 2015. The effect of the State reappraisal and reassessment statutes is to adjust the property tax rate downward to prevent a taxing unit from collecting additional property tax revenues as a result of reappraisal. Following reappraisal in tax year 2015, the County's certified tax rate was \$0.20 per \$100.00 assessed valuation higher than the previous year. See the discussion in the preceding section entitled "FINANCIAL INFORMATION – Real Property Assessment, Tax Levy and Collection Procedures – Certified Tax Rate".

⁽¹⁾ Includes mineral assessments, if any.

⁽²⁾ Includes Farm/Other Property.

Source: Tax Aggregate Report of Tennessee published by the State Board of Equalization

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Property Tax Rates and Collections. The following table shows the property tax rates and collections of the County for the 10 most recent fiscal years as well as the aggregate uncollected balances for each fiscal year ending June 30.

<u>Fiscal Year</u>	<u>Tax Year</u>	<u>Assessed Valuation</u>	<u>Tax Rates⁽¹⁾</u>	<u>Taxes Levied</u>	<u>Fiscal Year Collections</u>		<u>Aggregate Uncollected Balance – FYE 2018</u>	
					<u>Amount</u>	<u>Percent of Levy</u>	<u>Amount</u>	<u>Percent</u>
2018	2017	\$428,807,689	\$2.0500	\$8,826,214	\$8,271,630	93.32%	In Process	
2017	2016	429,202,757	2.0500	8,815,647	8,339,920	94.60%	\$475,727	5.40%
2016	2015*	434,421,857	2.0500	8,743,440	8,259,759	94.47%	73,158	0.84%
2015	2014	410,958,230	1.8500	7,765,099	7,330,726	94.41%	27,871	0.36%
2014	2013	408,843,516	1.8500	7,677,847	7,245,027	94.36%	1,911	0.02%
2013	2012	407,467,059	1.8500	7,683,615	7,234,879	94.16%	930	0.01%
2012	2011	397,708,186	1.8500	7,526,682	7,112,934	94.50%	0	0.00%
2011	2010*	392,966,673	1.8500	7,444,899	7,021,973	94.32%	197	0.003%
2010	2009	360,025,383	1.9900	7,283,031	6,876,540	94.49%	0	0.00%
2009	2008	356,208,880	1.9900	7,280,313	6,879,052	94.42%	0	0.00%

* Reappraisal occurred in tax years 2005, 2010 and 2015. The effect of the State reappraisal and reassessment statutes is to adjust the property tax rate downward to prevent a taxing unit from collecting additional property tax revenues as a result of reappraisal. Following reappraisal in tax year 2015, the County's certified tax rate was \$0.20 per \$100.00 assessed valuation higher than the previous year. See the discussion in the preceding section entitled "FINANCIAL INFORMATION – Real Property Assessment, Tax Levy and Collection Procedures – Certified Tax Rate". See the discussion in the preceding section entitled "FINANCIAL INFORMATION – Real Property Assessment, Tax Levy and Collection Procedures – Certified Tax Rate".

⁽¹⁾ Residents that live inside the corporate limits of Sparta also pay a separate tax to that jurisdiction.

Source: White County Annual Financial Reports.

Largest Taxpayers. The largest taxpayers (including utilities) in the County during fiscal year 2018 (Tax Year 2017) were as follows:

<u>TAXPAYER</u>	<u>Type of Business</u>	<u>Assessment</u>	<u>Taxes Paid</u>
1. Caney Fork Electric Cooperative	TVA Power Distributor	\$11,191,184	\$229,419
2. BASF Corporation	Plastic Fabrication	5,601,070	114,822
3. Tri-State Distribution	Pharmaceutical Containers	4,188,055	85,856
4. Hiwassee Land Company	Land Management	3,968,800	81,360
5. Sparta Real Estate Investors, LLC	Retail	3,520,440	72,169
6. Federal Mogul (Rebo Lighting & Electronics)	Automotive Components	3,363,902	68,960
7. Ben Lomand Connect	Telecommunications Provider	3,336,275	68,394
8. Wal-Mart Real Estate Trust	Retail	3,194,120	65,479
9. BBB Industries	Automotive Components	2,526,347	51,790
10. Precision Molding, Inc.	Injection Moldings	<u>1,795,907</u>	<u>36,816</u>
Total:		<u>\$42,686,100</u>	<u>\$875,065</u>

* Tax year 2017

Source: White County

LOCAL OPTION SALES AND USE TAX

Pursuant to applicable provisions of Title 67, Chapter 6, Part 7 of Tennessee Code Annotated as amended, (the "Local Tax Act"), the County levies a county-wide local option sales tax. Under the Act, counties and incorporated cities may levy a sales tax on the same privileges on which the State levies its sales tax. The rate of any sales tax levied by a county or city is limited to 2.75%.

The revenues from the county-wide sales taxes are distributed pursuant to the provisions of the Local Tax Act and other provisions of the Tennessee Code Annotated. Of the revenues raised through the county-wide sales taxes, 50.0% are directed to educational purposes and are distributed to all organized school systems, in the county in which the taxes are collected based upon the average daily attendance of each school system. There are no other public school systems in the County, currently. The balance of the sales tax collections are divided between the general fund of the county in which the taxes are collected and all incorporated cities or towns in such county based upon the situs of collection.

The following table reflects aggregate collections and distributions of the County-wide 2.25% local option sales tax levy:

2017	\$ 1,042,386	\$ -	\$ 1,660,382	\$424,421	\$ 1,840,307	\$ 4,967,496	5.30%
2016	972,792	-	1,567,767	379,096	1,784,402	4,704,057	6.42%
2015	910,231	-	1,469,866	350,624	1,671,441	4,402,162	1.06%
2014	905,991	-	1,455,442	356,567	1,637,660	4,355,660	-0.28%
2013	927,362	-	1,455,513	399,239	1,585,866	4,367,980	2.46%
2012	905,459	-	1,434,932	334,856	1,585,128	4,260,375	3.80%
2011	839,555	206,798	1,368,837	103,397	1,579,935	4,098,522	2.17%
2010	809,415	187,734	1,335,904	94,132	1,582,255	4,009,440	-1.73%
2009	814,868	183,516	1,358,349	91,756	1,630,212	4,078,701	-2.96%
2008	856,436	207,438	1,401,741	105,718	1,628,096	4,199,429	3.80%

The Local Tax Act authorizes a local jurisdiction, by resolution of its governing body, to pledge proceeds raised by the power and authority granted by the Local Tax Act to the punctual payment of principal of and interest on bonds, notes or other evidence of indebtedness issued for purposes for which such proceeds were intended to be spent. The Governing Body has not pledged any local option sales tax proceeds to any such indebtedness of the County.

PENSION PLANS

For information on the County's retirement programs including, but not limited to, funding status, trend information and actuarial status of the County's retirement programs, please refer to the appropriate Notes to Financial Statements located in the Annual Financial Report of the County accessed electronically via the link depicted in APPENDIX D.

OTHER POST-EMPLOYMENT BENEFITS

The County provides post-retirement health care benefits, in accordance with policies established by its resolutions, to employees who retire from the County.

For additional information on post-employment benefits including, but not limited to, funding status, trend information and actuarial status, please refer to the appropriate Notes to Financial Statements located in the Annual Financial Report of the County accessed electronically via the link depicted in APPENDIX D.

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**FORM OF CONTINUING DISCLOSURE
AGREEMENT**

WHITE COUNTY, TENNESSEE
\$20,000,000* GENERAL OBLIGATION SCHOOL BONDS, SERIES 2018

CONTINUING DISCLOSURE CERTIFICATE

This Continuing Disclosure Certificate (the "Disclosure Certificate") is executed and delivered this 15th day of June, 2018 by the White County, Tennessee (the "Issuer") in connection with the issuance of its \$20,000,000* General Obligation School Bonds, Series 2018 (the "Bonds"). The Bonds are being issued pursuant to a resolution adopted by the Board of Commissioners of the Issuer on May 21, 2018 (the "Resolution"). The Issuer covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the Issuer for the benefit of the Beneficial Owners of the Bonds and in order to assist the Participating Underwriter in complying with S.E.C. Rule 15c2-12(b)(5).

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

"Annual Report" shall mean any Annual Report provided by the Issuer pursuant to the Rule and this Disclosure Certificate.

"Beneficial Owner" shall mean any person who (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries) or (b) is treated as the owner of any Bonds for federal income tax purposes.

"Dissemination Agent" means Raymond James & Associates, Inc., the Issuer or any successor designated in writing by the Issuer and which has filed with the Issuer a written acceptance of such designation.

"Fiscal Year" shall mean any period of twelve consecutive months adopted by the Issuer as its fiscal year for financial reporting purposes and shall initially mean the period beginning on July 1 of each calendar year and ending June 30 of the following calendar year.

"Listed Events" shall mean any of the events listed in Section 5 of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board or any successor thereto.

* Subject to adjustment and revision

"Official Statement" shall mean the "Official Statement" dated June 4, 2018 relating to the Bonds.

"Participating Underwriter" shall mean_____.

"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.

"State" shall mean the State of Tennessee.

"State Depository" shall mean any public or private depository or entity designated by the State as a state depository to which continuing disclosure information shall be sent pursuant to State law. As of the date of this Disclosure Certificate, there is no State Depository.

SECTION 3. Provision of Annual Reports. Not later than one year after the end of the Fiscal Year, commencing with Fiscal Year ending June 30, 2018, the Issuer shall provide an Annual Report to the MSRB at www.emma.msrb.org and to the State Depository, if any. In each case, the Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Certificate. Notwithstanding the foregoing, the audited financial statements of the Issuer may be submitted separately from the balance of the Annual Report when such audited financial statements are available. In the event that the audited financial statements are not included with the Annual Report and will be submitted at a later date, the Issuer shall include unaudited financial statements of the Issuer in the Annual Report and shall indicate in the Annual Report the date on which the audited financial statements of the Issuer will be submitted. The audited financial statements of the Issuer, when available, will be provided to the MSRB and to the State Depository, if any. If the Annual Report (or audited financial statements which were to be separately submitted) is not timely filed, the Issuer shall in a timely manner send a notice to the MSRB and to the State Depository, if any.

SECTION 4. Content of Annual Reports. The Issuer's Annual Report shall contain or incorporate by reference the Annual Financial Report of the Issuer for the fiscal year, prepared in accordance with generally accepted accounting principles; provided, however, if the Issuer's audited financial statements are not available by the time the Annual Report is required to be filed, the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained herein, and the audited financial statements shall be filed when available. The Annual Report shall also include in a similar format the following information included in Appendix B to this "Official Statement" as follows:

1. Summary of bonded indebtedness as of the end of such fiscal year;

2. The indebtedness and debt ratios as of the end of such fiscal year, together with information about the property tax base;
3. Information regarding debt service requirements;
4. Summary of revenues, expenditures and changes in fund balances - general fund for the fiscal year;
5. Summary of Fund balances;
6. The estimated assessed value of property in the County for the tax year ending in such fiscal year and the total estimated actual value of all taxable property for such year;
7. Property tax rates and tax collections of the County for the tax year ending in such fiscal year;
8. The ten largest taxpayers; and
9. Local Option Sales and Use Tax Collections.

Any or all of the items above may be incorporated by reference from other documents, including Official Statements in final form for debt issues of the Issuer or related public entities, which have been filed with the Securities and Exchange Commission or are available from the MSRB at <http://www.emma.msrb.org>. If the document incorporated by reference is a final Official Statement, in final form, it will be available from the MSRB at <http://www.emma.msrb.org>. The Issuer shall clearly identify each such other document so incorporated by reference.

SECTION 5. Reporting of Significant Events. The Issuer will file notice regarding certain significant events with the MSRB and SID, if any, as follows:

1. Upon the occurrence of a Listed Event (as defined in (3) below), the Issuer shall in a timely manner, but in no event more than ten (10) business days after the occurrence of such event, file a notice of such occurrence with the MSRB and State Depository, if any.
2. For Listed Events where notice is only required upon a determination that such event would be material under applicable Federal securities laws, the Issuer shall determine the materiality of such event as soon as possible after learning of its occurrence.
3. The following are the Listed Events:
 - a. Principal and interest payment delinquencies;
 - b. Non-payment related defaults, if material;

- c. Unscheduled draws on debt service reserves reflecting financial difficulties;
- d. Unscheduled draws on credit enhancements reflecting financial difficulties;
- e. Substitution of credit or liquidity providers, or their failure to perform;
- f. 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;
- g. Modifications to rights of Bondholders, if material;
- h. Bond calls, if material, and tender offers;
- i. Defeasances;
- j. Release, substitution, or sale of property securing repayment of the securities, if material;
- k. Rating changes;
- l. Bankruptcy, insolvency, receivership or similar event of the obligated person;
- m. 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; and
- n. Appointment of a successor or additional trustee or the change of name of a trustee, if material.

SECTION 6. Dissemination Agent. The Issuer may, from time to time, appoint a dissemination agent to assist it in carrying out its obligations under this Disclosure Certificate, and the Issuer may, from time to time, discharge the dissemination agent, with or without appointing a successor dissemination agent. If at any time there is not a designated dissemination agent, the Issuer shall be the dissemination agent. The Issuer has appointed Raymond James & Associates, Inc. as its dissemination agent.

SECTION 7. Duties Immunities and Liabilities of Dissemination Agent.

(a) The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate. The Dissemination Agent's obligation to deliver the information at the times and with the contents described herein shall be limited to the extent the County has provided such information to the Dissemination Agent as required by this Disclosure Certificate. The Dissemination Agent shall have no duty with respect to the content of any disclosures or notice made pursuant to the terms hereof. The Dissemination Agent shall have no duty or obligation to review or verify the content of any County Annual Report, the County's Audited Financial Statements, Listed Events or any other information, disclosures or notices provided to it by the County and shall not be deemed to be acting in any fiduciary capacity for the County, the Holders

of the Bonds or any other party. The Dissemination Agent shall have no responsibility for the County's failure to report a Listed Event to the Dissemination Agent. The Dissemination Agent shall have no duty to determine, or liability for failing to determine, whether the County has complied with this Disclosure Certificate. The Dissemination Agent may conclusively rely upon certifications of the County at all times.

To the extent permitted under Tennessee law, the County agrees to indemnify and save the dissemination agent and its respective officers, directors, employees and agents, harmless against any loss, expense and liabilities which they may incur arising out of or in the exercise or performance of their powers and duties hereunder, including the costs and expenses (including attorneys' fees) of defending against any claim of liability, but excluding liabilities due to the dissemination agent's gross negligence or willful misconduct.

The obligations of the County under this Section shall survive resignation or removal of the Dissemination Agent and defeasance, redemption or payment of the Bonds.

(b) The Dissemination Agent may, from time to time, consult with legal counsel (either in-house or external) of its own choosing in the event of any disagreement or controversy, or question or doubt as to the construction of any of the provisions hereof or its respective duties hereunder, and to the extent permitted under Tennessee law, the Dissemination Agent shall in no event incur any liability and shall be fully protected in acting in good faith upon the advice of such legal counsel.

SECTION 8. Termination of Reporting Obligation. The Issuer's obligations under this Disclosure Certificate shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Bonds.

SECTION 9. Amendment. Notwithstanding any other provision of the Disclosure Certificate, the Issuer may amend the Disclosure Certificate, and any provision of the Disclosure Certificate may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the provisions concerning the Annual Report and Reporting of Significant Events it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of an obligated person with respect to the Bonds, or the type of business conducted;

(b) The undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized Bond Counsel, have complied with the requirements of the Rule at the time of the original issuance of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver either (i) is approved by the Holders of the Bonds in the same manner as provided in the Resolution for amendments to the Resolution with the consent of the Holders, or (ii) does not, in the opinion of nationally recognized Bond Counsel, materially impair the interests of the Holders or beneficial owners of the Bonds.

In the event of any amendment or waiver of a provision of the Disclosure Certificate, the Issuer shall describe such amendment in the next Annual Report, and shall include, as applicable, a narrative explanation of the reason for the amendment or waiver and its impact on the type (or, in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the Issuer. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given, and (ii) the Annual Report for the year in which the change is made should present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

SECTION 10. Additional Information. Nothing in this Disclosure Certificate shall be deemed to prevent the Issuer from disseminating any other information, using the means of dissemination set forth in this Disclosure Certificate or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Certificate. If the Issuer chooses to include any information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is specifically required by this Disclosure Certificate, the Issuer shall have no obligation under this Disclosure Certificate to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

SECTION 11. Default. In the event of a failure of the Issuer to comply with any provision of this Disclosure Certificate, the Participating Underwriter or any Beneficial Owner may take such actions as may be necessary and appropriate, including seeking specific performance by court order, to cause the Issuer to comply with its obligations under this Disclosure Certificate. A default under this Disclosure Certificate shall not be deemed an Event of Default under the Resolution, and the sole remedy under this Disclosure Certificate in the event of any failure of any party to comply with this Disclosure Certificate shall be an action to compel performance. The cost to the Issuer of performing its obligations under the provisions of this Disclosure Certificate shall be paid solely from funds lawfully available for such purpose.

SECTION 12. Duties, Immunities and Liabilities of Dissemination Agent. The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Certificate, and the Issuer agrees to indemnify and save the Dissemination Agent, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which they may incur arising out of or in the exercise or performance of their powers and duties hereunder, including the costs and expenses (including attorneys' fees) of defending against any claim of liability, but excluding liabilities due to the Dissemination Agent's gross negligence or willful

misconduct. The Dissemination Agent may consult with counsel (who may, but need not, be counsel for any party hereto or the Issuer), and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel. The obligations of the Issuer under this Section shall survive resignation or removal of the Dissemination Agent and payment of the Bonds.

SECTION 13. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the Issuer, the Participating Underwriter and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.

SECTION 14. Intermediaries; Expenses. The Dissemination Agent is hereby authorized to employ intermediaries to carry out its obligations hereunder. The Dissemination Agent shall be reimbursed immediately for all such expenses and any other reasonable expense incurred hereunder (including, but not limited to, attorneys' fees).

SECTION 15. Governing Law. This Disclosure Certificate shall be governed by and construed in accordance with the laws of the State.

SECTION 16. Severability. In case any one or more of the provisions of this Disclosure Certificate shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision of this Disclosure Certificate, but this Disclosure Certificate shall be construed and enforced as if such illegal or invalid provision had not been contained herein.

SECTION 16. Filings with the MSRB. All filings required to be made with the MSRB shall be made electronically at www.emma.msrb.org, shall be accompanied by identifying information as prescribed by the MSRB and shall be submitted in any other manner pursuant to, and in accordance with, SEC Release No. 34-59062.

WHITE COUNTY, TENNESSEE

By: _____
County Executive

RAYMOND JAMES & ASSOCIATES, INC.

By: _____
Managing Director
Public Finance // Debt Investment Banking

**WHITE COUNTY, TENNESSEE
ANNUAL FINANCIAL REPORT
FOR THE FISCAL YEAR ENDED**

JUNE 30, 2017

ELECTRONIC LINK

The Annual Financial for the White County, Tennessee as of and for the fiscal year ending June 30, 2017 together with the independent auditors' report is available through the White County, Tennessee's official website at:

<http://www.comptroller.tn.gov/repository/CA/2017/FY17WhiteAFR.pdf>

This document is hereby incorporated by reference as APPENDIX D.

To the extent there are any differences between the electronically posted Annual Financial Report of the White County and the printed Annual Financial Report of the White County, the printed version shall control.

The County's current independent external auditor has not been engaged to perform and has not performed any procedures on the financial statements addressed in that report since the date of its report referenced herein nor have they performed any procedures relating to this "Official Statement".