

Final Official Statement Dated September 24, 2024

NEW MONEY: Book-Entry-Only

RATINGS: S&P Global Ratings: "AAA"

In the opinion of Bond Counsel, rendered in reliance upon and assuming the accuracy of and continuing compliance by the Town with certain representations and covenants relating to the applicable requirements of the Internal Revenue Code of 1986 (the "Code"), under existing law, interest on the Bonds is excluded from gross income for federal income tax purposes and is not treated as an item of tax preference for purposes of the federal alternative minimum tax under the Code; however, such interest is taken into account in determining the annual adjusted financial statement income of certain corporations for the purpose of computing the alternative minimum tax imposed on corporations. In the opinion of Bond Counsel, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based in the case of individuals, trusts and estates required to pay the federal alternative minimum tax. Bond Counsel expresses no opinion regarding any other tax consequences related to the ownership or disposition of, or the accrual or receipt of interest on, the Bonds. (See "Tax Matters" herein.)



Town of Berlin, Connecticut **\$4,560,000** **General Obligation Bonds, Issue of 2024** **(Bank Qualified)**

Dated: Date of Delivery

Due: Serially October 1, 2025-2034
as detailed below:

The \$4,560,000 General Obligation Bonds, Issue of 2024 (the "Bonds") will be general obligations of the Town and the Town will pledge its full faith and credit to pay the principal of and the interest on the Bonds when due. (See "Security and Remedies" herein.) Interest on the Bonds will be payable on April 1, 2025 and semiannually thereafter on October 1 and April 1 in each year until maturity.

The Bonds will be issued in book-entry-only form and registered in the name of Cede & Co., as nominee for the Depository Trust Company ("DTC"), New York, New York. The beneficial owners of the Bonds will not receive certificates representing their ownership interest in the Bonds. Principal of, redemption premium, if any, and interest payments on, the Bonds will be made by the Town of Berlin, Connecticut (the "Town") or its agent to The Depository Trust Company, New York, New York ("DTC"), or its nominee as registered owner of the Bonds. DTC will credit its participants in accordance with their respective holdings shown in the records of DTC. It is anticipated that the beneficial owners of the Bonds will receive payment or credit from DTC participants and other nominees of the beneficial owners. Ownership of the Bonds may be in principal amounts of \$5,000 or integral multiples thereof. (See "Book-Entry-Only Transfer System" herein.)

The Bonds are subject to redemption prior to maturity as more fully described under "Redemption Provisions" herein.

Year	Principal	Coupon	Yield	CUSIP¹	Year	Principal	Coupon	Yield	CUSIP¹
2025	\$ 455,000	5.000%	2.300%	084851YB4	2030	\$ 455,000	5.000%	2.190%	084851YG3
2026	455,000	5.000%	2.100%	084851YC2	2031*	455,000	4.000%	2.270%	084851YH1
2027	455,000	5.000%	2.080%	084851YD0	2032*	455,000	4.000%	2.350%	084851YJ7
2028	455,000	5.000%	2.100%	084851YE8	2033*	460,000	4.000%	2.390%	084851YK4
2029	455,000	5.000%	2.110%	084851YF5	2034*	460,000	4.000%	2.430%	084851YL2

* Priced assuming redemption on October 1, 2030; however, any such redemption is at the option of the Town.

BROWNSTONE INVESTMENT GROUP, LLC

The Registrar, Transfer Agent, Certifying Agent and Paying Agent will be U.S. Bank Trust Company, National Association, CityPlace I, 185 Asylum Street, 27th Floor, Hartford, Connecticut 06103.

The Bonds are offered for delivery when, as and if issued, subject to the approving opinion of Pullman & Comley, LLC, Bond Counsel, of Hartford, Connecticut. It is expected that delivery of the Bonds in book-entry-only form will be made to DTC on or about October 8, 2024.

¹ CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein are provided by CUSIP Global Services, managed on behalf of the American Bankers Association by FactSet Research Systems, Inc, which is not affiliated with the Town and are included solely for the convenience of the holders of the Bonds. The Town is not responsible for the selection or use of these CUSIP numbers, does not undertake any responsibility for their accuracy, and makes no representation as to their correctness on the Bonds or as indicated above. 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.

No dealer, broker, salesperson or other person has been authorized by the Town of Berlin, Connecticut (the “Town”) to give any information or to make any representations other than that contained in this Official Statement or any supplement which may be issued hereto, and if given or made, such other information or representations must not be relied upon as having been authorized by the Town. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale.

This Official Statement has been prepared only in connection with the initial offering and sale of the Bonds and may not be reproduced or used in whole or in part for any other purpose. The information, estimates and expressions of opinion in this Official Statement are subject to change without notice. Neither the delivery of this Official Statement nor any sale of the Bonds shall, under any circumstances, create any implication that there has been no material change in the affairs of the Town since the date of this Official Statement.

Any references to website addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader’s convenience. Unless specified otherwise, any such websites and the information or links contained therein are not incorporated into, and are not part of, this offering document.

This Official Statement may include “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Without limiting the foregoing, the words “may,” “believe,” “could,” “might,” “possible,” “potential,” “project,” “will,” “should,” “expect,” “intend,” “plan,” “predict,” “anticipate,” “estimate,” “approximate,” “contemplate,” “continue,” “target,” “goal” and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these words. All forward-looking statements included in this Official Statement are based on information available to the Town up to the date as of which such statements are to be made, or otherwise up to, and including, the date of this document, and the Town assumes no obligation to update any such forward-looking statements to reflect events or circumstances that arise after the date hereof or after the date of any report containing such forward-looking statement, as applicable. Actual results could differ materially from those anticipated in these forward-looking statements as a result of certain important factors, including, but not limited to (i) the effect of and from, future municipal, state and federal budgetary matters, including state and federal grants and other forms of financial aid to the Town; (ii) federal tax policy, including the deductibility of state and local taxes for federal tax purposes; (iii) macroeconomic economic and business developments, both for the country as a whole and particularly affecting the Town; (iv) financial services industry developments; (v) litigation or arbitration; (vi) climate and weather related developments, natural disasters and other acts of God; (vii) factors used in estimating future obligations of the Town; (viii) the effects of epidemics and pandemics, including economic effects; (ix) foreign hostilities or wars; (x) foreign or domestic terrorism or domestic violent extremism; and (xi) other factors contained in this Official Statement

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Bond Issue Summary

The information in this Bond Issue Summary and the front cover page is qualified in its entirety by the detailed information and financial statements appearing elsewhere in this Official Statement. This Official Statement speaks only as of its date and the information herein is subject to change.

Date of Sale:	Tuesday, September 24, 2024 at 11:30 A.M. (E.D.T.).
Location of Sale:	Berlin Town Hall, Office of the Finance Director, 240 Kensington Road, Berlin, CT 06037.
Issuer:	Town of Berlin, Connecticut (the "Town").
Issue:	\$4,560,000 General Obligation Bonds, Issue of 2024 (the "Bonds").
Dated Date:	October 8, 2024.
Interest Due:	April 1, 2025 and semiannually thereafter on October 1 and April 1, in each year until maturity.
Principal Due:	Principal due serially October 1, 2025 through October 1, 2034.
Purpose:	The Bond proceeds will be used to fund various general purpose and school capital projects. See "Authorization and Purpose" herein.
Redemption:	The Bonds are subject to redemption prior to maturity.
Security:	The Bonds will be general obligations of the Town, and the Town will pledge its full faith and credit to the payment of principal of and interest on the Bonds when due.
Credit Rating:	The Bonds have received a rating of "AAA" from S&P Global Ratings.
Bond Insurance:	The Town does not expect to direct purchase a credit enhancement facility.
Tax Exemption:	See "Tax Matters" herein.
Bank Qualification:	The Bonds <u>shall be</u> designated by the Town as qualified tax-exempt obligations under the provisions of Section 265(b) of the Internal Revenue Code of 1986 for purposes of the deduction by financial institutions of interest expense allocable to the Bonds.
Continuing Disclosure:	In accordance with the requirements of Rule 15c2-12(b)(5) promulgated by the Securities and Exchange Commission, the Town will agree to provide, or cause to be provided: (i) annual financial information and operating data, (ii) notices of the occurrence of certain listed events not in excess of ten (10) business days after the occurrence of such events, and (iii) timely notice of a failure by the Town to provide the required annual financial information on or before the date specified in the Continuing Disclosure Agreement to be executed by the Town substantially in the form attached as Appendix C to this Official Statement.
Registrar, Transfer Agent, Certifying Agent and Paying Agent:	U.S. Bank Trust Company, National Association, CityPlace I, 185 Asylum Street, 27th Floor, Hartford, Connecticut 06103.
Municipal Advisor:	Phoenix Advisors, LLC, of Milford, Connecticut will act as Municipal Advisor. Telephone: (203) 878-4945.
Legal Opinion:	Pullman & Comley, LLC, of Hartford, Connecticut.
Delivery and Payment:	It is expected that delivery of the Bonds in book-entry-only form will be made to The Depository Trust Company on or about October 8, 2024. Delivery of the Bonds will be made against payment in Federal Funds.
Issuer Official:	Questions concerning the Official Statement should be addressed to Mr. Kevin J. Delaney, Finance Director, Berlin Town Hall, 240 Kensington Road, Berlin, CT 06037. Telephone (860) 828-7044.

I. Bond Information

Introduction

This Official Statement, including the cover page and appendices, is provided for the purpose of presenting certain information relating to the Town of Berlin, Connecticut (the “Town”), in connection with the original issuance and sale of \$4,560,000 General Obligation Bonds, Issue of 2024 (the “Bonds”) of the Town, and may not be reproduced or used in whole or in part for any other purpose.

This Official Statement is not to be construed as a contract or agreement between the Town and the purchasers or holders of any of the Bonds. Any statement made in this Official Statement involving matters of opinion or estimates are not intended to be representations of fact, and no representation is made that any such opinion or estimate will be realized. No representation is made that past experience, as might be shown by financial or other information herein, will necessarily continue or be repeated in the future. All quotations from and summaries and explanations of provisions of statutes, charters, or other laws and acts and proceedings of the Town contained herein do not purport to be complete, are subject to repeal or amendment, and are qualified in their entirety by reference to such laws and the original official documents. All references to the Bonds and the proceedings of the Town relating thereto are qualified in their entirety by reference to the definitive form of the Bonds and such proceedings.

The Bonds are being offered for sale through public bidding. A Notice of Sale dated September 17, 2024 has been furnished to prospective bidders and is included herein as Appendix D for the Bonds. Reference is made to the Notice of Sale for the terms and conditions of the bidding.

U.S. Bank Trust Company, National Association will certify and act as Registrar, Transfer Agent, Certifying Agent and Paying Agent for the Bonds.

The presentation of information in this Official Statement is intended to show recent historical trends and is not intended to indicate future or continuing trends in the financial or other positions of the Town.

The independent auditors for the Town are not passing upon and do not assume responsibility for the sufficiency, accuracy or completeness of the financial information presented in this Official Statement (other than matters expressly set forth in their opinion in Appendix A – Financial Statements excerpted from the Town’s 2023 Annual Financial Report), and they make no representation that they have independently verified the same. The Auditors have not been engaged nor performed audit procedures regarding the past audit period nor reviewed the Official Statement. The Auditors have not provided their written consent to use their Independent Auditors Report.

Bond Counsel is not passing on and does not assume any responsibility for the sufficiency, accuracy or completeness of the statements made or financial information presented in this Official Statement, other than matters expressly set forth as its opinion, and makes no representation that it has independently verified the same.

The Town deems this Official Statement to be “final” for purpose of Securities and Exchange Commission Rule 15c2-12(b)(1), but is subject to revision or amendment.

The Town currently files its official statements for primary offerings with the Municipal Securities Rulemaking Board.

Global Health Emergency Risk

The COVID-19 Outbreak and Future Pandemics

On January 30, 2020, the outbreak of COVID-19 was declared a Public Health Emergency of International Concern by the World Health Organization. On March 13, 2020, the President of the United States declared a national emergency as a result of the COVID-19 outbreak. On March 10, 2020, Governor Lamont declared a state of emergency throughout the State of Connecticut (the “State”) and took steps to mitigate the spread and impacts of COVID-19. As of May 11, 2023, the federal and State public health emergency declarations have been terminated.

In response to the COVID-19 pandemic, on March 11, 2021, President Biden signed into law the \$1.9 trillion American Rescue Plan Act of 2021 (the “Rescue Plan”) that provided various forms of financial assistance and other relief to state and local governments. The Town received \$6,048,046 in funding from the Rescue Plan. The Town assigned \$1 million of such funds to replace lost public safety and public health revenue and the balance has been assigned to HVAC upgrades at the elementary schools.

For information concerning the State's actions in response to COVID-19, see <https://portal.ct.gov/coronavirus>. Neither the Town, nor the parties involved with the issuance of the Bonds or the Notes, has reviewed the information provided by the State on its website and such parties take no responsibility for the accuracy thereof.

To date, the COVID-19 outbreak has had no material adverse effect on the finances of the Town.

Pandemics, epidemics and other public health emergencies, may adversely impact the Town and its revenues, expenses and financial condition. The Town cannot predict the duration and extent of such pandemics, epidemics and other health emergencies, or quantify the magnitude of their ultimate impact on the State and regional economy, or on the revenues and expenses of the Town. Pandemics, epidemics and other health emergencies may be ongoing, and their dynamic nature may lead to many uncertainties, including (i) the geographic spread as they evolve; (ii) the severity as they mutate; (iii) the duration of the outbreak; (iv) actions that may be taken by governmental authorities to contain or mitigate future outbreaks; (v) the development of medical therapeutics or vaccinations; (vi) travel restrictions; (vii) the impact of the outbreak on the local, State or global economy; (viii) whether and to what extent the State Governor may order additional public health measures; and (ix) the impact of the outbreak and actions taken in response to the outbreak on Town revenues, expenses and financial condition.

Prospective investors should assume that restrictions and limitations related to COVID-19 and any future variants or pandemics may be instituted by the State or federal government.

Climate Change

Numerous scientific studies have detailed changing global weather patterns and the potential for increasingly extreme weather events across the world. The Town faces certain threats due to climate change, including flooding, drought and damaging wind that could become more severe and frequent. The Town cannot predict the timing, extent or severity of climate change and its impact on the Town's operations and finances.

The Town has taken a few steps to deal with climate change. Solar panels were installed on four school roofs in 2016, and the Town is testing the first hybrid Police vehicles. While flooding is a risk at the Public Works complex, the Town has elected not to make changes in the near term. Funding is available in the General Insurance Fund to cover remediation costs.

Cybersecurity

The Town, like many other public and private entities, relies on technology to conduct its operations. The Town and its departments face cyber threats from time to time, including but not limited to hacking, viruses, malware, phishing, and other attacks on computers and other sensitive digital networks and systems. To reduce the risk of a successful cyber security threat the Town has and continues to invest in its cyber security infrastructure. In addition, the Town contracts with a cybersecurity company to monitor the Town's IT systems and to block any suspicious activity and alert IT leadership. These security protection systems are continually evaluated for upgrades or replacements.

To mitigate the risk of business operations impact and/or damage from cyber security incidents or cyber-attacks, the Town has invested in disaster recovery systems and a continuity of IT operations plan which leverages a multifaceted back up schema. In the event of a cybersecurity incident, recovery from an earlier state for any enterprise application system is possible. No assurances can be given, however, that such security and operational control measures will be completely successful in guarding against cyber threats and attacks. The results of any such attack could impact financial operations and/or damage the Town's digital networks and systems and the costs of remedying any such damage could be substantial. The Town has purchased cyber insurance to mitigate the impact of a cyber incident. Cyber training is offered with both the Town and Board of Education utilizing KnowBe4 for mandatory training and employee testing (sending simulated phishing emails periodically to see if employees click on unfamiliar links).

Municipal Advisor

Phoenix Advisors, LLC, of Milford, Connecticut has served as Municipal Advisor to the Town with respect to the issuance of the Bonds (the "Municipal Advisor"). The Municipal Advisor is not obligated to undertake, and has not undertaken, either to make an independent verification of or to assume responsibility for the accuracy, completeness, or fairness of the information contained in the Official Statement and the appendices hereto.

The Municipal Advisor is an independent firm and is not engaged in the business of underwriting, trading or distributing municipal securities or other public securities.

The Bonds

Description of the Bonds

The Bonds will be dated October 8, 2024 and will bear interest at the rates per annum specified on the front cover page, payable semiannually on April 1 and October 1 in each year until maturity, commencing April 1, 2025. Interest will be calculated on the basis of a 360-day year, consisting of twelve 30-day months. Interest is payable to the registered owner as of the close of business on the fifteenth day of March and September in each year, or the preceding business day if such fifteenth day is not a business day, by check mailed to the registered owner; or so long as the Bonds are registered in the name of Cede & Co., as nominee of DTC, by such other means as DTC, the Paying Agent and the Town shall agree. Principal will be payable at the principal office of U.S. Bank Trust Company, National Association. The Bonds will be issued as fully registered in denominations of \$5,000 or any integral multiple thereof.

The legal opinion for the Bonds will be rendered by Pullman & Comley, LLC, Bond Counsel, of Hartford, Connecticut. See Appendix B to this Official Statement.

Redemption Provisions

The Bonds maturing on or before October 1, 2030 are not subject to redemption prior to maturity. The Bonds maturing on October 1, 2031 and thereafter are subject to redemption prior to maturity, at the election of the Town, on and after October 1, 2030 at any time, in whole or in part, and by lot within a maturity, in such amounts and in such order of maturity as the Town may determine, at the redemption price or prices (expressed as a percentage of the principal amount of the Bonds to be redeemed), set forth in the following table, plus interest accrued and unpaid to the redemption date:

Redemption Dates	Redemption Prices
October 1, 2030 and thereafter.....	100%

Notice of redemption shall be given by the Town or its agent by mailing a copy of the redemption notice by first-class mail not less than thirty (30) days nor more than sixty (60) days prior to the redemption date to the registered owner at the address of such registered owner as the same shall last appear on the registration books for the Bonds kept for such purpose. Failure to give such notice by mailing to any registered owner, or any defect therein, shall not affect the validity of the redemption of any other Bonds. Upon the giving of such notice, if sufficient funds available solely for redemption are on deposit with the Paying Agent, the Bonds or portions thereof so called for redemption will cease to bear interest after the specified redemption date.

If less than all of the Bonds of any one maturity shall be called for redemption, the particular Bonds or portions of the Bonds of such maturity to be redeemed shall be selected by lot in such manner as the Town in its discretion may determine, provided, however, that the portion of any Bonds to be redeemed shall be in the principal amount of \$5,000 or a multiple thereof and that, in selecting Bonds for redemption, each Bond shall be considered as representing that number of Bonds which is obtained by dividing the principal amount of such Bond by \$5,000.

The Town, so long as a book-entry system is used for the Bonds, will send any notice of redemption only to DTC (or successor securities depository) or its nominee. Any failure of DTC to advise any DTC Participant, or of any DTC Participant or Indirect Participant to notify any Indirect Participant or Beneficial Owner, of any such notice and its content or effect will not affect the validity of the redemption of such Bonds called for redemption. Redemption of portions of the Bonds of any maturity by the Town will reduce the outstanding principal amount of such maturity held by DTC. In such event it is the current practice of DTC to allocate by lot, through its book-entry system, among the interest held by DTC Participants in the Bonds to be redeemed, the interest to be reduced by such redemptions in accordance with its own rules or other agreements with DTC Participants. The DTC Participants and Indirect Participants may allocate reductions of the interests in the Bonds to be redeemed held by the Beneficial Owners. Any such allocation of reductions of interests in the Bonds to be redeemed will not be governed by the determination of the Town authorizing the issuance of the Bonds and will not be conducted by the Town, the Registrar or Paying Agent.

Authorization and Purpose

The Bonds are issued pursuant to Title 7, Chapter 109, Sections 7-369 et seq. of the Connecticut General Statutes, as amended, the Charter of the Town of Berlin, and bond ordinances approved by the Town’s Board of Finance and Town Council. (See “Use of Proceeds” below.)

Use of Proceeds

Subject to the Issuer’s election to reallocate proceeds among its bond authorized projects to meet its capital cash flow needs, the proceeds of the Bonds are expected to finance the following projects.

Project	Amount Authorized	This Issue: The Bonds
School HVAC Upgrades - Griswold (2023)....	\$ 3,200,000	\$ 1,000,000
School HVAC Upgrades - Hubbard (2023)....	4,950,000	1,400,000
Police Station Renovations (2023).....	3,700,000	860,000
Police Radio Upgrade (2024).....	1,300,000	1,300,000
Total	\$ 13,150,000	\$ 4,560,000

Book-Entry-Only Transfer System

The Depository Trust Company (“DTC”), New York, NY, will act as securities depository for the Bonds (the “Securities”). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. For the Bonds, one fully-registered Security certificate will be issued for each maturity of the Securities in the aggregate principal amount of such maturity and will be deposited with DTC.

DTC, the world’s largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (“DTCC”). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants”). DTC has a Standard & Poor’s rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

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

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

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

Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

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

Redemption proceeds, distributions, principal and interest and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from Issuer or Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with 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, Agent, or Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, principal and interest and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of Issuer or Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

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

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

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that Issuer believes to be reliable, but Issuer takes no responsibility for the accuracy thereof.

DTC Practices

The Town can make no assurances that DTC, Direct Participants, Indirect Participants or other nominees of the Beneficial Owners of the Bonds act in a manner described in this Official Statement. DTC is required to act according to rules and procedures established by DTC and its participants which are on file with the Securities and Exchange Commission.

Replacement Bonds

In the event that: (a) DTC determines not to continue to act as securities depository for the Bonds, and the Town fails to identify another qualified securities depository for the Bonds to replace DTC; or (b) the Town determines to discontinue the book-entry system of evidence and transfer of ownership of the Bonds, the Town is authorized to issue fully registered Bond or Note certificates directly to the Beneficial Owner. A Beneficial Owner of the Bonds, upon registration of certificates held in such Beneficial Owner's name, will become the registered owner of the Bonds.

Security and Remedies

The Bonds will be general obligations of the Town and the Town will pledge its full faith and credit to pay the principal of and interest on the Bonds when due.

Unless paid from other sources, the Bonds are payable from general property tax revenues of the Town. The Town has the power under Connecticut statutes to levy ad valorem taxes on all property subject to taxation by the Town without limit as to rate or amount, except as to certain classified property such as certified forest land taxable at a limited rate and dwelling houses of qualified elderly persons of low income and of qualified disabled persons taxable at limited amounts. There was, however, no such certified forest land on the last completed grand list of the Town and under existing statutes, the State of Connecticut is obligated to pay the Town the amount of tax revenue which the Town would have received except for the limitation on its power to tax such dwelling houses.

Payment of the Bonds is not limited to property tax revenues or any other revenue source, but certain revenues of the Town may be restricted as to use and therefore may not be available to pay debt service on the Bonds.

There are no statutory provisions for priorities in the payment of general obligations of the Town. There are no statutory provisions for a lien on any portion of the tax levy or other revenues to secure the Bonds, or judgments thereon, in priority to other claims.

The Town is subject to suit on its general obligation debt and a court of competent jurisdiction has power in appropriate proceedings to render a judgment against the Town. A Court of competent jurisdiction also has the power in appropriate proceedings to order a payment of a judgment on such Bonds from funds lawfully available therefor or, in the absence thereof, to order the Town to take all lawful action to obtain the same, including the raising of the required amount in the next annual tax levy. In exercising their discretion as to whether to enter such an order, the courts could take into account all relevant factors, including the current operating needs of the Town and the availability and adequacy of other remedies.

Enforcement of a claim for payment of principal of or interest on the Bonds would also be subject to the applicable provisions of Federal bankruptcy laws as well as other bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors rights heretofore or, hereafter enacted by the Congress or the Connecticut General Assembly extending the time for payment or imposing other constraints upon enforcement insofar as the same may be constitutionally applied. Under the Federal bankruptcy code, the Town may seek relief only, among other requirements, if it is specifically authorized in its capacity as a municipality or by name, to be a debtor under Chapter 9 thereof, or by State law or a governmental officer or organization empowered by State law to authorize such entity to become a debtor under such Chapter.

Section 7-566 of the Connecticut General Statutes, as amended, provides that no Connecticut municipality shall file a petition in bankruptcy under Chapter 9 of Title 11 of the United States Code without the express prior written consent of the Governor. This prohibition applies to any town, city, borough, metropolitan district and any other political subdivision of the State of Connecticut having the power to levy taxes and issue bonds or other obligations.

Qualification for Financial Institutions

The Bonds shall be designated by the Town as qualified tax-exempt obligations under the provisions of Section 265(b) of the Internal Revenue Code of 1986 for purposes of the deduction by financial institutions of interest expense allocable to the Bonds.

Availability of Continuing Information

The Town prepares, in accordance with State law, annual audited financial statements and files such annual audits with the State of Connecticut, Office of Policy and Management on an annual basis. The Town provides, and will continue to provide, to the rating agencies ongoing disclosure in the form of the annual financial reports, recommended and adopted budgets, and other materials relating to its management and financial condition, as may be necessary or requested.

The Town will enter into Continuing Disclosure Agreements with respect to the Bonds, substantially in the form attached as Appendix C to this Official Statement (the “Continuing Disclosure Agreements”). The winning bidder’s obligation to purchase the Bonds shall be conditioned upon it receiving, at or prior to the delivery of the Bonds, an executed copy of the Continuing Disclosure Agreement.

The Town has previously undertaken in continuing disclosure agreements entered into for the benefit of holders of certain of its general obligation bonds to provide certain annual financial information and event notices pursuant to the Rule. In the last five years, the Town has not failed to comply, in any material respect, with its undertakings under such agreements.

Ratings

The Town received a rating of “AAA” S&P Global Ratings (“S&P”) on the Bonds. The Town furnished S&P with certain information and materials, some of which may not have been included in this Official Statement.

The ratings reflect only the views of the S&P and an explanation of the significance of the rating may be obtained from such rating agency. There is no assurance that the rating will continue for any given period of time or that it will not be revised or withdrawn entirely if in the judgment of such rating agency, circumstances so warrant. A revision or withdrawal of the rating may have an adverse effect on the market price of the Bonds.

Tax Matters

Federal Taxes. In the opinion of Bond Counsel, under existing law, (i) interest on the Bonds is excluded from gross income for federal income tax purposes, and (ii) such interest is not an item of tax preference for purposes of the federal alternative minimum tax; however, such interest is taken into account in determining the annual adjusted financial statement income of certain corporations for the purpose of computing the alternative minimum tax imposed on corporations.

Bond Counsel’s opinion with respect to the Bonds will be rendered in reliance upon and assuming the accuracy of and continuing compliance by the Town with its representations and covenants relating to certain requirements of the Internal Revenue Code of 1986 (the “Code”). The Code and regulations promulgated thereunder establish certain requirements which must be satisfied at and subsequent to the issuance of the Bonds in order that interest on the Bonds be and remain excludable from gross income for federal income tax purposes. Failure to comply with such requirements may cause interest on the Bonds to be included in gross income for federal income tax purposes retroactively to the date of issuance of the Bonds irrespective of the date on which such noncompliance occurs. In the Tax Regulatory Agreement, which will be delivered concurrently with the issuance of the Bonds, the Town will covenant to comply with certain provisions of the Code and will make certain representations designed to assure compliance with such requirements of the Code including, but not limited to, investment restrictions, periodic payments of arbitrage profits to the United States, requirements regarding the proper use of the Bond proceeds and certain other matters. The opinion of Bond Counsel delivered on the date of issuance of the Bonds is conditioned upon compliance by the Town with such requirements.

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

Original Issue Discount. The initial public offering prices of certain maturities of the Bonds may be less than the stated principal amount (the “OID Bonds”). Under existing law, the difference between the stated principal amount and the initial offering price of each maturity of the OID Bonds will constitute original issue discount. The offering prices relating to the yields set forth on the cover page of this Official Statement for such OID Bonds are expected to be the initial offering prices to the public (excluding bond houses and brokers) at which a substantial amount of the OID Bonds are sold. Under existing law, original issue discount on the OID Bonds accrued and properly allocable to the owners thereof under the Code is excludable from gross income for federal income tax purposes if interest on the OID Bonds is excludable from gross income for federal income tax purposes.

Under the Code, for purposes of determining an owner's adjusted basis in an OID Bond purchased at an original issue discount, original issue discount is treated as having accrued while the owner holds such OID Bond and will be added to the owner's basis. The owner's adjusted basis will be used to determine taxable gain or loss upon the sale or other disposition (including redemption or payment at maturity) of such an OID Bond.

Prospective purchasers of OID Bonds should consult their own tax advisors as to the calculation of accrued original issue discount, the accrual of original issue discount in the case of owners of OID Bonds purchasing such OID Bonds after the initial offering and sale, and the state and local tax consequences of owning or disposing of such OID Bonds.

Original Issue Premium. The initial public offering prices of certain maturities of the Bonds may be more than their stated principal amounts payable at maturity (the "OIP Bonds"). In general, an owner who purchases an OIP Bond must amortize the original issue premium as provided in the applicable Treasury Regulations, and amortized premium reduces the owner's basis in the OIP Bond for federal income tax purposes. Prospective purchasers of OIP Bonds at a premium to its principal amount should consult their tax advisors regarding the amortization of premium and its effect upon basis.

Other Federal Tax Matters. Prospective purchasers of the Bonds should be aware that ownership of the Bonds may result in collateral federal income tax consequences to certain taxpayers, including, without limitation, financial institutions, certain insurance companies, recipients of Social Security or Railroad Retirement benefits, certain S corporations, foreign corporations subject to the branch profits tax, taxpayers eligible for the earned income credit, and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations. Bond Counsel does not express any opinion regarding such collateral tax consequences. Prospective purchasers of the Bonds should consult their tax advisors regarding collateral federal income tax consequences. Prospective purchasers of the Bonds may also wish to consult with their tax advisors with respect to the need to furnish certain taxpayer information in order to avoid backup withholding.

State Taxes. In the opinion of Bond Counsel, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based for individuals, trusts and estates required to pay the federal alternative minimum tax.

Interest on the Bonds is included in gross income for purposes of the Connecticut corporation business tax.

Accrued original issue discount on an OID Bond is also excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based for individuals, trusts and estates required to pay the federal alternative minimum tax.

Owners of the Bonds should consult their own tax advisors with respect to the determination for state and local income tax purposes of original issue discount or original issue premium accrued upon sale or redemption thereof, and with respect to the state and local tax consequences of owning or disposing of such Bonds.

Changes in Federal and State Tax Law. Legislation affecting tax-exempt obligations is regularly considered by the United States Congress. Court proceedings may also be filed, the outcome of which could modify the tax treatment of obligations such as the Bonds. There can be no assurance that legislation enacted or proposed, or actions by a court, after the issuance of the Bonds will not have an adverse effect on the tax status of interest on the Bonds or the market value or marketability of the Bonds. These adverse effects could result, for example, from changes to federal or state income tax rates, changes in the structure of federal or state income taxes (including replacement with another type of tax), or repeal (or reduction in the benefit) of the exclusion of interest on the Bonds from gross income for federal or state income tax purposes for all or certain taxpayers.

Investors in the Bonds should be aware that future legislative actions may increase, reduce or otherwise change (including retroactively) the financial benefits and the treatment of all or a portion of the interest on the Bonds for federal income tax purposes for all or certain taxpayers. In all such events, the market value of the Bonds may be adversely affected and the ability of holders to sell their Bonds in the secondary market may be reduced. The Bonds are not subject to special mandatory redemption, and the interest rates on the Bonds are not subject to adjustment, in the event of any such change in the tax treatment of interest on the Bonds.

General. The opinion of Bond Counsel is rendered as of its date, and Bond Counsel assumes no obligation to update or supplement its opinion to reflect any facts or circumstances that may come to its attention or any changes in law that may occur after the date of its opinion. Bond Counsel's opinion is based on existing law, which is subject to change. Such opinion is further based on factual representations made to Bond Counsel as of the date of issuance. Moreover, Bond Counsel's opinion is not a guarantee of a particular result, and is not binding on the Internal Revenue Service or the courts; rather, such opinion represents Bond Counsel's professional judgment based on its review of existing law, and in reliance on the representations and covenants that it deems relevant to such opinion.

The discussion above does not purport to deal with all aspects of federal or state or local taxation that may be relevant to a particular owner of the Bonds. Prospective owners of the Bonds, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the federal, state and local tax consequences of owning and disposing of the Bonds.

Insurance

The Town does not expect to direct purchase a credit enhancement facility.

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II. The Issuer



Description of the Municipality

The Town of Berlin was incorporated as a town in 1785 from parts of Farmington, Middletown, and Wethersfield. The Town, which covers an area of 27.0 square miles, is located in the geographic center of the state in Hartford County. Berlin is eleven miles south of the City of Hartford and is bordered on the north by the City of New Britain, on the northeast by the Town of Newington, on the east by the Towns of Rocky Hill and Cromwell, and the City of Middletown, on the south by the City of Meriden, and on the west by the Town of Southington.

The Town seal is that of a Yankee peddler outfitted in revolutionary dress with a basket under his arm and a pack on his back full of tin ware. This image comes from the Patterson brothers who started their business on West Street (now Lower Lane). For 20 years, until 1760, the family sold tin wares from a basket. As their business grew, they took in apprentices and engaged peddlers to travel throughout the colonies to sell their products.

U.S. Route 5, a multi-lane divided highway, runs north-south through Berlin parallel to Interstate Route 91, connecting Meriden and Wethersfield. Central Connecticut Expressway Corridor (Routes 9 and 72) serves as a connector between Interstates 84 and 91. State Routes 15, 71, 71A, 160 and 372 also serve the Town. Amtrak provides passenger and freight service, and bus lines provide local and intrastate passenger transportation service. Air passenger and freight service is available at Bradley International Airport in Windsor Locks, approximately twenty-five miles from Berlin.

Within the Town, there are six reservoirs belonging to surrounding municipalities, three post offices, and four separate fire departments. The Berlin Fairgrounds are located in the eastern section of Town where once a year the Berlin Fair is held. The grounds are utilized for several other events during the year. The Town owns a municipal golf course. There is a private school, St. Paul School, as well as four fire companies and approximately 125 small-to medium-sized businesses in Town.

The Town is a member of The Mattabassett District, which provides sewer treatment services to its member Towns of Berlin and Cromwell and the Cities of New Britain and Middletown. There are two separate tax districts or coterminous entities within the territorial limits of the Town of Berlin. The Worthington Fire District, organized in 1920, and the Kensington Fire District, organized in 1922. Both districts provide water and sewer services to their respective sections of Berlin.

Government Organization

Under the Town Charter, adopted on November 4, 1973 and most recently amended on November 8, 2016, the Town Council acts as the legislative body. The Town Council consists of six members and a Mayor who is elected separately by the voters of Berlin.

The Town Council appoints a Town Manager, who is the chief executive officer of the Town. The Town Manager and the Town Council are responsible for the administration of all Town matters, with the exception of the education system, the Kensington and Worthington Fire Districts, the Water Control Commission, the Mattabassett District and the Police Department.

The Board of Finance is the budget-making authority of the Town and is responsible for financial and taxation matters. The Board of Finance is responsible to develop the annual budget and present it at the Annual Budget Hearing. The Board of Finance also establishes the tax rate once the budget is adopted.

Board of Education

The Board of Education is the policy-making body for grades pre-kindergarten through twelve. See “Educational System” herein.

Fire Districts

The Kensington and Worthington Fire Districts provide water and sewer services to their respective sections of Berlin. Members of the Fire Districts’ governing board are elected by the public and have the sole responsibility for the hiring and firing of employees, the purchase of equipment, the administration of fiscal operations, and establishment of the tax rate, assessments, and service charges. The Fire Districts are empowered to issue bonds and notes in their own name and credit.

Mattabassett District

The Mattabassett District (the “District”) is a quasi-municipal district established by Special Act of the State legislature. The District provides sewer treatment services for the constituent Towns of Berlin and Cromwell and the constituent Cities of New Britain and Middletown, and contractually to the Metropolitan District and the Town of Farmington. In June 2011, the state statutes creating the Mattabassett District were amended to allow the City of Middletown to become a constituent community. The Middletown admission process was completed in February 2014. As a result, the Mattabassett Board of Directors representation is now as follows: New Britain – five members, Middletown – four members, Berlin and Cromwell – three members each. The Board of Directors is responsible for the hiring and firing of employees, purchasing, budget adoption, and the administration of fiscal operations. See “Summary of Municipal Services, Water and Sewers” and “Summary of Overlapping Debt” herein.

Police Commissioners

The Board of Police Commissioners has the general management and control of the Police Department and has the sole responsibility for the hiring and firing of employees and the purchase of apparatus, supplies or property necessary for the Police Department, within the bounds of the adopted annual budget. The Board prepares an itemized budget for submission to the Town Manager.

Town Officials

Office	Name	Manner of Selection	Term	Date Of Hire
Assessor.....	Joseph C. Ferraro	Appointed	Indefinite	07/10/00
Building Official.....	Frank Van Linter	Appointed	Indefinite	12/02/13
Chief of Police.....	Matthew J. McNally IV	Appointed	Indefinite	11/04/21
Community, Parks & Recreation Director....	Jennifer Ochoa	Appointed	Indefinite	07/22/16
Corporation Counsel.....	Jeffrey M. Donofrio	Appointed	November-2025	06/01/16
Development Services Director.....	Maureen Giusti	Appointed	Indefinite	08/29/12
Economic Development Director.....	Christopher Edge	Appointed	Indefinite	01/29/15
Finance Director & Treasurer.....	Kevin J. Delaney	Appointed	Indefinite	10/11/16
Human Resources Director.....	Paula Carabetta	Appointed	Indefinite	06/06/22
Information Technology Director.....	Brian Freeman	Appointed	Indefinite	10/01/12
Library Director.....	Carrie Tyszka	Appointed	Indefinite	08/28/00
Public Works Director.....	Michael Ahern	Appointed	Indefinite	09/17/18
Purchasing Agent.....	Maryssa Tsois	Appointed	Indefinite	06/05/17
Revenue Collector.....	Deborah Swan	Appointed	Indefinite	09/18/17
School Business Manager.....	Ashley Dorsey	Appointed	Indefinite	07/06/10
Superintendent of Schools.....	Brian Benigni	Appointed	Indefinite	01/03/18
Town Clerk.....	Kathryn J. Wall	Appointed	Indefinite	01/10/02
Interim Town Manager.....	W. Lee Palmer	Appointed	Interim	07/29/24

Source: Town of Berlin.

Town Council Members

Name	Manner of Selection	Term
Mark H. Kaczynski, Mayor.....	Elected / 2 years	5th term
Charles Paonessa, Deputy Mayor....	Elected / 2 years	6th term
Donna Veach.....	Elected / 2 years	3rd term
Peter A. Rosso.....	Elected / 2 years	5th term
Kate Atkinson.....	Elected / 2 years	1st term
Mark Pruzin.....	Elected / 2 years	1st term
Sandra Coppola.....	Elected / 2 years	2nd term

Municipal Services

Police: The Police Department is headed by a five-member Board of Police Commissioners elected biennially for four-year staggered terms – three at one election, two at the next. The Department is headed by a chief and staffed with one deputy chief, three lieutenants, seven sergeants, and one detective. There are 46 authorized sworn positions including 34 police officers. In addition, there are ten dispatchers and a support staff of three.

The Berlin Police Department is a State and Internationally Accredited law enforcement agency. The department has been accredited by the Commission on Accreditation for Law Enforcement Agencies, Inc. since March 1996. It is one of only 16 agencies in the State to be so recognized. The Police Officers Standards and Training Council also awarded State accreditation to the Berlin Police Department in November 2004.

Fire: A volunteer force of approximately 86 volunteers and 20 officers, organized into four separately incorporated companies housed in four fire stations, provides fire protection. Each company is headed by a chief, an assistant chief, a captain, and two lieutenants. A Fire Administrator is responsible for preparing the budget, reporting documentation, incentives and capital purchases. A Board of Fire Chiefs consisting of the chief from each company is responsible for establishing operating procedures and determining necessary training courses. Present equipment includes seven Class-A pumpers, one 100-foot aerial ladder truck, one 100-foot tower ladder, one tanker truck and one heavy-duty rescue truck. Dispatching is accomplished through the Berlin Police Department, employing both radio and siren alert systems.

Ambulance: The Town contracts with Hartford Healthcare/Hunter's Ambulance Service to provide services to Town residents. In 2019, the Town entered an eleven-year contract extension with Hartford Healthcare/Hunters.

Water and Sewers: Berlin's water and sewer services are spread among the Town's Water Control Commission, the Kensington Fire District, and the Worthington Fire District. Both the Kensington Fire District and the Worthington Fire District (the "Fire Districts") were established under a Special Act of the Connecticut Legislature. The City of New Britain and the Cromwell Fire District supply 45% of the water to the Town, and 55% is supplied by the Town's Elton well field.

The Town's Water Control Commission presently serves approximately 2,000 water and sanitary sewer accounts. The Worthington Fire District serves 1,200 water and sanitary sewer accounts. The Kensington Fire District has 3,100 water and sanitary sewer accounts. Approximately 75% of the population is presently connected to the sanitary sewer systems of the Town or one of the Fire Districts, with the balance of residents served by individual well and septic.

Approximately 99.23 miles of sewer mains and 72 miles of water mains have been installed by the Town of Berlin and the Kensington and Worthington Fire Districts. Water produced by the Elton Wells #1A and #2A supplies 55% of the water needs of the Water Control Commission, and the Water Control Commission supplies Worthington Fire District with 100% of their water needs. The remaining 45% of the Water Control Commission water needs are purchased from the New Britain Water Department and Cromwell Fire District. The Kensington Fire District does not produce water and purchases 100% of its needs from the New Britain Water Department. Existing water storage for Berlin consists of two two-million-gallon storage tanks. The Atkins Street 300,000-gallon reservoir is presently not being used. The Water Control Commission purchases approximately 19,000,000 gallons annually from the Cromwell Fire District at a connection on Mill Street in East Berlin at the Cromwell town line. The supply of water is determined to be adequate to serve anticipated growth.

The Mattabassett District, the fifth largest sewage disposal district in the State of Connecticut, serves the Towns of Berlin and Cromwell, and the Cities of Middletown, and New Britain, and portions of the Metropolitan District Commission. Berlin pays the District annually July 1st based upon metered flows, fixed operating costs, and amortization of plant, trunk sewers, and debt. Berlin's present usage equates to 13.6% of Mattabassett's capacity, which is also the Town's share of Mattabassett's annual operating expenses. The Town's share of operating capital expenses is based upon current reserved plant capacity, which is 14.35%.

The District is empowered to issue bonds and notes in its own name. The District is authorized to issue general obligation bonds secured by the full faith and credit of the District and its constituent municipalities, or revenue bonds secured from revenue derived from the sewer system. General obligation bonds require referendum approval of each constituent municipality. To date, the District has not issued general obligation bonds. The District levies its annual assessment upon each member, including the Town of Berlin, to pay its expenses including debt. The Town in turn establishes sewer use rates in an amount sufficient to pay the District annual assessment. In the event a municipality fails to pay its annual assessment, the District may levy, collect and enforce payment from individual District facility users in such municipality. The Town of Berlin is not liable for payment of District debt. The

Mattabasset District has never defaulted on its bond and note liabilities. See “Government Organization–Mattabasset District” and “Overlapping Debt” herein.

Subsequent to a comprehensive 1999 study, the Mattabasset District embarked on a plan to upgrade and expand treatment capabilities in order to meet the stricter Department of Energy and Environmental Protection requirements for the removal of nitrogen and sewage sludge incinerator emissions as well as to provide for the additional flow capacity needs of its member communities. The project has recently been completed. Total construction costs were approximately \$100 million. A grant from the Department of Environmental Protection Clean Water Fund will cover approximately 23% of the cost. The remainder of the costs are being financed with a 2% 20-year Clean Water Fund loan to the extent not funded by additional grants. The cost of the project will be borne by sewer fee increases spread across the member towns. The Town’s share of project cost is equal to its percent of future plant reserved capacity, estimated to be 14.35%.

The Town pays for all sewage flow, including that of the Fire Districts, to the Mattabasset District for treatment. Each of the Fire Districts makes payments to the Town of Berlin predicated on metered flow. In support of this system, Berlin Water Control completed two inflow and infiltration projects. First, a \$3 million program was completed in 2016 to abate a portion of inflow and infiltration from the Webster Square area of the Town. Second, in 2019, the Town completed a \$2 million inflow and infiltration project in the Belcher Brook area. Both projects were financed with 20-year, 2% Clean Water Fund loans.

Community Services, Parks and Recreation: The Town operates and maintains 2,272 acres of parks and open space, including 101 acres of school property, five parks, two public swimming pools, one community center, one municipal golf course, and one Senior Center.

Open Space: The Town owns 2,255 acres of land including 1,770 acres of open space, which is available primarily for passive recreation and natural resource protection. The largest Town-owned open space is within the Ragged Mountain Reserve, a 587-acre parcel located in the northwest corner of the Town. Major recent open space acquisitions include the 452 acre Blue Hills Conservation Area property that extends south of Orchard Road to the Meriden Town line, the 488 acre Hatchery Brook Conservation Area and Bicentennial Park area in the block bounded by Orchard Road, Chamberlain Highway, Norton Road and Kensington Road and 97 acres of the former Pistol Creek Golf Course. The Hatchery Brook Conservation Area was expanded by the purchase of 71 acres of the “Chotkowski family” property in March 2015. Berlin also contains many other publicly owned open spaces and watershed lands including major holdings of the New Britain and Meriden Water Departments, part of Lamentation Mountain State Park, Silver Lake State Park, and the New Britain-owned Willowbrook Park, and Hungerford Park.

Libraries: There are three libraries in town. Two of the libraries are privately operated. The Berlin–Peck Library is a Town-operated facility which has approximately 116,000 volumes in its collection.

Service Contract, Solid Waste Disposal: Reworld Waste, LLC purchased Covanta Bristol, Inc., a Connecticut corporation (the “Company”), and operates a 650-ton-per-day mass-burn solid waste disposal, electric power generation, and resource recovery facility at 229 Technology Park.

The Town of Berlin’s relationship with Covanta Energy Corporation, a Delaware corporation, began in 1984 for the purpose of owning, designing, constructing, and operating the facility for the processing and disposal of acceptable solid waste from the City of Bristol and the Towns of Berlin, Branford, Burlington, Hartland, Morris, Plainville, Plymouth, Prospect, Seymour, Southington, Warren, Washington, and Wolcott (14 municipalities collectively referred to as the “Contracting Communities”). The Contracting Communities Agreement operating under the Bristol Resource Recovery Facility Operating Committee (“BRRFOC”) expired in 2014 and each municipality has contracted with Covanta through a collective agreement through 2034. Individual municipal tonnage commitments under the prior agreement were eliminated and replaced with an aggregated fourteen community commitment so that no shortfall will occur if the municipalities, in total, reach the required aggregate commitment. The Town intends to continue operating with Reworld under the same terms it operated with Covanta Bristol, Inc.

The facility design provides for two furnaces designed to process acceptable waste, each with a rated capacity of 325 tons per day. The Company has guaranteed, pursuant to the service agreement, that the yearly facility capacity will be 197,630 tons per year to the Contracting Communities, which represents an availability factor of 83.3%. The furnaces produce steam that is used to generate electricity for sale, pursuant to an agreement with Eversource. The facility has a net output of 16.2 megawatts. A dry scrubber and baghouse is utilized for the removal of acid gas and particulates from stack flue gas emissions. The facility was designed using technology developed and owned by Martin GmbH of Munich, Germany.

Waste disposal service by the Company is provided through the operation of the facility or by any other alternative disposal method reasonably acceptable to the Contracting Communities, including permitted sanitary landfills. The service fee payable by each Contracting Community for such waste disposal service is its pro-rata share, based on its respective tonnage deliveries of acceptable waste, of the sum for each period of (1) an amount equal to debt service on the bonds issued for the project, (2) the operation and maintenance expenses, and (3) pass-through costs, including certain taxes, insurance and utility costs, less a credit equal to 90% of all energy revenues and with an adjustment with respect to recovered ferrous metals. The Town pays a tipping fee for refuse and is required to deliver up to its minimum commitment of 5,113 tons for the current fiscal year. Beginning in 2019, the Town began paying a tipping fee for recyclables in response to the international decline in demand for U.S. recyclables.

If the facility is temporarily or permanently shut down and partially or completely unable to receive and process acceptable waste, the Company is obligated to provide waste disposal services by alternative disposal methods. The Company is obligated under the service agreement to seek to mitigate the effect of any shutdown, and the operation and maintenance expenses are to be adjusted to the extent the facility is unable to receive and process acceptable waste, to reflect the Company’s actual direct costs of alternative disposal. Should the facility be shut down for an extended time, the cost of alternative disposal will depend upon transportation costs and tipping fees at the alternative disposal site.

The Contracting Communities are obligated to pay the service fee to the Company, whether or not the Contracting Communities deliver acceptable waste to the facility and whether or not the Company disposes of such acceptable waste through the facility. This obligation is absolute and unconditional, is not subject to any rights of set-off, recoupment or counterclaim which any Contracting Community may have against the Company, the trustee, or any other person, and may not be suspended or discontinued for any purpose. In the event of a payment default under the service agreement by any one or more of the Contracting Communities, the non-defaulting Contracting Communities are jointly and severally liable to pay such defaulted amount. The Contracting Communities have pledged their full faith and credit to pay all amounts due.

The Contracting Communities’ obligation to pay the service fee ceases if the service agreement is terminated. If the service agreement is terminated due to a default by any Contracting Community, the Contracting Communities are obligated to pay amounts sufficient to defease the bonds or pay amounts sufficient to make timely payments of principal and interest on the bonds. If the service agreement is terminated due to a default by the Company, the Company is generally obligated to defease the bonds or to continue to make timely payments of principal and interest on the bonds.

Principal Public Facilities

<i>School</i>	<i>Date of Construction (Additions, Remodeling)</i>	<i>Type of Construction</i>
Town Hall Complex.....	1975 (1995, 2016, 2019, 2024)	Masonry
Berlin–Peck Memorial Library/Community Center.....	1988 (2000, 2016, 2018, 2023)	Masonry
Senior Citizens Center.....	1955 (1985, 2009)	Wood Frame
Golf Course Facility.....	1970 (2008, 2015)	Wood Frame
Fire Station #1, Berlin Vol. Fire Dept.....	1946 (1980, 1995)	Masonry/Frame
Fire Station #2, East Berlin Vol. Fire Dept.....	1960 (1972, 1990)	Masonry
Fire Station #3, Kensington Vol. Fire Dept.....	1968 (1976, 1995)	Masonry
Fire Station #4, So. Kensington Vol. Fire Dept.....	Unknown (1973, 1994)	Masonry
Animal Control Facility.....	2009	Masonry

Source: Town of Berlin

Educational Services

The Town's school system services grades pre-kindergarten through twelve and is governed by the local Board of Education. Berlin has a nine-member Board of Education elected to three-year staggered terms. The primary function of the Board is to establish educational policy. Some of the areas for which policies are set include curriculum, budget requests and submission, ensuring funds for education as appropriated by the Town are properly expended, implementation of both State and Federal laws, and planning for facilities needed by the system, including construction and renovation.

The Town has five schools for grades pre-kindergarten through twelve. Enrollment in grades pre-kindergarten through twelve as of October 1, 2023 was 2,644. The rated capacity of the system facilities is 3,769.

School Enrollment

School Year	Historical				Total
	Pre-K	K-5	6 - 8	9 - 12	
2014-2015	52	1,225	702	919	2,898
2015-2016	57	1,181	672	953	2,863
2016-2017	60	1,126	714	892	2,792
2017-2018	62	1,146	664	909	2,781
2018-2019	51	1,147	685	904	2,787
2019-2020	59	1,117	644	914	2,734
2020-2021	53	1,093	632	913	2,691
2021-2022	51	1,105	600	885	2,641
2022-2023	55	1,137	582	884	2,658
2023-2024	60	1,137	590	857	2,644
School Year	Projected				Total
	Pre-K	K-5	K - 8	9 - 12	
2024-25	60	1,119	601	849	2,629
2025-26	70	1,113	613	798	2,594
2026-27	74	1,124	610	812	2,620

Source: Town of Berlin, Board of Education

School Facilities

School	Grades	Date of Construction (Additions, Remodeling)	Number of Classrooms	10/1/2023 Enrollment	Rated Capacity
Hubbard School	K-5	1965 (1993, 2019)	12	223	325
Willard School	Pre-K-5	1955 (2013, 2019, 2024)	21	452	720
Griswold School	Pre-K-5	1963 (1992, 2019)	26	522	600
Catherine McGee School ...	6-8	1969 (2010, 2019)	58	590	924
Berlin High School	9-12	1953 (2013-2016)	68	857	1,200
Total			185	2,644	3,769

Source: Town of Berlin, Board of Education

Employee Relations and Collective Bargaining

Municipal Employees¹

The following table reflects total Town employment for the past five fiscal years:

	2024	2023	2022	2021	2020
General Government.....	175	177	173	171	179
Board of Education.....	517	517	518	512	485
Water Control Commission.....	5	5	5	5	5
Total.....	697	700	696	688	669

¹ Full-time equivalent.

Source: Town of Berlin

Employee Relations

Employees	Board of Education Groups	Positions Covered	Current Contract Expiration Date
Administrators.....	Association of Berlin Administrators	15	6/30/2025
Teachers.....	Berlin Education Association – Local Chapter of Connecticut Education Association	247	6/30/2025
Custodians.....	Berlin Custodial Employees, Local 222	20	6/30/2024 ¹
Head Custodians	Berlin Association of Head Custodians	-	6/30/2026
Clerical.....	Berlin Clerical Employees, Local 1278	18	6/30/2025
Cafeteria.....	Berlin Cafeteria Employees, Local 424	11	6/30/2024 ¹
Cook Managers.....	Berlin Cook Managers, Local 424	5	6/30/2024 ¹
Paraprofessionals.....	Berlin Aides Employees, Local 1303-276	100	6/30/2027
Total Unionized Board of Education Employees.....		416	
General Government			
Police.....	Fraternal Order of Police Lodge 056	44	6/30/2026
Emergency Dispatchers.....	Connecticut Association of Labor Unions, Local 911	10	6/30/2026
Highway, Garage, Park, Water & Sewer, Golf Course, Building Maintenance.....	Connecticut Independent Labor Union	38	6/30/2024 ¹
Clerical.....	Connecticut Independent Labor Union	28	6/30/2026
Nursing.....	Connecticut Health Care Associates	13	6/30/2027
Supervisors.....	Berlin Middle Management Association	40	6/30/2025
Total Unionized General Government Employees.....		173	
Non-Union. (Town and Board of Education).....		51	
Total Union/Non-Union Employees.....		640	

¹ In negotiations.

Source: Town of Berlin

Binding Arbitration

Connecticut General Statutes Sections 7-473c, 7-474, and 10-153a to 10-153n provide a procedure for binding arbitration of collective bargaining agreements between municipal employers and organizations representing municipal employees, including certified teachers and certain other employees. The legislative body of a municipality may reject an arbitration panel's decision by a two-thirds majority vote. The State of Connecticut and the employee organization must be advised in writing of the reasons for rejection. The State then appoints a new panel of either one or three arbitrators to review the decisions on each of the rejected issues. The panel must accept the last best offer of either of the parties. In reaching its determination, the arbitration panel gives priority to the public interest and the financial capability of the municipal employer, including consideration of other demands on the financial capability of the municipal employer. For binding arbitration contracts, in assessing the financial capability of a municipal entity, there is an irrefutable presumption that a budget reserve of (i) 5% or less with respect to teachers' contracts, and (ii) 15% or less with respect to municipal employees, is not available for payment of the cost of any item subject to arbitration. In light of the employer's financial capability, the panel considers prior negotiations between the parties, the interests and welfare of the employee group, changes in the cost of living, existing employment conditions, and the wages, salaries, fringe benefits and other conditions of employment prevailing in the labor market, including developments in private sector wages and benefits.

III. Economic and Demographic Information

Economic Condition and Outlook

The Town has continued to implement an economic development strategy to bolster the tax base and to create local job opportunities. The Town's Plan of Conservation and Development (the "Master Plan") was adopted in 2023. Proposals included in the Plan of Conservation and Development are being implemented, including continued progress toward the creation of a Town Center and economic development along the Berlin Turnpike. The Town has partnered with the State of Connecticut and private developers to renovate the local train station and develop the land surrounding the station. To encourage maintenance of private open space, preferential tax treatment was also extended to open space parcels to add to the farm and forest protection incentives already provided pursuant to Section 7-131b of the Connecticut General Statutes.

There are over 100 industrial firms, producing a wide range of products, located in the Town. Among the Town's largest taxpayers are Eversource and its subsidiaries (Connecticut Light & Power Company and Yankee Gas), Comcast Corp., Assa Abloy, Corbin Russwin, Forest Machine, Cedar Brickyard, TOMZ Corporation, B & F Machine, TIGHTCO, Connecticut Natural Gas, Stonebridge Berlin Associates, Legion Square Associates, Berlin Commerce Park and Orchard Ridge Associates.

Major Economic Initiatives

Recently completed public projects in Berlin's Commercial Core Area include the construction of a new boulevard in the center of town connecting Farmington Avenue to the Amtrak train station, streetscape improvements on Main Street and sidewalk additions connecting missing links in the Kensington Center area.

The Town completed several major capital projects including a \$3.7 million boulevard in the center of town, \$2.5 million converting the high school competition field from grass to turf, \$0.9 million in rooftop HVAC improvements at Berlin High School, \$0.5 million replacement of the high school softball field and executing a 5-mile per year road replacement strategy.

Concurrent with the Boulevard mentioned above, two privately-owned multi-use office/residential buildings were constructed along the boulevard. Further private development of this area is underway with residential condominiums adjacent to the train station.

On February 12, 2016, the Town entered into a \$10.4 million, twenty-year capital lease with Banc of America Public Capital Corp. to fund a multi-faceted energy saving program. The program includes the purchase of more than 2,500 street lights and conversion to Light Emitting Diode (LED) lighting to reduce energy consumption. During 2016-17, four schools were equipped with solar panels delivering a cost savings and providing excess energy which the Town contracted to sell to Eversource at negotiated rates. The project was completed during calendar year 2017.

Finally, the Mattabassett District (which currently provides sewer treatment services for Berlin, Cromwell, Middletown and New Britain) completed a major upgrade for nitrogen removal, increased capacity to accommodate the City of Middletown and related required improvements to meet the EPA and DEEP nitrogen removal requirements as well as the EPA's sewage sludge incinerator emissions requirements and odor control enhancements. The three-year construction project began in the summer of 2012 and was complete as of June 30, 2016. The project was funded by a combination of grants and a 2% 20-year Clean Water Fund loan. As of June 30, 2024, the district had \$38.5 million in Clean Water Fund debt outstanding. The cost of the project will be borne by sewer fee increases spread across the member towns. The Town's share of project cost is equal to its percentage of future plant reserved capacity, currently estimated to be 14.35%. This percentage is factored into the Town's assessment and is subject to change.

In summary, Berlin continues to be an attractive location for a diverse mix of projects including office, industrial, commercial and age restricted residential developments. Significant projects are proceeding in all areas of Town with the necessary zoning and infrastructure. At the same time, Berlin has added 825 acres of open space to continue to provide a balanced community including areas that maintain the Town's rural heritage.

Population and Density

Year	Population ¹	% Increase (Decrease)	Density ²
2022 ³	20,149	-0.1%	746.3
2020	20,175	1.6%	747.2
2010	19,866	9.1%	735.8
2000	18,215	8.5%	674.6
1990	16,787	11.0%	621.7
1980	15,121	6.9%	560.0
1970	14,149	--	524.0

¹ 1970-2020, U.S. Department of Commerce, Bureau of Census

² Per square mile: 27.0 square miles

³ American Community Survey 2018-2022.

Age Distribution of the Population

Age	Town of Berlin		State of Connecticut	
	Number	Percent	Number	Percent
Under 5 years	1,080	5.4%	182,768	5.1%
5 to 9 years	1,088	5.4	196,600	5.5
10 to 14 years	996	4.9	222,267	6.2
15 to 19 years	1,386	6.9	247,501	6.9
20 to 24 years	1,029	5.1	241,391	6.8
25 to 34 years	1,690	8.4	449,466	12.6
35 to 44 years	2,172	10.8	445,052	12.5
45 to 54 years	2,797	13.9	475,109	13.3
55 to 59 years	2,018	10.0	266,117	7.4
60 to 64 years	1,287	6.4	255,938	7.2
65 to 74 years	2,572	12.8	362,365	10.1
75 to 84 years	1,376	6.8	178,746	5.0
85 years and over	658	3.3	87,997	2.5
Total.....	20,149	100.0%	3,574,097	100.0%
Median Age (Years) 2022.....	47.7		40.9	
Median Age (Years) 2010 ¹	45.5		40.0	

¹ U.S. Department of Commerce, Bureau of Census, 2010.

Source: American Community Survey 2018-2022.

Income Distribution

Income	Town of Berlin		State of Connecticut	
	Families	Percent	Families	Percent
Less than \$10,000.....	29	0.5%	21,866	2.4%
\$10,000 to \$14,999.....	12	0.2	13,844	1.5
\$15,000 to \$24,999.....	180	3.0	32,363	3.5
\$25,000 to \$34,999.....	59	1.0	38,177	4.2
\$35,000 to \$49,999.....	444	7.5	65,393	7.2
\$50,000 to \$74,999.....	507	8.6	112,628	12.4
\$75,000 to \$99,999.....	988	16.7	109,739	12.0
\$100,000 to \$149,999.....	1,324	22.3	184,504	20.2
\$150,000 to \$199,999.....	1,004	16.9	125,406	13.8
\$200,000 or more.....	1,377	23.2	207,948	22.8
Total.....	5,924	100.0%	911,868	100.0%

Source: American Community Survey 2018-2022.

Income Levels

	Town of Berlin	State of Connecticut
Per Capita Income, 2022.....	\$55,463	\$52,034
Median Family Income, 2022.....	\$126,406	\$115,539
Median Household Income, 2022.....	\$106,272	\$90,213

Source: American Community Survey 2018-2022.

Educational Attainment Years of School Completed Age 25 and Over

	Town of Berlin		State of Connecticut	
	Number	Percent	Number	Percent
Less than 9th grade.....	417	4.2%	101,820	4.4%
9th to 12th grade, no diploma.....	796	5.8	118,256	6.1
High School graduate (includes equivalency)....	3,223	26.7	650,788	27.5
Some college, no degree.....	2,234	18.1	414,533	17.8
Associate degree.....	1,365	8.7	192,167	7.4
Bachelor's degree.....	3,724	20.3	573,917	20.5
Graduate or professional degree.....	2,811	16.3	469,309	16.4
Total.....	14,570	100.0%	2,520,790	100.0%
Percent high school graduate or higher.....		91.7%		91.3%
Percent bachelor's degree or higher.....		44.9%		41.4%

Source: American Community Survey 2018-2022.

Major Employers As of August 2024

Employer	Type of Business	Approximate Number of Employees
Eversource.....	Utility	1,245
Town of Berlin.....	Municipal Government	700
Assa Abloy.....	Locks and Security Devices	465
Keep Me Home.....	Home Health Care	300
Comcast Cable Systems.....	Cable TV	241
Budney Overhaul & Repair.....	Precision Machining	190
TOMZ Corporation.....	Medical and Aerospace Parts	174
Parker Fluid Control.....	Solenoid Valves	158
Budney Industries.....	Aerospace Parts	146
EuroAmerican Home Care.....	Home Health Care	110

Source: Town of Berlin Economic Development.

Employment by Industry
Employed Persons 16 Years and Over

Sector	Town of Berlin		State of Connecticut	
	Number	Percent	Number	Percent
Agriculture, forestry, fishing and hunting, and mining.....	-	0.0%	7,460	0.4%
Construction.....	623	5.7	112,421	6.1
Manufacturing.....	1,148	10.5	194,805	10.6
Wholesale trade.....	231	2.1	40,518	2.2
Retail trade.....	1,435	13.1	196,267	10.7
Transportation warehousing, and utilities.....	680	6.2	82,215	4.5
Information.....	83	0.8	36,440	2.0
Finance, insurance, real estate, and leasing....	1,065	9.7	164,811	9.0
Professional, scientific, management, administrative, and waste management.....	1,257	11.4	217,442	11.9
Education, health and social services.....	2,568	23.4	485,013	26.5
Arts, entertainment, recreation, accommodation and food services.....	1,003	9.1	148,594	8.1
Other services (except public admin.).....	443	4.0	80,864	4.4
Public Administration.....	446	4.1	65,675	3.6
Total Labor Force, Employed.....	10,982	100.0%	1,832,525	100.0%

Source: American Community Survey 2018-2022.

Employment Data
By Place of Residence

The following table presents employment data (not seasonally adjusted) for the Town, the Hartford Labor Market and the State of Connecticut.

Period	Town of Berlin		Percentage Unemployed		
	Employed	Unemployed	Town of Berlin	Hartford Labor Market	State of Connecticut
June 2024.....	11,596	248	2.1	2.8	2.8
Annual Average					
2023.....	11,350	372	3.2	3.7	3.7
2022.....	11,366	393	3.4	4.1	4.1
2021.....	10,513	594	5.4	6.6	6.6
2020.....	11,097	664	5.7	7.0	7.3
2019.....	11,560	386	3.2	3.8	3.9
2018.....	11,458	414	3.5	4.1	4.1
2017.....	11,364	448	3.8	4.8	4.7
2016.....	11,221	504	4.3	5.3	5.3
2015.....	11,211	543	4.6	5.6	5.6
2014.....	10,764	639	5.6	6.7	6.7

Source: Department of Labor, State of Connecticut

Age Distribution of Housing

Year Built	Town of Berlin		State of Connecticut	
	Units	Percent	Units	Percent
2010 or later.....	249	2.9%	29,432	1.9%
2000 to 2009.....	1,092	12.6	103,632	6.9
1990 to 1999.....	951	11.0	115,459	7.6
1980 to 1989.....	1,077	12.5	191,306	12.6
1970 to 1979.....	1,079	12.5	201,360	13.3
1940 to 1969.....	2,872	33.2	533,321	35.3
1939 or earlier.....	1,322	15.3	337,795	22.3
Total Housing Units.....	8,642	100.0%	1,512,305	100.0%

Source: American Community Survey 2018-2022.

Commute to Work

Category	Town of Berlin		State of Connecticut	
	Number	Percent	Number	Percent
Drove alone.....	8,803	81.3%	1,298,747	72.2%
Car Pools.....	380	3.5	136,416	7.6
Using Public Transportation.....	65	0.6	63,423	3.5
Walked.....	165	1.5	48,134	2.7
Other Means.....	67	0.6	24,807	1.4
Worked at Home.....	1,354	12.5	226,666	12.6
Total.....	10,834	100.0%	1,798,193	100.0%

Mean Travel to Work (minutes)..... 21.6 26.4

Source: American Community Survey 2018-2022.

Housing Inventory

Housing Units	Town of Berlin		State of Connecticut	
	Units	Percent	Units	Percent
1-unit, detached.....	6,691	78.1%	898,891	58.7%
1-unit, attached.....	118	1.4	91,794	6.0
2 units.....	789	9.2	120,419	7.9
3 or 4 units.....	211	2.5	128,942	8.4
5 to 9 units.....	214	2.5	78,127	5.1
10 to 19 units.....	173	2.0	56,353	3.7
20 or more units.....	349	4.1	145,025	9.5
Mobile home.....	11	0.1	11,257	0.7
Boat, RV, van, etc.....	12	0.1	524	0.0
Total Inventory.....	8,568	100.0%	1,531,332	100.0%

Source: American Community Survey 2018-2022.

Housing Vacancy Rates

Housing Units	Town of Berlin		State of Connecticut	
	Units	Percent	Units	Percent
Occupied Housing Units	8,221	96.0%	1,409,807	92.1%
Vacant Housing Units	347	4.0%	121,525	7.9%
Total Units	8,568	100.0%	1,531,332	100.0%
Homeowner Vacancy Rate	–	0.0	–	1.1
Rental Vacancy Rate	–	0.0	–	4.7

Source: American Community Survey 2018-2022.

Owner Occupied Housing Values

Specified Owner-Occupied Units	Town of Berlin		State of Connecticut	
	Number	Percent	Number	Percent
Less than \$50,000.....	92	1.4%	20,646	2.2%
\$50,000 to \$99,999.....	27	0.4	19,506	2.1
\$100,000 to \$149,999.....	158	2.4	46,916	5.0
\$150,000 to \$199,999.....	299	4.5	96,168	10.3
\$200,000 to \$299,999.....	1,885	28.1	238,687	25.6
\$300,000 to \$499,999.....	3,336	49.7	307,876	33.0
\$500,000 to \$999,999.....	879	13.1	149,216	16.0
\$1,000,000 or more.....	38	0.6	53,573	5.7
Total	6,714	100.0%	932,588	100.0%
Median Value	\$341,600		\$323,700	

Source: American Community Survey 2018-2022.

Building Permits

The following is a schedule of building permits and their estimated values over the last ten years:

Fiscal Year	Residential		Comm./Industrial		Total	
	No.	Value	No.	Value	No.	Value
2024	1,769	\$ 42,397,191	121	\$ 36,118,357	1,890	\$ 78,515,548
2023	1,856	37,445,677	114	11,600,833	1,970	49,046,510
2022	1,987	35,618,063	115	7,897,235	2,102	43,515,298
2021	1,921	26,301,024	102	5,876,587	2,023	32,177,611
2020	1,579	24,227,062	40	2,500,042	1,619	26,727,104
2019	1,245	14,374,493	215	14,310,037	1,460	28,684,530
2018	1,290	14,209,727	100	5,009,788	1,390	19,219,515
2017	1,215	18,259,742	69	9,447,474	1,284	27,707,216
2016	1,465	19,617,671	96	5,502,097	1,561	25,119,768
2015	1,187	14,361,700	84	3,953,939	1,271	18,315,639

Source: Town of Berlin, Building Official

Land Use Breakdown

Land Use Category	Total Area		Developed		Undeveloped	
	Acres	Percent	Acres	Percent	Acres	Percent
Residential.....	8,509	50.4%	6,270	77.2%	2,239	83.6%
Commercial/Industrial....	2,288	13.6%	1,851	22.8%	438	16.4%
Municipal/State.....	6,088	36.1%	N/A	N/A	N/A	N/A
Total	16,885	100.0%	8,121	100.0%	2,676	100.0%

IV. Tax Base Data

Property Tax

Assessments

The maintenance of an equitable tax base by locating and appraising all real and personal property within the Town for inclusion onto the grand list is the responsibility of the Assessor's Office. The grand list represents the total assessed values for all taxable and tax-exempt real estate, taxable personal property and motor vehicles located within the Town on October 1. Generally, the law requires a revaluation every five years and a physical inspection once every ten years. The Town's most recent revaluation occurred for the assessment year commencing October 1, 2022. The Town last performed a revaluation based on physical observation for the assessment year commencing October 1, 2017. Assessments for real estate are computed at 70% of the estimated market value at the time of the last revaluation, while assessments for motor vehicles and personal property are computed at 70% of the current fair market value. Each year the Board of Assessment Appeals determines whether taxpayer petitions for assessment reductions on the current grand list are warranted.

When a new structure, or modification to an existing structure, is undertaken, the Assessor's Office receives a copy of the permit issued by the Building Official. Upon issuance of a certification of completion, a physical inspection is conducted and a new fair market value is determined with the aid of schedules developed at the time of the last revaluation. All value adjustments are reviewed to determine equity with similar properties and estimate changes to existing income streams.

All personal property (furniture, fixtures, equipment, machinery, supplies, non-registered motor vehicles, and leased equipment) is revalued annually. Random audits are conducted periodically.

Motor vehicle registration lists are furnished to the Town by the State Department of Motor Vehicles. The Office of Policy and Management has determined that the average retail values represented by the National Automobile Dealers Association pricing guides must be utilized in preparation of the grand lists. These values are applied uniformly and equitably to all vehicles in the Town; a myriad of exemptions is then applied to qualifying applicants. The same process is applied to the Supplemental Motor Vehicle list, which represents new or replacement vehicles which were registered after the October 1 assessment date, but before the following July 1. Bills for this supplemental list are issued the following January, eighteen months after the grand list date.

Connecticut General Statutes Section 12-71e, as amended, allows municipalities to tax motor vehicles at a different rate than other taxable property, but caps the motor vehicle tax rate at 32.46 mills for the assessment year commencing October 1, 2021. Section 4-661 of the General Statutes, as amended ("Section 4-661"), diverts a portion of state collected sales tax revenue to provide funding to municipalities to mitigate the revenue loss attributed to the motor vehicle property tax cap. The Town's motor vehicle tax rate for the current 2023 assessment year (Fiscal Year ending June 30, 2025) is 30.21 mills.

The Town of Berlin has not approved the use of Section 12-124a of the Connecticut General Statutes, which permits a municipality, upon approval of its legislative body, to abate property taxes on owner-occupied residences to the extent that the taxes exceed eight percent of the owner's total income, from any source, adjusted for self-employed persons to reflect expenses allowed in determining adjusted gross income.

Levy

Property taxes are levied on all taxable assessed property on the grand list of October 1 prior to the beginning of the fiscal year. Taxes are payable on July 1 following the levy date, although a 30-day grace period is provided. Motor vehicle supplemental bills are payable on January 1. Payments not received within one month after the due date become delinquent, with interest charged at the rate of one and one-half percent per month from the due date on the tax. In accordance with State law, the oldest outstanding tax is collected first. Outstanding real estate tax accounts are lien-ed each year prior to June 30 with legal demands and alias tax warrants used in the collection of personal property and motor vehicle tax bills.

Delinquent motor vehicle and personal property accounts are transferred to a suspense account after two years at which time they cease to be carried as receivables. Real estate accounts are transferred to suspense 15 years after the due date in accordance with State statutes.

Property tax revenues are recognized when they become available. Available means due or past due and receivable within the current period or expected to be collected soon enough thereafter (within 60 days) to be used to pay liabilities of the current period. Property taxes receivable not expected to be collected during the available period are reflected as deferred revenue.

Section 12-165 of the Connecticut General Statutes, as amended, requires each municipality to write off, on an annual basis, the property taxes that are deemed to be uncollectible.

Comparative Assessed Valuations

The following table sets forth the Town's Taxable Grand List by component:

Grand List As Of 10/1	Real Property (%)	Personal Property (%)	Motor Vehicles (%)	Gross Taxable Grand List (000's)	Exemptions, Veterans Relief and Disabled (000's)	Net Taxable Grand List (000's)	Percent Growth
2023	78.6	14.6	12.1	\$ 2,587,381	\$ 129,732	\$ 2,457,649	3.1%
2022 ¹	80.5	15.1	10.0	2,516,597	133,233	2,383,365	0.5%
2021	81.5	14.6	9.5	2,503,577	132,429	2,371,148	1.6%
2020	82.5	13.4	9.4	2,457,816	123,599	2,334,217	2.2%
2019	84.4	10.3	9.3	2,377,596	93,424	2,284,172	3.2%
2018	82.9	12.2	9.2	2,307,655	94,434	2,213,221	0.8%
2017 ¹	83.0	11.7	9.2	2,280,713	85,997	2,194,716	(0.8%)
2016	82.8	8.5	8.7	2,307,691	94,434	2,213,256	0.9%
2015	82.3	8.9	8.8	2,281,430	88,825	2,192,605	0.7%
2014	83.1	8.2	8.7	2,263,253	86,098	2,177,155	(0.4%)

¹ Revaluation.

Source: Town of Berlin, Assessor's Office.

Exempt Property

Public	Assessed Value ¹
Regular Veterans	\$ 1,703,310
Additional Veterans	183,990
Additional Veterans (1/2).....	543,820
100% Disabled and Blind.....	127,000
Local Option Veterans (non-reimbursed).....	78,440
Public buildings/property	-
Sub-Total Public.....	\$ 2,636,560
Private	
Agricultural or Horticultural.....	\$ 563,340
Manufacturing machinery.....	121,153,860
Enterprise zone.....	-
Miscellaneous.....	18,000,079
Sub-Total Private.....	139,717,279
Total Exempt Property.....	\$ 142,353,839
Percent Compared to Net Taxable Grand List....	5.8%

¹ Based on the Net Taxable Grand List of October 1, 2023 of \$2,457,648,797.

Source: Town of Berlin, Assessor's Office.

Property Tax Levies and Collections

Grand List of 10/1	Fiscal Year Ending 6/30	Net Taxable Grand List (000's)	Mill Rate	Adjusted Annual Levy (000's)	Percent of Annual Levy Collected at End of Fiscal Year	Percent of Annual Levy Uncollected at End of Fiscal Year	Percent of Annual Levy Uncollected as of 6/30/2024
2023 ²	2025	\$ 2,457,649	30.21	\$ 87,900		<i>In Collection</i>	
2022 ^{1,2}	2024	2,383,365	29.56	86,007	98.8%	1.2%	1.2%
2021	2023	2,371,148	34.31	84,551	99.2%	0.8%	0.5%
2020	2022	2,334,217	33.93	81,784	99.1%	0.9%	0.1%
2019	2021	2,284,172	33.93	79,390	98.9%	1.1%	0.1%
2018	2020	2,213,221	33.93	79,443	99.1%	0.9%	0.0%
2017 ¹	2019	2,194,716	32.50	75,738	99.1%	0.9%	0.0%
2016	2018	2,213,256	31.61	69,186	98.8%	1.2%	0.1%
2015	2017	2,192,605	30.81	68,276	98.8%	1.2%	0.0%
2014	2016	2,177,155	30.35	66,620	99.1%	0.9%	0.0%

¹ Revaluation.

² Subject to audit.

Source: Town of Berlin, Tax Collector

Ten Largest Taxpayers

The following table sets forth the ten largest taxpayers in the Town according to most recent Grand List:

Name of Taxpayer	Nature of Business	Taxable Valuation	Percent of Net Taxable Grand List ¹
Rocky River Realty Company.....	Utility	\$ 223,328,310	9.09%
Corbin Russwin.....	Hardware	26,644,640	1.08%
Tomz Corporation.....	Medical/Aerospace Parts	21,327,130	0.87%
Cedar Brickyard LLC.....	Shopping Center	17,076,850	0.69%
Connecticut Natural Gas Corp.....	Utility	12,556,720	0.51%
B & F Machine Inc.....	Manufacturer	10,656,910	0.43%
Acura of Berlin.....	Automotive	9,693,400	0.39%
Stonebridge Berlin Associates.....	Apartments	9,363,400	0.38%
Budney Overhaul & Repair.....	Precision Machining	8,886,160	0.36%
Budney Industries.....	Aerospace Parts	8,125,135	0.33%
Total.....		\$ 347,658,655	14.15%

¹ Based on the Net Taxable Grand List of October 1, 2023 of \$2,457,648,797.

Source: Town of Berlin, Assessor's Office.

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V. Debt Summary
Principal Amount of Indebtedness
As of October 8, 2024
(Pro Forma)

Long-Term Debt:

Date	Purpose	Interest Rate %	Original Issue	Amount Outstanding ¹	Fiscal Year of Maturity
2013	General Purpose.....	2.25-4.00	\$ 2,480,000	\$ 950,000	2033
2013	Schools.....	2.25-4.00	6,015,000	2,975,000	2033
2014	General Purpose.....	3.00-5.00	1,855,000	650,000	2034
2014	Schools.....	3.00-5.00	16,500,000	8,650,000	2034
2015	Sewers - CWF 212-CSL.....	2.00	2,236,514	1,118,257	2035
2015	General Purpose.....	2.00-4.00	720,000	400,000	2035
2015	Schools.....	2.00-4.00	13,000,000	7,520,000	2035
2016	General Purpose.....	2.00-4.00	3,620,000	1,245,000	2036
2016	Schools.....	2.00-4.00	13,150,000	8,285,000	2036
2016	General Purpose Refunding.....	2.00-5.00	5,676,000	699,000	2026
2016	Schools Refunding.....	2.00-5.00	5,244,000	641,000	2026
2017	General Purpose.....	2.00-4.00	4,150,000	1,750,000	2030
2017	Schools.....	2.00-4.00	515,000	200,000	2030
2019	General Purpose.....	2.00-4.00	6,500,000	3,000,000	2029
2019	Sewers - CWF 217-CSL.....	2.00	1,933,314	1,409,709	2039
2020	General Purpose.....	3.00-5.00	4,200,000	2,940,000	2031
2023	Water - DWSRF 2023-7109.....	2.00	1,152,727	1,099,887	2044
Total Outstanding Bonded Debt.....			\$ 88,947,555	\$ 43,532,853	
<u>This Issue</u>					
2024	General Purpose.....	4.00-5.00	\$ 2,160,000	\$ 2,160,000	2035
2024	Schools.....	4.00-5.00	2,400,000	2,400,000	2035
Total This Issue.....			\$ 4,560,000	\$ 4,560,000	
Grand Total.....			\$ 93,507,555	\$ 48,092,853	

¹ Excludes bonds refunded or defeased.

Short-Term Debt
As of October 8, 2024
(Pro Forma)

The Town does not have any outstanding short-term debt as of October 8, 2024

**Annual Bonded Debt Maturity Schedule
As of October 8, 2024
(Pro Forma)**

Fiscal Year Ended 6/30	Principal Payments	Interest Payments	Total Debt Service	This Issue			Total Principal	Cumulative Principal Retired %
				General Purpose	Schools	Total		
2025	\$ 5,024,596	\$ 1,141,908	\$ 6,166,504	\$ -	\$ -	\$ -	\$ 5,024,596	10.45%
2026	6,374,127	1,006,247	7,380,374	215,000	240,000	455,000	6,829,127	24.65%
2027	4,711,127	838,458	5,549,585	215,000	240,000	455,000	5,166,127	35.39%
2028	4,701,127	709,918	5,411,045	215,000	240,000	455,000	5,156,127	46.11%
2029	4,221,127	590,066	4,811,193	215,000	240,000	455,000	4,676,127	55.84%
2030	3,541,127	486,384	4,027,511	215,000	240,000	455,000	3,996,127	64.15%
2031	3,461,127	388,652	3,849,779	215,000	240,000	455,000	3,916,127	72.29%
2032	2,926,127	296,005	3,222,132	215,000	240,000	455,000	3,381,127	79.32%
2033	2,921,127	208,020	3,129,147	215,000	240,000	455,000	3,376,127	86.34%
2034	2,531,127	124,403	2,655,530	220,000	240,000	460,000	2,991,127	92.56%
2035	1,582,258	61,252	1,643,510	220,000	240,000	460,000	2,042,258	96.81%
2036	839,302	25,901	865,203	-	-	-	839,302	98.55%
2037	154,302	12,537	166,839	-	-	-	154,302	98.87%
2038	154,302	9,447	163,749	-	-	-	154,302	99.19%
2039	138,191	6,372	144,563	-	-	-	138,191	99.48%
2040	57,636	4,478	62,114	-	-	-	57,636	99.60%
2041	57,636	3,322	60,958	-	-	-	57,636	99.72%
2042	57,636	2,166	59,802	-	-	-	57,636	99.84%
2043	57,636	1,010	58,646	-	-	-	57,636	99.96%
2044	19,212	80	19,292	-	-	-	19,212	100.00%
Total.....	\$ 43,530,853	\$ 5,916,626	\$ 49,447,479	\$ 2,160,000	\$ 2,400,000	\$ 4,560,000	\$ 48,090,853	

¹ Excludes principal payments of \$1,612,123 and interest payments of \$66,414 made between July 1, 2024 and October 8, 2024.

Clean Water Fund and Drinking Water State Revolving Programs

The Town is a participant in the State of Connecticut's Clean Water Fund and Drinking Water State Revolving Fund Programs (General Statutes Sections 22a-475 et seq., as amended) which provides financial assistance through a combination of grants and loans bearing interest at a rate of 2% per annum (the "CWF Program"). All participating municipalities receive a grant of 20% and a loan of 80% of total eligible costs (with the exception of combined sewer overflow correction projects which are financed with a 50% grant and a 50% loan).

Loans to a participating municipality are made pursuant to a Project Grant and Project Loan Agreement. Each municipality is obligated to repay only that amount which it draws down for the payment of project costs. Municipalities must permanently finance draws under the Interim Funding Obligations ("IFO") through the issuance of a Project Loan Obligation ("PLO").

Amortization of each loan is required to begin one year from the earlier of the project completion date specified in the PLO, or the actual project completion date. The final maturity of each loan is twenty years from the scheduled completion date. Principal and interest payments are payable 1) in equal monthly installments commencing one month after the scheduled completion date, or 2) in a single annual installment representing 1/20 of total principal not later than one year from the project completion date specified in the PLO, and thereafter in monthly installments. Borrowers may elect to make level debt service payments or level principal payments. Borrowers may prepay their loans at any time prior to maturity without penalty. Each municipality must deliver to the State an obligation secured by the full faith and credit of the municipality and/or a dedicated source of revenue of such municipality.

The Town has the following permanent loans through the CWF Program:

Project	Date of Issue	Interest Rate	Amount
			Outstanding as of October 8, 2024
Webster Square Road (CWF No. 212-CSL).....	3/30/2015	2.00%	\$ 1,118,257
Belcher Brook (CWF No. 217-CSL).....	10/30/2019	2.00%	1,409,709
Berlin Turnpike Pipe Replacement (DWSRF No. 2023-7109)....	10/31/2023	2.00%	1,099,887

Overlapping Debt

The Town of Berlin, along with the Cities of New Britain and Middletown and the Town of Cromwell, is a member of The Mattabassett District, which was organized under a Special Act of the 1961 Session of the Connecticut General Assembly. The constituent municipalities approved the District’s charter dated May 1963. The function of the District is to operate and maintain a water pollution control system, and it is governed by a District Board composed of fifteen members appointed by the constituent municipalities. As of June 30, 2024, the District has two 20 year 2% Clean Water Fund loans outstanding in the amount of \$38,509,222 to finance its sewage treatment plant and construction upgrade. It is estimated that, based on future treatment plant reserved capacity, the Town’s annual assessment from the District will include 14.35% of Clean Water Fund debt service, which equals \$5,526,073. The responsibility for payment of District expenses, including debt service, is ultimately the individual sewer user.

See “Clean Water Fund and Drinking Water State Revolving Programs,” “Summary of Municipal Services,” and “Water and Sewers” herein.

**Mattabassett District
Statement of Overlapping Debt
As of October 8, 2024**

Mattabassett Total Debt (6/30/24).....	\$ 38,509,222
Berlin's Percent of Overlapping Debt	14.35%
Berlin's Share of Overlapping Debt (6/30/24)	\$ 5,526,073

Underlying Debt

The Kensington Fire District and the Worthington Fire District were both chartered in the early 1920s to provide municipal services to the residents living within their boundaries. Such services included water, sewerage, street lighting, and refuse collection, all of which have since been taken over by the Town, except for water and sewer service. As independent municipal corporations within the Town, the Fire Districts have the power to levy taxes and issue debt which constitutes underlying debt of the Town. No funds or services are provided by the Town of Berlin. As of June 30, 2024, the debt outstanding for these districts is as follows:

Kensington Fire District.....	\$ 658,683
Worthington Fire District.....	348,068
Total	\$ 1,006,751

**THE TOWN OF BERLIN HAS NEVER DEFAULTED IN THE PAYMENT OF
PRINCIPAL OR INTEREST ON ITS BONDS OR NOTES**

**Debt Statement
As of October 8, 2024
(Pro Forma)**

Long-Term Debt Outstanding: ¹

General Purpose (Includes this issue).....	\$ 13,794,000
Schools (Includes this issue).....	30,671,000
Sewers.....	2,527,966
Water.....	1,099,887
Total Long-Term Debt	48,092,853
Short-Term Debt	-
Direct Debt	48,092,853
Overlapping Debt - Mattabassett District ²	5,526,073
Underlying Debt - Fire Districts	1,006,751
Total Overall Debt	54,625,677
Less: Self-Supporting Sewer & Water Debt.....	(3,627,853)
Total Overall Net Debt	\$ 50,997,824

¹ Excludes a \$10.3 million guaranteed energy savings performance contract and lease financing. As of June 30, 2024, \$8.0 million is outstanding. See "Energy Efficiency Projects" herein.

² See Overlapping Debt.

**Current Debt Ratios
As of October 8, 2024
(Pro Forma)**

Population (2022) ¹	20,149
Net Taxable Grand List (10/1/23).....	\$2,457,648,797
Estimated Full Value (70%).....	\$3,510,926,853
Equalized Grand List (10/1/22) ²	\$4,131,477,989
Money Income per Capita (2022) ¹	\$55,463

	Total Direct Debt	Total Overall Debt	Total Overall Net Debt
	\$48,092,853	\$54,625,677	\$50,997,824
Per Capita.....	\$2,386.86	\$2,711.09	\$2,531.04
Ratio to Net Taxable Grand List.....	1.96%	2.22%	2.08%
Ratio to Estimated Full Value.....	1.37%	1.56%	1.45%
Ratio to Equalized Grand List.....	1.16%	1.32%	1.23%
Debt per Capita to Money Income per Capita (2022).....	4.30%	4.89%	4.56%

¹ American Community Survey 2018-2022.

² Office of Policy and Management, State of Connecticut.

Bond Authorization

The Town has the power to incur indebtedness as provided by the Connecticut General Statutes and the Town Charter. The issuance of bonds and notes is authorized upon adoption of an ordinance by the Town Council. Notice of passage of the bond ordinance shall be provided by newspaper publication. Adoption of the bond ordinance shall be subject to referendum approval by a majority of those voting if petitioned not later than 14 days from publication by at least three percent of the total number of qualified electors whose names appear on the last voting list with the Town Clerk.

The Connecticut General Statutes authorize the issuance of refunding bonds upon the approval of the elected legislative body, Berlin's Town Council, where the refunding results in net present value savings.

Maturities

General obligation bonds (serial and term) are required to be payable in maturities wherein a succeeding maturity may not exceed any prior maturity by more than 50% or aggregate annual principal and interest payments must be substantially equal. The first installment of any series of bonds shall mature not later than three years from the date of the issue of such series. Pursuant to state law, all bonds issued on or after July 1, 2017, including sewer and school bonds, shall be due not later than thirty years from the date of their issuance.

Temporary Financing

When general obligation bonds have been authorized, bond anticipation notes may be issued maturing in not more than two years (CGS Sec. 7-378). Temporary notes may be renewed up to ten years from their original date of issue as long as all project grant payments are applied toward payment of temporary notes when they become due and payable, and the legislative body schedules principal reductions by no later than the end of the third year and for each subsequent year during which such temporary notes remain outstanding in an amount equal to a minimum of 1/20th (1/30th for sewer projects and certain school projects) of the estimated net project cost (CGS Sec. 7-378a). The term of the bond issue is reduced by the amount of time temporary financing exceeds two years.

Temporary notes may be funded beyond ten years from the initial borrowing if a written commitment exists for State and/or Federal grants, for terms not to exceed six months until such time that the final grant payments are received (CGS Sec. 7-378b).

Temporary notes may also be issued for up to 15 years for certain capital projects associated with the operation of a waterworks system (CGS Sec. 7-244a) or a sewage system (CGS Sec. 7-264a). In the first year following the completion of the project(s), or in the sixth year (whichever is sooner), and in each year thereafter, the notes must be reduced by 1/15th of the total amount of the notes issued by funds derived from certain sources of payment specified by statute. Temporary notes may be issued in one-year maturities for up to 15 years in anticipation of sewer assessments receivable, such notes to be reduced annually by the amount of assessments received during the preceding year (CGS Sec. 7-269a).

Debt Management Policy

On July 11, 2017, the Town Council adopted a comprehensive Debt Management Policy, setting forth the parameters for issuing debt. The policy outlines the complete capital planning process and the planning and structuring of Town indebtedness. The policy establishes standards regarding the timing and purposes for which debt may be issued, types and amounts of permissible debt, method of sale that may be used, and, if recommended, structural features that may be incorporated. The standards do not bind debt management decisions. The policy was updated on February 5, 2019 to account for revisions to SEC Rule 15c2-12.

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Limitation of Indebtedness

Municipalities shall not incur indebtedness through the issuance of bonds which will cause aggregate indebtedness by class to exceed the following:

General Purposes:	2.25 times annual receipts from taxation
School Purposes:	4.50 times annual receipts from taxation
Sewer Purposes:	3.75 times annual receipts from taxation
Urban Renewal Purposes:	3.25 times annual receipts from taxation
Unfunded Past Pension Purposes:	3.00 times annual receipts from taxation

“Annual receipts from taxation” (the “base”) are defined as total tax collections (including interest and penalties) and state payments for revenue losses under CGS Section 12-129d and P.A. 87-584, Sections 3 and 4. In no case shall total indebtedness exceed seven times the base.

The statutes also provide for exclusion from the debt limit calculation debt issued in anticipation of taxes; for the supply of water, gas, electricity; for the construction of underground conduits for cables, wires and pipes; and for two or more of such purposes. There are additional exclusions for indebtedness issued in anticipation of the receipt of proceeds from assessments levied upon property benefited by any public improvement, for indebtedness issued in anticipation of the receipt of proceeds from State or federal grants evidenced by a written commitment or contract but only to the extent such indebtedness can be paid from such proceeds, for indebtedness issued for certain water pollution control projects, and for refunding indebtedness.

Statement of Debt Limitation As of October 8, 2024 (Pro Forma)

Total Tax Collections (including tax district collections, interest and lien fees) received by the Treasurer for the year ended June 30, 2023.....						\$ 87,369,225
Reimbursement For Revenue Loss (Tax relief for elderly).....						-
Base for Debt Limitation Computation.....						\$ 87,369,225
	General Purpose	Schools	Sewers	Urban Renewal		Unfunded Pension
Debt Limitation:						
2 1/4 times base.....	\$ 196,580,756	-	-	-		-
4 1/2 times base.....	-	\$ 393,161,513	-	-		-
3 3/4 times base.....	-	-	\$ 327,634,594	-		-
3 1/4 times base.....	-	-	-	\$ 283,949,981		-
3 times base.....	-	-	-	-		\$ 262,107,675
Total Debt Limitation.....	\$ 196,580,756	\$ 393,161,513	\$ 327,634,594	\$ 283,949,981		\$ 262,107,675
Indebtedness: ^{3,5}						
Bonds Outstanding	\$ 11,634,000	\$ 28,271,000	\$ 2,527,966 ¹	\$ -		\$ -
Bonds – This Issue*.....	2,160,000	2,400,000	-	-		-
Overlapping/Underlying Debt.....	1,006,751	-	5,526,073 ²	-		-
Debt Authorized But Unissued.....	6,578,323	9,119,429 ⁴	-	-		-
Total Net Indebtedness.....	21,379,074	39,790,429	8,054,039	-		-
DEBT LIMITATION IN EXCESS OF OUTSTANDING INDEBTEDNESS.....	\$ 175,201,682	\$ 353,371,083	\$ 319,580,554	\$ 283,949,981		\$ 262,107,675

¹ Includes Clean Water Fund Project Loan Obligations, but excludes water loans and the sewer debt is self-supporting and funded by a special assessment to Berlin Water Control customers.

² Based on Town's 14.35% share of Mattabassett District's currently outstanding CWF project funding; included for illustrative purposes only. See "Overlapping Debt".

³ Excludes a \$10.3 million guaranteed energy savings performance contract and lease financing. As of June 30, 2024, \$8.0 million is outstanding. See "Energy Efficiency Projects" herein.

⁴ Takes into account expected grants. See "Authorized but Unissued Debt" herein.

⁵ Excludes \$1,099,887 of outstanding Water debt per State Statute.

Note: In no case shall total indebtedness exceed seven times annual receipts from taxation or \$611,584,575

**Authorized but Unissued Debt
As of October 8, 2024
(Pro Forma)**

Project	Amount Authorized	Previously Bonded/ CWF Loan	Appropriations, Transfers & Grants Received	This Issue: The Bonds	Authorized But Unissued Debt
Athletic Field Imps. (2020).....	1,000,000	\$ 805,399	\$ -	-	\$ 194,601
Fire Vehicles (2020).....	800,000	400,000	-	-	400,000
Highway Wash Bay (2020).....	500,000	493,926	-	-	6,074
High School Renovations.....	84,950,000	50,574,268	32,698,644	-	1,677,088
Open Space (2003).....	2,000,000	1,050,000	350,000	-	600,000
Open Space (2006).....	2,000,000	790,000	-	-	1,210,000
School HVAC Upgrades (2023).....	4,900,000	-	-	-	4,900,000
School HVAC Upgrades - Griswold (2023)....	3,200,000	-	1,277,999	1,000,000	922,001
School HVAC Upgrades - Hubbard (2023)....	4,950,000	-	1,929,659	1,400,000	1,620,341
Lighting Upgrades (2021).....	1,500,000	522,352	-	-	977,648
Police Station Renovations (2023).....	3,700,000	-	750,000	860,000	2,090,000
Police Radio Upgrade (2024).....	1,300,000	-	-	1,300,000	-
Town Roof Replacements (2024).....	1,100,000	-	-	-	1,100,000
Total.....	\$ 111,900,000	\$ 54,635,945	\$ 37,006,302	\$ 4,560,000	\$ 15,697,752

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**Principal Amount of Outstanding Debt
Last Five Fiscal Years**

Long-Term Debt ¹	2024	2023	2022	2021	2020
Bonds.....	\$ 41,465	\$ 47,825	\$ 54,145	\$ 60,425	\$ 66,535
CWF	3,694	2,789	2,997	3,206	3,414
Sub-Total Long-Term Debt.....	45,159	50,614	57,142	63,631	69,949
Short-Term Debt					
Bond Anticipation Notes.....	-	-	-	-	-
CWF IFO.....	-	-	-	-	-
Sub-Total Short-Term Debt.....	-	-	-	-	-
Grand Total.....	\$ 45,159	\$ 50,614	\$ 57,142	\$ 63,631	\$ 69,949

¹ Does not include water debt, compensated absences, overlapping debt or capital lease obligations.

Source: Town of Berlin Audited Financial Reports 2020-2023, 2024 is subject to audit.

Ratios of Net Long-Term Debt to Valuation, Population and Income

Fiscal Year Ended 6/30	Net Assessed Value	Net Estimated Full Value	Net Long-Term Debt¹	Ratio of Net Long-Term Debt to		Population²	Ratio of Net Long-Term Debt per Capita to Per Capita Income³	
				Assessed Value (%)	Estimated Full Value (%)		Net Long-Term Debt per Capita	Per Capita Income
2024 ⁴	\$ 2,457,649	\$ 3,510,927	\$ 41,465	1.69%	1.18%	20,149	\$ 2,057.92	3.71%
2023	2,383,365	3,404,807	47,825	2.01%	1.40%	20,149	2,373.57	4.28%
2022	2,371,148	3,387,354	54,145	2.28%	1.60%	20,149	2,687.23	4.85%
2021	2,334,217	3,334,596	60,425	2.59%	1.81%	20,149	2,998.91	5.41%
2020	2,284,172	3,263,103	66,535	2.91%	2.04%	20,149	3,302.15	5.95%

¹ Long-Term debt does not include Water debt, compensated absences, capital lease obligations, or State of Connecticut Clean Water Fund Debt.

² Bureau of Census.

³ American Community Survey (2018-2022), Money Income Per Capita \$55,463.

⁴ Subject to audit.

Source: Town of Berlin Audited Financial Reports 2019-2023.

**Ratio of Total General Fund Debt Service Expenditures
To Total General Fund Expenditures and Transfers Out
Last Five Fiscal Years**

Fiscal Year Ended 6/30	Total Debt Service	Total General Fund Expenditures¹	Ratio of Total Debt Service To General Fund Expenditures
2024 (Est.)	\$ 7,699,925	\$ 107,553,951	7.2%
2023	7,901,950	104,087,012	7.6%
2022	8,124,388	106,812,916	7.6%
2021	8,246,859	98,135,764	8.4%
2020	8,868,818	96,466,883	9.2%
2019	8,273,308	93,425,482	8.9%

¹ Includes transfers out.

Source: Town of Berlin Finance Department.

VI. Financial Administration

Fiscal Year

The Town's fiscal year begins July 1 and ends June 30.

Basis of Accounting

See footnote number 1 in “Notes to Financial Statements.”

Budget Procedure

In accordance with the Town Charter, all departments, boards, commissions, committees and agencies submit budget requests, including revenue estimates, to the Town Manager. The Town Manager prepares a proposed Town budget and presents said budget together with the budget of the Board of Education as submitted along with whatever analysis or comments desired to the Board of Finance. The Board of Finance prepares and recommends the total Town budget to the annual budget hearing to be held no later than the second Tuesday in April. Following the annual budget hearing, the Board of Finance recommends the Town budget to the Town Council. The Town Council determines the Town budget to be recommended for adoption at the Annual Town Budget Referendum. The Annual Town Budget Referendum is held on the last Tuesday in April. Should the budget not be adopted by the first referendum vote, the budget is returned to the Board of Finance to consider and recommend a second budget to the Town Council. The Town Council shall consider the second Board of Finance budget and send a budget to the second Annual Town Budget Referendum. Should the budget not be adopted by the second referendum, the budget is returned to the Board of Finance to recommend a third budget to the Town Council. The Town Council shall consider the Board of Finance recommended budget and adopt an annual Town budget for the ensuing fiscal year.

The Town's budget process must also anticipate the impact of the State's budget which proceeds simultaneously with the Town's. The Town expects State funding to be \$356,958 lower in fiscal year 2025 than in fiscal year 2024. This decline is driven by the loss of the municipal spending cap reimbursement because the Berlin mill rate in fiscal year 2024 was below the statutory cap, partially offset by a \$245,797 increase in the Education Cost Sharing grant.

Connecticut General Statutes Section 4-66l(h) (the “Act”) reduces a municipality's revenue sharing grant if its general budget expenditures (as modified by the Act) in any fiscal year exceeds a threshold set forth in the Act. As a result of utilizing modified budget growth to reduce a municipality's revenue sharing grant the Act is sometimes popularly referred to as imposing a “spending cap”. Beginning in fiscal year 2018, the Office of Policy and Management (“OPM”) must reduce the municipal revenue sharing grant amount for those municipalities whose spending, with certain exceptions, exceeds the spending limits specified in the Act. Each fiscal year, OPM must determine the municipality's percentage growth in spending over the prior fiscal year and reduce the grant if the growth rate is equal to or greater than 2.5% or the inflation rate, whichever is greater. The reduction is generally equal to 50 cents for every dollar the municipality spends over this cap.

The Act requires that each municipality annually certify to the Secretary of OPM whether the municipality exceeded the spending cap and if so, the amount over the cap.

Under the Act, municipal spending does not include expenditures: (1) for debt service, special education, costs to implement court orders or arbitration awards, budgeting for an audited deficit, nonrecurring grants, capital expenditures of \$100,000 or more, or payments on unfunded pension liabilities; (2) associated with a major disaster or emergency declaration by the President or disaster emergency declaration issued by the Governor under the civil preparedness law; or (3) for any municipal revenue sharing grant the municipality disburses to a special taxing district, up to the difference between the amount of property taxes the district levied on motor vehicles in the 2013 assessment year and the amount the levy would have been had the motor vehicle mill rate been 32 mills, for FY 17 disbursements, or 29.63 mills, for FY 18 disbursements and thereafter. In addition, if budget expenditures exceed the 2.5% cap, but are proportional to population growth from the previous year, the municipal; revenue sharing grant will not be reduced.

Capital Improvement Plan

A 5-year Capital Improvement Plan is presented to the Board of Finance each year as part of the annual budget process. The most recently adopted Capital Improvement Plan is set forth below. The Town expects to finance the capital projects through debt, grants and various Town resources.

Audit

Pursuant to the Municipal Auditing Act (Chapter 111 of the Connecticut General Statutes) and the Town Charter, the Town is obligated to undergo an annual examination by an independent certified public accountant. The audit must be conducted under the guidelines issued by the State of Connecticut, Office of Policy and Management. The Town is in full compliance with said provisions.

Liability Insurance

See footnote number 12 in “Notes to Financial Statements.”

Certificate of Achievement

The Town’s Annual Comprehensive Financial Report (“ACFR”) for the year ended June 30, 2023 was awarded the Certificate of Achievement for Excellence in Financial Reporting by the Government Finance Officers Association of the United States and Canada for the thirtieth consecutive year. The Certificate of Achievement is the highest form of recognition for excellence in state and local government financial reporting.

In order to be awarded a Certificate of Achievement, a governmental unit must publish an easily readable and efficiently organized ACFR, whose contents conform to program standards. Such ACFR must satisfy both generally accepted accounting principles and applicable legal requirements.

Pensions

The Town sponsors and administers a single-employer Public Employee Retirement System (PERS). It covers all full-time employees who have elected to participate in the Plan except certified teachers who are eligible to participate in the State Teachers’ Retirement System. The PERS was authorized by vote of the Town Meeting held on October 1, 1961. The PERS is considered to be part of the Town’s financial reporting entity and is included in the Town’s financial reports as a Pension Trust Fund. A separate stand-alone report is not issued.

In 1987-88, the Town renegotiated the pension plan with all employee groups. All new participating employees are enrolled in a defined contribution retirement plan. Employees employed prior to March 17, 1987 will receive the higher of the defined contribution or the defined benefit plan (which was in force prior to this new plan). The Berlin Police Department remained in the defined benefit plan until July 1, 2000. After this date, new police officers are enrolled in the defined contribution plan. Police officers employed prior to July 1, 2000 receive the higher of the two plans. The Town of Berlin hybrid type plan necessitates the presentation of the retirement program in two parts: defined contribution and defined benefit, each of which are described herein.

In fiscal year 2023, the Town Council approved a new defined benefit pension plan for union Police Officers. The plan requires all participants to contribute 8% of their base salary.

The Town implemented Government Accounting Standards Board (“GASB”) Statement No. 67 in fiscal year 2015. The pension plan has a net pension liability of \$1,184,046 at June 30, 2024 as of the July 1, 2023 valuation date which represents a decrease of approximately \$0.6 million from the net pension liability as June 30, 2023. This liability reflects an increase in the post-retirement expected rate of return from 2.16% to 3.24%. There are 3 members still in active service who participate in the defined benefit plan. All three active defined benefit plan participants are expected to retire over the next ten years and to request the lump sum benefit payment option available under the plan. The Town intends to continue to fund the plan’s actuarially-determined contribution. The pension liability continues to represent a relatively low percentage of the budget.

Net Pension Liability

The components of the net pension liability of the Town at June 30, 2023 were as follows:

Total Pension Liability	\$	3,174,565
Plan Fiduciary Net Position		1,990,519
Total Net Pension Liability	\$	<u>1,184,046</u>
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability		62.70%

Schedules of Contributions

	2024 ¹	2023	2022	2021	2020
Actuarially Determined Contribution.....	\$ 742,609	\$ 2,664,914	\$ 2,395,640	\$ 1,762,733	\$ 1,574,231
Contributions in Relation to the Actuarially Determined Contribution.....	742,609	185,000	5,495,640	2,185,000	1,830,139
Contribution Deficiency (Excess).....	\$ -	\$ 2,479,914	\$ (3,100,000)	\$ (422,267)	\$ (255,908)
Contributions as a Percentage of ADC.....	100.00%	6.94%	229.40%	123.96%	116.26%
Covered Payroll.....	\$ 355,868	\$ 550,838	\$ 776,492	\$ 954,644	\$ 1,283,094
Contributions as a Percentage of Covered Payroll.....	208.68%	33.59%	707.75%	228.88%	142.63%

¹ Budgeted amounts.

Sensitivity of the Net Pension Liability to Changes in the Discount Rate

The following represents the net pension liability of the Town, calculated using the discount rate of 3.50%, as well as what the Town's net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower (2.50%) or 1 percentage point higher (4.50%) than the current rate:

	1% Decrease	Current	1% Increase
	(2.50%)	Discount Rate	(3.50%)
		(3.50%)	(4.50%)
Employees' Net Pension Liability	\$ 1,673,903	\$ 1,184,046	\$ 784,539

For more information regarding the Town's Pension and other post retirement plans including statistics, assumptions and funding levels, see Note 4 "Pension and Other Post Retirement Plans", Exhibit A.

Other Post-Employment Benefits

The Town makes available health insurance and other benefits to certain eligible retirees and their spouses according to various collective bargaining agreements. Retired program members and beneficiaries currently receiving benefits are required to contribute 100% towards the cost of receiving those benefits under the Town’s self-insured medical benefits program. The Town’s liability is solely from the implicit rate subsidy calculation, and the net OPEB obligation for fiscal year ending June 30, 2023 was \$8,395,103. The Town implemented GASB 75 at June 30, 2018.

Changes in Net OPEB Liability

	2023	2022	2021
OPEB Liability			
Service Cost.....	\$ 495,664	\$ 622,957	\$ 508,474
Interest.....	331,573	230,094	205,556
Differences Between Expected and Actual Experience.....	(1,232,376)	-	11,983
Changes in Assumptions.....	39,407	(1,772,316)	758,929
Benefit Payments, Including Refunds of Member Contributions.....	(218,004)	(261,440)	(234,887)
Net Change in Total OPEB Liability.....	(583,736)	(1,180,705)	1,250,055
OPEB Liability-July 1.....	8,978,839	10,159,544	8,909,489
OPEB Liability-June 30.....	<u>\$ 8,395,103</u>	<u>\$ 8,978,839</u>	<u>\$ 10,159,544</u>
Covered Payroll.....	<u>\$ 44,973,133</u>	<u>\$ 44,604,276</u>	<u>\$ 44,604,276</u>
Total OPEB Liability as a Percentage of Covered Payroll.....	<u>18.67%</u>	<u>20.13%</u>	<u>22.78%</u>

Sensitivity of the OPEB Liability to Changes in the Discount Rate

The following represents the net OPEB liability of the Town, calculated using the discount rate of 3.65%, as well as what the net OPEB liability would be if it were calculated using a discount rate that is 1% lower or 1% higher than the current discount rate:

	1% Decrease	Current	1% Increase
	(2.65%)	Discount Rate	(3.65%)
			(4.65%)
OPEB Liability.....	\$ 9,465,105	\$ 8,395,103	\$ 7,494,632

Sensitivity of the OPEB Liability to Changes in the Healthcare Cost Rate

The following presents the net OPEB liability of the Town as well as what the Town's net OPEB liability would be if it were calculated using healthcare cost trend rates that are percentage point lower decreasing to or percentage point higher decreasing to than the current healthcare cost trend rates:

	1% Decrease	Current	1% Increase
		Health Care	
		Trend Rates	
OPEB Liability.....	\$ 7,154,866	\$ 8,395,103	\$ 9,970,711

Compensated Absences

Accumulated unpaid vacation time is accrued by the Town and Board of Education. Town employees are required to use vacation time by June 30 of each year; however, employees may carryover an amount identified in each union contract and the carryover amount must be taken before the end of the subsequent fiscal year. The total value of accrued vacation, sick and compensatory time at June 30, 2023 is \$593,682.

The accrued vacation, sick, and separation pay amounts are reported in the government-wide statement of net assets. The General Fund and the Water/Sewer Enterprise Fund are used to liquidate the compensated absence liabilities. For more information regarding the Town's Pension and other post retirement plans including statistics, assumptions and funding levels. See Note 4 "Pension and Other Post Retirement Plans", Exhibit A.

Energy Efficiency Projects

During 2015 and 2016, the Town entered into two energy-savings project agreements. The first agreement was with NORESKO. This agreement allows for the funding of energy efficiency projects in both town and school facilities. The second agreement was with Tanko Lighting. Under this agreement, the Town purchased certain streetlights from the local utility Eversource. The lights will be replaced with more energy-efficient LED lights. These projects were financed by a \$10,340,341 twenty-year lease financing through Banc of America Public Capital Corp.

Risk Management

The Town maintains two insurance funds: the General Insurance Fund (fully insured) and the Medical and Health Insurance Fund (self-insured). Both of these funds are reported as Internal Service Funds.

The General Insurance Fund receives funds from various funds and departments. The fund purchases insurance and provides ancillary services for the administration of this fund and accumulates reserves. Other than agreed-upon deductibles, claims have not exceeded insurance coverage in any of the past three years. Worker's Compensation coverage, which makes up the largest component of the general insurance needs, is provided by insurance through Traveler's Corp.. The Town examines the coverage annually.

The Medical and Health Insurance Fund also receives funds from various funds and departments. The funds are used to purchase medical and health insurance and provide ancillary services. This fund is used to pay claims and administrative fees directly to Cigna Corp.. The Town does not have to pay the State insurance premium tax to the State, since a self-insurance fund is not subject to this tax. Liabilities are reported when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. Liabilities include an amount for claims that have been incurred but not reported. These liabilities amounted to \$650,145 in the Medical and Health Insurance Fund at June 30, 2023.

Enterprise Fund

The Town maintains an enterprise fund for its water and sewer operations, which is intended to be self-supporting through user fees charged to their customers. As of June 30, 2023, the increase in net position after transfers for the Water and Sewer Fund was \$1,237,837.

Investment Policy

The deposit of public funds is controlled by the Connecticut General Statutes (Section 7-402). Deposits may be made in a “qualified public depository” as defined by statute or in amounts not exceeding the Federal Deposit Insurance Corporation insurance limit in an “out of state bank,” as defined by the statutes, which is not a “qualified public depository.”

The Connecticut General Statutes (Section 7-400) permit municipalities to invest in: 1) obligations of the United States and its agencies, 2) highly rated obligations of any state of the United States or of any political subdivision, authority or agency thereof, and 3) shares or other interests in custodial arrangements or pools maintaining constant net asset values and in highly rated no-load open end money market and mutual funds (with constant or fluctuating net asset values) whose portfolios are limited to obligations of the United States and its agencies, and repurchase agreements fully collateralized by such obligations. Other provisions of the statutes cover specific municipal funds with particular investment authority. The provisions of the statutes regarding the investment of municipal pension funds does not specify permitted investments. Therefore, investment of such funds is generally controlled by the laws applicable to fiduciaries and the provisions of the applicable plan. The Pension Trust Fund operates under a trust agreement, and investments are allowed in fixed-income securities; e.g., notes, bills, bonds and insurance contracts. Investments in the Deferred Compensation Plan held by ICMA are in various mutual funds.

The Connecticut General Statutes (Sections 3-24f and 3-27f) also provide for investment in shares of the State Short-Term Investment Fund (“STIF”). These investment pools are under the control of the State Treasurer, with oversight provided by the Treasurer’s Cash Management Advisory Board, and are regulated under the State Statutes and subject to annual audit by the Auditors of Public Accounts. Investment yields are accounted for on an amortized-cost basis with an investment portfolio that is designed to attain a market-average rate of return throughout budgetary and economic cycles. Investors accrue interest daily based on actual earnings, less expenses and transfers to the designated surplus reserve, and the fair value of the position in the pool is the same as the value of the pool shares.

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General Fund Revenues and Expenditures
Four Year Summary of Audited Revenues and Expenditures (GAAP Basis)
Estimated Actual and Budget (Budgetary Basis)

	<i>Estimated</i>		<i>Actual</i>	<i>Actual</i>	<i>Actual</i>	<i>Actual</i>
	<i>Budget</i> ¹	<i>Actual</i> ¹				
Revenues:	2024-25	2023-24	2022-23	2021-22	2020-21	2019-20
Property Taxes	\$ 89,749,741	\$ 86,119,978	\$ 85,980,330	\$ 82,532,057	\$ 80,997,529	\$ 79,277,434
Intergovernmental	6,520,362	7,263,969	14,740,639	13,173,980	13,305,974	13,775,664
Income on Investments.....	1,950,000	2,496,113	2,100,692	108,758	60,033	817,907
Other (including Charges for Services)	4,617,558	4,354,151	4,635,849	4,651,457	4,455,033	3,775,534
Total Revenues	102,837,661	100,234,211	107,457,510	100,466,252	98,818,569	97,646,539
Expenditures:						
General government	6,880,982	5,281,549	6,049,776	10,018,253	6,920,699	5,867,982
Public Safety	12,079,104	11,126,178	10,103,085	9,958,546	9,603,718	9,057,240
Health and Welfare	2,013,273	2,091,899	2,280,194	2,219,358	2,419,050	2,392,627
Physical Services	8,802,414	8,251,458	7,637,009	7,151,822	7,066,296	7,491,006
Parks & Recreation, and Libraries	5,579,510	4,974,735	4,604,971	4,407,730	4,066,411	3,938,687
Community Development	1,409,721	1,254,234	1,196,256	1,032,677	887,834	780,248
Education	57,558,430	55,626,355	61,595,568	59,260,299	56,481,597	54,386,953
Debt Service	8,396,868	7,699,925	7,901,950	8,124,388	8,246,859	8,868,818
Capital Outlays	117,359	-	-	-	-	-
Total Expenditures	102,837,661	96,306,333	101,368,809	102,173,073	95,692,464	92,783,561
Revenues over (under) expenditures	-	3,927,878	6,088,701	(1,706,821)	3,126,105	4,862,978
Other Financing Sources Uses:						
Issuance of Refunding Bonds.....	-	-	-	-	-	-
Premium on Financing.....	-	-	-	-	-	-
Payments to Escrow Agents.....	-	-	-	-	-	-
Sale of Capital Assets.....	-	-	-	-	235,000	-
Issuance of Capital Leases.....	-	-	-	-	-	-
Operating Transfers In	-	-	304,500	1,667,578	4,500	76,043
Operating Transfers (Out)	-	(3,245,661)	(2,718,203)	(4,639,843)	(2,443,300)	(3,683,322)
Total other Financing Sources (uses)	-	(3,245,661)	(2,413,703)	(2,972,265)	(2,203,800)	(3,607,279)
Revenues and other financing sources over (under) expenditures and other financing (uses)						
	\$ -	\$ 682,217	\$ 3,674,998	\$ (4,679,086)	\$ 922,305	\$ 1,255,699

¹ Budgetary basis, subject to audit.

Analysis of General Fund Equity

	<i>Adopted</i>		<i>Estimated</i>			
	<i>Budget</i> ¹	<i>Actual</i> ¹	<i>Actual</i>	<i>Actual</i>	<i>Actual</i>	<i>Actual</i>
	2024-25	2023-24	2022-23	2021-22	2020-21	2019-20
Nonspendable.....	N/A	\$ -	\$ 1,157	\$ 211,802	\$ -	\$ -
Committed.....	N/A	-	-	-	-	23,110
Assigned.....	N/A	952,688	1,343,000	865,000	485,000	425,000
Unassigned.....	N/A	17,118,980	16,436,763	13,029,120	18,300,008	17,437,703
Total Fund Balance.....	N/A	\$ 18,071,668	\$ 17,780,920	\$ 14,105,922	\$ 18,785,008	\$ 17,885,813

¹ Budgetary basis, subject to audit.

VII. Legal and Other Information

Litigation

The Town of Berlin, its officers, employees, boards and commissions are named defendants in a number of lawsuits, tax appeals, administrative proceedings and other miscellaneous claims. Town Officials believe, after consulting with Corporation Counsel, that such pending litigation will not be finally determined, individually or in the aggregate, so as to result in final judgments against the Town which would have a material adverse effect on the Town's financial position.

Documents Furnished at Delivery

The original purchaser of the Bonds will be furnished the following documentation when the Bonds are delivered:

1. A Signature and No Litigation Certificate stating that at the time of delivery no litigation is pending or threatened affecting the validity of the Bonds or the levy or collection of taxes to pay them.
2. A certificate on behalf of the Town, signed by the Mayor, Town Manager and Finance Director/Treasurer which will be dated the date of delivery and which will certify, to the best of said officials' knowledge and belief, that at the time the bids were awarded for the Bonds, the descriptions and statements in the Official Statement relating to the Town and its finances were true and correct in all material respects and did not contain any untrue statement of a material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading, and that there has been no material adverse change in the financial condition of the Town from that set forth in or contemplated by the Official Statement.
3. A receipt for the purchase price of the Bonds.
4. The approving opinion of Pullman & Comley, LLC, Bond Counsel, of Hartford, Connecticut in substantially the form attached hereto as Appendix B to this Official Statement.
5. An executed Continuing Disclosure Agreement for the Bonds in substantially the form attached hereto as Appendix C to this Official Statement.
6. The Town has prepared an Official Statement for the Bonds which is dated September 24, 2024. The Town deems such Official Statement final as of its date for purposes of SEC Rule 15c2-12 (b)(1), but it is subject to revision or amendment. The Town will make available to the winning bidder a reasonable number of copies of the final Official Statement at the Town's expense. The copies of the Official Statement will be made available to the winning bidder at the office of the Town's Municipal Advisor no later than seven business days of the bid opening. If the Town's Municipal Advisor is provided with the necessary information from the winning bidder by noon of the day following the day bids on the Bonds are received, the copies of the final Official Statement will include an additional cover page and other pages indicating the interest rates, yields or reoffering prices, the name of the managing underwriter, the name of the insurer, if any, and any changes on the Bonds. The purchaser shall arrange with the Municipal Advisor the method of delivery of the copies of the Official Statement to the winning bidder.

A record of the proceedings taken by the Town in authorizing the Bonds will be kept on file at the principal office of the Certifying Agent, U.S. Bank Trust Company, National Association, CityPlace I, 185 Asylum Street, 27th Floor, Hartford, Connecticut 06103 and may be examined upon reasonable request.

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Concluding Statement

This Official Statement is submitted only in connection with the sale of the Bonds by the Town and may not be reproduced or used in whole or in part for any other purpose.

The following officials, in their capacity as officers of the Town, and in the name and on behalf of the Town, do hereby certify in connection with this issue that they have examined this Official Statement, and to the best of their knowledge and belief, the description and statements relating to the Town and its finances were true and correct in all material respects and did not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

TOWN OF BERLIN, CONNECTICUT

By: */S/ Mark H. Kaczynski*
MARK H. KACZYNSKI, *Mayor*

By: */S/ W. Lee Palmer, Jr.*
W. LEE PALMER, JR., *Interim Town Manager*

By: */S/ Kevin J. Delaney*
KEVIN J. DELANEY, *Finance Director & Treasurer*

Dated: September 24, 2024

Appendix A

2023 Financial Statements Excerpted from the Town's Annual Financial Report

The following includes the General Purpose Financial Statements of the Town of Berlin, Connecticut for the fiscal year ended June 30, 2023. The supplemental data that was a part of that report has not been reproduced herein. A copy of the complete report is available upon request from Matthew A. Spoerndle, Senior Managing Director, Phoenix Advisors LLC, 53 River Street, Suite 1, Milford, Connecticut 06460. Telephone (203) 878-4945.

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Independent Auditors' Report

Town Council
Town of Berlin, Connecticut

Report on the Audit of the Financial Statements

Opinions

We have audited the financial statements of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the Town of Berlin, Connecticut ("Town"), as of and for the year ended June 30, 2023, and the related notes to the financial statements, which collectively comprise the Town's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the Town, as of June 30, 2023, and the respective changes in financial position and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

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

Responsibilities of Management for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we:

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

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

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that Management's Discussion and Analysis, budgetary comparisons, and the pension and other post-employment benefit schedules as listed in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Town's basic financial statements. The combining fund financial statements and schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining fund financial statements and schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Information

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

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 21, 2023 on our consideration of the Town's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Town's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Town's internal control over financial reporting and compliance.

PKF O'Connor Davies, LLP

Wethersfield, Connecticut
December 21, 2023



TOWN OF BERLIN

Finance Department

240 KENSINGTON ROAD • TOWN HALL • BERLIN CT 06037

Management's Discussion and Analysis For the Year Ended June 30, 2023

This discussion and analysis of the Town of Berlin, Connecticut's ("Town") financial performance is provided by management to provide an overview of the Town's financial activities for the fiscal year ended June 30, 2023. Please read this Management Discussion and Analysis ("MD&A") in conjunction with the transmittal letter and the Town's financial statements, Exhibits A to K.

Financial highlights

The assets and deferred outflows of resources of the Town exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year as follows:

	<u>Governmental Activities</u>	<u>Business-Type Activities</u>	<u>Total</u>
Change in net position	\$ 14,705,539	\$ 1,237,837	\$ 15,943,376
Total net position	162,510,752	22,569,825	185,080,577
Unrestricted net position	29,640,378	9,029,802	38,670,180

The Town's total net position increased by \$15,943,376. The increase is due to the following:

Governmental fund activity:

- positive operations of the general fund of \$ 3,674,998
- negative operations of the capital projects fund of (1,446,972)

Conversion to accrual basis on Exhibit E:

- capital outlay net of depreciation/amortization expense of 5,052,963
- net principal debt activity of 6,513,879
- change in net pension liability of 558,129
- change in OPEB liability of 599,929
- net revenues of the internal service funds of 121,946

**Town of Berlin, Connecticut
Management’s Discussion and Analysis (continued)**

- During the year the Town implemented GASB No. 96 – Subscription-Based Information Technology Arrangements. The implementation of this statement had no impact on beginning equity, but had the following impact on Town’s financial statements:

	<u>Governmental Activities</u>
Capital assets:	
Intangible right-to-use subscription assets	\$ 566,291
Long-term liabilities:	
Subscription payable	566,291

- Revenues for the Town’s governmental activities increased \$8,638,264 or 7.7% to \$121,082,075. This was an increase of 0.3% in the prior year. The major drivers of this growth were planned higher property tax revenues, investment income derived when the Town took advantage of the rapid increase in interest rate, and capital grants.
- The total cost of the Town’s governmental activities increased by \$5,461,208 or 5.4% to \$106,381,036. This was a decrease of -2.8% in the prior year. The major driver was higher education costs driven by increased teachers’ retirement on behalf payments.
- The General Fund ending fund balance was \$17,780,920, an increase of \$3,674,998 or 26.1%, from the previous year. The increase was driven by higher than anticipated investment income and lower than budgeted expenditures coming from vacant positions, utility costs and not using contingency in the budget.
- The Capital Projects Fund reported a total fund balance this year of \$14,687,570, a decrease of \$1,446,972 or -9.0%, from the previous year. The decrease was driven by expenditures of intergovernmental grants and transfers in from prior years.
- Revenues and total cost for the Town’s business-type activities increased \$965,898 and \$525,307 respectively driven by higher volume and increase in rates charged.

Overview of the financial statements

This discussion and analysis are intended to serve as an introduction to the Town’s basic financial statements. The basic financial statements are comprised of three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to financial statements. This report also contains other supplementary information as well as the basic financial statements.

Government-wide financial statements

The government-wide financial statements are designed to provide readers with a broad overview of the Town’s finances, in a manner similar to a private-sector business.

The *statement of net position* presents information on all of the Town’s assets, deferred outflows of resources, liabilities and deferred inflows of resources, with the difference being reported as the net position. Over time, increases or decreases in net position serve as a useful indicator of the Town’s financial health. Other non-financial events such as the impact of changes in the Town’s tax base or infrastructure should also be considered when evaluating the Town’s financial health.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

The *statement of activities* presents information showing how the Town's net position changed during the year. In this statement, all changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of when the cash is actually received or paid. Therefore, revenues and expenses are reported in this statement for some items whose cash flow may occur in a future fiscal period. Taxes uncollected but levied or vacation leave unused but earned are examples of this.

Both of the government-wide financial statements distinguish functions of the Town that are principally supported by taxes and intergovernmental revenue (*governmental activities*) from other functions that are intended to recover all or a significant portion of their costs through user fees and charges (*business-type activities*). The governmental activities of the Town include general government, community development, public safety, physical services, parks, recreation and libraries, health and human services and schools. The business-type activities of the Town include water and sewer.

The government-wide financial statements can be found on Exhibits A and B of this report.

Fund financial statements

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

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

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

For governmental funds, the Town presents separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures and changes in fund balances for the General Fund and Capital Projects Fund, which are considered to be major funds. The remaining governmental funds are combined into a single, aggregated presentation. Individual fund data for each of the nonmajor governmental funds is provided in the form of combining schedules on Schedules 2 and 3.

The basic governmental fund financial statements can be found on Exhibits C, D and E.

Proprietary funds - The Town uses two different types of proprietary funds. Enterprise funds are used to report the functions presented as business-type activities in the government-wide financial statements. The Town uses an enterprise fund to report the activities of the water and sewer. Internal service funds are an accounting device used to accumulate and allocate costs internally among the Town's various functions.

Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)

The Town uses internal service funds to account for its employees and retirees self-insured medical benefits and for general insurance claims. Because these services predominately benefit governmental rather than business-type functions, they have been included within governmental activities in the government-wide financial statements.

Proprietary funds provide the same type of information as the government-wide financial statements, but in more detail. The proprietary fund financial statements provide separate information for the Water and Sewer Fund. The Water and Sewer Fund is considered a major fund.

The basic proprietary fund financial statements can be found on Exhibits F, G, and H.

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

The basic fiduciary fund financial statements can be found on Exhibits I and J.

Notes to financial statements

The notes to financial statements provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to financial statements can be found on Exhibit K of this report.

Required supplementary information

In addition to the basic financial statements and accompanying notes, this report also presents certain required supplementary information as follows:

- A budgetary comparison schedule for the General Fund to demonstrate compliance with this budget.
- Schedules to demonstrate the Town's progress in funding pension benefits.
- Schedules to demonstrate the Town's progress in funding other post-employment benefits.

Other information

The combining schedules referred to earlier in connection with other governmental funds are presented immediately following the required supplementary information.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

Government-wide financial analysis

The Town's combined net position increased from \$169,137,201 to \$185,080,577. The analysis below focuses on the net position (Table 1) and changes in net position (Table 2) of the Town's governmental and business-type activities.

**Table 1
Summary Statement of Net Position
June 30**

	Governmental Activities		Business-Type Activities		Totals	
	2023	2022 <i>(as restated)</i>	2023	2022	2023	2022 <i>(as restated)</i>
Current and other assets	\$ 57,679,173	\$ 46,762,762	\$ 9,652,961	\$ 9,853,665	\$ 67,332,134	\$ 56,616,427
Capital assets (net)	190,022,720	184,969,757	17,438,478	15,789,082	207,461,198	200,758,839
Total assets	247,701,893	231,732,519	27,091,439	25,642,747	274,793,332	257,375,266
Deferred outflows of resources	1,895,532	2,234,941	7,621	4,661	1,903,153	2,239,602
Long-term liabilities outstanding	63,085,230	71,588,671	3,646,840	2,809,225	66,732,070	74,397,896
Other liabilities	20,433,350	11,807,176	871,302	484,323	21,304,652	12,291,499
Total liabilities	83,518,580	83,395,847	4,518,142	3,293,548	88,036,722	86,689,395
Deferred inflows of resources	3,568,093	2,766,400	11,093	1,021,872	3,579,186	3,788,272
Net investment in capital assets	128,234,432	119,783,162	13,540,023	12,792,012	141,774,455	132,575,174
Restricted	4,635,942	3,843,146	-	-	4,635,942	3,843,146
Unrestricted	29,640,378	24,178,905	9,029,802	8,539,976	38,670,180	32,718,881
Total net position	\$ 162,510,752	\$ 147,805,213	\$ 22,569,825	\$ 21,331,988	\$ 185,080,577	\$ 169,137,201

Net position of the Town's governmental activities increased by 9.9%. The increase was driven by the reduction in long-term liabilities due to scheduled debt repayments and the continued strategy to delay new money borrowing, improved cash position from net operating receipts, and investment in capital assets funded with State and Federal grants.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

The narrative following Table 2 includes a discussion of revenue and expense variations by category.

**Table 2
Statement of Changes in Net Position
For the Years Ended June 30**

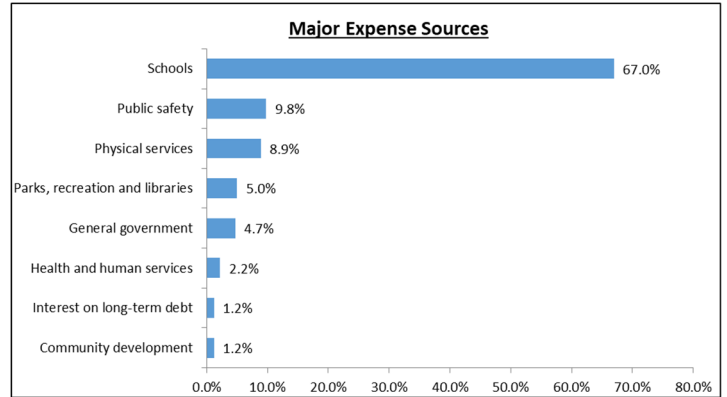
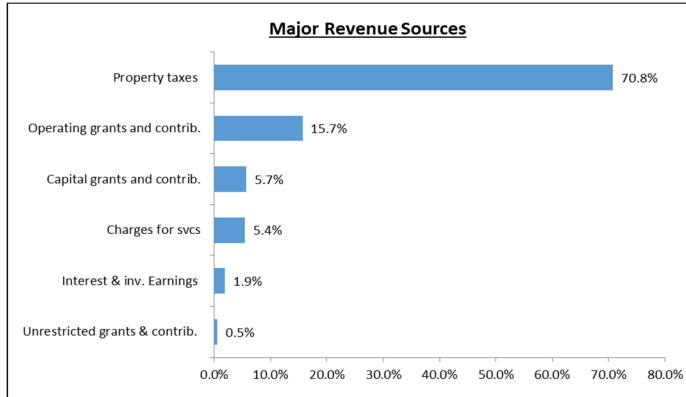
	Governmental Activities		Business-Type Activities		Totals	
	2023	2022	2023	2022	2023	2022
Revenues:						
Program revenues:						
Charges for services	\$ 6,519,442	\$ 6,444,704	\$ 5,495,590	\$ 4,838,713	\$ 12,015,032	\$ 11,283,417
Operating grants and contributions	19,003,051	19,544,271	222,032	-	19,225,083	19,544,271
Capital grants and contributions	6,853,190	3,182,124	-	-	6,853,190	3,182,124
General revenues:						
Property taxes	85,767,436	82,489,044	-	-	85,767,436	82,489,044
Grants and contributions not restricted to specific programs	606,490	271,176	-	-	606,490	271,176
Income from investments	2,288,056	119,286	175,417	15,146	2,463,473	134,432
Other	44,410	393,206	10,932	84,214	55,342	477,420
Total revenues	<u>121,082,075</u>	<u>112,443,811</u>	<u>5,903,971</u>	<u>4,938,073</u>	<u>126,986,046</u>	<u>117,381,884</u>
Expenses:						
General government	4,977,180	4,310,727	-	-	4,977,180	4,310,727
Community development	1,284,130	1,023,806	-	-	1,284,130	1,023,806
Public safety	10,422,774	9,767,632	-	-	10,422,774	9,767,632
Physical services	9,471,230	8,923,431	-	-	9,471,230	8,923,431
Parks, recreation and libraries	5,277,618	4,979,482	-	-	5,277,618	4,979,482
Health and human services	2,370,297	2,275,278	-	-	2,370,297	2,275,278
Schools	71,248,234	68,189,427	-	-	71,248,234	68,189,427
Interest	1,329,573	1,450,045	-	-	1,329,573	1,450,045
Water and sewer services	-	-	4,661,634	4,136,327	4,661,634	4,136,327
Total expenses	<u>106,381,036</u>	<u>100,919,828</u>	<u>4,661,634</u>	<u>4,136,327</u>	<u>111,042,670</u>	<u>105,056,155</u>
Change in net position before transfers	14,701,039	11,523,983	1,242,337	801,746	15,943,376	12,325,729
Transfers	4,500	4,500	(4,500)	(4,500)	-	-
Change in net position after transfers	14,705,539	11,528,483	1,237,837	797,246	15,943,376	12,325,729
Net position - July 1	<u>147,805,213</u>	<u>136,276,730</u>	<u>21,331,988</u>	<u>20,534,742</u>	<u>169,137,201</u>	<u>156,811,472</u>
Net position - June 30	<u>\$ 162,510,752</u>	<u>\$ 147,805,213</u>	<u>\$ 22,569,825</u>	<u>\$ 21,331,988</u>	<u>\$ 185,080,577</u>	<u>\$ 169,137,201</u>

The Town's total revenues (governmental and business-type) were \$126,986,046. The total cost of all programs and services (governmental and business-type) was \$111,042,670. The analysis below separately discusses the operations of governmental and business-type activities.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

Governmental activities

As the graphs below display, the largest source of revenues was property taxes, and the largest cost driver was schools. While grants and public safety were smaller, each was also a significant contributor to revenues and expenses, respectively.



Major revenue factors include:

- Property tax revenue increased \$3,278,392 or 4.0% driven by an increase in the levy needed to support the budget and proactive back tax collections efforts.
- Income from investments increased \$2,168,770 driven by tight cashflow management that allowed the Town to take advantage of rapidly increasing interest rates.
- Capital grants and contributions increased \$3,671,066. The increase was driven by the LOTCIP grant for pavement improvements earned of \$3,631,390.

Major expense factors include:

- Education expense increased \$3,058,807 or 4.5% primarily due to budgeted increases for student programs and an increase in the teachers' retirement on behalf amount.
- General government expenses increased \$666,453 or 15.5% primarily due to an increase in legal expenses related to the settlement of an outstanding land dispute and an increase in depreciation/amortization expense.
- Public safety expenses increased \$655,142 or 6.7% primarily due to an increase in pension expenses.
- The Town increased three net positions with three new Police Officers, one new Highway position and one new Planning position offset by a position reduction in both Nursing and the Library. The Board of Education had no net position increases.
- The Town and Board of Education continued to take measures to control the level of medical insurance costs through the implementation of wellness incentives, offering a high-deductible HSA plan, and shifting costs to employees with changes in premium percentage sharing and higher HSA deductibles.

Business-type activities

Revenues from the Town's business-type activities (see Table 2) increased \$965,898 or 19.6% and expenses increased \$525,307 or 12.7%.

Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)

The increase in revenues and expenses was driven by higher usage volumes, an increase in the Berlin Water Control rates of 10% in April 2023, and an increase in the Mattabassett wastewater facility charge, a percentage of which was passed on to the fire districts in proportion to each district's flow volumes.

Financial analysis of the Town's funds

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

Governmental funds

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

As the Town completed the year, its governmental funds (as presented in the balance sheet - Exhibit C) reported a combined fund balance of \$35,488,769, which is an 8.5% increase from last year's total of \$32,715,968. This increase was primarily driven by higher than anticipated property tax revenues and income from investments as well as expenditures coming in significantly under budget.

Fund balance has been classified as:

Nonspendable	\$ 69,454
Restricted	4,567,645
Committed	13,071,907
Assigned	1,343,000
Unassigned	<u>16,436,763</u>
Total	<u>\$ 35,488,769</u>

The total fund balance increased by \$2,772,801 to \$35,488,769. This increase is a result of the following funds activity:

General Fund - Included in this year's total change in governmental fund balance is an increase of \$3,674,998 in the Town's General Fund, compared to a decrease of \$4,679,086 in the prior year. The driver of the increase was the higher than anticipated revenues noted earlier.

Capital Projects Fund - \$10,506,152 was expended for asset acquisitions and improvements, most notably road, bridge and sidewalk improvements, the down payment for the purchase of two new fire trucks, police station renovations, and improvements to Biscoglio Field. The \$1,446,972 decrease in fund balance was driven by the capital outlay, partially offset by the \$6,785,528 grant revenues and \$2,718,203 transfers in.

Proprietary Funds - As the Town completed the year, its business-type proprietary fund (as presented in the balance sheet - Exhibit F) reported net position of \$22,569,825, which is an increase of \$1,237,837 or 5.8% from the previous year's total of \$21,331,988. The increase was driven by continued strong revenue collections and management's close review of operating spending requests.

Internal Service Funds - The internal service funds experienced a combined increase in net position of \$121,946, or 2.5% from the prior year. The major driver of this increase was favorable claims in the General Insurance Fund partially offset by an increased number of catastrophic claims in the Health Insurance Fund.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

General Fund Budgetary Highlights

Significant budget transfers during the year included:

- Additional revenues of \$403,000 from the Municipal Revenue Sharing grant to fund building space preparations in advance of police station renovations (transfers out)
- Additional appropriation of fund balance of \$2,100,000
 - \$1,000,000 to fund the purchase of land (corporation counsel)
 - \$1,100,000 to fund a fire vehicle purchase, field renovations and police station architectural plans (transfers out)

Revenues

Revenue and other financing sources were \$366,955 above budget (including \$2,965,000 budgeted use of fund balance). Revenues alone were \$3,031,955 above budget. The major sources of this favorability were higher than budgeted current year and back taxes, higher extra duty police services and higher investment income.

Property tax revenues were \$1,150,190 higher than the budget. The revenues recorded for fiscal year 2023 reflect a tax rate of 34.31 mills (except for motor vehicles which were capped by State law), a slight increase from the 33.93 rate used in the previous fiscal year and a continued strong collection rate of 99.2%.

Income from investments was \$1,912,692 higher than budget due to tight cashflow management and higher market interest rates as mentioned earlier.

Expenditures

Authorized General Fund budget appropriations for operating expenditures and other financing uses of \$3,308,043 remained unspent at year end. This is the result of proactive expenditure management throughout the fiscal year and from salary and benefit savings caused by position vacancies during the year. The most significant position savings were in the Police Department and Parks and Recreation.

Significant departments that were underspent during the year were as follows:

- General government was underspent by \$760,048 driven by budgeted contingency remaining unspent, lower unemployment charges and lower personnel costs from vacant positions.
- Public safety was underspent by \$528,449 driven by attrition in the Police Department.
- Physical services was underspent by \$737,929 driven by lower refuse disposal, favorable storm-related expenditures caused by a milder winter and favorable utility costs for electricity, telephone and traffic signals.
- Parks, recreation and libraries was underspent by \$436,329 driven by fewer summer programs and one of two swimming pools remaining closed for the season.
- Schools were underspent by \$501,211 driven by lower electricity and lower worker's compensation due to staffing turnover and lower overtime.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

Capital assets and long-term liabilities

Capital assets

The Town had a \$207,461,198 net investment in a broad range of capital assets, including land, buildings, park facilities, vehicles and equipment, roads, bridges, streetlights and water and sewer lines (see Table 3). This amount represents a net increase of \$6,702,359 or 3.3%.

**Table 3
Capital Assets - Net
June 30**

	Governmental Activities		Business-Type Activities		Totals	
	2023	2022 <i>(as restated)</i>	2023	2022	2023	2022 <i>(as restated)</i>
Land	\$ 23,705,966	\$ 22,675,339	\$ 1,415,112	\$ 1,415,112	\$ 25,121,078	\$ 24,090,451
Intangible assets	-	-	564,551	564,551	564,551	564,551
Construction in progress	13,175,940	7,765,716	5,798,694	3,912,452	18,974,634	11,678,168
Land improvements	3,979,210	4,224,404	-	-	3,979,210	4,224,404
Intangible right-to-use asset:	1,042,754	848,254	-	-	1,042,754	848,254
Buildings and systems	104,032,905	106,333,878	900,123	964,789	104,933,028	107,298,667
Machinery and equipment	7,994,291	7,961,923	622,872	658,219	8,617,163	8,620,142
Infrastructure	36,091,654	35,160,243	8,137,126	8,273,959	44,228,780	43,434,202
Total	\$ 190,022,720	\$ 184,969,757	\$ 17,438,478	\$ 15,789,082	\$ 207,461,198	\$ 200,758,839

This year's major additions included:

Governmental activities

• Land:

○ Atkins Street \$ 1,030,627

• Construction in progress:

○ Fire trucks 473,416
 ○ Christian/Deming/Porters Pass roads 3,899,946
 ○ Police station 482,238

• Buildings and systems:

○ YMCA school modifications 379,057

• Machinery and equipment:

○ School vans 186,093
 ○ Firetruck 473,416
 ○ Police vehicles 240,928

• Infrastructure:

○ Streets 1,556,323
 ○ Sidewalks 744,302

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

Business-type activities

- Construction in progress:
 - Pump and sewer stations \$ 1,402,832

More detailed information about the Town's capital assets is presented in Note III D to the financial statements.

Long-term debt

**Table 4
Long-Term Debt
June 30**

	Governmental Activities		Business-Type Activities		Totals	
	2023	2022 <i>(as restated)</i>	2023	2022	2023	2022 <i>(as restated)</i>
General obligation bonds	\$ 47,825,000	\$ 54,145,000	\$ -	\$ -	\$ 47,825,000	\$ 54,145,000
Notes payable	7,992,654	8,398,464	2,788,578	2,997,070	10,781,232	11,395,534
Interim funding obligation	-	-	1,029,914	-	1,029,914	-
Leases payable	635,650	284,115	-	-	635,650	284,115
Subscriptions payable	426,687	566,291	-	-	426,687	566,291
Total	\$ 56,879,991	\$ 63,393,870	\$ 3,818,492	\$ 2,997,070	\$ 60,698,483	\$ 66,390,940

The Town's general obligation bonds outstanding decreased by \$6,320,000 due to scheduled bond repayments. The Town maintains a Capital Improvement Plan (CIP) as well as a Debt Issuance Plan to track projects that need to be completed and identify funding for such projects. The Town elected not to issue new general obligation bonds during 2023.

The Town had \$7,992,654 in equipment financing notes, a decrease of \$405,810 due to scheduled principal payments. The Town had \$2,788,578 in Clean Water Fund notes, a decrease of \$208,492 due to scheduled principal payments.

The Town has two twenty-year 2% loans with the State of Connecticut Department of Energy and Environmental Protection's Clean Water Fund ("Clean Water Fund") to fund inflow and infiltration projects. These projects are accounted for in the Water and Sewer Enterprise Fund and are funded exclusively by a separate charge on customer bills. The future debt service for the loans is \$3,174,797 (\$2,788,578 principal and \$386,219 interest). More detailed information about these two loans is presented in Note III F to the financial statements.

Additionally, the Town issued \$1,029,914 in Drinking Water Fund interim funding obligations, which was permanently financed after year end.

The Town reviews new debt issuances critically with the goal of lowering the overall debt level. Before issuing new debt, the Town evaluates the existing cash level, future demands on that cash and attempts to fund capital projects with cash when prudent.

The State of Connecticut limits the amount of general obligation debt that towns can issue based on a formula determined under State Statutes which considers the type of debt and tax base. The Town's outstanding general obligation debt is significantly below the State-imposed limit of \$583,294,271.

**Town of Berlin, Connecticut
Management's Discussion and Analysis (continued)**

Other long-term obligations include accrued compensated absences (vacation pay and sick leave), heart and hypertension, a net pension liability, and an implicit liability for other post-employment benefits. More detailed information about these long-term liabilities is presented in Note III F to the financial statements.

Economic factors and next year's budgets and rates

General Fund appropriations totaled \$99,612,696 in the fiscal year 2024 budget. This is an increase of approximately 3.1% over fiscal year 2023. The tax mill rate decreased from 34.31 to 29.56. The mill rate decrease was driven by the statutorily required five-year revaluation of real estate partially offset by budgeted expenditure increases in education and public safety.

For the business-type activities, the Town, in conjunction with the Water Control Commission, has set related fees to offset the cost of operations. As noted in the previous section, the Town has entered a drinking water revolving fund loan agreement with the State to fund a water main upgrade; this loan will be repaid over twenty years and the loan repayments will also impact future rates. After year-end, the Town started a sewer project for the replacement of the main pump stations. This project is being funded with Enterprise Fund reserves and the Fund will be reimbursed for 75% of the cost over five years by the main supplier of waste to this pump station.

The Town funds most services with local taxes; however, the State provides important education grant funding that offset local taxes. The Education Cost Sharing grant represents approximately 85.3% of the fiscal year 2024 intergovernmental grant revenue budget and 5.9% of the total revenue budget. As the State considers education grant funding going forward, the Town is addressing potential uncertainty with tight expense management, evaluating capital requests carefully and taking steps to reduce long-term liabilities.

The Town's unemployment rate continued to be less than the State, regional and national averages. As of June 2023, the unemployment rate in Berlin was 3.4% (not seasonally adjusted) compared to 4.0% in the Hartford Labor Market Area, 4.0% in the State of Connecticut and 3.8% in the United States.

Requests for information

This financial report is designed to provide citizens, taxpayers, customers, investors, and creditors with a general overview of the Town's finances and to show the Town's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the Finance Department, 240 Kensington Road, Town of Berlin, Connecticut 06037.

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**Basic
Financial
Statements**

Town of Berlin, Connecticut

Statement of Net Position
June 30, 2023

<u>Assets</u>	<u>Governmental Activities</u>	<u>Business-type Activities</u>	<u>Total</u>
Current assets:			
Cash	\$ 11,306,646	\$ 2,425,984	\$ 13,732,630
Investments	41,312,458	6,553,248	47,865,706
Receivables:			
Property taxes	875,277	-	875,277
Usage	-	588,608	588,608
Special assessments and connection charges	-	16,001	16,001
Accounts	212,106	-	212,106
Intergovernmental	1,185,334	-	1,185,334
Leases	134,021	-	134,021
Other	33,435	-	33,435
Total current assets	<u>55,059,277</u>	<u>9,583,841</u>	<u>64,643,118</u>
Noncurrent assets:			
Restricted assets:			
Temporarily restricted:			
Cash	1,832,187	-	1,832,187
Investments	500,234	-	500,234
Permanently restricted:			
Cash	68,297	-	68,297
Total restricted assets	<u>2,400,718</u>	<u>-</u>	<u>2,400,718</u>
Receivables (net):			
Property taxes	219,178	-	219,178
Usage	-	69,120	69,120
Total receivables (net)	<u>219,178</u>	<u>69,120</u>	<u>288,298</u>
Capital assets (net of accumulated depreciation/amortization):			
Land	23,705,966	1,415,112	25,121,078
Intangible assets	-	564,551	564,551
Construction in progress	13,175,940	5,798,694	18,974,634
Land improvements	3,979,210	-	3,979,210
Intangible right-to-use assets	1,042,754	-	1,042,754
Buildings and systems	104,032,905	900,123	104,933,028
Machinery and equipment	7,994,291	622,872	8,617,163
Infrastructure	36,091,654	8,137,126	44,228,780
Total capital assets (net of accumulated depreciation/amortization)	<u>190,022,720</u>	<u>17,438,478</u>	<u>207,461,198</u>
Total noncurrent assets	<u>192,642,616</u>	<u>17,507,598</u>	<u>210,150,214</u>
Total assets	<u>247,701,893</u>	<u>27,091,439</u>	<u>274,793,332</u>
<u>Deferred Outflows of Resources</u>			
Pension related	79,975	-	79,975
OPEB related	1,728,964	7,621	1,736,585
Deferred amount on refunding	86,593	-	86,593
Total deferred outflows of resources	<u>1,895,532</u>	<u>7,621</u>	<u>1,903,153</u>

(Continued)

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

Town of Berlin, Connecticut

Statement of Net Position
June 30, 2023

<u>Liabilities</u>	<u>Governmental Activities</u>	<u>Business-type Activities</u>	<u>Total</u>
Current liabilities:			
Accounts payable	\$ 5,219,480	\$ 563,947	\$ 5,783,427
Retainage payable	234,891	79,963	314,854
Accrued payroll and related liabilities	328,502	6,922	335,424
Accrued interest payable	158,183	-	158,183
Unearned revenue	6,192,950	-	6,192,950
Long-term debt	7,055,242	208,492	7,263,734
Compensated absences	456,640	11,978	468,618
Claims payable	650,145	-	650,145
Heart and hypertension	83,423	-	83,423
Tax overpayments	53,894	-	53,894
Total current liabilities	<u>20,433,350</u>	<u>871,302</u>	<u>21,304,652</u>
Noncurrent liabilities:			
Performance bonds	2,301,484	-	2,301,484
Long-term debt and related liabilities	51,090,094	3,610,000	54,700,094
Compensated absences	125,064	-	125,064
Heart and hypertension	26,279	-	26,279
Net pension liability	1,184,046	-	1,184,046
OPEB liability	8,358,263	36,840	8,395,103
Total noncurrent liabilities	<u>63,085,230</u>	<u>3,646,840</u>	<u>66,732,070</u>
Total liabilities	<u>83,518,580</u>	<u>4,518,142</u>	<u>88,036,722</u>
<u>Deferred Inflows of Resources</u>			
Advance property tax collections	918,565	-	918,565
Lease related	132,864	-	132,864
OPEB related	2,516,664	11,093	2,527,757
Total deferred inflows of resources	<u>3,568,093</u>	<u>11,093</u>	<u>3,579,186</u>
<u>Net Position</u>			
Net investment in capital assets	128,234,432	13,540,023	141,774,455
Restricted for:			
Endowments:			
Nonexpendable	68,297	-	68,297
Expendable	30,937	-	30,937
Community development	15,832	-	15,832
Public safety	50,767	-	50,767
Health and human services	2,466	-	2,466
Parks, recreation and libraries	410,516	-	410,516
Schools	2,063,919	-	2,063,919
ARPA grant projects	1,993,208	-	1,993,208
Unrestricted	29,640,378	9,029,802	38,670,180
Total net position	<u>\$ 162,510,752</u>	<u>\$ 22,569,825</u>	<u>\$ 185,080,577</u>

(Concluded)

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

Town of Berlin, Connecticut

Statement of Activities
For the Year Ended June 30, 2023

Functions/Programs	Program Revenues				Net Revenues (Expenses) and Change in Net Position		
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities	Business-type Activities	Total
Governmental activities:							
General government	\$ 4,977,180	\$ 1,477,596	\$ 155,654	\$ 46,773	\$ (3,297,157)	\$ -	\$ (3,297,157)
Community development	1,284,130	-	880	519,383	(763,867)	-	(763,867)
Public safety	10,422,774	904,488	50,798	-	(9,467,488)	-	(9,467,488)
Physical services	9,471,230	117,357	-	6,287,034	(3,066,839)	-	(3,066,839)
Parks, recreation and libraries	5,277,618	1,699,809	-	-	(3,577,809)	-	(3,577,809)
Health and human services	2,370,297	683,647	27,240	-	(1,659,410)	-	(1,659,410)
Schools	71,248,234	1,636,545	18,768,479	-	(50,843,210)	-	(50,843,210)
Interest	1,329,573	-	-	-	(1,329,573)	-	(1,329,573)
Total governmental activities	106,381,036	6,519,442	19,003,051	6,853,190	(74,005,353)	-	(74,005,353)
Business-type activities:							
Water and sewer services	4,661,634	5,495,590	222,032	-	-	1,055,988	1,055,988
Total	\$111,042,670	\$12,015,032	\$19,225,083	\$6,853,190	(74,005,353)	1,055,988	(72,949,365)
General revenues:							
Property taxes					85,767,436	-	85,767,436
Grants and contributions not restricted to specific programs					606,490	-	606,490
Income from investments					2,288,056	175,417	2,463,473
Other					44,410	10,932	55,342
Total general revenues					88,706,392	186,349	88,892,741
Change in net position before transfers					14,701,039	1,242,337	15,943,376
Transfers in (transfers out)					4,500	(4,500)	-
Change in net position					14,705,539	1,237,837	15,943,376
Net position - July 1, 2022					147,805,213	21,331,988	169,137,201
Net position - June 30, 2023					\$162,510,752	\$22,569,825	\$185,080,577

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

Town of Berlin, Connecticut

Governmental Funds
Balance Sheet
June 30, 2023

	General	Capital Projects	Other Governmental Funds	Total Governmental Funds
<u>Assets</u>				
Cash	\$ 1,937,050	\$ -	\$ 3,735,447	\$ 5,672,497
Restricted cash	1,801,250	-	-	1,801,250
Investments	18,634,820	22,677,638	-	41,312,458
Restricted investments	500,234	-	-	500,234
Receivables (net):				
Property taxes	1,094,455	-	-	1,094,455
Accounts	114,186	-	-	114,186
Intergovernmental	-	975,655	209,679	1,185,334
Leases	134,021	-	-	134,021
Due from other funds	90,000	-	-	90,000
Other	-	-	33,435	33,435
Total assets	\$ 24,306,016	\$ 23,653,293	\$ 3,978,561	\$ 51,937,870
<u>Liabilities</u>				
Liabilities:				
Accounts payable	\$ 1,590,972	\$ 3,568,771	\$ 31,753	\$ 5,191,496
Retainage payable	-	234,891	-	234,891
Accrued payroll and related liabilities	327,480	-	1,022	328,502
Unearned revenue	105,382	5,162,061	925,507	6,192,950
Performance bonds	2,301,484	-	-	2,301,484
Tax overpayments	53,894	-	-	53,894
Total liabilities	4,379,212	8,965,723	958,282	14,303,217
<u>Deferred Inflows of Resources</u>				
Unavailable revenue:				
Property taxes	1,094,455	-	-	1,094,455
Advance property tax collections	918,565	-	-	918,565
Lease related	132,864	-	-	132,864
Total deferred inflows of resources	2,145,884	-	-	2,145,884
<u>Fund Balances</u>				
Nonspendable	1,157	-	68,297	69,454
Restricted	-	1,993,208	2,574,437	4,567,645
Committed	-	12,694,362	377,545	13,071,907
Assigned	1,343,000	-	-	1,343,000
Unassigned	16,436,763	-	-	16,436,763
Total fund balances	17,780,920	14,687,570	3,020,279	35,488,769
Total liabilities, deferred inflows of resources and fund balances	\$ 24,306,016	\$ 23,653,293	\$ 3,978,561	\$ 51,937,870

(Continued)

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

**Town of Berlin, Connecticut
Reconciliation of Fund Balance
to Net Position of Governmental Activities
June 30, 2023**

Amounts reported for governmental activities in the statement of net position (Exhibit A) are different from the governmental fund balance sheet due to:

Total fund balance (Exhibit C, Page 1 of 2)	<u>\$ 35,488,769</u>
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Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds:

Beginning capital assets (net)	184,969,757
Capital assets additions (net of construction in progress)	10,885,898
Depreciation/amortization expense	<u>(5,832,935)</u>

Total	<u>190,022,720</u>
-------	--------------------

Other long-term assets and deferred outflows of resources are not available to pay for current period expenditures and, therefore, are unavailable in the funds:

Property taxes - accrual basis change	1,094,455
Deferred outflows of resources related to pensions	79,975
Deferred outflows of resources related to OPEB	1,728,964
Deferred amount on refunding	<u>86,593</u>

Total	<u>2,989,987</u>
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Internal service funds are used by management for risk financing activities:

The assets and liabilities of the internal service funds are included in governmental activities in the statement of net position	<u>4,953,472</u>
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Some liabilities and deferred inflows of resources, are not due and payable in the current period and, therefore, are not reported in the funds:

Long-term debt and related liabilities	(58,145,336)
Compensated absences	(581,704)
Net pension liability	(1,184,046)
OPEB liability	(8,358,263)
Accrued interest payable	(158,183)
Deferred inflows of resources related to OPEB	<u>(2,516,664)</u>

Total	<u>(70,944,196)</u>
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Net position of governmental activities (Exhibit A)	<u><u>\$162,510,752</u></u>
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(Concluded)

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

Town of Berlin, Connecticut

Governmental Funds
Statement of Revenues, Expenditures and Changes in Fund Balances
For the Year Ended June 30, 2023

	General	Capital Projects	Other Governmental Funds	Total Governmental Funds
Revenues:				
Property taxes	\$85,980,330	\$ -	\$ -	\$ 85,980,330
Intergovernmental	14,740,639	6,785,528	4,792,415	26,318,582
Charges for services	4,635,849	169,515	1,714,078	6,519,442
Income from investments	2,100,692	-	6,066	2,106,758
Contributions	-	-	144,149	144,149
Rebates	-	44,410	-	44,410
Total revenues	<u>107,457,510</u>	<u>6,999,453</u>	<u>6,656,708</u>	<u>121,113,671</u>
Expenditures:				
Current:				
General government	6,049,776	154,148	7,500	6,211,424
Community development	1,196,256	-	6,027	1,202,283
Public safety	10,103,085	-	12,786	10,115,871
Physical services	7,637,009	-	-	7,637,009
Parks, recreation and libraries	4,604,971	-	73,870	4,678,841
Health and human services	2,280,194	-	77,123	2,357,317
Schools	61,595,568	-	5,934,627	67,530,195
Debt service	7,901,950	597,551	-	8,499,501
Capital outlay	-	10,506,152	-	10,506,152
Total expenditures	<u>101,368,809</u>	<u>11,257,851</u>	<u>6,111,933</u>	<u>118,738,593</u>
Excess (deficiency) of revenues over expenditures	<u>6,088,701</u>	<u>(4,258,398)</u>	<u>544,775</u>	<u>2,375,078</u>
Other financing sources (uses):				
Issuance of debt	-	388,408	-	388,408
Sale of capital assets	-	4,815	-	4,815
Transfers in	304,500	2,718,203	-	3,022,703
Transfers out	<u>(2,718,203)</u>	<u>(300,000)</u>	<u>-</u>	<u>(3,018,203)</u>
Net other financing sources (uses)	<u>(2,413,703)</u>	<u>2,811,426</u>	<u>-</u>	<u>397,723</u>
Net change in fund balances	3,674,998	(1,446,972)	544,775	2,772,801
Fund balances - July 1, 2022 (as restated)	<u>14,105,922</u>	<u>16,134,542</u>	<u>2,475,504</u>	<u>32,715,968</u>
Fund balances - June 30, 2023	<u><u>\$17,780,920</u></u>	<u><u>\$14,687,570</u></u>	<u><u>\$3,020,279</u></u>	<u><u>\$35,488,769</u></u>

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

Town of Berlin, Connecticut

**Reconciliation of the Statement of Revenues, Expenditures and Changes
in Fund Balances of Governmental Funds to the Statement of Activities
For the Year Ended June 30, 2023**

Amounts reported for governmental activities in the statement of activities (Exhibit B) are due to:

Net change in fund balances - total governmental funds (Exhibit D)	\$ 2,772,801
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Governmental funds report capital outlays as expenditures. However, in the statement of activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation/amortization expense:

Capital outlay	10,885,898
Depreciation/amortization expense	(5,832,935)
Total	5,052,963

Revenues in the statement of activities that do not provide current financial resources are not reported as revenues in the funds and revenues recognized in the fund financial statements are not recognized in the statement of activities:

Change in property tax receivable - accrual basis change	(212,894)
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The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities. The details of these differences in the treatment of long-term debt and related items are as follows:

Debt issued or incurred:	
Lease	(388,408)
Principal repayments:	
General obligation bonds and notes payable	6,725,810
Leases	36,873
Subscriptions	139,604
Total	6,513,879

(Continued)

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

Town of Berlin, Connecticut

**Reconciliation of the Statement of Revenues, Expenditures and Changes
in Fund Balances of Governmental Funds to the Statement of Activities
For the Year Ended June 30, 2023**

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds:

Changes in/amortization of:	
Premium	\$ 454,657
Compensated absences	13,048
Net pension liability	558,129
OPEB liability	599,929
Accrued interest payable	40,596
Deferred amount on refunding	(51,135)
Deferred outflows related to pension	5,077
Deferred outflows related to OPEB	(293,351)
Deferred inflows related to OPEB	<u>(870,106)</u>
Total	<u>456,844</u>
Internal service funds are used by management for risk financing activities:	
The net revenue (expense) of the internal service funds are reported with governmental activities	<u>121,946</u>
Change in net position of governmental activities (Exhibit B)	<u>\$ 14,705,539</u>
	(Concluded)

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

Town of Berlin, Connecticut

Proprietary Funds
Statement of Net Position
June 30, 2023

<u>Assets</u>	<u>Business-type Activities</u>	<u>Governmental Activities</u>
	<u>Enterprise Fund</u>	<u>Internal Service Funds</u>
	<u>Water and Sewer Fund</u>	
Current assets:		
Cash	\$ 2,425,984	\$ 5,733,383
Investments	6,553,248	-
Receivables:		
Accounts	-	7,920
Usage	588,608	-
Special assessments and connection charges	16,001	-
Total current assets	<u>9,583,841</u>	<u>5,741,303</u>
Noncurrent assets:		
Receivables (net):		
Usage	<u>69,120</u>	<u>-</u>
Capital assets (net):		
Land	1,415,112	-
Intangible assets	564,551	-
Construction in progress	5,798,694	-
Buildings and systems	900,123	-
Machinery and equipment	622,872	-
Infrastructure	<u>8,137,126</u>	<u>-</u>
Total capital assets	17,438,478	-
Total noncurrent assets	<u>17,507,598</u>	<u>-</u>
Total assets	<u>27,091,439</u>	<u>5,741,303</u>
<u>Deferred Outflows of Resources</u>		
OPEB related	<u>7,621</u>	<u>-</u>

(Continued)

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

Town of Berlin, Connecticut

Proprietary Funds
Statement of Net Position
June 30, 2023

	<u>Business-type Activities</u>	<u>Governmental Activities</u>
	<u>Enterprise Fund</u>	<u>Internal Service Funds</u>
	<u>Water and Sewer Fund</u>	
<u>Liabilities</u>		
Current liabilities:		
Accounts payable	\$ 563,947	\$ 27,984
Retainage payable	79,963	-
Accrued payroll and related liabilities	6,922	-
Compensated absences	11,978	-
Notes payable	208,492	-
Claims payable	-	650,145
Heart and hypertension	-	83,423
Total current liabilities	<u>871,302</u>	<u>761,552</u>
Noncurrent liabilities:		
Notes payable	2,580,086	-
Interim funding obligation	1,029,914	-
Heart and hypertension	-	26,279
OPEB liability	<u>36,840</u>	<u>-</u>
Total noncurrent liabilities	<u>3,646,840</u>	<u>26,279</u>
Total liabilities	<u>4,518,142</u>	<u>787,831</u>
<u>Deferred Inflows of Resources</u>		
OPEB related	<u>11,093</u>	<u>-</u>
<u>Net Position</u>		
Net investment in capital assets	13,540,023	-
Unrestricted	<u>9,029,802</u>	<u>4,953,472</u>
Total net position	<u>\$ 22,569,825</u>	<u>\$ 4,953,472</u>

(Concluded)

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

Town of Berlin, Connecticut

Proprietary Funds
Statement of Revenues, Expenses and Changes in Net Position
For the Year Ended June 30, 2023

	<u>Business-type Activities</u>	
	<u>Enterprise Fund</u>	<u>Governmental Activities</u>
	<u>Water and Sewer Fund</u>	<u>Internal Service Funds</u>
Operating revenues:		
Premiums	\$ -	\$ 10,781,887
Charges for services	5,495,590	-
Insurance proceeds	-	74,401
Other	10,932	-
	<u>5,506,522</u>	<u>10,856,288</u>
Total operating revenues		
Operating expenses:		
Claims	-	9,969,296
Repairs and maintenance	-	100,250
Administration	232,319	846,094
Employee benefits	279,455	-
Purchase of water	802,454	-
Source of supply	2,313,097	-
Pumping	119,587	-
Transmission and distribution	78,073	-
Salaries - administrative and general	155,764	-
Salaries - operating and maintenance	360,796	-
Depreciation	262,059	-
	<u>4,603,604</u>	<u>10,915,640</u>
Total operating expenses		
Income (loss) from operations	<u>902,918</u>	<u>(59,352)</u>
Nonoperating revenues (expenses):		
Intergovernmental	222,032	-
Income from investments	175,417	181,298
Interest expense	(58,030)	-
	<u>339,419</u>	<u>181,298</u>
Total nonoperating revenues (expenses)		
Income (loss) before transfers	1,242,337	121,946
Transfers out	<u>(4,500)</u>	<u>-</u>
Change in net position	1,237,837	121,946
Total net position - July 1, 2022	<u>21,331,988</u>	<u>4,831,526</u>
Total net position - June 30, 2023	<u>\$ 22,569,825</u>	<u>\$ 4,953,472</u>

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

Town of Berlin, Connecticut

Proprietary Funds
Statement of Cash Flows
For the Year Ended June 30, 2023

	<u>Business-type Activities</u>	<u>Governmental Activities</u>
	<u>Enterprise Fund</u>	<u>Internal Service Funds</u>
	<u>Water and Sewer Fund</u>	
Cash flows from (used in) operating activities:		
Cash received from other	\$ 10,932	\$ -
Cash received from premiums and employees	-	10,778,807
Cash received from customers	4,527,171	-
Cash received from insurance and others	-	154,915
Cash payments to employees for services	(528,052)	-
Cash payments to providers of benefits and for claims	-	(10,177,266)
Cash payments to providers of administration	-	(846,094)
Cash payments to suppliers for goods and service	<u>(3,404,484)</u>	<u>(57,198)</u>
Net cash from (used in) operating activities	<u>605,567</u>	<u>(146,836)</u>
Cash flows from (used in) noncapital financing activities:		
Transfers out	<u>(4,500)</u>	<u>-</u>
Cash flows from (used in) capital and related financing activities:		
Purchase of capital assets	(1,911,454)	-
Proceeds from grants and drinking water notes	1,251,946	-
Principal payments	(208,492)	-
Interest payments	<u>(58,030)</u>	<u>-</u>
Net cash from (used in) capital and related financing activities	<u>(926,030)</u>	<u>-</u>
Cash flows from (used in) investing activities:		
Income from investments	<u>175,417</u>	<u>181,298</u>
Increase (decrease) in cash	(149,546)	34,462
Cash and cash equivalents - July 1, 2022	<u>9,128,778</u>	<u>5,698,921</u>
Cash and cash equivalents - June 30, 2023	<u>\$ 8,979,232</u>	<u>\$ 5,733,383</u>
Reconciliation to statement of net position:		
Cash and cash equivalents per above	\$ 8,979,232	\$ 5,733,383
Cash and cash equivalents reported as investments	<u>(6,553,248)</u>	<u>-</u>
Statement of net position	<u>\$ 2,425,984</u>	<u>\$ 5,733,383</u>

(Continued)

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

Town of Berlin, Connecticut

Proprietary Funds
Statement of Cash Flows
For the Year Ended June 30, 2023

	<u>Business-type Activities</u>		<u>Governmental Activities</u>
	<u>Enterprise Fund</u>		<u>Internal Service Funds</u>
	<u>Water and Sewer Fund</u>		
Reconciliation of operating income (loss) to net cash from (used in) operating activities:			
Income (loss) from operations	\$ 902,918		\$ (59,352)
Adjustments to reconcile operating income (loss) to net cash from (used in) operating activities:			
Depreciation	262,059		-
(Increase) decrease in:			
Accounts receivable	-		77,434
Usage receivable	57,318		-
Special assessments and connection charges receivable	(6,160)		-
Deferred outflows of resources - OPEB related	(2,960)		-
Prepaid expenses	-		18,639
Increase (decrease) in:			
Accounts payable	319,369		24,413
Retainage payable	79,963		-
Claims payable	-		(54,038)
Heart and hypertension	-		(153,932)
Accrued payroll and related	(11,492)		-
Unearned revenue	(1,500)		-
Compensated absences	638		-
OPEB liability	16,193		-
Deferred inflows of resources - advance user fee collections	(1,018,077)		-
Deferred inflows of resources - OPEB related	7,298		-
Net cash from (used in) operating activities	<u>\$ 605,567</u>		<u>\$ (146,836)</u>

(Concluded)

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

Town of Berlin, Connecticut
Fiduciary Funds
Statement of Fiduciary Net Position
June 30, 2023

	<u>Pension and OPEB Trust Fund</u>	<u>Private Purpose Trust Fund Memorial Fund</u>
<u>Assets</u>		
Cash	\$ 2,383	\$ -
Investments:		
Mutual funds:		
Equity	13,628,062	-
Bond	1,807,471	-
Real estate	355,486	-
Diversified	22,388,038	-
Bank money market	-	60,472
Annuities	3,290,921	-
Fixed income funds	13,289,398	-
Total investments	<u>54,759,376</u>	<u>60,472</u>
Accounts receivable	<u>42,920</u>	<u>-</u>
Total assets	<u>54,804,679</u>	<u>60,472</u>
<u>Liabilities</u>		
Due to other funds	<u>90,000</u>	<u>-</u>
<u>Net Position</u>		
Restricted for:		
Pensions	54,353,673	-
OPEB	361,006	-
Individuals and organizations	<u>-</u>	<u>60,472</u>
Total net position	<u><u>\$ 54,714,679</u></u>	<u><u>\$ 60,472</u></u>

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

Town of Berlin, Connecticut
Fiduciary Funds
Statement of Changes in Fiduciary Net Position
For the Year Ended June 30, 2023

	Pension and OPEB Trust Fund	Private Purpose Trust Fund Memorial Fund
Additions:		
Contributions:		
Employer	\$ 1,885,932	\$ -
Employee	1,087,098	-
Other	256,219	-
Total contributions	<u>3,229,249</u>	<u>-</u>
Investment income (loss):		
Net change in fair value of investments	3,727,220	(844)
Interest and dividends	1,083,313	-
Total investment income (loss)	<u>4,810,533</u>	<u>(844)</u>
Total additions	<u>8,039,782</u>	<u>(844)</u>
Deductions:		
Benefits	6,510,281	-
Administration	215,024	-
Total deductions	<u>6,725,305</u>	<u>-</u>
Change in net position	1,314,477	(844)
Net position - July 1, 2022	<u>53,400,202</u>	<u>61,316</u>
Net position - June 30, 2023	<u>\$ 54,714,679</u>	<u>\$ 60,472</u>

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

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****History and organization**

The Town of Berlin, CT (“Town”) was incorporated in 1785 from parts of Farmington, Middletown and Wethersfield. Under the Town Charter, adopted November 4, 1973, and most recently amended November 8, 2016, the Town Council is the legislative body for specific purposes. The Town Manager serves as the Chief Executive Officer of the Town and acts as the liaison to the Town Council. The Town Council is responsible for establishing policy. Charter revisions on November 8, 1994 replaced an Executive Board, Board of Finance/Town Meeting form of government with a Town Manager/Council form of government, which took effect November 15, 1995. Charter revisions on November 8, 2016 reinstated a Board of Finance effective November 20, 2017.

The accompanying financial statements present the Town and its component units, entities for which the Town is considered to be financially accountable. The Town is financially accountable for the pension and OPEB trust funds and therefore, they are considered fiduciary component units. The financial statements of the fiduciary component units are reported as pension and OPEB trust funds in the fiduciary fund financial statements. The pension and OPEB trust funds do not issue separate financial statements.

I. Summary of significant accounting policies**A. Government-wide and fund financial statements**

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the nonfiduciary activities of the Town. *Governmental activities* are normally supported by taxes and intergovernmental revenues.

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

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

B. Measurement focus, basis of accounting and financial statement presentation

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

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

B. Measurement focus, basis of accounting and financial statement presentation (continued)

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. In addition, the Town considers reimbursement grants to be available if they are collected within one year of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures, as well as expenditures related to compensated absences, pension and OPEB benefits, certain other employee benefits, and certain other long-term liabilities are recorded only when payment is due. General capital asset acquisitions are reported as expenditures in the governmental funds.

Expenditure reimbursement type grants, certain intergovernmental revenues, certain charges for services, transfers and interest associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. Only the portion of special assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items, including property taxes, are considered to be measurable and available only when cash is received by the Town.

The Town reports the following major governmental funds:

General Fund	The Town's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.
Capital Projects Fund	Accounts for and reports financial resources that are restricted, committed or assigned to expenditures for capital outlays, including the acquisition or construction of major capital facilities and other capital assets. The major sources of revenues for this fund are capital grants and the proceeds from the issuance of general obligation bonds.

The Town reports the following major proprietary fund:

Water and Sewer Fund	Accounts for the operating activity of the water and sewer operations. The major source of revenues for this fund is charges for services.
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Additionally, the Town reports the following fund types:

Special Revenue Funds	Accounts for and reports the proceeds of specific revenue resources that are restricted, committed or assigned to expenditures for specified purposes other than debt.
Permanent Funds	Reports resources that are legally restricted to the extent that only earnings, not principal, may be used for purposes that support the Town's programs.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

B. Measurement focus, basis of accounting and financial statement presentation (continued)

Internal Service Funds	Accounts for risk financing activities for medical insurance benefits, heart and hypertension and workers' compensation as allowed by GASB Statement No. 10.
Pension and OPEB Trust Funds	Accounts for the activities of the Town of Berlin Retirement Plan and the Town of Berlin Police Retiree Health Plan which accumulate resources for pension and OPEB benefit payments to qualified employees.
Private-Purpose Trust Fund	Accounts for the receipt of private donations to be used for student awards.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements. Exceptions are charges between certain Town functions because elimination of these charges would distort the direct costs and program revenues reported for the various functions concerned.

Amounts reported as *program revenues* include 1) charges to customers or applicants for goods, services or privileges provided, 2) operating grants and contributions and 3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as *general revenues* rather than as program revenues. Likewise, general revenues include all taxes.

Proprietary funds distinguish *operating* revenues and expenses from *nonoperating* items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the enterprise funds and of the Town's internal service fund are charges to customers for sales and services.

For purposes of measuring the net pension and OPEB liability, deferred outflows of resources and deferred inflows of resources related to pensions and OPEB, and pension and OPEB expense, information about the fiduciary net position and additions to/deductions from fiduciary net position of the Town pension and OPEB plans, the Connecticut State Teachers' Retirement System ("TRS"), and the Connecticut State Retiree Health Insurance Plan ("RHIP") have been determined on the same basis as they are reported by the Town's pension and OPEB plans, TRS, and RHIP. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with benefit terms.

C. Assets, liabilities, deferred outflows/inflows of resources and equity

1. Cash and investments

a. Cash

The Town considers cash as cash on hand and demand deposits.

For cash flow purposes the Town considers cash equivalents as money market accounts and short-term investments with original maturities of three months or less from the date of acquisition.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)

b. Investments

In general, State of Connecticut Statutes allow the Town to invest in obligations of the United States of America or United States government sponsored corporations, in shares or other interests in any custodial arrangement, pool or no-load, open-end management type investment company or investment trust (as defined), in obligations of any State or political subdivision rated within the top two rating categories of any nationally recognized rating service, or in obligations of the State of Connecticut or political subdivision rated within the top three rating categories of any nationally recognized rating service. Investment income is recorded in the fund in which it was earned.

State Treasurer’s Short-Term Investment Fund is an investment pool managed by the State of Connecticut Office of the State Treasurer. Investments must be made in instruments authorized by Connecticut General Statutes 3-27c - 3-27e. Investment guidelines are adopted by the State Treasurer. The fair value of the position in the pool is the same as the value of the pool shares.

Other provisions of the Statutes cover specific municipal pension funds with particular investment authority and do not specify permitted investments. Therefore, investment of such funds is generally controlled by the laws applicable to fiduciaries (i.e., prudent person rule) and the provisions of the applicable plan. Their approved policies target an asset mix to provide the probability of meeting or exceeding the return objectives at the lowest possible risk.

c. Method used to value investments

Investments for the Town are reported at fair value except as described below. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates. Real estate is valued based upon the purchase price, which approximates fair value.

Fair value of investments

The Town measures and records its investments using fair value measurement guidelines established by accounting principles generally accepted in the United States of America (GAAP). These guidelines recognize a three-tiered fair value hierarchy, as follows:

Level 1	Quoted prices for identical investments in active markets
Level 2	Quoted prices for identical investments in markets that are not active
Level 3	Unobservable inputs

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)

d. Risk policies

Interest rate risk	Interest rate risk is the risk that the government will incur losses in fair value caused by changing interest rates. The Town does not have a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.
Credit risk	Credit risk is the risk that an issuer or other counterparty will not fulfill its specific obligation even without the entity's complete failure. The Town has no investment policy that would limit its investment choices due to credit risk other than State Statutes governing investments in obligations of any State or political subdivision or in obligations of the State of Connecticut or political subdivision.
Concentration of credit risk	Concentration of credit risk is the risk attributed to the magnitude of an entity's investments in a single issuer. The Town follows the limitations specified in the Connecticut General Statutes. Generally, the Town's deposits cannot be 75% or more of the total capital in any one depository.
Custodial credit risk	Custodial credit risk is the risk that, in the event of the failure of the counterparty, the Town will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. The Town's custodial credit risk policy is to only allow the Town to use banks that are in the State of Connecticut. The State of Connecticut requires that each depository maintain segregated collateral in an amount equal to a defined percentage of its public deposits based upon the bank's risk-based capital ratio.
Foreign currency risk	Foreign currency risk is the risk that the value of the investment may be affected by changes in the rate of exchange. The Town does not have a formal policy with respect to the foreign currency risk.

2. Receivables and payables

a. Interfunds

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

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)

b. Property taxes and other receivables

In the fund financial and government-wide financial statements, all trade and property tax receivables are shown net of an allowance for uncollectibles. Allowance percentages range from 1.00% to 45.00% of outstanding receivable balances and are calculated based upon prior collections.

In the fund financial statements, property taxes receivable which have not been collected as of June 30, have been recorded as deferred inflows of resources, since they are not considered to be available to finance expenditures of the current year.

Property taxes are assessed on property as of October 1. Taxes are billed in the following July and are due in two installments, July 1 and January 1. Personal property and motor vehicle taxes are billed in July and are due in one installment, on July 1, and supplemental motor vehicle taxes are due in full January 1. Liens are effective on the assessment date and are continued by filing before the end of the year following the due date.

c. Leases receivable

The Town is a lessor for noncancellable leases of land. The Town recognizes a lease receivable and a deferred inflow of resources in the government-wide and governmental fund financial statements.

At the commencement of a lease, the Town initially measures the lease receivable at the present value of payments expected to be received during the lease term. Subsequently, the lease receivable is reduced by the principal portion of lease payments received. The deferred inflow of resources is initially measured as the initial amount of the lease receivable, adjusted for lease payments received at or before the lease commencement date. Subsequently, the deferred inflow of resources is recognized as revenue over the life of the lease term.

Key estimates and judgments related to leases include:

Discount Rate	The Town uses its estimated incremental borrowing rate as the discount rate used to discount the expected lease receipts to present value.
Term	The lease term includes the noncancellable period of the lease.
Lease Payments	Lease receipts included in the measurement of the lease receivable is composed of fixed payments from the lessee.

The Town monitors changes in circumstances that would require a remeasurement of its lease and will remeasure the lease receivable and deferred inflows of resources if certain changes occur that are expected to significantly affect the amount of the lease receivable.

3. Prepaid items

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both the government-wide and fund financial statements. The cost of prepaid items, if any, is recorded as expenditures/expenses when consumed rather than when purchased.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)**4. Restricted assets**

The restricted assets for the Town are restricted for performance bonds and endowments. Performance bonds are temporarily restricted until the monies are returned to the vendor after satisfactory completion of contract or the Town calls the bond for nonperformance. The trust agreement restricts the expenditure of the investment income only for the designated purpose.

5. Capital assets

Capital assets are reported in the applicable governmental columns in the government-wide financial statements. Capital assets are defined by the Town as assets with an initial, individual cost as noted in the table below and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the asset lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects are constructed. Capital assets of the Town are depreciated/amortized using the straight-line method over the following estimated useful lives:

Assets	Years	Threshold
Land	N/A	\$ 20,000
Construction in progress	N/A	Same as applicable asset type at project completion
Intangible assets	Varies, if any	5,000
Land improvements	10-30	20,000
Buildings and systems	40	20,000
Machinery and equipment	5-20	5,000
Infrastructure	20-50	100,000
Intangible right-to-use leased assets	Lease term	20,000
Intangible right-to-use subscription assets	Subscription term	20,000

6. Deferred outflows/inflows of resources

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element represents a consumption of net assets that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element represents an acquisition of net assets that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time.

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)**

The Town reports deferred outflows and inflows of resources related to pensions and OPEB in the government-wide statements for differences between expected and actual experience, changes in assumptions and net difference between projected and actual earnings on plan investments. The deferred outflow or inflow related to differences between expected and actual experience and changes in assumptions will be amortized over the average remaining service life of all plan members. The deferred outflow or inflow related to the net difference between projected and actual earnings on plan investments will be amortized over a five-year period.

Deferred outflows of resources also include deferred outflows relating to advance refunding of debt. These amounts are deferred and are amortized over the shorter of the refunding or refunded debt.

Advance tax collections represent taxes associated with a future period. This amount is recognized during the period in which the revenue is associated.

Deferred inflows of resources include deferred inflows relating to the lease receivable. These amounts are deferred and are amortized to lease revenue in a systematic and rational manner over the term of the lease.

For governmental funds, the Town reports unavailable revenue, which arises only under the modified accrual basis of accounting. Accordingly, unavailable revenue is reported only in the governmental funds' balance sheet. The governmental funds report unavailable revenues from property taxes (including advance collections, if any). These amounts are recognized as an inflow of resources in the period that the amounts become available.

7. Compensated absences

Town employees accumulate vacation and sick leave hours for subsequent use or for payment upon termination or retirement (Police are the only group paid for unused sick leave and only at retirement.) Town employees are required to use vacation time by June 30 each year, however, employees may carryover up to an amount allowed by the employee's bargaining unit agreement. Any carryover vacation must be used by June 30 of the subsequent year or be forfeited. Vacation expenses to be paid in future periods are accrued when incurred in the government-wide and proprietary fund financial statements. Sick leave and vacation leave expenditures are recognized in the governmental funds in the current year to the extent they are paid during the year or the vested amount is expected to be paid with available resources. A liability for these amounts has been recorded in the government-wide financial statements.

8. Long-term liabilities

In the government-wide financial statements, long-term debt and other long-term liabilities are reported as liabilities in the governmental activities' statement of net position. Bond premiums and discounts are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenses.

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

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. liabilities, deferred outflows/inflows of resources and equity (continued)

9. Lease and subscription liabilities

The Town is a lessee for noncancellable leases of buildings and equipment. Additionally, the Town has certain software subscriptions that require recognition in the financial statements. The Town recognizes a lease/subscription liability and an intangible right-to-use lease/subscription asset (lease/subscription asset) in the government-wide financial statements. The Town recognizes lease/subscription liabilities with an initial, individual value of \$20,000 or more.

At the commencement of a lease/subscription, the Town initially measures the lease/subscription liability at the present value of payments expected to be made during the term. Subsequently, the lease/subscription liability is reduced by the principal portion of payments made. The lease/subscription asset is initially measured as the initial amount of the lease/subscription liability, adjusted for payments made at or before the commencement date, plus certain initial direct costs. Subsequently, the lease/subscription asset is amortized on a straight-line basis over its useful life.

Key estimates and judgments related to leases and subscriptions include:

Discount rate	The Town uses the interest rate charged by the lessor/subscription vendor as the discount rate to discount the expected payments to the present value. When the interest rate charged is not provided, the Town generally uses its estimated incremental borrowing rate as the discount rate.
Term	The lease/subscription term includes the noncancellable period of the lease/agreement.
Payments	Lease/subscription payments included in the measurement of the liability are composed of fixed payments and any purchase option price that the Town is reasonably certain to exercise.

The Town monitors changes in circumstances that would require a remeasurement of its lease or subscriptions and will remeasure the lease/subscription asset and liability if certain changes occur that are expected to significantly affect the amount of the lease/subscription liability.

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

10. Net position and fund balances

In the government-wide financial statements, net position is classified into the following categories:

Net Investment in Capital Assets	This category presents the net position that reflects capital assets net of depreciation/amortization and net of only the debt applicable to the acquisition or construction of these assets. Debt issued for non-capital purposes, and unspent bond proceeds, are excluded.
Restricted Net Position	This category presents the net position restricted by external parties (creditors, grantors, contributors or laws and regulations).
Unrestricted Net Position	This category presents the net position of the Town which is not classified in the preceding two categories.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)

Sometimes the Town will fund outlays for a particular purpose from both restricted (e.g., restricted bond or grant proceeds) and unrestricted resources. In order to calculate the amounts to report as restricted net position and unrestricted net position in the government-wide financial statements, a flow assumption must be made about the order in which the resources are considered to be applied. It is the Town's policy to consider restricted net position to have been depleted before unrestricted net position is applied.

In the fund financial statements, fund balances are classified into the following categories:

Nonspendable	This category presents amounts that cannot be spent either because they are in nonspendable form or because they are legally or contractually required to be maintained intact.
Restricted	This category presents amounts that can be spent only for specific purposes because of enabling legislation or because of constraints that are externally imposed by creditors, grantors, contributors or the laws or regulations of other governments.
Committed	This category presents amounts that can be used only for specific purposes determined by a formal action at the highest level of decision-making authority for the Town. Commitments may be established, modified or rescinded only through resolutions approved by the Town Council and Board of Finance.
Assigned	This category presents amounts that do not meet the criteria to be classified as restricted or committed but that are intended to be used for specific purposes. The authority to assign fund balance rests with the Town Council and Board of Finance. Intent is also expressed by a properly approved purchase order (encumbrance).
Unassigned	This category presents amounts that do not meet the criteria above and are available for any purpose. This category is only reported in the general fund for positive amounts and in any other fund that has a fund balance deficit.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the Town considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned or unassigned fund balances are available, the Town considers amounts to have been spent first out of committed funds, then assigned funds and finally unassigned funds, as needed, unless Town Council has provided otherwise in its commitment or assignment actions.

Minimum fund balance policy

The Town Council has adopted a minimum fund balance policy for the General Fund. The policy establishes the intent to maintain a level of unassigned fund balance of at least 11.00% of the budgeted year's total expenditures (including debt service and transfers). Any budgeted contingency shall be included in the current year unassigned fund balance when calculating compliance with this policy.

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****C. Assets, liabilities, deferred outflows/inflows of resources and equity (continued)****11. Use of estimates**

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, deferred outflows and inflows of resources including disclosures of contingent assets and liabilities and reported revenues, expenses and expenditures during the fiscal year. Actual results could differ from those estimates.

12. Reclassifications

Certain amounts presented in the prior year data have been reclassified in order to be consistent with the current year's presentation.

II. Stewardship, compliance and accountability**A. Basis of budgeting**

Only the General Fund has a legally adopted annual budget.

The Town uses the budgetary basis of accounting under which purchase orders for contracts or other commitments are recorded in order to reserve that portion of the applicable appropriation. Encumbrances are recognized as a valid and proper charge against a budget appropriation in the year in which the purchase order, contract or other commitment is issued. Town policy is to close out outstanding General Fund encumbrances at year end.

Appropriations for the Capital Projects Funds do not lapse at the end of the fiscal year, but continue until the completion of the project.

B. Donor-restricted endowments

The Town has received certain endowments for purchase of trees, medical assistance and library resources. The amounts are reflected in net position as restricted for endowments. Investment income is approved for disbursement by the applicable Trustee and is included in restricted fund balance. At year end, net appreciation available for appropriation is \$30,937.

The Town allocates investment income of donor-restricted endowments in accordance with donor restrictions and Connecticut law, which has adopted the provisions of the Uniform Prudent Management of Institutional Funds Act ("UPMIFA"). Under UPMIFA, investment income earned on donor-restricted endowment funds is considered to be unrestricted in the absence of explicit donor restrictions. Further, in the absence of explicit donor restrictions regarding investment appreciation, such appreciation is treated the same as the related investment income. Investment losses that reduce the value of endowment investments below the original principal amount serve to reduce restricted net position or unrestricted net position, depending upon the applicable donor's stipulations regarding the treatment of investment income and appreciation.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Capital projects authorizations

The following is a summary of certain capital projects:

Project	Project Authorization	Cumulative Expenditures	Balance
Bonded road improvements	\$ 1,329,317	\$ 1,221,231	\$ 108,086
Berlin High School renovations	84,950,000	81,158,070	3,791,930
Recycling Center improvements	534,485	18,542	515,943
Bridge rehabilitation program	3,620,322	2,944,943	675,379
55 Steele Blvd (889 Farmington Ave remediation)	2,081,865	848,037	1,233,828
Fire truck	3,250,161	2,153,235	1,096,926
Fire radios	1,332,600	1,324,387	8,213
High Road bridge	1,576,500	1,324,802	251,698
Burnham Street bridge	1,498,193	1,444,312	53,881
Kensington Road bridge	462,000	178,980	283,020
Edgewood Road bridge	421,445	16,319	405,126
Glen Street bridge	500,000	215,784	284,216
Bridge projects	1,216,555	-	1,216,555
Percival Field	539,274	47,295	491,979
Truck wash bay	500,000	-	500,000
Biscoglio Field (athletic facilities grant)	2,774,254	447,040	2,327,214
Water line replacement	2,800,000	1,402,832	1,397,168
HVAC upgrades (ARPA grant)	5,048,046	30,815	5,017,231
LOTICIP road improvement	5,472,399	3,596,925	1,875,474
Police station renovations	759,167	482,238	276,929
Total	<u>\$ 120,666,583</u>	<u>\$ 98,855,787</u>	<u>\$ 21,810,796</u>

III. Detailed notes**A. Cash and investments****1. Cash**

At year end, the Town's bank balance was exposed to custodial credit risk as follows:

Bank balance	<u>\$ 29,007,513</u>
Uninsured and uncollateralized	\$ 13,406,157
Uninsured and collateral held by the pledging bank's trust department, not in the Town's name	<u>4,458,894</u>
Total amount subject to custodial credit risk	<u>\$ 17,865,051</u>

Financial instruments that potentially subject the Town to significant concentrations of credit risk consist primarily of cash. From time to time, the Town's cash account balances exceeded the Federal Deposit Insurance Corporation limit. The Town reduces its credit risk by maintaining its cash deposits with major financial institutions and monitoring their credit ratings.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Cash and investments (continued)**2. Investments**

- a. The Town's investments consisted of the following types and maturities. Specific identification was used to determine maturities:

Type of Investment	Fair Value	Investment Maturities (In Years)			
		N/A	Less Than 1	1-5 Years	5-10 Years
Mutual funds:					
Equity	\$ 13,628,062	\$ 13,628,062	\$ -	\$ -	\$ -
Bond	1,807,471	-	-	55,768	1,751,703
Real estate	355,486	355,486	-	-	-
Diversified	22,388,038	22,388,038	-	-	-
Bank money market	11,203,438	-	11,203,438	-	-
Pooled fixed income	37,222,974	-	37,222,974	-	-
Annuities	3,290,921	-	-	3,290,921	-
Fixed income funds	13,289,398	-	-	13,289,398	-
Total	103,185,788	<u>\$ 36,371,586</u>	<u>\$ 48,426,412</u>	<u>\$ 16,636,087</u>	<u>\$ 1,751,703</u>
Less fiduciary funds	<u>(54,819,848)</u>				
Other funds	<u>\$ 48,365,940</u>				

- b. The Town had the following recurring fair value measurements:

Investments by fair value level	Amount	Quoted Market	Significant	Significant
		Prices in Active	Observable	Unobservable
		Markets	Inputs	Inputs
		Level 1	Level 2	Level 3
Mutual funds:				
Equity	\$ 13,628,062	\$ 13,628,062	\$ -	\$ -
Bond	1,807,471	1,807,471	-	-
Real estate	355,486	355,486	-	-
Diversified	22,388,038	22,388,038	-	-
Annuities	3,290,921	-	-	3,290,921
Fixed income funds	13,289,398	-	13,289,398	-
Total investments by fair value level	<u>54,759,376</u>	<u>\$ 38,179,057</u>	<u>\$ 13,289,398</u>	<u>\$ 3,290,921</u>
Other investments:				
Bank money market	11,203,438			
Pooled fixed income	<u>37,222,974</u>			
Total other investments	<u>48,426,412</u>			
Total investments	<u>\$ 103,185,788</u>			

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Cash and investments (continued)

Level 1: Quoted prices for identical investments in active markets

Level 2: Observable inputs: quoted prices for identical securities in markets that are not active. The fair value was determined based on quoted prices in less active, dealer or broker markets. Fair values are primarily obtained from third party pricing services for identical or comparable assets.

Level 3: Unobservable inputs: carrying value or fair value of the underlying assets as available.

c. The Town's investments subject to credit risk had average ratings by Standard & Poor's as follows:

Type of Investment	Ratings			Total
	AAA	AA	Unrated	
Mutual funds				
Bond	\$ -	\$ -	\$ 1,807,471	\$ 1,807,471
Pooled fixed income	37,222,974	-	-	37,222,974
Annuities	-	1,617,725	1,673,196	3,290,921
Fixed income funds	-	-	13,289,398	13,289,398
Total	\$ 37,222,974	\$ 1,617,725	\$ 16,770,065	\$ 55,610,764

d. Certain investments are covered by the Securities Investor Protection Corporation ("SIPC") up to \$500,000, including \$250,000 of cash from sale or for purchase of investments, but not cash held solely for the purpose of earning interest. SIPC protects securities such as notes, stocks, debentures, certificates of deposit and money funds.

There are no Town investments held by the counterparty's trust department or agent but not in the Town's name and, therefore, are subject to custodial credit risk.

B. Receivables

1. Receivable balances have been disaggregated by type and presented separately in the financial statements. Only receivables with allowances for uncollectible accounts, including the applicable allowances for uncollectible accounts, are presented below:

	Property Taxes			Water and Sewer Usage
	Taxes	Interest and Lien Fees	Total	
Current portion	<u>\$ 682,598</u>	<u>\$ 192,679</u>	<u>\$ 875,277</u>	<u>\$ 588,608</u>
Long-term portion	441,946	335,698	777,644	87,953
Less allowance for uncollectibles	<u>(345,764)</u>	<u>(212,702)</u>	<u>(558,466)</u>	<u>(18,833)</u>
Net long-term portion	<u>96,182</u>	<u>122,996</u>	<u>219,178</u>	<u>69,120</u>
Total receivable	<u>\$ 778,780</u>	<u>\$ 315,675</u>	<u>\$1,094,455</u>	<u>\$ 657,728</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

B. Receivables (continued)

2. Leases receivable

The Town reports the following lease balances and activity:

Description	Lease Receivable	Deferred Inflows of Resources	Lease Revenue	Lease Interest Revenue
Mobile home lots	\$ 52,095	\$ 58,555	\$ 60,067	\$ 191
Town hall cell tower	81,926	74,309	121,596	955
Total	134,021	<u>\$ 132,864</u>	<u>\$ 181,663</u>	<u>\$ 1,146</u>
Less: current portion	<u>(134,021)</u>			
Long-term portion	<u>\$ -</u>			

Description	Terms
Mobile home lots	In July 2022, the Town entered into fifteen separate, two-year lease agreements for the lease of land used as lot property for mobile homes. The lease term can be renewed for an additional 6 month period by the Town, although the lessee has the option to reject the extension. Based on these agreements, the Town is receiving monthly payments through June 2024.
Town hall cell tower	In February 1999, the Town entered into a 10-year lease agreement with Omnipoint Communications for the right to use a tract of land. The lease agreement includes three automatic five-year renewal terms. As of the date of implementation, the lease is in its last renewal period. Based on this agreement, the Town is receiving monthly payments through February 2024. Subsequently, the Town entered into an extension of the cell tower lease which includes an initial five-year agreement and four five-year extensions that either party has the right not to renew.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Interfund accounts

1. Interfund payables and receivables

A summary of interfund balances is as follows:

	Corresponding Fund	Due From	Due To
General fund	Pension and OPEB trust fund	\$ 90,000	\$ -
Fiduciary funds:			
Pension and OPEB trust fund	General fund	-	90,000
Total		<u>\$ 90,000</u>	<u>\$ 90,000</u>

All interfund balances resulted from the time lag between the dates payments occurred between funds for interfund goods, payroll and services provided or in instances where certain funds do not have an operations cash account.

2. Interfund transfers

A summary of interfund transfers for the fiscal year is as follows:

	Corresponding Fund	Transfers In	Transfers Out
General fund:			
Capital projects fund	N/A	\$ 300,000	\$ 2,718,203
Water and sewer fund	N/A	4,500	-
Total general fund		<u>304,500</u>	<u>2,718,203</u>
Capital projects fund	General fund	<u>2,718,203</u>	<u>300,000</u>
Enterprise funds:			
Water and sewer fund	General fund	-	4,500
Total		<u>\$ 3,022,703</u>	<u>\$ 3,022,703</u>

Transfers are used to move budgeted appropriations from the general fund for funding of the capital projects fund and various programs and activities in other funds.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Capital assets

Capital asset activity for the fiscal year was as follows:

Governmental Activities:

	Balance July 1, 2022 <i>(as restated)</i>	Increases	Decreases	Balance June 30, 2023
Capital assets not being depreciated/amortized:				
Land	\$ 22,675,339	\$ 1,030,627	\$ -	\$ 23,705,966
Construction in progress	7,765,716	5,621,423	211,199	13,175,940
Total capital assets not being depreciated/amortized	<u>30,441,055</u>	<u>6,652,050</u>	<u>211,199</u>	<u>36,881,906</u>
Capital assets being depreciated/amortized:				
Land improvements	7,502,767	94,846	-	7,597,613
Intangible right-to-use assets	887,145	388,408	-	1,275,553
Buildings and systems	151,530,091	736,465	-	152,266,556
Machinery and equipment	22,060,252	924,703	1,174,679	21,810,276
Infrastructure	71,647,031	2,300,625	-	73,947,656
Total capital assets being depreciated/amortized	<u>253,627,286</u>	<u>4,445,047</u>	<u>1,174,679</u>	<u>256,897,654</u>
Total capital assets	<u>284,068,341</u>	<u>11,097,097</u>	<u>1,385,878</u>	<u>293,779,560</u>
Less accumulated depreciation/amortization:				
Land improvements	3,278,363	340,040	-	3,618,403
Intangible right-to-use assets	38,891	193,908	-	232,799
Buildings and systems	45,196,213	3,037,438	-	48,233,651
Machinery and equipment	14,098,329	892,335	1,174,679	13,815,985
Infrastructure	36,486,788	1,369,214	-	37,856,002
Total accumulated depreciation/amortization	<u>99,098,584</u>	<u>5,832,935</u>	<u>1,174,679</u>	<u>103,756,840</u>
Net capital assets being depreciated/amortized	<u>154,528,702</u>	<u>(1,387,888)</u>	<u>-</u>	<u>153,140,814</u>
Net capital assets	<u>\$ 184,969,757</u>	<u>\$ 5,264,162</u>	<u>\$ 211,199</u>	<u>\$ 190,022,720</u>

Intangible right-to-use assets by category are as follows:

	Asset	Accumulated Amortization
Intangible right-to-use leased buildings and improvements	\$ 320,854	\$ 77,782
Intangible right-to-use leased machinery and equipment	388,408	14,657
Intangible right-to-use subscription assets	566,291	140,360
Total intangible right-to-use assets	<u>\$ 1,275,553</u>	<u>\$ 232,799</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Capital assets (continued)

Depreciation/amortization expense was charged to the functions of the Town as follows:

General government	\$ 338,815
Community development	1,814
Public safety	539,563
Physical services	1,546,291
Parks, recreation and libraries	540,856
Health and human services	13,270
Schools	<u>2,852,326</u>
Total depreciation/amortization expense	<u><u>\$ 5,832,935</u></u>

Business-Type Activities:

	Balance July 1, 2022	Increases	Decreases	Balance June 30, 2023
Capital assets not being depreciated/amortized:				
Land	\$ 1,415,112	\$ -	\$ -	\$ 1,415,112
Intangible assets	564,551	-	-	564,551
Construction in progress	3,912,452	1,909,955	23,713	5,798,694
Total capital assets not being depreciated/amortized	<u>5,892,115</u>	<u>1,909,955</u>	<u>23,713</u>	<u>7,778,357</u>
Capital assets being depreciated/amortized:				
Buildings and systems	3,157,991	23,713	-	3,181,704
Machinery and equipment	1,397,996	1,500	-	1,399,496
Infrastructure	15,285,708	-	-	15,285,708
Total capital assets being depreciated/amortized	<u>19,841,695</u>	<u>25,213</u>	<u>-</u>	<u>19,866,908</u>
Total capital assets	<u>25,733,810</u>	<u>1,935,168</u>	<u>23,713</u>	<u>27,645,265</u>
Less accumulated depreciation/amortization:				
Buildings and systems	2,193,202	88,379	-	2,281,581
Machinery and equipment	739,777	36,846	-	776,623
Infrastructure	7,011,749	136,834	-	7,148,583
Total accumulated depreciation/amortization	<u>9,944,728</u>	<u>262,059</u>	<u>-</u>	<u>10,206,787</u>
Total capital assets being depreciated/amortized, net	<u>9,896,967</u>	<u>(236,846)</u>	<u>-</u>	<u>9,660,121</u>
Capital assets, net	<u><u>\$ 15,789,082</u></u>	<u><u>\$ 1,673,109</u></u>	<u><u>\$ 23,713</u></u>	<u><u>\$ 17,438,478</u></u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Capital assets (continued)

Depreciation/amortization expense was charged to business-type activities as follows:

Water operations	\$ 85,529
Sewer operations	<u>176,530</u>
Total depreciation/amortization expense	<u><u>\$ 262,059</u></u>

E. Construction commitments

The Town has the following construction commitments:

Biscoglio field turf	\$ 1,993,000
Pavement structure improvement	1,148,692
55 Steele Boulevard	898,850
Fire trucks	912,012
Percival field	323,415
Truck wash bay	460,920
HVAC upgrades - schools	<u>4,486,000</u>
Total	<u><u>\$ 10,222,889</u></u>

Town of Berlin, Connecticut
Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities

General obligation bonds, equipment financing notes and leases are direct obligations and pledge the full faith and credit of the Town.

1. Summary of changes

The following is a summary of changes in long-term liabilities during the fiscal year:

Governmental Activities:

Description	Original Amount	Year of Issue	Date of Maturity	Interest Rate	Balance July 1, 2022 <i>(as restated)</i>	Additions	Deductions	Balance June 30, 2023	Current Portion	Long-Term Portion
Bonds:										
General purpose:										
General obligation	\$ 2,480,000	2013	12/01/32	2.50-4.00%	\$ 1,290,000	\$ -	\$ 170,000	\$ 1,120,000	\$ 170,000	\$ 950,000
General obligation	1,855,000	2014	12/01/33	3.00-5.00%	910,000	-	130,000	780,000	130,000	650,000
General obligation	720,000	2015	12/01/34	2.00-4.00%	480,000	-	40,000	440,000	40,000	400,000
General obligation	3,620,000	2016	12/01/35	2.00-4.00%	1,915,000	-	335,000	1,580,000	335,000	1,245,000
Refunding bonds	5,676,000	2016	09/01/25	2.00-5.00%	3,463,000	-	903,000	2,560,000	924,000	1,636,000
General obligation	4,150,000	2017	12/01/29	2.00-4.00%	2,550,000	-	400,000	2,150,000	400,000	1,750,000
General obligation	6,500,000	2019	12/01/28	2.00-4.00%	4,400,000	-	700,000	3,700,000	700,000	3,000,000
General obligation	4,200,000	2020	12/01/30	5.00%	3,780,000	-	420,000	3,360,000	420,000	2,940,000
Total general purpose	29,201,000				18,788,000	-	3,098,000	15,690,000	3,119,000	12,571,000
School bonds:										
General obligation	6,015,000	2013	12/01/32	2.50-4.00%	3,645,000	-	335,000	3,310,000	335,000	2,975,000
General obligation	16,500,000	2014	12/01/33	3.00-5.00%	10,390,000	-	870,000	9,520,000	870,000	8,650,000
General obligation	13,000,000	2015	12/01/34	2.00-4.00%	8,890,000	-	685,000	8,205,000	685,000	7,520,000
General obligation	13,150,000	2016	12/01/35	2.00-4.00%	9,675,000	-	695,000	8,980,000	695,000	8,285,000
Refunding bonds	5,244,000	2016	09/01/25	2.00-5.00%	2,457,000	-	587,000	1,870,000	606,000	1,264,000
General obligation	515,000	2017	12/01/29	2.00-4.00%	300,000	-	50,000	250,000	50,000	200,000
Total school bonds	54,424,000				35,357,000	-	3,222,000	32,135,000	3,241,000	28,894,000
Total bonds	83,625,000				54,145,000	-	6,320,000	47,825,000	6,360,000	41,465,000
<u>Equipment financing notes (direct borrowing):</u>										
Energy	10,340,341	2016	12/12/35	2.93%	8,398,464	-	405,810	7,992,654	436,952	7,555,702
Total bonds/notes	\$93,965,341				62,543,464	-	6,725,810	55,817,654	6,796,952	49,020,702

Town of Berlin, Connecticut
Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

Description	Original Amount	Year of Issue	Date of Maturity	Interest Rate	Balance July 1, 2022 (as restated)	Additions	Deductions	Balance June 30, 2023	Current Portion	Long-Term Portion
Leases payable					\$ 284,115	\$ 388,408	\$ 36,873	\$ 635,650	\$ 116,138	\$ 519,512
Subscriptions payable					566,291	-	139,604	426,687	142,152	284,535
Total long-term debt					63,393,870	388,408	6,902,287	56,879,991	7,055,242	49,824,749
Premium					1,720,002	-	454,657	1,265,345	-	1,265,345
Total long-term debt and related liabilities					65,113,872	388,408	7,356,944	58,145,336	7,055,242	51,090,094
Compensated absences					594,752	-	13,048 *	581,704	456,640	125,064
Heart and hypertension					263,634	46,549	200,481	109,702	83,423	26,279
Net pension liability					1,742,175	658,844	1,216,973	1,184,046	-	1,184,046
OPEB liability					8,958,192	844,069	1,443,998	8,358,263	-	8,358,263
Total long-term liabilities					\$ 76,672,625	\$ 1,937,870	\$ 10,231,444	\$ 68,379,051	\$ 7,595,305	\$ 60,783,746
*Net change										

All long-term liabilities are generally liquidated by the general fund.

Town of Berlin, Connecticut
Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

Business-type Activities:

Description	Original Amount	Year of Issue	Date of Maturity	Interest Rate	Balance July 1, 2022	Additions	Deductions	Balance June 30, 2023	Current Portion	Long-Term Portion
<u>Notes:</u>										
Clean Water:										
CWF 212-CSL	\$ 2,236,514	2015	09/30/34	2.00%	\$ 1,369,864	\$ -	\$ 111,826	\$ 1,258,038	\$ 111,826	\$ 1,146,212
CWF 217-CSL	1,933,314	2019	04/30/39	2.00%	1,627,206	-	96,666	1,530,540	96,666	1,433,874
Total notes	4,169,828				2,997,070	-	208,492	2,788,578	208,492	2,580,086
Interim funding obligation (permanently financed)				2.00%	-	1,029,914	-	1,029,914	-	1,029,914
Total long-term debt					2,997,070	1,029,914	208,492	3,818,492	208,492	3,610,000
Compensated absences					11,340	638 *	-	11,978	11,978	-
OPEB liability					20,647	22,575	6,382	36,840	-	36,840
Total long-term liabilities					\$ 3,029,057	\$ 1,053,127	\$ 214,874	\$ 3,867,310	\$ 220,470	\$ 3,646,840
*Net change										

On October 31, 2023, the Town permanently financed the drinking water interim funding obligation for a total of \$1,152,729 pursuant to the project loan and subsidy agreement with the State of Connecticut.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

The following is a summary of principal and interest amounts of bond and note maturities:

Year Ended June 30,	Governmental Activities			Business-Type Activities	
	Bond Principal	Note Principal	Total Interest	Note Principal	Note Interest
2024	\$ 6,360,000	\$ 436,952	\$ 1,571,123	\$ 208,492	\$ 53,859
2025	6,385,000	469,249	1,356,015	208,492	49,689
2026	6,110,000	500,314	1,144,221	208,492	45,520
2027	4,445,000	533,190	966,875	208,492	41,351
2028	4,435,000	570,078	827,841	208,492	37,181
2029	3,955,000	608,749	696,247	208,492	33,011
2030	3,275,000	649,671	579,750	208,492	28,841
2031	3,195,000	692,171	467,989	208,492	24,672
2032	2,660,000	736,696	360,089	208,492	20,502
2033	2,655,000	783,726	255,463	208,492	16,332
2034	2,265,000	832,597	153,841	208,492	12,162
2035	1,400,000	802,869	70,683	124,621	8,551
2036	685,000	376,392	15,792	96,666	6,523
2037	-	-	-	96,666	4,589
2038	-	-	-	96,666	2,653
2039	-	-	-	80,547	783
Totals	<u>\$ 47,825,000</u>	<u>\$ 7,992,654</u>	<u>\$ 8,465,929</u>	<u>\$ 2,788,578</u>	<u>\$ 386,219</u>

2. Assets pledged as collateral

The Town's outstanding equipment financing notes of \$7,992,654 are secured with collateral of the equipment purchased.

3. Statutory debt limitations

The Town's indebtedness does not exceed the legal debt limitations as required by Connecticut General Statutes as reflected in the following schedule:

Category	Debit Limit	Net Indebtedness	Balance
General purpose	\$ 187,487,444	\$ 15,690,000	\$ 171,797,444
Schools	374,974,889	32,135,000	342,839,889
Sewer	312,479,074	1,108,093	311,370,981
Urban renewal	270,815,197	-	270,815,197
Pension deficit	249,983,259	-	249,983,259

The total overall statutory debt limit for the Town is equal to seven times annual receipts from prior year taxation:

\$ 583,294,271

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

The indebtedness reflected above includes bonds outstanding in addition to the amount of bonds authorized and unissued against which bond anticipation notes are issued and outstanding.

4. Overlapping debt

A summary of overlapping debt is presented below:

Kensington Fire District	\$ 751,322
Worthington Fire District	<u>356,771</u>
Total	<u>\$ 1,108,093</u>

There is also \$6,057,979 of overlapping debt for the Mattabassett District that is related to the water and sewer proprietary fund.

5. Authorized/unissued bonds

The amount of authorized, unissued bonds are as follows:

<u>Type</u>	<u>Authorized but Unissued</u>
General purpose	\$ 2,600,675
Schools	7,554,737
Sewer	<u>1,548,054</u>
Total	<u>\$ 11,703,466</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

6. Leases

Lease agreements are summarized as follows:

Description	Year	Lease Term (years)	Interest Rate*	Original Amount	Balance June 30, 2023
One Liberty Square	2022	9	1.372%	\$ 320,854	\$ 247,242
Golf carts	2023	5	1.372%	388,408	388,408
Total				<u>\$ 709,262</u>	<u>\$ 635,650</u>

*All interest rates have been imputed based on the rate from a credit spread average from commercial banks plus the cost of funds as there were no interest rates specified in the lease agreement.

Description	Terms
One Liberty Square	In December 2019, the Town entered into a ten-year lease extension for the lease of Unit B of Liberty Square Condominium, owned by the Town of New Britain. Based on this agreement, the Town is paying monthly payments through September 2029. There are no renewal options included in this lease agreement.
Golf carts	In May 2023, the Town entered into a five-year lease for golf carts and related equipment. Based on this agreement, the Town is paying annual payments through September 2027. There are no renewal options and the Town does not anticipate purchasing the equipment at fair market value at the end of the lease term.

The following is a summary of principal and interest payments to maturity:

Year Ending June 30	Governmental Activities	
	Principal	Interest
2024	\$ 116,138	\$ 4,490
2025	114,460	6,887
2026	116,277	5,310
2027	117,875	3,711
2028	119,496	2,091
2029	41,052	448
2030	10,352	24
Totals	<u>\$ 635,650</u>	<u>\$ 22,961</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Changes in long-term liabilities (continued)

7. Subscription arrangements

Subscription arrangements are summarized as follows:

Description	Year	Subscription Term (years)	Interest Rate*	Original Amount	Balance June 30, 2023
Hosted online index	2023	5	2.11%	\$ 527,287	\$ 406,724
Debt software	2023	3	2.04%	20,426	10,535
Time and attendance software	2023	2	1.89%	18,578	9,428
Total				<u>\$ 566,291</u>	<u>\$ 426,687</u>

*All interest rates have been imputed based on the rate from a credit spread average from commercial banks plus the cost of funds as there were no interest rates specified in the lease agreement.

Description	Terms
Hosted online index	The Town has a subscription arrangement for a hosted online land records index. This arrangement does not include extension or termination terms.
Debt software	The Town has a subscription arrangement for debt software. This arrangement does not include extension or termination terms.
Time and attendance software	The Town has a subscription arrangement for time and attendance software. This arrangement does not include extension or termination terms.

The following is a summary of principal and interest payments to maturity:

Year Ending June 30	Governmental Activities	
	Principal	Interest
2024	\$ 142,152	\$ 7,791
2025	124,794	4,631
2026	127,455	1,922
2027	32,286	57
Totals	<u>\$ 426,687</u>	<u>\$ 14,401</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

G. Fund balance classifications and restricted net position

Fund balances are composed of the following:

	General Fund	Capital Projects Fund	Other Governmental Funds	Total Governmental Funds
Nonspendable				
Leases	\$ 1,157	\$ -	\$ -	\$ 1,157
Tree purchases	-	-	5,000	5,000
Medical assistance	-	-	21,965	21,965
Library materials	-	-	41,332	41,332
Total nonspendable	<u>1,157</u>	<u>-</u>	<u>68,297</u>	<u>69,454</u>
Restricted				
Community development	-	-	16,590	16,590
Public safety programs	-	-	50,767	50,767
Health and human services programs	-	-	16,953	16,953
Parks, recreation and libraries programs	-	-	426,208	426,208
School programs	-	-	1,159,915	1,159,915
Lunch program*	-	-	904,004	904,004
ARPA grant projects	-	1,993,208	-	1,993,208
Total restricted	<u>-</u>	<u>1,993,208</u>	<u>2,574,437</u>	<u>4,567,645</u>
Committed				
Capital projects				
Fire truck	-	247,998	-	247,998
Land acquisition and development	-	205,401	-	205,401
Economic development	-	225,208	-	225,208
Police station	-	276,929	-	276,929
Energy and streetlights	-	902,969	-	902,969
Other capital projects	-	612,968	-	612,968
Construction contracts	-	10,222,889	-	10,222,889
Town special events and activities	-	-	207,996	207,996
Parks, recreation and libraries programs	-	-	162,221	162,221
Schools	-	-	7,328	7,328
Total committed	<u>-</u>	<u>12,694,362</u>	<u>377,545</u>	<u>13,071,907</u>
Assigned				
Pension funding	743,000	-	-	743,000
Subsequent year's budget	600,000	-	-	600,000
Total assigned	<u>1,343,000</u>	<u>-</u>	<u>-</u>	<u>1,343,000</u>
Unassigned	<u>16,436,763</u>	<u>-</u>	<u>-</u>	<u>16,436,763</u>
Total fund balance	<u><u>\$ 17,780,920</u></u>	<u><u>\$ 14,687,570</u></u>	<u><u>\$ 3,020,279</u></u>	<u><u>\$ 35,488,769</u></u>
*The amount of net position restricted by enabling legislation totaled:				<u><u>\$ 904,004</u></u>

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****IV. Other information****A. Risk management**

The Town is exposed to various risks of loss including torts, theft of, damage to and destruction of assets; errors or omissions; injuries to employees and natural disasters. Generally, the Town obtains commercial insurance for these risks, but has chosen to retain limited risks for heart and hypertension claims and employee medical prescriptions claims. The Town contracts with outside organizations to pay claims and provide administrative services. Additionally, insurance coverage has been purchased to limit the Town's liability for worker's compensation, general liability and medical claims. Settled claims have not exceeded commercial coverage in any of the past three years, and there has not been any significant reductions in insurance coverage from amounts held in prior years.

The Town is a member in Connecticut Interlocal Risk Management Association ("CIRMA"). CIRMA is a public entity risk pool established under the provisions of the Connecticut General Statutes Section 7-479a et. seq. The Town is liable only for contributions to the pool. Members do not retain the risk of loss, as they have transferred the risk by purchasing pool coverage with no deductible retention. A separate agreement limits the member's obligation to pay indemnification obligations and expenses should CIRMA be unable to do so.

The Town is a member of CIRMA's Liability-Automobile-Property Pool, a risk sharing pool. The Town paid CIRMA for provisions of general liability, automobile liability, employee benefit liability, law enforcement liability, public officials and property coverage. The premium is subject to these coverages and claims and expense payments falling within the deductible amounts are the responsibility of the Town. CIRMA's Liability-Automobile-Property Pool retains \$1,000,000 per occurrence for each line of liability coverage.

The Town is also a member of CIRMA's Workers' Compensation Pool, a risk sharing pool. The Workers' Compensation Pool provides statutory benefits pursuant to the provisions of the Connecticut Workers' Compensation Act. The coverage is subject to an insured loss retrospective rating plan and losses incurred in the coverage period will be evaluated at 18, 30 and 42 months after the effective date of coverage. The premium is subject to a payroll audit at the close of the coverage period. CIRMA's Workers' Compensation Pool retains \$1,000,000 per occurrence and purchases reinsurance above that amount to the limit of liability of \$10,000,000 per occurrence.

The Town is a self-insured provider of claims under C.G.S. 7-433c, the Heart and Hypertension Act.

The Town utilizes two risk management funds (the Internal Service Funds) to account for and finance its uninsured risks of loss for general insurance and health insurance. The fund records all claim expenditures and liabilities when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated. All Town departments and agencies are charged premiums by the Internal Service Fund, which are included in department and agency expenditures, to cover the estimated cost of claims payment based on historical cost estimates of the amounts needed to pay prior and current year claims. Claims liabilities include an estimate of claims incurred but not reported and are the Town's best estimate based on available information.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Risk management (continued)

The General Insurance Fund charges funds and benefiting activities premiums. The fund purchases insurance, pays heart and hypertension claims, provides ancillary services for the administration of this fund and accumulates reserves. Claims have not exceeded insurance coverage in any of the past three years.

The Medical and Health Insurance Fund also charges funds and benefiting activities premiums. The funds are used to pay claims, purchase medical and health insurance and provide ancillary services. The Town self-insures its employees for medical and dental claims through the use of the Medical and Health Insurance Fund. Maximum liability to the Town per covered participant is \$150,000. The Town retains an insurance policy for employee claims in excess of \$150,000. A third party administers the plan for which the Town pays an administrative fee. The plan is funded monthly by Town and employee contributions, as required. An actuarial study is performed annually.

The Town records all claim expenditures and liabilities when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated in the government-wide statements. The claims liability reported is based upon accounting principles which require that a liability for estimated claims incurred but not reported be accrued. The amount of claim accrual is based on the ultimate costs of settling the claim, which include past experience data, inflation and other future economic and social factors and incremental claim adjustment expenses, net of estimated subrogation recoveries. The claim accrual does not include other allocated or unallocated claims adjustment expenses.

	Claims Payable July 1	Current year Claims and Changes in Estimates	Claims Paid	Claims Payable June 30	Current Portion	Long-term Portion
<u>General Insurance Fund (Heart and Hypertension)</u>						
2021-2022	\$ 318,050	\$ 130,231	\$ 184,647	\$ 263,634	\$ 54,416	\$ 209,218
2022-2023	263,634	46,549	200,481	109,702	83,423	26,279
<u>Medical and Health Insurance Fund</u>						
2021-2022	437,881	8,117,672	7,851,370	704,183	704,183	-
2022-2023	704,183	9,922,747	9,976,785	650,145	650,145	-
<u>Totals</u>						
2021-2022	<u>\$ 755,931</u>	<u>\$ 8,247,903</u>	<u>\$ 8,036,017</u>	<u>\$ 967,817</u>	<u>\$ 758,599</u>	<u>\$ 209,218</u>
2022-2023	<u>\$ 967,817</u>	<u>\$ 9,969,296</u>	<u>\$ 10,177,266</u>	<u>\$ 759,847</u>	<u>\$ 733,568</u>	<u>\$ 26,279</u>

B. Commitments and litigation

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

The Town is a defendant in various lawsuits and the outcome of these lawsuits is not presently determinable. The resolution of these matters is not expected to have a material adverse effect on the financial condition of the Town.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Tax abatements

The Town is authorized by Connecticut State Statutes to enter into property tax abatement agreements for the purpose of economic development, competitiveness and to encourage business investment. The Town has the following abatement programs:

Program or Agreement Name	Local
Purpose of the program or agreement	Economic development
Tax being abated	Real estate
Authority under which abatement agreements are entered into	State statute
Criteria to be eligible to receive abatement	See tax abatement program document adopted 02/2021; CGS 12-81 projects must involve real property improvements with at least one of the following:
	a For office use.
	b For manufacturing use.
	c For warehouse, storage or distribution use.
	d For information technology.
	e For recreation facilities.
	f For restaurants other than fast food, new retail developments or redevelopment of existing retail properties that involve substantial renovations or restoration of the exterior of the building and improvements to landscaping.
How recipients' taxes are reduced	Reduced assessment
How the abatement amount is determined	Consistent with State statute, the Town abates taxes over:
	1 3-years with a schedule of 50%/40%/30% for an investment of at least \$50,000
	2 5-years with a schedule of 50%/40%/30%/20%/10% for an investment of \$1 million
	3 7-years with a schedule of 50%/50%/40%/40%/30%/20%/10% for an investment of \$3 million
	4 10-years with a schedule of 70%/70%/60%/60%/60%/60%/60%/60%/50%/50% for an investment of \$12.5 million
Provision for recapturing abated tax, if any	None
Types of commitments made by the Town other than to reduce taxes	None
Gross dollar amount, on the accrual basis, by which the Town's tax revenues were reduced as a result of abatement agreement	\$183,409
Assessment value	\$5,345,644

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023**D. Jointly governed organizations****The Mattabassett District**

The Mattabassett District (the “District”) is a quasi-municipal district established in accordance with State Statutes to provide sewer treatment services for the constituent Towns of Berlin and Cromwell and the constituent Cities of New Britain and Middletown and contractually to the Metropolitan District and the Town of Farmington. As a result of the 2010 census data released in February 2011 and the June 2011 amendment to the state statutes creating the District, the Mattabassett Board of Directors representation is as follows: New Britain-five members, Middletown-four members, Berlin-three members and Cromwell-three members.

The Town pays an annual assessment to the District. The annual assessment includes funds for the payment of the Town’s portion of the District’s debt service. The Town is responsible for a pro-rata share of the Mattabassett District’s debt based on population. As of June 30, the District has \$42,215,883 of debt outstanding. The percentage applicable to the Town is 14.35%, or \$6,057,979. This debt is paid out of the Town’s enterprise fund. The District’s financial statements can be obtained from www.mattabassettdistrict.org/audits.

V. Pensions and other post-employment benefit plans**A. Town pension plans****1. Plan description****a. Plan administration**

The Town is the sponsor and administrator of a single-employer defined benefit public employee retirement system (“Plan”), the Town of Berlin Employee Retirement Plan, established and administered by the Town to provide pension benefits for its full-time employees who have elected to participate in the plan (excluding teachers covered under the Connecticut State Teachers’ Retirement System). The plan is closed to police officers hired after June 30, 2000 and all other employees hired after March 18, 1987.

The plan is considered to be part of the Town’s financial reporting entity and is included in the Town’s financial statement as a pension trust fund. A separate stand-alone financial report is not issued.

The Plan is governed by the Pension Committee (the “Board”), which is a subcommittee of the Board of Finance.

Management of the Plan rests with the Pension Committee, which consists of 12 members. The 12 members are the Town Manager, Finance Director, Director of Human Resources, Assistant Finance Director, Director of Business Operations, top management representative, and the presidents of each of the six bargaining units. The Committee convenes on a quarterly basis for detailed plan review.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Town pension plans (continued)

b. Plan membership

As of July 1, 2022, membership in the Plan is comprised of the following:

Retirees and beneficiaries receiving benefits	14
Terminated employees entitled to benefits	1
Active members	<u>5</u>
Total	<u><u>20</u></u>

2. Benefit provisions

All full-time employees hired and participating in the plan prior to March 17, 1987, and all police officers hired and participating before July 1, 2000, will receive the higher of the defined contribution earnings (as described in Note V.B) or the benefit due under the old defined benefit plan. The Plan provides retirement, disability and death benefits to plan members and their beneficiaries.

Normal retirement	Police: Age 55 or 25 years of service All others: Age 65
Benefit calculation	2.00% (2.125% for police) times final earnings times years of benefit service (max 25 years for Town employees and 30 for police employees) times ratio of credited service to benefit service at normal retirement less non-self-directed defined contribution account balance
Final earnings	Highest average rate of earnings on January 1st of any 5 (3 for police) consecutive calendar years during the last 10 years before normal retirement
Early retirement age	Age 55 (age 45 for police)
Early retirement service requirement	10 years
Early retirement amount	Actuarially reduced normal retirement benefit to reflect early retirement
Service connected disability amount	60% of rate of earnings as of date of disability reduced by worker's compensation and any other disability benefits received
Vesting - age	None
Vesting - service	5 years
Vesting - amount	100%
Death benefit amount	Refund of employee contributions plus interest, reduced by any annuity payments made provided 10 year certain and life option not elected
Cost of living increases	None

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Town pension plans (continued)

3. Contributions

Each participant is required to contribute the following percentage of their pensionable wages to the plan.

Police	6.00% to the defined contribution plan
All others	5.00% to the defined contribution plan
Town	Amount determined by the actuary, considering the member contributions
Average active member contribution	None to the defined benefit plan
Town contribution	\$185,000

4. Investments

a. Investment policy

The pension plans' policy in regard to the allocation of invested assets is established and may be amended by the Pension Committee by a majority vote of its members. The investment policy for the defined benefit plan has historically been to protect the pension funds as much as possible from market volatility by investing them in a guaranteed deposit account. The current pension committee is working with its actuaries and investment advisors to revisit this plan to evaluate whether it is still reasonable.

The following is the Committee's adopted asset allocation policy for the plans:

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-Term Expected Real Rate of Return</u>
Guaranteed deposit account	<u>100.00%</u>	0.70%
Long-term inflation rate		<u>2.40%</u>
Long-term expected nominal return		<u>3.10%</u>

b. Concentrations

There were no investments in any one organization that represented 5.00% or more of the pension plan's net position.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Town pension plans (continued)

c. Rate of return

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. Best estimates of geometric real rates of return for each major asset class included in the pension plan’s target asset allocation (see the discussion of the pension plan’s investment policy) are summarized above.

d. Annual money-weighted rate of return

The annual money-weighted rate of return on pension plan investments, net of pension plan investment expense, was 1.71%. The money-weighted rate of return expresses investment performance, net of investment expense, adjusted for the changing amounts actually invested.

5. Net pension liability

The components of the net pension liability were as follows:

Total pension liability	\$ 3,174,565
Plan fiduciary net position	<u>1,990,519</u>
Net pension liability	<u>\$ 1,184,046</u>
Plan fiduciary net position as a percentage of the total pension liability	<u>62.70%</u>

6. Actuarial methods and significant assumptions

Valuation date	July 1, 2022
Actuarial cost method	Entry age normal
Amortization method	Level percent
Amortization period	2 years, closed
Asset valuation method	Fair value
Investment rate of return	3.50% pre-retirement and 3.24% post-retirement
Discount rate	3.50%
Inflation	2.40%
Salary increases	3.25% for police and 2.75% for all others
Cost of living adjustments	None
Mortality rates	Pre-retirement: Pub-2010 Public Retirement Plans Amount-Weighted Mortality Tables (with separate tables for General Employees, Public Safety and Teachers), projected to the valuation date with Scale MP-2021 Post-retirement: IRS 2021 Applicable Mortality Table for 417(e) dynamic

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Town pension plans (continued)**7. Changes from prior year****a. Changes in assumptions**

	From	To
Investment rate of return - post-retirement	2.16%	3.24%

b. Changes in benefit terms

There were no changes in benefit terms from the prior valuation.

8. Discount rate

The discount rate used to measure the total pension liability was 3.50%.

The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that Town contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the pension plan's projected fiduciary net position will be sufficient to cover projected benefit payments and administrative expenses indefinitely. Therefore, the long-term expected rate of return on pension plan investments was used to discount plan liabilities.

9. Changes in the net pension liability

The Town's net pension liability was measured at June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation dated as noted below. The changes in net pension liability were as follows:

	Increase (Decrease)		
	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Liability (a) - (b)
Valuation Date: July 1, 2022			
Balance at July 1, 2022	\$ 5,325,856	\$3,583,681	\$ 1,742,175
Service cost	96,076	-	96,076
Interest	157,868	-	157,868
Differences between expected and actual experience	404,900	-	404,900
Changes in assumptions	(971,473)	-	(971,473)
Contributions - employer	-	185,000	(185,000)
Net investment income	-	60,500	(60,500)
Benefit payments, including refunds of member contributions	(1,838,662)	(1,838,662)	-
Net change	(2,151,291)	(1,593,162)	(558,129)
Balance at June 30, 2023	\$ 3,174,565	\$1,990,519	\$ 1,184,046

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

A. Town pension plans (continued)

10. Sensitivity of the net pension liability to changes in the discount rate

The following presents the net pension liability, calculated using the discount rate as well as what the Town's net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower or 1-percentage point higher than the current rate:

	Discount Rate	1% Decrease	Current Discount Rate	1% Increase
Net pension liability	<u>3.50%</u>	<u>\$ 1,673,903</u>	<u>\$ 1,184,046</u>	<u>\$ 784,539</u>

11. Pension expense and deferred outflows and inflows of resources

The Town recognized pension expense of \$(378,206).

The Town reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

<u>Description of Outflows</u>	<u>Deferred Outflows of Resources</u>
Net difference between projected and actual earnings on pension plan investments	<u>\$ 79,975</u>

Actual investment earnings below (or above) projected earnings are amortized over 5 years. Changes of assumptions and experience losses (gains) are amortized over the average remaining service period of active and inactive employees, which was 1 year.

The amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

<u>Year Ending June 30,</u>	
2024	\$ 30,310
2025	25,169
2026	17,249
2027	<u>7,247</u>
Total	<u>\$ 79,975</u>

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****B. Defined contribution retirement savings plan**

The Town provides benefits for all of its full-time employees through a defined contribution plan, the Town of Berlin Employee Retirement Plan. Employees enrolled in the plan before March 17, 1987, and police officers enrolled before July 1, 2000, will receive the better of the defined benefit or defined contribution plan. The defined contribution is computed first and accounted for in the defined contribution section of the plan, which is fully funded. Any difference to which the employee is entitled is computed in the defined benefit component of the plan.

Effective July 2004, in the defined contribution component, the benefits depend upon the combination of the employee contributions (limited to 5.00% of base earnings, 6.00% of base earnings for police officers), which are matched by the employer contributions (200% of employee contribution), plus investment earnings. Employees are allowed to contribute additional funds, which are not matched by the Town. Employees enrolled in the plan prior to July 1, 2004, are fully vested from the date of employment. Effective July 1, 2004, all new participants in the Town's defined contribution plan shall not be vested as to the employer contribution until the fifth anniversary of his/her participation in the plan. Effective January 1, 2015, new employees (other than Police) must wait a year before receiving a match and the match is a 100% match up to 6.00%. Those employed prior to January 1, 2015, were grandfathered under the old rules.

The defined contribution plan became effective on April 1988. The prior contributions were computed and matched by the Town and interest of 4.00% credited to the accounts. Employees contributed \$1,016,308 and the Town's matching share was \$1,700,932. Contribution requirements may be amended by the Town Council subject to various bargaining unit approvals and after the expiration dates specified in the collective bargaining agreements.

During fiscal year 2012, a separate defined contribution plan, the Robert Wolf Plan, was created specifically for the Town's volunteer firefighters. The firefighters have the option to contribute all or a portion of their paid-on-call earnings to the plan. There is no required employer match; however, the Town annually contributes \$500 per qualifying firefighter. Employees contributed \$19,036 and the Town contributed \$26,500.

C. Connecticut state teachers' retirement system**1. Plan description**

Teachers, principals, superintendents or supervisors engaged in service of public schools are provided with pensions through the Connecticut State Teachers' Retirement System ("TRS"), a cost sharing multiple-employer defined benefit pension plan administered by the Teachers' Retirement Board ("TRB"). Chapter 167a of the State Statutes grants authority to establish and amend the benefit terms to the TRB. TRS issues a publicly available financial report that can be obtained at www.ct.gov/trb.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Connecticut state teachers' retirement system (continued)

2. Benefit provisions

Normal retirement	Age 60 with 20 years of credited service in Connecticut, or 35 years of credited service including at least 25 years of service in Connecticut
Benefit calculation	2.00% of the average annual salary times the years of credited service (maximum benefit is 75% of average annual salary during the 3 years of highest salary)
Early retirement	25 years of credited service including 20 years of Connecticut service, or age 55 with 20 years of credited service including 15 years of Connecticut service
Early retirement amount	Benefit amounts are reduced by 6.00% per year for the first 5 years preceding normal retirement age and 4.00% per year for the next 5 years preceding the normal retirement age. Effective July 1, 1999, the reduction for individuals with 30 or more years of service is 3.00% per year by which retirement precedes normal retirement date.
Service connected disability amount	2.00% of average annual salary times credited service to date of disability, but not less than 15% of average annual salary, nor more than 50% of average annual salary. In addition, disability benefits under this plan (without regard to cost-of-living adjustments) plus any initial award of social security benefits and workers' compensation cannot exceed 75% of annual average salary.
Non-service connected disability service requirement	Five years of credited service
Vesting - service	10 years of service
Vesting - amount	100%
Pre-retirement death benefit amount	Lump-sum return of contributions with interest or surviving spouse benefit depending on length of service

3. Contributions

State of Connecticut

Per Connecticut General Statutes Section 10-183z (which reflects Public Act 79-436 as amended), contribution requirements of active employees and the State of Connecticut are amended and certified by the State Teachers' Retirement Board and appropriated by the General Assembly. The contributions are actuarially determined as an amount that, when combined with employee contributions and investment earnings, is expected to finance the costs of the benefits earned by employees during the year, with any additional amount to finance any unfunded accrued liability.

Employer (school districts)

School district employers are not required to make contributions to the plan.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Connecticut state teachers' retirement system (continued)

Employees

Each teacher is required to contribute 7.00% of their pensionable wages for the pension benefit.

4. Pension liabilities, pension expense, and deferred outflows of resources and deferred inflows of resources related to pensions

The Town reports no amounts for its proportionate share of the collective net pension liability, and related deferred outflows and inflows due to the statutory requirement that the State pay 100% of the required contribution. The amounts recognized by the Town as its proportionate share of the collective net pension liability, the related State support, and the total portion of the collective net pension liability that was associated with the Town were as follows:

Town's proportionate share of the collective net pension liability	\$ -
State's proportionate share of the collective net pension liability associated with the Town	<u>101,492,499</u>
Total	<u>\$ 101,492,499</u>
During the year the Town recognized pension expense and revenue for on-behalf amounts for contributions to the plan by the State of Connecticut:	<u>\$ 8,001,957</u>

The net pension liability was measured as of June 30, 2022, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2022. The Town has no proportionate share of the net pension liability.

5. Actuarial assumptions

The total pension liability was determined by an actuarial valuation as of June 30, 2022, using the following actuarial assumptions, applied to all periods included in the measurement:

Investment rate of return	6.90%
Inflation	2.50%
Salary increases	3.00-6.50%, including inflation
Mortality rates	Mortality rates were based on the PubT-2010 Table, projected generationally with MP-2019

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Connecticut state teachers' retirement system (continued)

Future cost-of-living increases - For teachers who retired prior to September 1, 1992, pension benefit adjustments are made in accordance with increases in the Consumer Price Index, with a minimum of 3.00% and a maximum of 5.00% per annum. For teachers who were members of the Teachers' Retirement System before July 1, 2007, and retire on or after September 1, 1992, pension benefit adjustments are made that are consistent with those provided for social security benefits on January 1 of the year granted, with a maximum of 6.00% per annum. If the return on assets in the previous year was less than 8.50%, the maximum increase is 1.50%. For teachers who were members of the Teachers' Retirement System after July 1, 2007, pension benefit adjustments are made that are consistent with those provided for social security benefits on January 1 of the year granted, with a maximum of 5.00% per annum. If the return on assets in the previous year was less than 11.50%, the maximum increase is 3.00%, and if the return on the assets in the previous year was less than 8.50%, the maximum increase is 1.00%.

The actuarial assumptions used in the June 30, 2022 valuation were based on the results of an actuarial experience study for the 5-year period ending June 30, 2019.

Changes in assumptions and inputs

There were no changes in assumptions from the prior measurement date.

Long-term expected rate of return

The long-term expected rate of return on pension plan investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

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

<u>Asset Class</u>	<u>Target Allocation</u>	<u>Long-Term Expected Real Rate of Return</u>
Domestic equity fund	20.00%	5.40%
Developed market international stock fund	11.00%	6.40%
Emerging market international stock fund	9.00%	8.60%
Core fixed income fund	13.00%	0.80%
Emerging market debt fund	5.00%	3.80%
High yield bond fund	3.00%	3.40%
Real estate fund	19.00%	5.20%
Private equity	10.00%	9.40%
Private credit	5.00%	6.50%
Alternative investments	3.00%	3.10%
Liquidity fund	2.00%	(0.40%)
Total	<u>100.00%</u>	

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

C. Connecticut state teachers' retirement system (continued)**6. Discount rate**

The discount rate used to measure the total pension liability was 6.90%. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that State contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

7. Sensitivity of the net pension liability to changes in the discount rate

The Town's proportionate share of the net pension liability is \$0 and, therefore, the change in the discount rate would only impact the amount recorded by the State of Connecticut.

8. Plan fiduciary net position

Detailed information about the Connecticut State Teachers' Retirement Plan fiduciary net position is available in the separately issued State of Connecticut Annual Comprehensive Financial Report as of and for the year ended June 30, 2022.

D. Other post-employment benefit plan**1. Plan description****a. Plan administration**

The Town, in accordance with various collective bargaining agreements, is committed to providing health and other benefits to certain eligible retirees and their spouses through a single-employer defined benefit plan administered by the Town. No assets are accumulated in a trust that meets the criteria in paragraph 4 of GASB Statement No. 75. The Town does not issue a separate stand-alone financial statement for this program.

b. Plan membership

As of July 1, 2022, the plan's membership consisted of:

Retirees and beneficiaries receiving benefits	40
Active members	620
	660
Total	660

2. Benefit provisions

The plan provides for health insurance benefits for all eligible Town, Police and Education retirees and their spouses. Benefits and contributions are established by contract and may be amended by union negotiations.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Other post-employment benefit plan (continued)

3. Contributions

Retired program members and beneficiaries currently receiving benefits are required to contribute 100% towards the cost of receiving those benefits under the Town’s self-insured medical benefits program.

4. OPEB liability

The OPEB liability was measured as of June 30, 2023 and was \$8,395,103.

5. Actuarial methods and significant assumptions:

Valuation date	July 1, 2022
Actuarial cost method	Entry age normal
Amortization method	Level percentage
Discount rate	3.65%
Salary increases	3.50%
Healthcare cost trend rates: Inflation Initial medical trend rate Ultimate medical trend rate	2.50% 6.30% 3.90%
Mortality rates: Teachers and Administrators	PubT-2010 Mortality Table with generational projection of future improvements per the MP-2021 ultimate scale
Police	PubS-2010 Mortality Table with generational projection of future improvements per the MP-2021 ultimate scale
All others	PubG-2010 Mortality Table with generational projection of future improvements per the MP-2021 ultimate scale

The discount rate was based on the Bond Buyer General Obligation 20 Bond Municipal index as of the measurement date.

6. Changes from prior year

a. Changes in assumptions

	From	To
Discount rate	3.54%	3.65%
Inflation	2.60%	2.50%
Healthcare cost trend rates	6.10% - 4.10%	6.30% - 3.90%
Mortality rate	MP Scale-2019	MP Scale-2021

b. Changes in benefit terms

There were no changes in benefit terms.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Other post-employment benefit plan (continued)

7. Changes in the OPEB liability

The Town's OPEB liability was measured at June 30, 2023, and was determined by an actuarial valuation dated as noted below:

	Increase (Decrease)
Valuation Date: July 1, 2022	Total OPEB Liability
Balance at July 1, 2022	\$ 8,978,839
Service cost	495,664
Interest	331,573
Differences between expected and actual experience	(1,232,376)
Changes in assumptions	39,407
Benefit payments, including refunds of member contributions	(218,004)
Net change	(583,736)
Balance at June 30, 2023	\$8,395,103

8. Sensitivity of the OPEB liability to changes in the discount rate

The following presents the OPEB liability, as well as what the OPEB liability would be if it were calculated using a discount rate that is 1-percentage-point lower or 1-percentage-point higher than the current discount rate:

	Discount Rate	1% Decrease	Current Discount Rate	1% Increase
OPEB liability	3.65%	\$ 9,465,105	\$ 8,395,103	\$ 7,494,632

9. Sensitivity of the OPEB liability to changes in the healthcare cost trend rate

The following presents the OPEB liability, as well as what the OPEB liability would be if it were calculated using trend rates that are 1-percentage-point lower or 1-percentage-point higher than the current trend rates:

	Trend Rates	1% Decrease	Health Care Trend Rates	1% Increase
OPEB liability	6.30% - 3.90%	\$ 7,154,866	\$ 8,395,103	\$ 9,970,711

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

D. Other post-employment benefit plan (continued)**10. OPEB expense and deferred outflows/inflows of resources related to OPEB**

For the fiscal year, the Town recognized OPEB expense of \$802,063. The Town reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

Description of Outflows/ Inflows	Deferred Outflows of Resources	Deferred Inflows of Resources	Net
Differences between expected and actual experience	\$ 204,795	\$ 1,104,003	\$ (899,208)
Changes in assumptions	1,531,790	1,423,754	108,036
Total	<u>\$ 1,736,585</u>	<u>\$ 2,527,757</u>	<u>\$ (791,172)</u>

Experience losses (gains) and changes in assumptions are amortized over the average remaining service period of actives and inactive, which was 9.6 years.

Amounts reported as deferred outflows (inflows) of resources related to OPEB will be recognized in OPEB expense as follows:

Year Ended June 30,	
2024	\$ (25,174)
2025	(25,174)
2026	(25,174)
2027	(6,714)
2028	(53,568)
Thereafter	<u>(655,368)</u>
Total	<u>\$ (791,172)</u>

E. Retiree health care defined contribution plan

The Town has a defined contribution healthcare plan, the Town of Berlin Police Retiree Health Plan, covering police officers that was established in October 2018. The plan provides for retiree health care benefits through reimbursement of eligible medical care expenses including the reimbursement of retiree healthcare premiums upon retirement from the Town. Participation in the plan is mandatory for all eligible police officers. The employee contribution is 2.00%. There is no required Town contribution. The participant's account is 100% vested at all times. Total employee contributions were \$70,790. There were no Town contributions during the year.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Connecticut state teachers’ retirement board retiree health insurance plan

1. Plan description

Teachers, principals, superintendents or supervisors engaged in service of public schools that are currently receiving a retirement or disability benefit through the Connecticut Teachers' Retirement System are eligible to participate in the Connecticut State Teachers' Retirement System Retiree Health Insurance Plan (“TRS-RHIP”) - a cost sharing multiple-employer defined benefit other post-employment benefit plan administered by the Teachers' Retirement Board (“TRB”). Chapter 167a Section 10-183t of the State Statutes grants authority to establish and amend the benefit terms to the TRB. TRS-RHIP issues a publicly available financial report that can be obtained at www.ct.gov/trb.

2. Benefit provisions

The Plan provides for retiree health insurance benefits. Eligibility is as follows:

Normal retirement	Age 60 with 20 years of credited service in Connecticut, or 35 years of credited service including at least 25 years of service in Connecticut
Early retirement	25 years of credited service including 20 years of Connecticut service, or age 55 with 20 years of credited service including 15 years of Connecticut service
Service connected disability service requirement	No service requirement
Non-service connected disability service requirement	Five years of credited service
Vesting - service	10 years of service

Retiree health care coverage

Any member that is currently receiving a retirement or disability benefit is eligible to participate in the Plan. There are two types of the health care benefit. Subsidized Local School District Coverage provides a subsidy paid to members still receiving coverage through their former employer and the CTRB Sponsored Medicare Supplemental Plans provide coverage for those participating in Medicare, but not receiving Subsidized Local School District Coverage.

Any member that is not currently participating in Medicare Parts A & B is eligible to continue health care coverage with their former employer. A subsidy of up to \$220 per month for a retired member plus an additional \$220 per month for a spouse enrolled in a local school district plan is provided to the school district to first offset the retiree’s share of the cost of coverage, any remaining portion is used to offset the district’s cost.

The subsidy amount is set by statute. A subsidy amount of \$440 per month may be paid for a retired member, spouse or the surviving spouse of a member who has attained the normal retirement age to participate in Medicare, is not eligible for Part A of Medicare without cost, and contributes at least \$440 per month towards coverage under a local school district plan.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Connecticut state teachers’ retirement board retiree health insurance plan (continued)

Any member that is currently participating in Medicare Parts A & B is eligible to either continue health care coverage with their former employer, if offered, or enroll in the plan sponsored by the System. If they elect to remain in the plan with their former employer, the same subsidies as above will be paid to offset the cost of coverage.

If a member participating in Medicare Parts A & B so elects, they may enroll in one of the CTRB Sponsored Medicare Supplemental Plans. Active members, retirees, and the State pay equally toward the cost of the basic coverage (medical and prescription drug benefits).

Those participants electing vision, hearing, and/or dental are required by the System’s funding policy to pay the full cost of coverage for these benefits, and no liability is assumed by the Plan for these benefits.

3. Contributions

State of Connecticut

Per Connecticut General Statutes Section 10-183z, contribution requirements of active employees and the State of Connecticut are amended and certified by the State Teachers’ Retirement Board and appropriated by the General Assembly. The State contributions are not currently actuarially funded. The State pays for one third of plan costs through an annual appropriation in the General Fund.

Employer (school districts)

School district employers are not required to make contributions to the plan.

Employees

Each member is required to contribute 1.25% of their annual pensionable wages.

4. OPEB liabilities, OPEB expense, deferred outflows of resources and deferred inflows of resources related to OPEB

The Town reports no amounts for its proportionate share of the collective net OPEB liability, and related deferred outflows and inflows due to the statutory requirement that the State pay 100% of the required contribution. The amounts recognized by the Town as its proportionate share of the collective net OPEB liability, the related State support, and the total portion of the collective net OPEB liability that was associated with the Town were as follows:

Town’s proportionate share of the collective net OPEB liability	\$ -
State’s proportionate share of the collective net OPEB liability associated with the Town	8,888,415
	<hr/>
Total	<u>\$ 8,888,415</u>
During the year the Town recognized OPEB expense and revenue for on-behalf amounts for contributions to the plan by the State of Connecticut:	<u>\$ 113,179</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

F. Connecticut state teachers' retirement board retiree health insurance plan (continued)

The collective net OPEB liability was measured as of June 30, 2022, and the collective total OPEB liability used to calculate the collective net OPEB liability was determined by an actuarial valuation as of June 30, 2022. The Town has no proportionate share of the collective net OPEB liability.

5. Actuarial assumptions

The collective total OPEB liability was determined by an actuarial valuation as of June 30, 2022, using the following actuarial assumptions, applied to all periods included in the measurement:

Investment rate of return	3.00%
Discount rate	3.53%
Inflation	2.50%
Health care cost trend rate (Medicare)	5.125% decreasing to 4.50% by 2031
Salary increases	3.00-6.50%, including inflation
Mortality rates	Mortality rates were based on the PubT-2010 Table, projected generationally with MP-2019
Year fund net position will be depleted	2027

The actuarial assumptions used in the June 30, 2022 valuation were based on the results of an actuarial experience study for the 5-year period ending June 30, 2019.

Changes in assumptions and inputs

- The discount rate was increased from 2.17% to 3.53% to reflect the change in the Municipal Bond Index rate.

Long-term expected rate of return

The long-term expected rate of return on OPEB plan investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of OPEB plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighing the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

All the plan assets are assumed to be invested in cash equivalents due to the need for liquidity. The expected geometric rate of return is 1.50%. Since there have not been any changes to the asset allocation and the recent economic downturn is expected to be temporary, the funding rate of 3.00% continues to be used for the long-term investment rate of return as of June 30, 2022.

Town of Berlin, Connecticut

**Notes to Financial Statements
As of and for the Year Ended June 30, 2023****F. Connecticut state teachers' retirement board retiree health insurance plan (continued)****6. Discount rate**

The discount rate used to measure the collective total OPEB liability was 3.53%. The Municipal Bond Index Rate of 3.54% was used in the determination in the discount rate. The projection of cash flows used to determine the discount rate assumed that plan member contributions will be made at the current contribution rate and that annual State contributions will equal the most recent 5-year average of state contributions.

7. Sensitivity of the collective net OPEB liability to changes in the discount rate and the health care cost trend rate

The Town's proportionate share of the collective net OPEB liability is \$0 and, therefore, the change in the discount rate and health care cost trend rate would only impact the amount recorded by the State of Connecticut.

8. Plan fiduciary net position

Detailed information about the Connecticut State Teachers' OPEB Plan fiduciary net position is available in the separately issued State of Connecticut Annual Comprehensive Financial Report as of and for the year ended June 30, 2022.

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

G. Pension and other post-employment benefit statements

Combining Statement of Fiduciary Net Position
Pension and OPEB Trust Funds
June 30, 2023

	Pension Trust Funds		Other Post Employment Benefits Trust	Total
	Defined Benefit	Defined Contribution	Defined Contribution	Total
<u>Assets</u>				
Cash	\$ -	\$ 2,383	\$ -	\$ 2,383
Investments:				
Mutual funds:				
Equity	-	13,611,004	17,058	13,628,062
Bond	-	1,807,471	-	1,807,471
Real estate funds	-	355,486	-	355,486
Diversified	-	22,052,034	336,004	22,388,038
Annuities	871,086	2,419,835	-	3,290,921
Fixed income funds	1,119,433	12,162,021	7,944	13,289,398
Total investments	1,990,519	52,407,851	361,006	54,759,376
Accounts receivable	-	42,920	-	42,920
Total assets	1,990,519	52,453,154	361,006	54,804,679
<u>Liabilities</u>				
Due to other funds	-	90,000	-	90,000
<u>Net Position</u>				
Restricted for:				
Pensions	1,990,519	52,363,154	-	54,353,673
OPEB	-	-	361,006	361,006
Total net position	\$ 1,990,519	\$ 52,363,154	\$ 361,006	\$ 54,714,679

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

G. Pension and other post-employment benefit statements (continued)

Combining Statement of Changes in Fiduciary Net Position
Pension and OPEB Trust Funds
For the Year Ended June 30, 2023

	Pension Trust Funds		Other Post Employment Benefits Trust	Total
	Defined Benefit	Defined Contribution	Defined Contribution	
Additions:				
Contributions:				
Employer	\$ 185,000	\$ 1,700,932	\$ -	\$ 1,885,932
Employee	-	1,016,308	70,790	1,087,098
Other	-	256,219	-	256,219
Total contributions	<u>185,000</u>	<u>2,973,459</u>	<u>70,790</u>	<u>3,229,249</u>
Investment income (loss):				
Net change in fair value of investments	46,774	3,644,728	35,718	3,727,220
Interest and dividends	<u>13,726</u>	<u>1,069,587</u>	<u>-</u>	<u>1,083,313</u>
Total investment income (loss)	<u>60,500</u>	<u>4,714,315</u>	<u>35,718</u>	<u>4,810,533</u>
Total additions	<u>245,500</u>	<u>7,687,774</u>	<u>106,508</u>	<u>8,039,782</u>
Deductions:				
Benefits	1,838,662	4,670,174	1,445	6,510,281
Administration	<u>-</u>	<u>213,711</u>	<u>1,313</u>	<u>215,024</u>
Total deductions	<u>1,838,662</u>	<u>4,883,885</u>	<u>2,758</u>	<u>6,725,305</u>
Change in net position	(1,593,162)	2,803,889	103,750	1,314,477
Net position - July 1, 2022	<u>3,583,681</u>	<u>49,559,265</u>	<u>257,256</u>	<u>53,400,202</u>
Net position - June 30, 2023	<u>\$ 1,990,519</u>	<u>\$ 52,363,154</u>	<u>\$ 361,006</u>	<u>\$ 54,714,679</u>

Town of Berlin, Connecticut

Notes to Financial Statements
As of and for the Year Ended June 30, 2023

VI. Prior period adjustments and fund reclassifications

As a result of the implementation of GASB Statement No. 96, intangible right-to-use subscription assets and subscription payable were recorded as beginning balances. There was no impact on beginning net position. The amounts recorded were increases to the following financial statement accounts:

	<u>Governmental Activities</u>
Capital assets:	
Intangible right-to-use subscription assets	\$ 566,291
Long-term liabilities:	
Subscription payable	566,291

Additionally, the Education Grants Fund has been reclassified from a major fund to a nonmajor fund. As a result, the nonmajor fund balance increased by \$386,639.

VII. Subsequent events

Effective July 1, 2023, the Town implemented a new defined benefit pension plan for police, the Police Pension Benefit Fund. All police officers participating in the defined contribution plan as of July 1, 2023, were given a one-time option during a 60-day window period to become a participant in the new defined benefit plan or remain a participant in the defined contribution plan. The buy-in amount was funded by the individual's defined contribution plan account which was transferred to the new defined benefit plan. All police officers hired by the Town on or after July 1, 2023 will not be eligible to participate in the defined contribution plan and will only be eligible to participate in the Police Pension Benefit Fund.

Required Supplementary Information

Type	Description
Budgetary	Schedule of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual - General Fund
	Notes to Required Supplementary Information - Budgets and Budgetary Accounting
<u>Pension Plans</u>	
Employee State Teachers' Retirement System	Schedule of Changes in Net Pension Liability and Related Ratios and Schedule of Investment Returns
	Schedule of Proportionate Share of the Collective Net Pension Liability
	Schedule of Contributions
	Notes to Required Supplementary Information
<u>Other Post-Employment Benefits Plans</u>	
Town State Teachers' Retirement Board Retiree Health Insurance Plan	Schedule of Changes in OPEB Liability and Related Ratios
	Schedule of Proportionate Share of the Collective Net OPEB Liability
	Schedule of Contributions
	Notes to Required Supplementary Information

Town of Berlin, Connecticut
Required Supplementary Information

General Fund
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual (Budgetary Basis)
For the Year Ended June 30, 2023

	Budgeted Amounts			Actual Budgetary Basis	Variance with Final Budget
	Original	Additional Appropriations and Transfers	Final		
Revenues:					
Property taxes:					
Current tax collections	\$ 83,868,727	\$ -	\$ 83,868,727	\$ 84,163,763	\$ 295,036
Prior tax collections	500,000	-	500,000	764,555	264,555
Interest	300,000	-	300,000	397,793	97,793
Lien fees and warrants	-	-	-	5,186	5,186
Suspense collections	35,000	-	35,000	126,116	91,116
PILOT - elderly housing	50,000	-	50,000	51,814	1,814
In lieu of taxes	27,656	-	27,656	399,591	371,935
PILOT - New Britain stadium	-	-	-	9,500	9,500
Telephone access line share	48,757	-	48,757	62,012	13,255
Total property taxes	84,830,140	-	84,830,140	85,980,330	1,150,190
Intergovernmental revenue:					
Intergovernmental revenue - schools:					
Private schools	-	-	-	17,788	17,788
Education cost sharing grant	5,870,600	-	5,870,600	5,886,220	15,620
Total intergovernmental revenue - schools	5,870,600	-	5,870,600	5,904,008	33,408
Intergovernmental revenue - other:					
Municipal revenue sharing	-	403,000	403,000	403,928	928
Municipal stabilization grant	258,989	-	258,989	258,989	-
Disability, social security	3,150	-	3,150	3,124	(26)
Additional veteran exemption	9,000	-	9,000	8,111	(889)
Friends against drugs	3,300	4,153	7,453	4,153	(3,300)
Child and youth services grant	24,734	7,421	32,155	27,240	(4,915)
State and federal grant	325,000	6,567	331,567	15,661	(315,906)
Police overtime grant	50,000	-	50,000	289	(49,711)
Total intergovernmental revenue - other	674,173	421,141	1,095,314	721,495	(373,819)
Total intergovernmental revenue	6,544,773	421,141	6,965,914	6,625,503	(340,411)
Charges for services:					
Licenses, permits and other departments:					
Town clerk fees	525,000	-	525,000	460,439	(64,561)
Town clerk dog license fees	8,000	-	8,000	11,009	3,009
Zoning commission and building inspector	575,000	-	575,000	724,862	149,862
Planning	18,000	-	18,000	27,945	9,945
Zoning board of appeals	3,000	-	3,000	2,635	(365)
Animal control fees	1,000	-	1,000	795	(205)
Police department	50,000	-	50,000	57,601	7,601
Police services to other agencies	20,000	-	20,000	17,423	(2,577)
Outside police services	470,000	-	470,000	794,669	324,669
Engineering and public works	8,000	-	8,000	30,267	22,267
Scrap metal	12,000	-	12,000	30,122	18,122
Parks and recreation	125,000	-	125,000	107,422	(17,578)
Golf course revenue	757,110	-	757,110	761,826	4,716
Golf restaurant rent	47,600	-	47,600	47,750	150
Golf course season pass revenue	186,625	-	186,625	195,000	8,375
Golf pro rent	2,770	-	2,770	1,731	(1,039)
Golf cart revenue	388,474	-	388,474	425,366	36,892
Golf range revenue	-	-	-	14,004	14,004
Berlin-Peck memorial library	500	-	500	2,536	2,036
Library copy fees	800	-	800	1,170	370
Passport fees	12,000	-	12,000	18,235	6,235
Berlin public health nursing service	900,000	-	900,000	634,309	(265,691)
Summer/field trips	6,000	-	6,000	41,808	35,808
Senior citizen center	6,360	-	6,360	7,530	1,170
Total licenses, permits and other departments	4,123,239	-	4,123,239	4,416,454	293,215

(Continued)

Town of Berlin, Connecticut
Required Supplementary Information

General Fund
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual (Budgetary Basis)
For the Year Ended June 30, 2023

	Budgeted Amounts			Actual Budgetary Basis	Variance with Final Budget
	Original	Additional Appropriations and Transfers	Final		
Other services:					
Refund of expenditures	\$ 10,000	\$ -	\$ 10,000	\$ 25,020	\$ 15,020
Sale of land, labor and materials	7,500	-	7,500	7,626	126
Lease revenue	175,626	-	175,626	180,996	5,370
Other receipts	10,000	-	10,000	5,753	(4,247)
Total other services	203,126	-	203,126	219,395	16,269
Total charges for services	4,326,365	-	4,326,365	4,635,849	309,484
Income from investments	55,000	133,000	188,000	2,100,692	1,912,692
Total revenues	95,756,278	554,141	96,310,419	99,342,374	3,031,955
Other financing sources:					
Appropriation of fund balance	865,000	2,100,000	2,965,000	-	(2,965,000)
Transfers in	4,500	-	4,500	304,500	300,000
Total other financing sources	869,500	2,100,000	2,969,500	304,500	(2,665,000)
Total revenues and other financing sources	96,625,778	2,654,141	99,279,919	99,646,874	366,955
Expenditures:					
General government:					
Managers office	285,288	7,289	292,577	284,305	8,272
Finance department	922,634	14,748	937,382	884,608	52,774
Technology department	562,881	8,894	571,775	556,581	15,194
Collector of revenue	533,396	82,220	615,616	592,686	22,930
Corporation counsel	418,600	1,000,000	1,418,600	1,359,248	59,352
Town wide expenditures	1,916,168	(292,996)	1,623,172	1,159,346	463,826
Board of finance	3,742	-	3,742	2,404	1,338
Assessor	575,446	(35,495)	539,951	490,682	49,269
Registrar of voters	166,872	-	166,872	129,598	37,274
Town clerk	406,368	21,863	428,231	407,051	21,180
Board of assessment appeals	1,846	700	2,546	2,363	183
Town council	4,496	-	4,496	956	3,540
Human resources	204,864	-	204,864	179,948	24,916
Total general government	6,002,601	807,223	6,809,824	6,049,776	760,048
Community development:					
Cemetery committee	33,735	-	33,735	29,334	4,401
Development services	541,695	(281)	541,414	465,892	75,522
Planning and zoning commission	725	281	1,006	991	15
Zoning board of appeals	1,920	-	1,920	1,407	513
Economic development	230,543	2,444	232,987	222,535	10,452
Conservation commission	4,240	-	4,240	3,416	824
Inland wetlands commission	4,479	-	4,479	3,353	1,126
Veterans commission	34,650	(30,000)	4,650	4,464	186
Ethics commission	483	-	483	-	483
Aquifer protection commission	475	-	475	-	475
Berlin historic district	1,601	-	1,601	781	820
Charter revision commission	3,001	-	3,001	211	2,790
Commission for disabled	649	-	649	428	221
Public building commission	2,184	-	2,184	1,289	895
Building inspection	465,978	6,747	472,725	462,155	10,570
Total community development	1,326,358	(20,809)	1,305,549	1,196,256	109,293

(Continued)

Town of Berlin, Connecticut
Required Supplementary Information

General Fund
Schedule of Revenues, Expenditures and Changes in Fund Balance
Budget and Actual (Budgetary Basis)
For the Year Ended June 30, 2023

	Budgeted Amounts			Actual Budgetary Basis	Variance with Final Budget
	Original	Additional Appropriations and Transfers	Final		
Public safety:					
Ambulance contract	\$ 390,991	\$ -	\$ 390,991	\$ 389,751	\$ 1,240
Animal control	174,428	-	174,428	155,895	18,533
Fire department	944,961	(40,000)	904,961	789,035	115,926
Police	8,668,986	143,534	8,812,520	8,449,729	362,791
Emergency management	27,782	-	27,782	8,991	18,791
Fire marshal	314,998	5,854	320,852	309,684	11,168
Total public safety	10,522,146	109,388	10,631,534	10,103,085	528,449
Physical services:					
Municipal garage	1,426,735	2,904	1,429,639	1,299,203	130,436
Public works	2,703,934	9,004	2,712,938	2,543,139	169,799
Highway	2,227,281	(49,836)	2,177,445	2,030,922	146,523
Public building	2,058,789	(3,873)	2,054,916	1,763,745	291,171
Total physical services	8,416,739	(41,801)	8,374,938	7,637,009	737,929
Parks, recreation and libraries:					
Mobile home park	11,250	-	11,250	9,891	1,359
Recreation	673,403	4,820	678,223	536,343	141,880
Golf course	1,379,780	(10,357)	1,369,423	1,247,924	121,499
Libraries	1,269,208	12,167	1,281,375	1,236,483	44,892
Public grounds	1,766,211	(65,182)	1,701,029	1,574,330	126,699
Total parks, recreation and libraries	5,099,852	(58,552)	5,041,300	4,604,971	436,329
Health and human services:					
Health department	148,430	-	148,430	142,490	5,940
Nursing services	1,576,108	2,981	1,579,089	1,406,323	172,766
Social and youth services	342,970	16,596	359,566	334,976	24,590
Senior services	418,132	4,756	422,888	396,405	26,483
Total health and human services	2,485,640	24,333	2,509,973	2,280,194	229,779
Schools:					
Private schools	92,030	250	92,280	79,624	12,656
Board of education	49,082,596	-	49,082,596	49,080,411	2,185
School expenditures	4,813,741	(6,974)	4,806,767	4,320,397	486,370
Total schools	53,988,367	(6,724)	53,981,643	53,480,432	501,211
Debt service:					
Debt principal	6,325,000	-	6,325,000	6,320,000	5,000
Interest and fiscal charges	1,581,955	-	1,581,955	1,581,950	5
Total debt service	7,906,955	-	7,906,955	7,901,950	5,005
Total expenditures	95,748,658	813,058	96,561,716	93,253,673	3,308,043
Other financing uses:					
Transfers out	877,120	1,841,083	2,718,203	2,718,203	-
Total expenditures and other financing uses	96,625,778	2,654,141	99,279,919	95,971,876	3,308,043
Excess (deficiency) of revenues and other financing sources over expenditures and other financing uses	\$ -	\$ -	\$ -	\$ 3,674,998	\$ 3,674,998

(Concluded)

Town of Berlin, Connecticut
Notes to Required Supplementary Information
For the Year Ended June 30, 2023

Budgets and Budgetary Accounting

The Town adheres to the following procedures in establishing the budgetary data included in the general fund financial statements. The operating budget, which is prepared by function and department, includes proposed expenditures and the means of financing them.

Only the General Fund has a legally adopted annual budget.

This budget is adopted on a basis consistent with Generally Accepted Accounting Principles (modified accrual basis) with the following exception:

- The Town does not recognize as revenue or expenditures payments made for the State Teachers pension and OPEB by the State of Connecticut on the Town's behalf.

<u>Reconciliation to Exhibit D</u>	<u>Revenues</u>	<u>Expenditures</u>
Budgetary Basis - RSI 1	\$ 99,342,374	\$ 93,253,673
State Teachers' Retirement on behalf amount	8,001,957	8,001,957
State Teachers' OPEB on behalf amount	<u>113,179</u>	<u>113,179</u>
GAAP Basis - Exhibit D	<u>\$ 107,457,510</u>	<u>\$ 101,368,809</u>

In accordance with Section 7-3 of the Town Charter, the Board of Finance shall prepare and recommend the total Town budget for the annual public budget hearing to be held no later than the second Tuesday in April.

Annual Town Budget Referendum - The Annual Town Budget Referendum for the purpose of voting on the budget shall be held on the last Tuesday of April each year. Should the budget not be adopted by referendum vote, the budget shall be returned to the Board of Finance, which shall submit a revised budget to the Town Council. The Town Council shall send a revised budget to a Second Town Budget Referendum, and the revised budget may be the same as recommended by the Board of Finance or lower. If the budget fails at the Second Town Budget Referendum, the budget shall be returned to the Board of Finance. The Board of Finance shall recommend a revised budget to the Town Council. The Town Council shall adopt the Town budget, and that budget may be the same as recommended by the Board of Finance or lower.

Formal budgetary integration is employed as a management control device during the year.

The legal level of budgetary control, the level at which expenditures may not exceed appropriations, is at the department level.

The Board of Education, which is not a separate legal entity but a function of the Town, is authorized under State law to make any transfers required within their budget at their discretion.

The Town Manager is authorized to make transfers within a department budget. However, the Town Manager is not able to hire additional staffing not authorized by the Town Council. Also, transfers may not be made for major capital items specifically deleted by the Town Council. The Town Manager's authority is limited to \$5,000 for any single transfer.

The Town Council, with approval of the Board of Finance, may, at any time, appropriate funds from contingency. Town meeting approval is required for non-budgeted appropriations exceeding \$25,000 individually or exceeding \$250,000 cumulative annually. The Town Council, with approval of the Board of Finance, may transfer funds from budget appropriations between departments only in the last three months of the fiscal year.

There were additional appropriations made during the year as follows:

Additional revenue	\$ 554,141
Fund balance	<u>2,100,000</u>
Total	<u>\$ 2,654,141</u>

Town of Berlin, Connecticut
Required Supplementary Information

Employee Retirement Plan
Last Ten Years

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Schedule of Changes in Net Pension Liability and Related Ratios										
Total pension liability:	\$ 96,076	\$ 139,927	\$ 139,130	\$ 116,348	\$ 143,822	\$ 170,718	\$ 93,056	\$ 117,272	\$ 113,033	\$ 104,337
Service cost	157,868	288,821	289,534	303,069	307,980	340,605	287,446	306,265	363,095	450,167
Interest	404,900	(102,159)	824,774	146,242	309,304	378,919	1,080,795	788,138	(558,319)	-
Differences between expected and actual experience	(971,473)	(1,161,557)	2,162,134	865,406	(437,484)	353,859	2,459,951	655,798	740,472	-
Changes in assumptions	(1,838,662)	(3,869,315)	(3,011,533)	(689,560)	(187,633)	(1,663,462)	(808,399)	(1,576,058)	(1,666,241)	(215,290)
Benefit payments, including refunds of member contributions	(2,151,291)	(4,704,283)	404,039	741,505	135,989	(419,361)	3,112,849	291,415	(1,007,960)	339,214
Net change in total pension liability	5,325,856	10,030,139	9,626,100	8,884,595	8,748,606	9,167,967	6,055,118	5,763,703	6,771,663	6,432,449
Total pension liability - July 1	\$ 3,174,565	\$ 5,325,856	\$ 10,030,139	\$ 9,626,100	\$ 8,884,595	\$ 8,748,606	\$ 9,167,967	\$ 6,055,118	\$ 5,763,703	\$ 6,771,663
Total pension liability - June 30 (a)	\$ 185,000	\$ 5,495,640	\$ 2,185,000	\$ 1,830,139	\$ 1,606,701	\$ 1,448,395	\$ 700,399	\$ 700,537	\$ 1,406,809	\$ 700,000
Plan fiduciary net position:	-	-	-	-	-	-	-	-	-	290,417
Contributions - employer	60,500	45,146	40,493	46,976	22,784	15,241	10,494	19,456	37,101	24,338
Contributions - member	(1,838,662)	(3,869,315)	(3,011,533)	(689,560)	(187,633)	(1,663,462)	(808,399)	(1,576,058)	(1,666,241)	(215,290)
Net investment income (loss)	(1,593,162)	1,671,471	(786,040)	1,187,555	1,441,852	(199,826)	(97,506)	(856,065)	(222,331)	799,465
Benefit payments, including refunds of member contributions	3,583,681	1,912,210	2,698,250	1,510,695	68,843	268,669	366,175	1,222,240	1,444,571	645,106
Net change in plan fiduciary net position	\$ 1,990,519	\$ 3,583,681	\$ 1,912,210	\$ 2,698,250	\$ 1,510,695	\$ 68,843	\$ 268,669	\$ 366,175	\$ 1,222,240	\$ 1,444,571
Plan fiduciary net position - July 1	\$ 1,184,046	\$ 1,742,175	\$ 8,117,929	\$ 6,927,850	\$ 7,373,900	\$ 8,679,763	\$ 8,899,298	\$ 5,688,943	\$ 4,541,463	\$ 5,327,092
Plan fiduciary net position - June 30 (b)	62.70%	67.29%	19.06%	28.03%	17.00%	0.79%	2.93%	6.05%	21.21%	21.33%
Net pension liability as a percentage of the total pension liability	\$ 550,838	\$ 776,492	\$ 954,644	\$ 1,283,094	\$ 1,249,673	\$ 1,343,801	\$ 1,452,832	\$ 1,585,622	\$ 1,882,367	\$ 1,958,991
Covered payroll	214,95%	224.36%	850.36%	539.93%	590.07%	645.91%	612.55%	358.78%	241.26%	271.93%
Net pension liability as a percentage of covered payroll	1.71%	1.24%	2.31%	2.80%	1.57%	1.57%	1.95%	2.46%	2.17%	2.02%
Schedule of Investment Returns										
Annual money weighted rate of return, net of investment expense										

See Notes to Required Supplementary Information.

Town of Berlin, Connecticut
Required Supplementary Information

Employee Retirement Plan
Schedule of Contributions
Last Ten Years

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Actuarially determined contributions	\$ 2,664,914	\$ 2,395,640	\$ 1,762,733	\$ 1,574,231	\$ 1,606,701	\$ 1,448,395	\$ 913,803	\$ 918,862	\$ 1,001,122	\$ 935,628
Contributions in relation to the actuarially determined contribution	185,000	5,495,640	2,185,000	1,830,139	1,606,701	1,448,694	700,399	700,537	1,406,809	700,000
Contribution excess (deficiency)	\$ (2,479,914)	\$ 3,100,000	\$ 422,267	\$ 255,908	\$ -	\$ 299	\$ (213,404)	\$ (218,325)	\$ 405,687	\$ (235,628)
Covered payroll	\$ 550,838	\$ 776,492	\$ 954,644	\$ 1,283,094	\$ 1,249,673	\$ 1,343,801	\$ 1,452,832	\$ 1,585,622	\$ 1,882,367	\$ 1,958,991
Contributions as a percentage of covered payroll	33.59%	707.75%	228.88%	142.63%	128.57%	107.81%	48.21%	44.18%	74.74%	35.73%

Town of Berlin, Connecticut
Notes to Required Supplementary Information

Employee Retirement Plan
Schedule of Contributions
Last Ten Years

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014
Changes of benefit terms	None	None	None	None	None	None	None	None	None	None
The actuarially determined contribution rates are calculated as of	July 1, 2021	July 1, 2020	July 1, 2019	July 1, 2018	July 1, 2017	July 1, 2016	July 1, 2015	July 1, 2014	July 1, 2014	July 1, 2013

Actuarial methods and assumptions used to determine contribution rates:

Actuarial cost method	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal
Amortization method	Level percentage, closed	Level percentage, closed	Level percentage, open	Level percentage, open	Level percentage, open	Level percentage, open	Level percentage, open	Level percentage, open	Level percentage, open	Level percentage, open
Asset valuation method	Fair value	Fair value	Fair value	Fair value	Fair value	Fair value	Fair value	Fair value	Fair value	Fair value
Inflation rate	2.40%	2.40%	2.60%	2.60%	2.60%	2.60%	3.00%	3.00%	3.00%	2.50%
Salary increases	3.25% per year for Police and 2.75% per year for all others	3.25% per year for Police and 2.75% per year for all others	3.25% per year for Police and 2.75% for all others	3.25% per year for Police and 2.75% for all others	3.25% per year for Police and 2.75% for all others	3.25% per year for Police and 2.75% for all others	3.25% per year for Police and 2.75% for all others	3.75% for Police and 3.0% for all others	3.75% for Police and 3.0% for all others	3.75% for Police and 3.0% for all others
Investment rate of return (net)	Pre-retirement: 3.50% Post-retirement: 2.16%	Pre-retirement: 3.50% Post-retirement: 1.49%	Pre-retirement: 3.50%, Post-retirement: 1.49%	Pre-retirement: 3.50%, Post-retirement: 3.05%	Pre-retirement: 3.50%, Post-retirement: 2.80%	Pre-retirement: 4.00%, Post-retirement: 2.45%	Pre-retirement: 5.00%, Post-retirement: 3.11%	Pre-retirement: 6.00%, Post-retirement: 3.42%	Pre-retirement: 6.00%, Post-retirement: 3.42%	Pre-retirement: 3.25%
Mortality rate	Pre-retirement: Pub-2010 Amount-Weighted Mortality Table projected to valuation date with Scale MP-2021 Post-retirement: IRS 2021 417(e) mortality table.	Pre-retirement: Pub-2010 Amount-Weighted Mortality Table projected to valuation date with Scale MP-2020 Post-retirement: IRS 2020 417(e) mortality table.	Pre-retirement: Pub-2010 Amount-Weighted Mortality Table projected to valuation date with Scale MP-2019 Post-retirement: IRS 2019 417(e) mortality table.	Pre-retirement: RP-2014 adjusted to 2006 Total Dataset Mortality Table projected to valuation date with Scale MP-2018 Post-retirement: IRS 417(e) mortality table.	Pre-retirement: RP-2014 adjusted to 2006 Total Dataset Mortality Table projected to valuation date with Scale MP-2017 Post-retirement: IRS 417(e) dynamic mortality table.	Pre-retirement: RP-2014 adjusted to 2006 Total Dataset Mortality Table projected to valuation date with Scale MP-2016 Post-retirement: IRS 417(e) mortality table.	Pre-retirement: RP-2014 adjusted to 2006 Total Dataset Mortality Table projected to valuation date with Scale MP-2015 Post-retirement: IRS 417(e) mortality table.	Pre-retirement: RP-2000 Mortality Table projected to the valuation date with Scale BB Post-retirement: IRS 417 (e) mortality table.	Pre-retirement: RP-2000 Mortality Table projected to the valuation date with Scale BB Post-retirement: IRS 417 (e) mortality table.	Pre-retirement: RP-2000 Mortality Table projected to the valuation date with Scale BB Post-retirement: IRS 417 (e) mortality table.

Town of Berlin, Connecticut

Required Supplementary Information

Connecticut State Teachers' Retirement System
Last Nine Years (3)

	2023	2022	2021	2020	2019	2018	2017	2016	2015
	Schedule of Proportionate Share of the Collective Net Pension Liability								
Town's proportion of the collective net pension liability	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Town's proportionate share of the collective net pension liability	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
State of Connecticut's proportionate share of the collective net pension liability associated with the Town	101,492,499	80,707,200	101,901,939	91,066,420	70,217,500	75,796,445	79,965,829	62,277,260	57,488,298
Total	\$ 101,492,499	\$ 80,707,200	\$ 101,901,939	\$ 91,066,420	\$ 70,217,500	\$ 75,796,445	\$ 79,965,829	\$ 62,277,260	\$ 57,488,298
Town's covered payroll	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)
Town's proportionate share of the collective net pension liability as a percentage of its covered payroll	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Plan fiduciary net position as a percentage of the collective total pension liability	54.06%	60.77%	49.24%	52.00%	57.69%	55.93%	52.26%	59.50%	61.51%

Schedule of Contributions

Contractually required contribution (1)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Contributions in relation to the contractually required contribution	-	-	-	-	-	-	-	-	-
Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Town's covered payroll	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)
Contributions as a percentage of covered payroll	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

(1) Local employers are not required to contribute to the plan.

(2) Not applicable since 0% proportional share of the collective net pension liability.

(3) These schedules are intended to present information for 10 years. Additional years will be presented as they become available.

Town of Berlin, Connecticut

Notes to Required Supplementary Information
Connecticut State Teachers' Retirement System
Schedule of Contributions
Last Nine Years (1)

	2023	2022	2021	2020	2019	2018	2017	2016	2015
Changes of benefit terms	None	None	None	None	Beginning January 1, 2018, member contributions increased from 6.00% to 7.00% of salary	None	None	None	None
The actuarially determined contribution rates are calculated as of	June 30, 2020	June 30, 2020	June 30, 2018	June 30, 2018	June 30, 2016	June 30, 2016	June 30, 2014	June 30, 2014	June 30, 2012
Actuarial methods and assumptions used to determine contribution rates:									
Actuarial cost method	Entry age	Entry age	Entry age	Entry age	Entry age	Entry age	Entry age	Entry age	Entry age
Amortization method	Level percent of salary, closed, grading to a level dollar	Level percent of salary, closed, grading to a level dollar	Level percent of salary, closed, grading to a level dollar	Level percent of salary, closed, grading to a level dollar	Level percent of salary, closed	Level percent of salary, closed	Level percent of salary, closed	Level percent of salary, closed	Level percent of salary, closed
Remaining amortization period	27.8 years	27.8 years	30 years	30 years	20.4 years	20.4 years	21.4 years	21.4 years	22.4 years
Asset valuation method	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing	4 year smoothing
Inflation rate	2.50%	2.50%	2.50%	2.50%	2.75%	2.75%	3.00%	3.00%	3.00%
Salary increases	3.00%-6.50%, average, including inflation	3.00%-6.50%, average, including inflation	3.25%-6.50%, average, including inflation	3.25%-6.50%, average, including inflation	3.25%-6.50%, average, including inflation	3.25%-6.50%, average, including inflation	3.75%-7.00%, average, including inflation	3.75%-7.00%, average, including inflation	3.75%-7.00%, average, including inflation
Cost-of-living adjustments	1.75%-3.00% based on retirement date	1.75%-3.00% based on retirement date	1.75%-3.00% based on retirement date	1.75%-3.00% based on retirement date	1.75%-3.00% based on retirement date	1.75%-3.00% based on retirement date	2.00%-3.00% based on retirement date	2.00%-3.00% based on retirement date	2.00%-3.00% based on retirement date
Investment rate of return (net)	6.90%	6.90%	6.90%	6.90%	8.00%	8.00%	8.50%	8.50%	8.50%
Mortality rate	PubT-2010 Table projected generationally with MP-2019	PubT-2010 Table projected generationally with MP-2019	RP-2014 White Collar table projected to the BB year 2020 using the BB improvement scale	RP-2014 White Collar table projected to the BB year 2020 using the BB improvement scale	RP-2014 White Collar table projected to the BB year 2020 using the BB improvement scale	RP-2014 White Collar table projected to the BB year 2020 using the BB improvement scale	RP-2000 Combined Mortality Table projected 19 years using scale AA	RP-2000 Combined Mortality Table projected 19 years using scale AA	RP-2000 Combined Mortality Table projected 19 years using scale AA

(1) This schedule is intended to present information for 10 years. Additional years will be presented as they become available.

Town of Berlin, Connecticut

Required Supplementary Information

Other Post-Employment Benefit (OPEB) Plan
Schedule of Changes in OPEB Liability and Related Ratios
 Last Six Years (1)

	2023	2022	2021	2020	2019	2018
OPEB liability:						
Service cost	\$ 495,664	\$ 622,957	\$ 508,474	\$ 303,119	\$ 243,686	\$ 271,596
Interest	331,573	230,094	205,556	276,898	237,407	217,457
Differences between expected and actual experience	(1,232,376)	-	11,983	-	401,380	-
Changes in assumptions	39,407	(1,772,316)	758,929	835,667	1,064,531	(186,700)
Benefit payments, including refunds of member contributions	(218,004)	(261,440)	(234,887)	(226,936)	(231,992)	(196,773)
Net change in total OPEB liability	(583,736)	(1,180,705)	1,250,055	1,188,748	1,715,012	105,580
OPEB liability - July 1	8,978,839	10,159,544	8,909,489	7,720,741	6,005,729	5,900,149
OPEB liability - June 30*	<u>\$ 8,395,103</u>	<u>\$ 8,978,839</u>	<u>\$ 10,159,544</u>	<u>\$ 8,909,489</u>	<u>\$ 7,720,741</u>	<u>\$ 6,005,729</u>
Covered employee payroll	<u>\$44,973,133</u>	<u>\$44,604,276</u>	<u>\$44,604,276</u>	<u>\$31,377,144</u>	<u>\$31,377,144</u>	<u>\$30,769,557</u>
Total OPEB liability as a percentage of covered employee payroll	<u>18.67%</u>	<u>20.13%</u>	<u>22.78%</u>	<u>28.39%</u>	<u>24.61%</u>	<u>19.52%</u>

* There are no assets that are being accumulated in a trust that meets the criteria in GASB No. 75 to pay benefits.

(1) This schedule is intended to present information for 10 years. Additional years will be presented as they become available.

Town of Berlin, Connecticut

Required Supplementary Information

Connecticut State Teachers' Retirement Board Retiree Health Insurance Plan
Last Six Years (3)

	2023	2022	2021	2020	2019	2018
<u>Schedule of Proportionate Share of the Collective Net OPEB Liability</u>						
Town's proportion of the collective net OPEB liability	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Town's proportionate share of the collective net OPEB liability	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
State of Connecticut's proportionate share of the collective net OPEB liability associated with the Town	8,888,415	8,792,901	15,198,678	14,202,322	14,036,927	19,509,156
Total	\$ 8,888,415	\$ 8,792,901	\$ 15,198,678	\$ 14,202,322	\$ 14,036,927	\$ 19,509,156
Town's covered payroll	(2)	(2)	(2)	(2)	(2)	(2)
Town's proportionate share of the collective net OPEB liability as a percentage of its covered payroll	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Plan fiduciary net position as a percentage of the collective total OPEB liability	9.46%	6.11%	2.50%	2.08%	1.49%	1.79%

Schedule of Contributions

Contractually required contribution (1)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Contributions in relation to the contractually required contribution	-	-	-	-	-	-
Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Town's covered payroll	(2)	(2)	(2)	(2)	(2)	(2)
Contributions as a percentage of covered payroll	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

(1) Local employers are not required to contribute to the plan.

(2) Not applicable since 0% proportional share of the collective net OPEB liability.

(3) These schedules are intended to present information for 10 years. Additional years will be presented as they become available.

See Notes to Required Supplementary Information.

Town of Berlin, Connecticut
Notes to Required Supplementary Information
Connecticut State Teachers' Retirement Board Retiree Health Insurance Plan
Schedule of Contributions
Last Six Years (1)

	2023	2022	2021	2020	2019	2018
Changes of benefit terms	None	None	None	None	None	None
The actuarially determined contribution rates are calculated as of	June 30, 2022	June 30, 2020	June 30, 2020	June 30, 2018	June 30, 2018	June 30, 2016

Actuarial methods and assumptions used to determine contribution rates:

Actuarial cost method	Entry age	Entry age normal	Entry age normal	Entry age normal	Entry age normal	Entry age normal
Amortization method	Level percentage, open	Level percentage, open	Level percentage, closed	Level percentage, open	Level percentage, open	Level percentage, open
Amortization period	30 years	30 years	30 years	30 years	30 years	30 years
Asset valuation method	Fair Value	Fair Value	Fair Value	Fair Value	Fair Value	Fair Value
Inflation rate	2.50%	2.50%	2.50%	2.75%	2.75%	2.75%
Healthcare inflation rate	Initial 6.75% decreasing to 4.50% (ultimate) by 2023	Initial 5.125% decreasing to 4.50% (ultimate) by 2023	Initial 5.125% decreasing to 4.50% (ultimate) by 2023	Initial 5.95% decreasing to 4.75% (ultimate) by 2025	Initial 5.95% decreasing to 4.75% (ultimate) by 2025	Initial 7.25% decreasing to 5.00% (ultimate) by 2022
Salary increases	3.00% to 6.50%, including inflation	3.00% to 6.50%, including inflation	3.00% to 6.50%, including inflation	3.25% to 6.50%, including inflation	3.25% to 6.50%, including inflation	3.25% to 6.50%, including inflation
Investment rate of return (net)	3.00%	3.00%	3.00%	3.00%	3.00%	4.25%
Mortality rate	PubT-2010 Table projected generationally with MP-2019	PubT-2010 Table projected generationally with MP-2019	PubT-2010 Table projected generationally with MP-2019	RP-2014 White Collar table with employee and annuitant rates blended from ages 50 to 80, projected to the year 2020 using the BB improvement scale	RP-2014 White Collar table with employee and annuitant rates blended from ages 50 to 80, projected to the year 2020 using the BB improvement scale	RP-2014 White Collar table with employee and annuitant rates blended from ages 50 to 80, projected to the year 2020 using the BB improvement scale

(1) These schedules are intended to present information for 10 years. Additional years will be presented as they become available.

Appendix B

Form of Opinion of Bond Counsel and Tax Exemption

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APPENDIX B – FORM OF LEGAL OPINION OF BOND COUNSEL

October __, 2024

Town of Berlin
240 Kensington Road
Berlin, CT 06037

We have acted as Bond Counsel in connection with the issuance by the Town of Berlin, Connecticut (the “Town”), of its \$4,560,000 General Obligation Bonds, Issue of 2024 (the “Bonds”) dated October __, 2024. In such capacity, we have examined a record of proceedings of the Town authorizing the Bonds, a Tax Regulatory Agreement of the Town dated the date hereof (the “Agreement”), such law and such other proceedings, certifications, and documents as we have 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 the same by independent investigation.

We are of the opinion that when the Bonds are duly certified by U.S. Bank Trust Company, National Association, the Bonds will be valid and legally binding general obligations of the Town payable as to both principal and interest from ad valorem taxes which may be levied on all taxable property subject to taxation by the Town without limitation as to rate or amount except as to classified property such as certified forest lands taxable at a limited rate and dwelling houses of qualified elderly persons of low income or of qualified disabled persons taxable at limited amounts pursuant to Connecticut statutes. We are further of the opinion that the Agreement is a valid and binding agreement of the Town and was duly authorized by the Town.

The rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors’ rights generally and by equitable principles, whether considered at law or in equity.

The Internal Revenue Code of 1986 (the “Code”) establishes certain requirements that must be satisfied at and subsequent to the issuance and delivery of the Bonds in order that interest on the Bonds be excluded from gross income under Section 103 of the Code. In the Agreement, the Town has made covenants and representations designed to assure compliance with such requirements of the Code. The Town has covenanted in the Agreement that it will at all times comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Bonds to ensure that interest on the Bonds shall not be included in gross income for federal income tax purposes retroactive to the date of issuance of the Bonds, including covenants regarding, among other matters, the use, expenditure and investment of the proceeds of the Bonds.

In rendering the below opinions regarding the federal treatment of interest on the Bonds, we have relied upon and assumed (i) the material accuracy of the representations, statements of intention and reasonable expectations, and certifications of fact contained in the Agreement, and (ii) continuing compliance by the Town with the covenants set forth in the Agreement as to such tax matters.

The Town has designated the Bonds as “qualified tax exempt obligations” within the meaning of Code Section 265(b)(3) for purposes of the deduction by financial institutions for interest expense allocable to the Bonds.

In our opinion, under existing statutes and court decisions, (i) interest on the Bonds is excluded from gross income for federal income tax purposes; and (ii) such interest is not an item of tax preference for purposes of the federal alternative minimum tax; however, such interest is taken into account in determining the annual adjusted financial statement income of certain corporations for the purpose of computing the alternative minimum tax imposed on corporations. We express no opinion regarding other federal income tax consequences caused by ownership or disposition of, or receipt of interest on the Bonds.

We are further of the opinion that, under existing statutes, interest on the Bonds is excluded from Connecticut taxable income for purposes of the Connecticut income tax on individuals, trusts and estates and is excluded from amounts on which the net Connecticut minimum tax is based for individuals, trusts and estates required to pay the federal alternative minimum tax. We express no opinion regarding other state income tax consequences caused by ownership or disposition of, or receipt of interest on the Bonds.

We express no opinion herein regarding the accuracy, adequacy, or completeness of the Preliminary Official Statement, the Official Statement and other offering material relating to the Bonds.

The foregoing opinion is based upon existing laws, regulations, rules and court decisions. We undertake no responsibility to inform you of changes in law or fact occurring after the date hereof which may affect the conclusions herein. In addition, we have not undertaken to advise in the future whether any events after the date of issuance of the Bonds, including the adoption of federal tax legislation, may affect the tax status of interest on the Bonds.

Respectfully,

PULLMAN & COMLEY, LLC

Appendix C

Form of Continuing Disclosure Agreement

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CONTINUING DISCLOSURE AGREEMENT

By The

TOWN OF BERLIN, CONNECTICUT

Dated As Of October __, 2024

In Connection With The Issuance And Sale Of

\$4,560,000 Town Of Berlin, Connecticut

General Obligation Bonds, Issue of 2024,

Dated October __, 2024

WHEREAS, the Town of Berlin, Connecticut (the “Issuer”) has heretofore authorized the issuance of \$4,560,000 in aggregate principal amount of its General Obligation Bonds, Issue of 2024 (the “Bonds”) to be dated October __, 2024 and to mature in the principal amounts and on the dates set forth in the Issuer's Official Statement describing the Bonds (the “Official Statement”); and

WHEREAS, the Issuer acknowledges that an underwriter may not purchase or sell the Bonds unless it has reasonably determined that the Issuer has undertaken in a written agreement for the benefit of the beneficial owners of the Bonds to provide certain continuing disclosure information as required by Securities and Exchange Commission Rule 15c2-12(b)(5) as amended from time to time (the “Rule”), and the Issuer desires to assist the underwriter of the Bonds in complying with the Rule; and

WHEREAS, the Issuer is authorized pursuant to Public Act 95-270 enacted by the Connecticut General Assembly to make representations and agreements for the benefit of the beneficial owners of the Bonds to meet the requirements of the Rule; and

WHEREAS, in order to assist the underwriter of the Bonds in complying with the Rule, this Continuing Disclosure Agreement is to be made, executed and delivered in connection with the issuance of the Bonds, all for the benefit of the beneficial owners of the Bonds, as they may be from time to time;

NOW, THEREFORE, THE ISSUER HEREBY REPRESENTS, COVENANTS AND AGREES AS FOLLOWS:

Section 1. Definitions. In addition to the terms defined above, the following capitalized terms shall have the meanings ascribed thereto:

“Annual Report” shall mean any Annual Report provided by the Issuer pursuant to, and as described in, Sections 2 and 3 of this Continuing Disclosure Agreement.

“Financial Obligation” shall mean a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned

debt obligation; or (iii) guarantee of (i) or (ii). The term financial obligation shall not include municipal securities as to which a final official statement has been provided to the Municipal Securities Rulemaking Board consistent with Rule 15c2-12.

“Fiscal Year End” shall mean the last day of the Issuer's fiscal year, currently June 30.

“Listed Events” shall mean any of the events listed in Section 4 of this Continuing Disclosure Agreement.

“MSRB” shall mean the Municipal Securities Rulemaking Board established under the Securities Exchange Act of 1934, as amended, or any successor thereto. For purposes of this Continuing Disclosure Agreement, continuing disclosure information will be filed where approved from time to time by the MSRB, and which as of the date hereof means:

<http://emma.msrb.org>

Section 2. Annual Reports.

A. The Issuer shall provide or cause to be provided to the MSRB, the following annual financial information and operating data regarding the Issuer:

1) Audited financial statements as of and for the year ending on its Fiscal Year End for the general fund, capital projects funds and special revenue funds, prepared in accordance with generally accepted accounting principles, as promulgated by the Governmental Accounting Standards Board from time to time or mandated state statutory principles as in effect from time to time; and

2) Financial information and operating data as of and for the year ending on its Fiscal Year End of the following type to the extent not included in the audited financial statements described in 1) above:

(a) the amounts of the gross and net taxable grand list;

(b) a listing of the ten largest taxpayers on the grand list, together with each such taxpayer's taxable valuation thereon;

(c) the percentage or amount of the annual property tax levy collected and uncollected;

(d) a schedule of the annual debt service on outstanding long-term bonded indebtedness; a calculation of the direct debt, net direct debt and overall net debt (reflecting overlapping and underlying debt);

(e) the direct debt and overall net debt of the Issuer per capita;

(f) the ratios of direct debt and overall net debt of the Issuer to the Issuer's equalized net (taxable) grand list;

- (g) a statement of statutory debt limitations and debt margins;
- (h) the funding status of the Issuer's pension benefit obligation.

B. The above-referenced information is expected to be provided by the filing of and cross reference to the Issuer's Annual Report. The information may be provided in whole or in part by cross-reference to other documents provided to the MSRB, including official statements of the Issuer which will be available from the MSRB. The information will be provided in an electronic format and accompanied by identifying information as prescribed by the MSRB.

C. Subject to the requirements of Section 8 hereof, the Issuer reserves the right to modify from time to time the specific types of information or data provided or the format of the presentation of such information or data, to the extent necessary or appropriate; provided that the Issuer agrees that any such modification will be done in a manner consistent with the Rule. The Issuer also reserves the right to modify the preparation and presentation of financial statements described herein as may be required to conform with changes in Connecticut law applicable to municipalities or any changes in generally accepted accounting principles, as promulgated by the Governmental Accounting Standards Board from time to time.

Section 3. Timing. The Issuer shall provide the information and data referenced in Section 2(A) not later than eight months after each Fiscal Year End subsequent to the date of issuance of the bonds, provided, however, that if such financial information and data for the Fiscal Year End preceding the date of issuance of the Bonds is not contained in the Official Statement for the Bonds or has not otherwise been previously provided, the Issuer shall provide such information and data no later than eight months after the close of such preceding Fiscal Year End. The Issuer agrees that if audited information is not available eight months after the close of any Fiscal Year End, it shall submit unaudited information by such time and will submit audited information within a reasonable time.

Section 4. Event Notices. The Issuer agrees to provide or cause to be provided, in a timely manner not in excess of 10 business days after the occurrence of the event to the MSRB, notice of the occurrence of any of the following 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 security, or other material events affecting the tax status of the security;

- g) modifications to rights of security holders, 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 Issuer;
- m) the consummation of a merger, consolidation or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, 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;
- n) appointment of a successor or additional trustee or the change of name of a trustee, if material;
- o) incurrence of a financial obligation, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation, any of which affect security holders, if material;
- p) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation, any of which reflect financial difficulties.

Section 5. Notice of Failure. The Issuer agrees to provide or cause to be provided, in a timely manner, to the MSRB, notice of any failure by the Issuer to provide the annual financial information described in Section 2.A of this Continuing Disclosure Agreement.

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

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

Section 8. Amendment; Waiver. Notwithstanding any other provision of this Continuing Disclosure Agreement, the Issuer may amend this Continuing Disclosure Agreement, and any provision of this Continuing Disclosure Agreement may be waived, if such amendment or waiver is made in connection with a change in circumstances that arises from a change in legal requirements, a change in law, or a change in the identity, nature or status of the Issuer, and is supported by an opinion of counsel

expert in federal securities laws, to the effect that (i) such amendment or waiver would not materially adversely affect the beneficial owners of the Bonds and (ii) the Agreement as so amended would have complied with the requirements of the Rule as of the date of the Agreement, taking into account any amendments or interpretations of the Rule as well as any changes in circumstances. A copy of any such amendment will be filed in a timely manner with the MSRB. The annual financial information provided on the first date following adoption of any such amendment will explain, in narrative form, the reasons for the amendment and the impact of the change in the type of operating or financial information provided.

Section 9. Additional Information. Nothing in this Continuing Disclosure Agreement shall be deemed to prevent the Issuer from disseminating any other information, using the means of dissemination set forth in this Continuing Disclosure Agreement 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 Continuing Disclosure Agreement. 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 Continuing Disclosure Agreement, the Issuer shall have no obligation under this Continuing Disclosure Agreement to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Section 10. Indemnification. The Issuer agrees to indemnify and save its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performance of its powers and duties hereunder, including the costs and expenses (including attorneys' fees) of defending against any claim of liability, but excluding liabilities due to any agent's negligence or misconduct. The obligations of the Issuer under this Section shall survive resignation or removal of any agent and payment of the Bonds.

Section 11. Enforceability. The Issuer agrees that its undertaking pursuant to the Rule set forth in this Continuing Disclosure Agreement is intended to be for the benefit and enforceable by the beneficial owners of the Bonds. In the event the Issuer shall fail to perform its duties hereunder, the Issuer shall have the option to cure such failure after its receipt of written notice from any beneficial owner of the Bonds of such failure. In the event the Issuer does not cure such failure, the right of any beneficial owner of the Bonds to enforce the provisions of this undertaking shall be limited to a right to obtain specific enforcement of the Issuer's obligations hereunder. No monetary damages shall arise or be payable hereunder nor shall any failure to comply with this Continuing Disclosure Agreement constitute default of the Issuer with respect to the Bonds.

[Signature Page Follows]

IN WITNESS WHEREOF, the Issuer has caused this Continuing Disclosure Agreement to be executed in its name by its undersigned officers, duly authorized, all as of the date first above written.

TOWN OF BERLIN, CONNECTICUT

By _____
Mark H. Kaczynski
Mayor

By _____
W. Lee Palmer, Jr.
Interim Town Manager

By _____
Kevin J. Delaney
Finance Director and Treasurer

Appendix D

Notice of Sale and Bid Form

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APPENDIX D – NOTICE OF SALE

**TOWN OF BERLIN, CONNECTICUT
\$4,560,000 GENERAL OBLIGATION BONDS, ISSUE OF 2024
(BANK QUALIFIED)
BOOK-ENTRY-ONLY**

NOTICE IS GIVEN that ELECTRONIC BIDS solely via *PARITY*® will be received by the TOWN OF BERLIN, CONNECTICUT (the “Issuer”), until 11:30 A.M. (E.T.) on TUESDAY,

SEPTEMBER 24, 2024

(the “Sale Date”) for the purchase, when issued, of all (but not less than all) of the Issuer’s \$4,560,000 General Obligation Bonds, Issue of 2024, dated October 8, 2024 (the “Bonds”), at no less than par and accrued interest from the date of the Bonds to the date of delivery, if any, maturing on October 1 in the principal amounts and in each of the years as follows:

<u>Maturity</u>	<u>Amount (\$)</u>	<u>Maturity</u>	<u>Amount (\$)</u>
2025	455,000	2030	455,000
2026	455,000	2031	455,000
2027	455,000	2032	455,000
2028	455,000	2033	460,000
2029	455,000	2034	460,000

The Bonds will bear interest commencing April 1, 2025 and semiannually thereafter on October 1 and April 1 in each year until maturity, as further described in the Preliminary Official Statement (as hereinafter defined), at the rate or rates per annum specified by the winning bidder.

Optional Redemption

The Bonds maturing on or before October 1, 2030 are not subject to redemption prior to maturity. The Bonds maturing October 1, 2031 and thereafter are subject to redemption prior to maturity, at the option of the Issuer, on and after October 1, 2030 at any time, either in whole or in part, in such order of maturity and amount as the Issuer may determine, and by lot within a maturity, at the respective prices (expressed as a percentage of the principal amount of the Bonds to be redeemed) set forth in the following table, plus interest accrued and unpaid to the redemption date:

<u>Period During Which Redeemed</u>	<u>Redemption Price</u>
October 1, 2030 and thereafter	100.0%

Nature of Obligation

The Bonds will constitute general obligations of the Issuer, and the Issuer will pledge its full faith and credit to pay the principal of and interest on the Bonds when due. Unless paid from other sources, the Bonds are payable from ad valorem taxes which may be levied on all taxable property subject to taxation by the Issuer without limit as to rate or amount, except as to classified property such as certified forest lands taxable at a limited rate and dwelling houses of qualified elderly persons of low income or of qualified disabled persons taxable at limited amounts pursuant to provisions of the Connecticut General Statutes, as amended.

Bank Qualification

The Bonds SHALL be designated by the Issuer as qualified tax exempt obligations under the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986 for purposes of the deduction by financial institutions for interest expense allocable to the Bonds.

Registration

The Bonds will be issued by means of a book-entry system with no physical distribution of bond certificates made to the public. The Bonds will be issued in registered form and one bond certificate for each maturity will be issued to The Depository Trust Company (“DTC”), New York, New York, registered in the name of its nominee, Cede & Co., and immobilized in its custody. A book-entry system will be employed, evidencing ownership of the Bonds in principal amounts of \$5,000 or any integral multiple thereof, with transfers of ownership effected on the records of DTC and its participants pursuant to rules and procedures adopted by DTC and its participants. The purchaser, as a condition to delivery of the Bonds, will be required to deposit the bond certificates with DTC, registered in the name of Cede & Co. Principal of, redemption premium, if any, and interest on the Bonds will be payable by the Issuer or its agent to DTC or its nominee as registered owner of the Bonds. Principal and interest payments by DTC to participants of DTC will be the responsibility of DTC; principal and interest payments to beneficial owners by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The Issuer will not be responsible or liable for payments by DTC to its participants or by DTC participants or indirect participants to beneficial owners or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants. Upon receipt from the Issuer, the Paying Agent will pay principal of and interest on the Bonds directly to DTC so long as DTC or its nominee, Cede & Co, is the bondholder.

In the event that (a) DTC determines not to continue to act as securities depository for the Bonds and the Issuer fails to identify another qualified securities depository to replace DTC, or (b) the Issuer determines to discontinue the book-entry system of evidence and transfer of ownership of the Bonds, the Issuer will authenticate and deliver replacement Bonds in the form of fully registered certificates. Any such replacement Bonds will provide that interest will be payable by check mailed by the Paying Agent to the registered owner whose name appears on the registration books of the Issuer as of the close of business on the record date preceding each interest payment date.

Record Date

The record dates for the Bonds will be the fifteenth day of March and September, or the preceding business day if such fifteenth day is not a business day, in each year.

Proposals

Each bid must be for the entire \$4,560,000 of the Bonds. Each proposal must specify the amount bid for the Bonds (which shall be the aggregate par value of the Bonds, and, at the option of the bidder, a premium), and must specify in a multiple of one-twentieth of one percent (1/20 of 1%) or one-eighth of one percent (1/8 of 1%) the rate or rates of interest per annum which the Bonds are to bear, provided that such proposal shall not state (a) more than one interest rate for any Bonds having a like maturity or (b) any interest rate for any Bonds of one maturity which exceeds the interest rate stated in such proposal for Bonds of a different maturity by more than three (3) percentage points. In addition to the amount bid for the Bonds, the purchaser must pay an amount equal to the interest on the Bonds accrued to the date of delivery. For the purpose of the bidding process, the time as maintained on *PARITY*® shall constitute the official time. For information purposes only, bidders are requested to state in their bids the true interest cost (“TIC”) to the Issuer, as described under “Basis of Award” below, represented by the rate or rates of interest and the bid price specified in their respective bids. Interest shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. No proposal for less than par and accrued interest to the date of delivery will be considered.

Basis of Award; Right to Reject Proposals; Waiver; Postponement; Change of Terms

Unless all bids are rejected, as between proposals which comply with this Notice of Sale, the Bonds will be awarded to the bidder whose bid proposes the lowest true interest cost (“TIC”) to the Issuer. The TIC will be the annual interest rate, compounded semiannually, which, when used to discount all payments of principal and interest payable on the Bonds results in an amount equal to the purchase price for the Bonds, excluding interest accrued to the date of delivery. If there is more than one bidder making said offer at the same lowest TIC, the Bonds will be sold to the bidder whose proposal is selected by the Issuer by lot from among all such proposals. It is requested that each proposal be accompanied by a statement of the percentage of TIC computed and rounded to six decimal places. Such statement shall not be considered as part of the proposal. The purchase price must be paid in immediately available federal funds.

The right is reserved to reject any and all proposals and to reject any proposal not complying with this Notice of Sale and to waive any irregularity or informality with respect to any proposal.

The Issuer further reserves the right to postpone the sale to another time and date in its sole discretion for any reason, including Internet difficulties. The Issuer will use its best efforts to notify prospective bidders in a timely manner of any need for a postponement. Upon the establishment of an alternative sale date, any bidder may submit proposals for the purchase of the Bonds in accordance with the provisions of this Notice of Sale.

CUSIP Numbers

The deposit of the Bonds with DTC under a book-entry system requires the assignment of CUSIP numbers prior to delivery. It shall be the responsibility of Phoenix Advisors LLC to obtain CUSIP numbers for the Bonds prior to delivery, and Phoenix Advisors, LLC, will provide the CUSIP Service Bureau with the final details of the sale, including the identity of the winning bidder. The Issuer will not be responsible for any delay occasioned by the inability to deposit the Bonds with DTC due to the failure of Phoenix Advisors, LLC to obtain such numbers and to supply them to the Issuer in a timely manner. Neither the failure to print such CUSIP number on any bond, nor any error with respect thereto, shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Bonds. All expenses in relation to the printing of CUSIP numbers on the Bonds shall be paid for by the Issuer; provided, however, that the Issuer assumes no responsibility for any CUSIP Service Bureau charge or other charge that may be imposed for the assignment of such numbers, which charges shall be the responsibility of and shall be paid for by the purchaser.

Electronic Proposals Bidding Procedure

Electronic bids for the purchase of the Bonds must be submitted through the facilities of **PARITY®**. Any prospective bidder must be a subscriber of i-Deal's BiDCOMP competitive bidding system. Further information about **PARITY®**, including any fee charged, may be obtained from **PARITY®**, c/o i-Deal LLC, 1359 Broadway, 2nd Floor, New York, New York 10018, Attention: Customer Support (telephone: (212) 849-5021 – email notice: parity@i-deal.com). The Issuer neither will confirm any subscription nor be responsible for any failure of a prospective bidder to subscribe.

Once an electronic bid made through the facilities of **PARITY®** is communicated to the Issuer, it shall constitute an irrevocable offer, in response to this Notice, and shall be binding upon the bidder as if made by the signed, sealed bid delivered to the Issuer. By submitting a bid for the Bonds via **PARITY®**, the bidder represents and warrants to the Issuer that such bidder's bid for the purchase of the Bonds is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the prospective bidder by an irrevocable offer and that acceptance of such bid by the Issuer will bind the bidder by a legal, valid and enforceable contract, for the purchase of the Bonds on the terms described in this Notice. **The Issuer shall not be responsible for any malfunction or mistake made by, or as a result of the use of the facilities of PARITY®, or the inaccuracies of any information, including bid information or worksheets supplied by PARITY®, the use of PARITY® facilities being the sole risk of the prospective bidder. Each Bidder is solely responsible for knowing the terms of the sale as set forth herein.**

Disclaimer. Each of **PARITY®** prospective electronic bidders shall be solely responsible to make necessary arrangements to access **PARITY®** for the purpose of submitting its bid in a timely manner and in compliance with the requirements of this Notice. Neither the Issuer nor **PARITY®** shall have any duty or obligation to undertake such arrangements to bid for any prospective bidder or to provide or assure such access to any prospective bidder, and neither the Issuer or **PARITY®** shall be responsible for a bidder's failure to make a bid or for the proper

operation of, or have any liability for any delays or interruptions of, or any damages caused by, **PARITY®**. The Issuer is using **PARITY®** as a communication mechanism, and not as the Issuer's agent, to conduct the electronic bidding for the Bonds. The Issuer is not bound by any advice and determination of **PARITY®** to the effect that any particular bid complies with the terms of this Notice and in particular the bid requirements herein set forth. All costs and expenses incurred by prospective bidders in connection with their subscription to, arrangements with and submission of bids via **PARITY®** are the sole responsibility of the bidders; and the Issuer is not responsible directly or indirectly, for any of such costs or expenses. If the prospective bidder encounters any difficulty in arranging to bid or submitting, modifying or withdrawing a bid for the Bonds, the prospective bidder should telephone **PARITY®** at (212) 849-5021. If any provision of this Notice shall conflict with information provided by **PARITY®**, this Notice shall control.

For the purpose of the electronic bidding process, the time maintained on **PARITY®** shall constitute the official time.

Certifying Agent, Registrar, Paying Agent and Transfer Agent

The Bonds will be authenticated by U.S. Bank Trust Company, National Association, Hartford, Connecticut. U.S. Bank Trust Company, National Association will also act as Registrar, Paying Agent and Transfer Agent.

Delivery, Payment and Closing Requirements

At or prior to the delivery of the Bonds the purchaser shall be furnished, without cost, with (a) the approving opinion of Pullman & Comley, LLC of Hartford, Connecticut, Bond Counsel ("Bond Counsel") (see "Bond Counsel Opinion" below); (b) a signature and no litigation certificate, in form satisfactory to said firm, dated as of the date of delivery of the Bonds, and stating that there is no litigation pending, or to the knowledge of the signer or signers thereof threatened, affecting the validity of the Bonds or the power of the Issuer to levy and collect taxes to pay them; (c) a signed copy of the Official Statement prepared for this bond issue; (d) a certificate of Issuer Officials relating to the accuracy and completeness of the Official Statement; (e) a Continuing Disclosure Agreement; and (f) a receipt of payment for the Bonds.

The Bonds will be delivered against payment in immediately available federal funds through the facilities of DTC, New York, New York or its agent via Fast Automated Securities Transfer ("FAST") on or about October 8, 2024 (the "Closing Date").

The Issuer will have no responsibility to pay for any expenses of the purchaser except to the extent specifically stated in this Notice of Sale. The purchaser will have no responsibility to pay for any of the Issuer's costs of issuance except to the extent specifically stated in this Notice of Sale.

The purchaser will be responsible for the clearance or exemption with respect to the status of the Bonds for sale under securities or "Blue Sky" laws and the preparation of any surveys or memoranda in connection with such sale. The Issuer shall have no responsibility for such clearance, exemption or preparation.

Bond Counsel Opinion

The legality of the issue will be passed upon by Bond Counsel, and the purchaser will be furnished with its opinion, without charge, substantially in the form set forth in Appendix B to the Official Statement. The opinion will state that the Bonds are valid and binding obligations of the Issuer. If the Competitive Sale Rule (as defined below in the “Establishment of Issue Price” section) is met, Bond Counsel will require as a precondition to release of its opinion that the purchaser of such Bonds deliver to it a completed “issue price” certificate, or similar certificate, regarding expectations or public offering prices, as applicable, with respect to the Bonds awarded to such bidder, as described below under “Establishment of Issue Price”.

Establishment of Issue Price

In order to provide the Issuer with information that enables it to comply with certain requirements of the Internal Revenue Code of 1986 (the “Code”), relating to the exclusion of interest on the Bonds from the gross income of their owners, the winning bidder will be required to complete, execute, and deliver to the Issuer at or prior to the delivery of the Bonds an “issue price” or similar certificate setting forth the reasonably expected initial offering price to the Public (the “Initial Offering Price”) or the actual sales price or prices of the Bonds, as circumstances may determine, together with the supporting pricing wires or equivalent communications, with such modifications as may be appropriate or necessary, in the reasonable judgment of Bond Counsel. Communications relating to this “Establishment of Issue Price” section, the completed certificate(s) and any supporting information shall be delivered to (1) Bond Counsel at Sandra Dawson, Esq., Pullman & Comley, LLC, 90 State House Square, Hartford, CT 06103, Telephone: (860) 424-4348, E-mail: sdawson@pullcom.com and (2) the Municipal Advisor at Matthew Spoerndle, Phoenix Advisors, LLC, 53 River Street, Milford, CT 06460, Telephone: (203) 878-4945, E-mail: mspoerndle@muniadvisors.com (the “Municipal Advisor”). Questions related to this “Establishment of Issue Price” section should be directed to Bond Counsel or the Municipal Advisor. For purposes of this “Establishment of Issue Price” section, Bond Counsel may act on behalf of the Issuer and the Municipal Advisor may act on behalf of the Issuer.

By submitting a bid, each bidder is certifying that its bid is a firm offer to purchase the Bonds, is a good faith offer which the bidder believes reflects current market conditions, and is not a “courtesy bid” being submitted for the purpose of assisting in meeting the competitive sale requirements relating to the establishment of the “issue price” of the Bonds pursuant to Section 148 of the Code, including the requirement that bids be received from at least three (3) underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds.

By submitting a bid, a bidder represents to the Issuer that it has an established industry reputation for underwriting new issuances of municipal bonds such as the Bonds, represents that such bidder’s bid is submitted for or on behalf of such bidder by an officer or agent who is duly authorized to bind the bidder to a legal, valid and enforceable contract for the purchase of the Bonds, and understands that upon award by the Issuer that this Notice of Sale constitutes a written contract between such bidder, as winning bidder, and the Issuer.

By submitting a bid, the bidder agrees that if the Competitive Sale Rule (as set forth below) is not met, it will satisfy either the Actual Sales Rule (as set forth below) or the Hold-the-Offering-Price Rule (as set forth below).

Bids will not be subject to cancellation in the event that the competitive sale requirements are not satisfied.

Notification of Contact Information of Winning Bidder. Promptly upon award, the winning bidder shall notify the Municipal Advisor and Bond Counsel of the contact name, telephone number and e-mail address of the person(s) of the winning bidder for purposes of communications concerning this “Establishment of Issue Price” section.

Competitive Sale Rule. The Issuer intends that the provisions of Treasury Regulations Section 1.148-1(f)(3)(i) (defining “competitive sale” for purposes of establishing the issue price of the Bonds) will apply to the initial sale of the Bonds (the “Competitive Sale Rule”) because:

- the Issuer shall disseminate, or have disseminated on its behalf, this Notice of Sale to potential bidders in a manner that is reasonably designed to reach potential bidders;
- all bidders shall have an equal opportunity to bid;
- the Issuer anticipates receiving bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- the Issuer anticipates awarding the sale of the Bonds to the bidder who submits a firm offer to purchase the Bonds at the lowest true interest cost (“TIC”), as set forth in this Notice of Sale.

Competitive Sale Rule Met. The Issuer, or the Municipal Advisor on behalf of the Issuer, shall at the time of award advise the winning bidder if the Competitive Sale Rule has been met. Within two (2) hours of award (or such other time as agreed to by Bond Counsel), the winning bidder shall provide Bond Counsel and the Municipal Advisor, via e-mail, a completed “ISSUE PRICE CERTIFICATE” in the form attached hereto as Attachment A.

Competitive Sale Rule Not Met. In the event that the Competitive Sale Rule is not satisfied, the Issuer, or the Municipal Advisor on behalf of the Issuer, shall at the time of award advise the winning bidder. The Issuer may determine to treat (i) the first price at which ten percent (10%) of a Maturity of the Bonds (the “Actual Sales Rule”) is sold to the Public as the issue price of that Maturity, and/or (ii) the Initial Offering Price to the Public as of the Sale Date of any Maturity of the Bonds as the issue price of that Maturity (the “Hold-the-Offering-Price Rule”), in each case applied on a Maturity-by-Maturity basis. In the event that the Competitive Sale Rule is not satisfied, the winning bidder, by 4:30 p.m. (E.T.) on the Sale Date, shall notify and provide, via e-mail, Bond Counsel and the Municipal Advisor (I) of the first price at which ten percent (10%) of each Maturity of Bonds has been sold to the Public and (II) reasonable supporting documentation

or certifications of such price the form of which is acceptable to Bond Counsel; i.e., those Maturities of the Bonds that satisfy the Actual Sales Rule as of the Sale Date. After such receipt, the Issuer, or Bond Counsel on behalf of the Issuer, shall promptly confirm with the winning bidder, via e-mail, which Maturities of the Bonds shall be subject to the Actual Sales Rule and which Maturities shall be subject to the Hold-the-Offering-Price Rule.

For those Maturities of Bonds subject to the Hold-the-Offering-Price Rule, the winning bidder shall (i) provide Bond Counsel (via e-mail) a copy of pricing wire or equivalent communication for the Bonds (ii) confirm that each Underwriter (as defined below) has offered or will offer all of the Bonds to the Public on or before the date of award at the Initial Offering Prices and (ii) agree, on behalf of each Underwriter participating in the purchase of the Bonds, that each Underwriter will neither offer nor sell unsold Bonds of any Maturity to which the Hold-the-Offering-Price Rule shall apply to any person at a price that is higher than the Initial Offering Price for such Maturity during the period starting on the Sale Date and ending on the earlier of the following:

- (1) the close of the fifth (5th) business day after the Sale Date; or
 - the date on which the Underwriters have sold at least ten percent (10%) of that Maturity of the Bonds to the Public at a price that is no higher than the Initial Offering Price.

The winning bidder shall promptly advise Bond Counsel and the Municipal Advisor, via e-mail, when the Underwriters have sold ten percent (10%) of that Maturity of the Bonds to the Public at a price that is no higher than the Initial Offering Price, if that occurs prior to the close of the fifth (5th) business day after the Sale Date.

By submitting a bid, each bidder confirms that: (i) any agreement among underwriters, any selling group agreement and each third-party distribution agreement (to which the bidder is a party) relating to the initial sale of the Bonds to the Public, together with the related pricing wires, contains or will contain language obligating each Underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such third-party distribution agreement, as applicable, to (A) report the prices at which it sells to the Public the unsold Bonds of each Maturity allotted to it until it is notified by the winning bidder that either the Actual Sales Rule has been satisfied as to the Bonds of that Maturity or all Bonds of that Maturity have been sold to the Public and (B) comply with the Hold-the-Offering-Price Rule, if applicable, in each case if and for so long as directed by the winning bidder and as set forth in the related pricing wires, and (ii) any agreement among underwriters relating to the initial sale of the Bonds to the Public, together with the related pricing wires, contains or will contain language obligating each Underwriter that is a party to a third-party distribution agreement to be employed in connection with the initial sale of the Bonds to the Public to require each broker-dealer that is a party to such third-party distribution agreement to (A) report the prices at which it sells to the Public the unsold Bonds of each Maturity allotted to it until it is notified by the winning bidder or such Underwriter that either the Actual Sales Rule has been satisfied as to the Bonds of that Maturity or all Bonds of that Maturity have been sold to the Public and (B) comply with the Hold-the-Offering-Price Rule, if applicable, in

each case if and for so long as directed by the winning bidder or such Underwriter and as set forth in the related pricing wires.

Sales of any Bonds to any person that is a Related Party (as defined below) to an Underwriter shall not constitute sales to the Public for purposes of this Notice of Sale.

Definitions. For purposes of this “Establishment of Issue Price” section:

- (1) “Maturity” means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate Maturities.
- (2) “Public” means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a Related Party to an Underwriter.
- (3) “Related Party” generally means any two or more persons who have greater than 50% common ownership, directly or indirectly.
- (4) “Underwriter” means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead Underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this definition to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the Bonds to the Public).

Official Statement

For more information regarding the Bonds or the Issuer, reference is made to the Preliminary Official Statement dated September 17, 2024 (the “Official Statement”) describing the Bonds and the financial condition of the Issuer. The Preliminary Official Statement is available in electronic format at <https://munihub.com>, and such electronic access is being provided as a matter of convenience only. Copies of the Preliminary Official Statement may be obtained from Matthew Spoerndle, Phoenix Advisors, LLC, 53 River Street, Milford, CT 06460, Telephone: (203) 878-4945, E-mail: mspoerndle@muniadvisors.com. The Issuer deems such Official Statement to be a final official statement for purposes of complying with Securities and Exchange Commission Rule 15c2-12 (the “Rule”), but such Official Statement is subject to revision or amendment as appropriate. The Issuer will make available to the purchaser a reasonable number of copies of the final Official Statement at the Issuer’s expense, and the final Official Statement will be made available to the purchaser by no later than the earlier of the delivery of the Bonds or by the seventh (7th) business day after the day bids on the Bonds are received. If the Issuer’s Municipal Advisor, is provided with the necessary information from the purchaser by 12:00 o’clock noon on the day after the Sale Date, the copies of the final Official Statement will include an additional cover page and other pages, if necessary, indicating the interest rates, rating(s), yields

or reoffering prices and the name of the managing underwriter of the Bonds, and any corrections. The purchaser shall arrange with the Municipal Advisor the method of delivery of the copies of the final Official Statement to the purchaser. Additional copies of the final Official Statement may be obtained by the purchaser at its own expense by arrangement with the printer.

Continuing Disclosure Agreement

As required by the Rule, the Issuer will undertake, pursuant to a Continuing Disclosure Agreement (the “Agreement”), to provide annual financial information and operating data including audited financial statements, notice of the occurrence of certain events with respect to the Bonds within ten (10) business days of such event, and timely notice of any failure by the Issuer to provide annual reports on or before the date specified in the Agreement. A form of the Agreement is attached to the Official Statement as Appendix C. The purchaser’s obligation to purchase the Bonds shall be conditioned upon its receiving, at or prior to delivery of the Bonds, an executed Agreement.

TOWN OF BERLIN, CONNECTICUT

MARK H. KACZYNSKI
Mayor

W. LEE PALMER, JR.
Interim Town Manager

KEVIN J. DELANEY
Finance Director & Treasurer

September 17, 2024

ATTACHMENT A

ISSUE PRICE CERTIFICATE

(If Competitive Sale Rule Met)

TOWN OF BERLIN, CONNECTICUT
\$ _____ GENERAL OBLIGATION BONDS, ISSUE OF 2024
Dated October __, 2024

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

1. ***Due Authorization.*** The undersigned is a duly authorized representative of [SHORT NAME OF UNDERWRITER], the purchaser of the Bonds.

2. ***Purchase Price.*** The TOWN OF BERLIN, CONNECTICUT (the “Issuer”) sold to [SHORT NAME OF UNDERWRITER], for delivery on or about October __, 2024, the Bonds at a price of par (\$ _____), plus an aggregate net premium of \$ _____ and less an underwriter’s discount of \$ _____, resulting in an aggregate net purchase price of \$ _____.

3. ***Reasonably Expected Initial Offering Price.***

(a) As of September __, 2024 (the “Sale Date”), the reasonably expected initial offering prices of the Bonds to the Public by [SHORT NAME OF UNDERWRITER] are the prices listed in **Schedule A** (the “Expected Offering Prices”). The Expected Offering Prices are the prices for the Maturities of the Bonds used by [SHORT NAME OF UNDERWRITER] in formulating its bid to purchase the Bonds. Attached as **Schedule B** is a true and correct copy of the bid provided by [SHORT NAME OF UNDERWRITER] to purchase the Bonds.

(b) [SHORT NAME OF UNDERWRITER] was not given the opportunity to review other bids prior to submitting its bid.

(c) The bid submitted by [SHORT NAME OF UNDERWRITER] constituted a firm offer to purchase the Bonds.

4. ***Defined Terms.***

(a) “Maturity” means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate Maturities.

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

(c) “Underwriter” means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this definition to participate in the initial sale of the Bonds to the Public (including a member of the selling group or a party to a third-party distribution agreement participating in the initial sale of the Bonds to the Public).

5. ***Representations and Information.*** The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents [SHORT NAME OF UNDERWRITER]’s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986 and the Treasury Regulations thereunder (collectively, the “Code”). The undersigned understands that the foregoing information will be relied upon by the Issuer in making its certification as to issue price of the Bonds under the Code and with respect to compliance with the federal income tax rules affecting the Bonds. Pullman & Comley, LLC, bond counsel, may rely on the foregoing representations in rendering its opinion on the exclusion from federal gross income of the interest on the Bonds, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer relating to the Bonds. Except as set forth above, no third party may rely on the foregoing certifications, and no party may rely hereon for any other purpose.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of September __, 2024.

[UNDERWRITER]

By: _____
Name:
Title:

Schedule A to Issue Price Certificate

<u>Maturity, October 1</u>	<u>Principal Amount (\$)</u>	<u>Interest Rate (%)</u>	<u>Price (\$, not Yield)</u>
2025	455,000		
2026	455,000		
2027	455,000		
2028	455,000		
2029	455,000		
2030	455,000		
2031	455,000		
2032	455,000		
2033	460,000		
2034	460,000		

Schedule B to Issue Price Certificate