

**NEW ISSUE  
BOOK-ENTRY ONLY**

**RATING: S&P: AA (stable outlook)**

*In the opinion of Bond Counsel, based on existing statutes, regulations, rulings and court decisions, the interest on the Series 2026B Bonds is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), subject to the condition that the City comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series 2026B Bonds, and the Series 2026A Bonds and Series 2026B Bonds and interest thereon are exempt from all Arkansas state, county and municipal taxes. In the opinion of Bond Counsel, interest on the Series 2026B Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026B Bonds may be taken into account for the purpose of computing the federal alternative minimum tax imposed on certain corporations. In the opinion of Bond Counsel, interest on the Series 2026A Bonds is includable in gross income for federal income tax purposes. See **TAX MATTERS** herein.*

**\$25,195,000  
CITY OF BELLA VISTA, ARKANSAS  
SALES AND USE TAX BONDS**

**\$8,735,000  
TAXABLE REFUNDING SERIES 2026A**

**\$16,460,000  
IMPROVEMENT SERIES 2026B**

Dated: Date of Delivery

Due: March 1, as shown on the inside front cover

Principal of and interest on the Series 2026A Bonds and the Series 2026B Bonds (collectively, the "2026 Bonds") are payable from a pledge of receipts derived by the City of Bella Vista, Arkansas (the "City") from a 1% sales and use tax levied by the City. Interest on the 2026 Bonds is payable semiannually on March 1 and September 1 in each year, commencing September 1, 2026, and the 2026 Bonds mature (on March 1 of each year), bear interest and are priced to yield as set forth on the inside front cover.

**(FOR THE MATURITY SCHEDULES, SEE THE INSIDE FRONT COVER)**

The 2026 Bonds of each maturity and series will be initially issued as a single registered bond registered in the name of Cede & Co., the nominee of The Depository Trust Company ("DTC"), New York, New York. The 2026 Bonds will be available for purchase in book-entry form only, in denominations of \$5,000 or any integral multiple thereof. Except in limited circumstances described herein, purchasers of the 2026 Bonds will not receive physical delivery of 2026 Bonds. Payments of principal of and interest on the 2026 Bonds will be made by Bank OZK, Little Rock, Arkansas, as the Trustee, directly to Cede & Co., as nominee for DTC, as registered owner of the 2026 Bonds, to be subsequently disbursed to DTC Participants and thereafter to the Beneficial Owners of the 2026 Bonds, all as further described herein.

The 2026 Bonds are offered, subject to prior sale, when, as and if issued and received by the Underwriters named below, subject to the approval of legality by Friday, Eldredge & Clark, LLP, Little Rock, Arkansas, Bond Counsel, and subject to certain other conditions. It is expected that the 2026 Bonds will be available for delivery on or about March 17, 2026.

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



Dated: February 10, 2026

## MATURITY SCHEDULE

### Series 2026A Bonds

\$2,850,000 Serial Bonds

<u>Maturity</u>	<u>Amount</u>	<u>Rate(%)</u>	<u>Yield(%)</u>
2027	\$1,420,000	3.826	3.826
2028	1,430,000	3.906	3.906

\$5,885,000 4.162% Term Bonds due March 1, 2032 to Yield 4.162%

### Series 2026B Bonds

\$5,920,000 Serial Bonds

<u>Maturity</u>	<u>Amount</u>	<u>Rate(%)</u>	<u>Yield(%)</u>
2032	\$ 450,000	5.000	2.650*
2033	1,750,000	4.000	2.800*
2034	1,825,000	4.000	2.900*
2035	1,895,000	4.000	3.000*

\$10,540,000 3.375% Term Bonds due March 1, 2040 to Yield 3.400%

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\* Priced to first optional redemption date, March 1, 2031.

No dealer, broker, salesman or other person has been authorized by the City, the Municipal Advisor or the Underwriters to give any information or to make any representations, other than those contained in this Official Statement, and, if given or made, such other information or representations must not be relied upon as having been authorized by any of the foregoing. This Official Statement does not constitute an offer to sell or other solicitation of an offer to buy, nor shall there be any sale of the 2026 Bonds by any persons in any state in which it is unlawful for such person to make such offer, solicitation or sale. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall under any circumstances create any implication that there has been no change in the affairs of the City since the date hereof.

The 2026 Bonds have not been registered under the Securities Act of 1933, as amended, nor has the Authorizing Ordinance described herein been qualified under the Trust Indenture Act of 1939, as amended, in reliance upon certain exemptions in such terms from such registration and qualification.

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## OFFICIAL STATEMENT

**\$25,195,000**  
**CITY OF BELLA VISTA, ARKANSAS**  
**SALES AND USE TAX BONDS**

**\$8,735,000**  
**TAXABLE REFUNDING SERIES 2026A**

**\$16,460,000**  
**IMPROVEMENT SERIES 2026B**

### INTRODUCTION TO OFFICIAL STATEMENT

This Introduction is subject in all respects to the more complete information contained in this Official Statement. The offering of the bonds to potential investors is made only by means of the entire Official Statement, including the cover page and inside cover page hereof and exhibits hereto. A full review should be made of the entire Official Statement, as well as the Authorizing Ordinance described herein.

This Official Statement of the City of Bella Vista, Arkansas (the "City") is furnished in connection with the offering by the City of its \$8,735,000 principal amount of Sales and Use Tax Bonds, Taxable Refunding Series 2026A (the "Series 2026A Bonds") and its \$16,460,000 principal amount of Sales and Use Tax Bonds, Improvement Series 2026B (the "Series 2026B Bonds"). The Series 2026A Bonds are being issued for the purpose of advance refunding the City's outstanding Sales and Use Tax Bonds, Series 2020 (the "2020 Bonds Refunded") and the City's outstanding Capital Improvement Revenue Bond, dated November 12, 2024 (the "2024 Bond Refunded"), and paying expenses of issuing the Series 2026A Bonds. The Series 2026B Bonds are being issued for the purpose of financing all or a portion of the costs of various capital improvements for the City (collectively, the "2026 Improvements") and paying expenses of issuing the Series 2026B Bonds. See **THE 2026 BONDS, Purposes for 2026 Bonds**.

The City is a city of the first class duly organized under the laws of the State of Arkansas (the "State") and is located in northwest Arkansas. The City is authorized under Amendment No. 62 to the Constitution of the State ("Amendment 62") and Title 14, Chapter 164, Subchapter 3 of the Arkansas Code of 1987 Annotated (the "Authorizing Legislation") to issue capital improvement bonds and to expend the proceeds thereof for the intended purposes. See **THE CITY AND THE COUNTY**.

The Series 2026A Bonds and the Series 2026B Bonds (collectively, the "2026 Bonds") are not general obligations of the City, but are special obligations payable solely from collections from a 1% sales and use tax levied by the City (the "Tax"). See **THE TAX** and **THE 2026 BONDS, Security**. The Tax is levied under the Authorizing Legislation and Ordinance No. 2025-09 of the City adopted August 4, 2025 (the "Tax Ordinance"). The issuance of the 2026 Bonds and the pledging of the Tax to the payment of the principal of and interest on the 2026 Bonds was approved at the special election held November 18, 2025. The Series 2026A Bonds and the Series 2026B Bonds are equally and ratably secured. The 2026 Bonds are being issued pursuant to and in full compliance with Amendment 62 and the Authorizing Legislation and Ordinance No. 2026-03 of the City, adopted on February 3, 2026 (the "Authorizing Ordinance"). See **THE AUTHORIZING ORDINANCE**.

The City has reserved the right in the Authorizing Ordinance to issue additional bonds on a parity of security with the 2026 Bonds (the "Additional Parity Bonds"). See **THE 2026 BONDS, Security**.

The 2026 Bonds will be initially issued in book-entry form and purchasers of 2026 Bonds will not receive certificates representing their interest in the 2026 Bonds purchased. See **THE 2026 BONDS, Book-Entry Only System**. The 2026 Bonds will contain such other terms and provisions as described herein. See **THE 2026 BONDS, Generally**.

The 2026 Bonds are issuable only as fully registered bonds, without coupons, in the denomination of \$5,000 or an integral multiple thereof. Interest is payable September 1, 2026, and semiannually thereafter on each March 1 and September 1. Unless the 2026 Bonds are in book-entry form, payment

of principal of the 2026 Bonds will be made to the owners of the 2026 Bonds at the principal office of Bank OZK, Little Rock, Arkansas, as trustee and paying agent for the 2026 Bonds (the "Trustee"). Interest is payable by the Trustee to the registered owners as of the record date for each interest payment date. The record date for payment of interest on the 2026 Bonds shall be the fifteenth day of the calendar month next preceding each interest payment date. A 2026 Bond may be transferred, in whole or in part (in integral multiples of \$5,000), but only upon delivery of the 2026 Bond, together with a written instrument of transfer, to the Trustee. See **THE 2026 BONDS**, Generally, and Book-Entry Only System.

The 2026 Bonds are subject to extraordinary redemption from proceeds of the 2026 Bonds not needed for the purposes intended and from Surplus Tax Receipts (as hereinafter defined). The 2026 Bonds are subject to optional redemption on and after March 1, 2031. The Series 2026A Bonds maturing on March 1, 2032 and the Series 2026B Bonds maturing on March 1, 2040 are subject to mandatory sinking fund redemption as described herein. The Trustee shall give at least thirty (30) days notice of redemption. See **THE 2026 BONDS**, Redemption.

Under existing law and assuming compliance with certain covenants described herein, (i) interest on the Series 2026B Bonds is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), (ii) interest on the Series 2026B Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026B Bonds may be taken into account for the purpose of computing the federal alternative minimum tax imposed on certain corporations, (iii) the 2026 Bonds and interest thereon are exempt from all State, county and municipal taxes and (iv) interest on the Series 2026A Bonds is includable in gross income for federal income tax purposes. See **TAX MATTERS**.

It is expected that the 2026 Bonds will be available for delivery on or about March 17, 2026, through the facilities of The Depository Trust Company in New York, New York.

The City and the Trustee will enter into a Continuing Disclosure Agreement in order to assist the Underwriters in complying with Securities and Exchange Commission Rule 15c2-12(b)(5) (the "Continuing Disclosure Agreement"). See **CONTINUING DISCLOSURE AGREEMENT**.

This Official Statement speaks only as of its date, and the information contained herein is subject to change. Copies of the Authorizing Ordinance, summarized herein, and the Continuing Disclosure Agreement, are available upon request from Crews & Associates, Inc., 4007 N. Rodney Parham, Little Rock, Arkansas 72212, Attention: Public Finance and Stephens Inc., 111 Center Street, Suite 100, Little Rock, Arkansas 72201, Attention: Public Finance.

## **THE 2026 BONDS**

Book-Entry Only System. The Depository Trust Company ("DTC"), New York, New York, or its successor, will act as securities depository for the 2026 Bonds. The 2026 Bonds will each be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered 2026 Bond certificate for each maturity and series will be issued in the principal amount of the maturity and will be deposited with DTC.

DTC 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 securities that its 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"). 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](http://www.dtcc.com).

Purchases of 2026 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the 2026 Bonds on DTC's records. The ownership interest of each actual purchaser of each 2026 Bond (referred to herein as "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 2026 Bonds are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interest in 2026 Bonds, except in the event that use of the book-entry system for the 2026 Bonds is discontinued.

To facilitate subsequent transfers, all 2026 Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. or such other name as may be requested by an authorized representative of DTC. The deposit of 2026 Bonds 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 2026 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such 2026 Bonds are credited, which may or may not be the Beneficial Owners. Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

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

Redemption notices will be sent to Cede & Co. If fewer than all of the 2026 Bonds are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the 2026 Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the 2026 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal, interest and premium, if any, payments on the 2026 Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the City or Trustee, on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing

instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Trustee, or the City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal, interest and premium, if any, to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Trustee, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the 2026 Bonds at any time by giving reasonable notice to the City or the Trustee. Under such circumstances, in the event that a successor securities depository is not obtained, 2026 Bonds are required to be printed and delivered. The City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, 2026 Bonds will be printed and delivered.

The information concerning DTC and DTC's book-entry system set forth above has been obtained from DTC. Neither the Underwriters nor the City make any representation or warranty regarding the accuracy or completeness thereof.

**So long as the 2026 Bonds are in book-entry only form, Cede & Co., as nominee for DTC, will be treated as the sole owner of the 2026 Bonds for all purposes under the Authorizing Ordinance, including receipt of all principal of and interest on the 2026 Bonds, receipt of notices, voting and requesting or directing the Trustee to take or not to take, or consenting to, certain actions under the Authorizing Ordinance. The City and the Trustee have no responsibility or obligation to the Participants or the Beneficial Owners with respect to (a) the accuracy of any records maintained by DTC or any Participant; (b) the payment by any Participant of any amount due to any Beneficial Owner in respect of the principal of and interest on the 2026 Bonds; (c) the delivery or timeliness of delivery by any Participant of any notice to any Beneficial Owner which is required or permitted under the terms of the Authorizing Ordinance to be given to owners of 2026 Bonds; or (d) other action taken by DTC or Cede & Co. as owner of the 2026 Bonds.**

Generally. The 2026 Bonds are dated, mature and bear interest as set forth on the inside front cover of this Official Statement. The principal of the 2026 Bonds is payable upon presentation and surrender at the principal office of the Trustee. Payment of interest on the 2026 Bonds will be made to each registered owner thereof by check or draft mailed by the Trustee to such owner at his address as such name and address appear on the registration book of the City kept by the Trustee on the record date which is the fifteenth day of the calendar month next preceding the calendar month in which such interest payment date falls. All such payments will be made in lawful money of the United States of America.

The 2026 Bonds are issuable in the form of registered bonds without coupons in the denomination of \$5,000 each or any integral multiple thereof, interchangeable in accordance with the provisions of the Authorizing Ordinance. In the event any 2026 Bond is mutilated, lost or destroyed, the City shall, if not then prohibited by law, execute and the Trustee may authenticate a new 2026 Bond in accordance with the provisions therefor in the Authorizing Ordinance.

Each 2026 Bond is transferable by the registered owner thereof or by his attorney duly authorized in writing at the principal office of the Trustee. Upon such transfer a new fully registered 2026 Bond or 2026 Bonds of the same maturity and series, of authorized denomination or denominations, for the same aggregate principal amount will be issued to the transferee in exchange therefor.

No charge shall be made to any owner of any 2026 Bond for the privilege of registration, but any owner of any 2026 Bond requesting any such registration shall pay any tax or other governmental charge required to be paid with respect thereto. Except as otherwise provided in the immediately preceding sentence, the cost of preparing each new 2026 Bond upon each exchange or transfer and any other expenses of the City or the Trustee incurred in connection therewith shall be paid by the City. Neither

the City nor the Trustee shall be required to transfer or exchange any 2026 Bond selected for redemption in whole or in part.

The person in whose name any 2026 Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of the principal or interest of any 2026 Bond shall be made only to or upon the order of the registered owner thereof or his legal representative, but such registration may be changed as hereinabove provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon such 2026 Bond to the extent of the sum or sums so paid.

In any case where the date of maturity of interest on or principal of the 2026 Bonds or the date fixed for redemption of any 2026 Bonds shall be a Saturday or Sunday or shall be in the State a legal holiday or a day on which banking institutions are authorized by law to close, then payment of interest or principal need not be made on such date but may be made on the next succeeding business day with the same force and effect as if made on the date of maturity or the date fixed for redemption, and no interest shall accrue for the period after the date of maturity or date fixed for redemption.

Redemption. The 2026 Bonds are subject to extraordinary, optional and mandatory sinking fund redemption prior to maturity as follows:

(1) Extraordinary Redemption. The 2026 Bonds shall be redeemed from proceeds of the 2026 Bonds not needed for the purposes intended and from Surplus Tax Receipts (hereinafter defined), at least annually, in inverse order of maturity (and by lot within a maturity in such manner as the Trustee shall determine), in whole at any time or in part on any interest payment date, at a redemption price equal to the principal amount being redeemed plus accrued interest to the redemption date. The 2026 Bonds and Additional Parity Bonds shall be redeemed from Surplus Tax Receipts in the order of priority set forth below. In the case of the redemption of 2026 Bonds from unspent proceeds, the 2026 Bonds to be redeemed will be the series of 2026 Bonds from which the unspent proceeds were derived.

"Surplus Tax Receipts" are collections of the Tax in excess of the amount necessary to (1) ensure the prompt payment of the principal, interest on, Trustee's and administrative fees and expenses in connection with the 2026 Bonds and any Additional Parity Bonds and (2) pay any arbitrage rebate due under Section 148(f) of the Code.

The City shall apply 100% of the Surplus Tax Receipts to the redemption of the 2026 Bonds and Additional Parity Bonds in the following order of priority; first, the Series 2026A Bonds until fully paid, second, the Series 2026B Bonds until fully paid and third, the Additional Parity Bonds. In the event of a redemption from Surplus Tax Receipts, the bonds of a particular series shall be redeemed in inverse order of maturity and by lot within a maturity in such manner as the Trustee shall determine.

In case of any defeasance of the 2026 Bonds, redemption of defeased 2026 Bonds shall be scheduled on the basis of mandatory redemption requirements and assuming annual Tax receipts in an amount equal to receipts for the most recent twelve-month period prior to the defeasance being authorized by the City.

(2) Optional Redemption. The 2026 Bonds are subject to redemption at the option of the City, from funds from any source, on and after March 1, 2031, in whole or in part at any time, at a redemption price equal to the principal amount being redeemed plus accrued interest to the redemption date. If fewer than all of the 2026 Bonds shall be called for redemption, the series and the particular maturities of such series of the 2026 Bonds to be redeemed shall be selected by the City in its discretion. If fewer than all of the 2026 Bonds of a particular series of any one maturity shall be called for redemption, the particular 2026 Bonds or portion thereof to be redeemed from such maturity shall be selected by lot by the Trustee.

(3) Mandatory Sinking Fund Redemption. To the extent not previously redeemed, the Series 2026A Bonds maturing on March 1, 2032 are subject to mandatory sinking fund redemption by lot in such manner as the Trustee shall determine, on March 1 in the years and in the amounts set forth below, at a redemption price equal to the principal amount being redeemed plus accrued interest to the date of redemption:

Series 2026A Bonds Maturing March 1, 2032

<u>Year</u> <u>(March 1)</u>	<u>Principal Amount</u>
2029	\$1,490,000
2030	1,550,000
2031	1,615,000
2032 (maturity)	1,230,000

To the extent not previously redeemed, the Series 2026B Bonds maturing on March 1, 2040 are subject to mandatory sinking fund redemption by lot in such manner as the Trustee shall determine, on March 1 in the years and in the amounts set forth below, at a redemption price equal to the principal amount being redeemed plus accrued interest to the date of redemption:

Series 2026B Bonds Maturing March 1, 2040

<u>Year</u> <u>(March 1)</u>	<u>Principal Amount</u>
2036	\$1,970,000
2037	2,040,000
2038	2,105,000
2039	2,175,000
2040 (maturity)	2,250,000

In the case of any redemption of 2026 Bonds prior to maturity, the Trustee shall mail or send via other standard means, including electronic or facsimile communication, a copy of the redemption notice to the registered owners of the 2026 Bonds to be redeemed, in each case not less than 30 nor more than 60 days prior to the date of redemption. After the date for redemption no further interest shall accrue on any 2026 Bond called for redemption if funds for redemption of such 2026 Bond have been deposited with the Trustee as provided in the Authorizing Ordinance.

Notwithstanding the above, so long as the 2026 Bonds are issued in book-entry only form, if fewer than all the 2026 Bonds of a particular series are called for redemption, the particular 2026 Bonds to be redeemed will be selected pursuant to the procedures established by DTC. So long as the 2026 Bonds are issued in book-entry only form, notice of redemption will be given only to Cede & Co., as nominee for DTC. **The Trustee will not give any notice of redemption to the Beneficial Owners of the 2026 Bonds.**

Otherwise, any selection of 2026 Bonds of a particular series by lot shall be effected by the Trustee, by any method chosen by the Trustee in its discretion.

Purposes for 2026 Bonds. At the special election held November 18, 2025, there were approved the issuance of bonds (including the 2026 Bonds and additional bonds expected to be issued in the future as Additional Parity Bonds) in the aggregate principal amount of \$34,395,000 for the following purposes:

- (a) refunding the 2020 Bonds Refunded - \$6,175,000;
- (b) refunding the 2024 Bond Refunded – \$5,120,000;

(c) financing all or a portion of the costs of renovations and improvements to the city offices and fire station #1 at the fire and city administration complex and any furnishings, equipment and parking, lighting, street and utility improvements related thereto (the "Fire and City Administration Complex Improvements") - \$8,000,000;

(d) financing all or a portion of the costs of facilities and apparatus for the fire department, including particularly, without limitation, a new fire station (fire station #5), a new fire truck and upgrades to existing ambulances, and any land acquisition, furnishings, equipment and parking, lighting, street and utility improvements related thereto (the "Fire Improvements") - \$6,000,000;

(e) financing all or a portion of the costs of improvements to existing streets and any curb, gutter and drainage improvements related thereto and equipment for the street department (the "Street Improvements") - \$6,100,000; and

(f) financing all or a portion of the costs of facilities, vehicles and apparatus for the police department, including particularly, without limitation, communication facilities and equipment and new police cars (the "Police Improvements") - \$3,000,000.

The Series 2026A Bonds are being issued for the purpose of accomplishing the refunding of the 2020 Bonds Refunded and the 2024 Bond Refunded (the "Refunding").

The refunding of the 2020 Bonds Refunded will be accomplished by the defeasance method. A portion of the proceeds of the Series 2026A Bonds and available funds held in connection with the 2020 Bonds Refunded will be held by the trustee for the 2020 Bonds Refunded (the "2020 Trustee") and invested in United States Treasury Obligations that will mature and bear interest at such times and in such amounts as will, together with uninvested cash, provide a cash flow sufficient to pay scheduled principal and interest on the 2020 Bonds Refunded to and including April 1, 2027 and to redeem the 2020 Bonds Refunded according to the extraordinary redemption provisions of the 2020 Bonds Refunded on April 1, 2026, October 1, 2026 and April 1, 2027.

The refunding of the 2024 Bond Refunded will be accomplished by the defeasance method. A portion of the proceeds of the Series 2026A Bonds and available funds held in connection with the 2024 Bond Refunded will be held by Bank OZK (the "2024 Escrow Agent") and invested in United States Treasury Obligations that will mature and bear interest at such times and in such amounts as will, together with uninvested cash, provide a cash flow sufficient to pay scheduled principal and interest on the 2024 Bond Refunded to and including December 1, 2026 and to redeem the 2024 Bond Refunded maturing after December 1, 2026, on December 1, 2026.

The Series 2026B Bonds are being issued for the purpose of accomplishing the Fire and City Administration Complex Improvements, the Street Improvements, the Police Improvements and a portion of the Fire Improvements. The principal amount of the Series 2026B Bonds, plus net original issue premium allocated thereto, are allocated approximately as follows:

Fire and City Administration Complex Improvements	\$7,635,217
Street Improvements	5,934,040
Police Improvements	2,574,795
Fire Improvements	610,594

The balance of the voter approved bonds for Fire and City Administration Complex Improvements, Street Improvements and Police Improvements will not be issued. The balance of the voter approved bonds for the Fire Improvements are expected to be issued as Additional Parity Bonds and will be limited to approximately \$5,385,000 in aggregate principal amount. The City expects to issue the Additional Parity Bonds in 2028.

The sources and uses of funds are estimated by the City as follows:

SOURCES:	Series 2026A <u>Bonds</u>	Series 2026B <u>Bonds</u>	<u>Total</u>
Principal Amount of 2026 Bonds	\$8,735,000	\$16,460,000	\$25,195,000
Existing Funds for Bonds Refunded	2,943,429	--	2,943,429
Net Original Issue Premium	<u>          --</u>	<u>294,646</u>	<u>294,646</u>
 Total Sources	 \$11,678,429	 \$16,754,646	 \$28,433,075
 USES:			
Costs of 2026 Improvements	--	\$16,452,000	\$16,452,000
Costs of Refunding	\$11,509,822	--	11,509,822
Underwriters' Discount	56,778	106,990	163,768
Costs of Issuance	<u>111,829</u>	<u>195,656</u>	<u>307,485</u>
 Total	 \$11,678,429	 \$16,754,646	 \$28,433,075

The payment of Underwriters' discount and the costs of issuing the 2026 Bonds relating to the payment of professional fees will be contingent on the 2026 Bonds being issued. See **MISCELLANEOUS, Underwriting** for a description of the Underwriters' discount.

The City will remit the net proceeds of the Series 2026A Bonds (principal amount less Underwriters' discount and certain issuance costs) to the 2020 Trustee and the 2024 Escrow Agent for the purpose of accomplishing the Refunding.

The City will deposit the net proceeds of the Series 2026B Bonds (principal amount plus any original issue premium less any original issue discount, Underwriters' discount and certain issuance costs) into four construction funds established in the Trustee (each a "Construction Fund" and collectively, the "Construction Funds"). Moneys contained in each Construction Fund will be disbursed in payment of costs of the respective 2026 Improvements, paying necessary expenses incidental thereto and paying costs of issuance. Each Construction Fund will be designated to reflect the purpose, e.g., Street Construction Fund, and will have deposited therein a pro rata portion of Series 2026B Bond proceeds based upon principal amount. Moneys in each Construction Fund shall be used only for the specific 2026 Improvements related thereto.

Disbursements shall be on the basis of requisitions which shall contain at least the following information: the person to whom payment is being made; the amount of the payment; the account from which the payment is to be made; the purpose by general classification of the payment; and that the payment is a proper charge on the account. For a description of how the 2026 Bond proceeds are to be invested pending use and the provisions governing those investments, see **THE AUTHORIZING ORDINANCE, Investments**.

**Security.** The 2026 Bonds are not general obligations of the City but are special obligations, equally and ratably secured by a pledge of collections of the Tax ("Tax receipts"). Tax receipts must first be used to pay the principal of and interest on the 2026 Bonds and Additional Parity Bonds and thereafter to pay the Trustee's fees and expenses and other administrative charges and any arbitrage rebate due under Section 148(f) of the Code. The 2026 Bonds are secured under the Authorizing Ordinance. For a summary of the terms of the Authorizing Ordinance, see **THE AUTHORIZING ORDINANCE**.

There is no debt service reserve securing the 2026 Bonds.

The City covenants that it will not issue any additional bonds, or incur any additional obligations, secured by a lien on the Tax receipts, except as hereinafter set forth. The City may issue bonds or incur obligations on a parity with the lien on the Tax receipts securing the 2026 Bonds ("Additional Parity

Bonds") so long as the City has received collections of a 1% sales and use tax for the twelve-month period ending on the last day of the month preceding the date that the Additional Parity Bonds are authorized by the City to be issued, in an amount equal to or in excess of 175% of the maximum annual debt service for the 2026 Bonds, any outstanding Additional Parity Bonds and the Additional Parity Bonds proposed to be issued. Notwithstanding the above, nothing herein shall be construed to prohibit the City from refunding any 2026 Bonds and pledging the Tax receipts to the refunding bonds on a parity with the non-refunded bonds and such refunding bonds shall be a part of the Additional Parity Bonds hereunder. The City has agreed not to issue the balance of the voter approved bonds for the Fire and City Administration Complex Improvements, the Street Improvements and the Police Improvements as Additional Parity Bonds.

### **THE CITY AND THE COUNTY**

Generally. The City became officially incorporated as a city of the first class in 2007 after voters approved the City's incorporation at a special election held November 7, 2006. The City was originally a residential community governed by the Bella Vista Village Property Owners Association (the "POA"). The City currently provides services such as fire and public safety, street maintenance, building and code enforcement, public library services and trash pick-up. The POA continues to provide services such as park and recreational services, and the POA operates the water system for residents of the City.

Location. The City is located in Benton County (the "County") which is in northwest Arkansas. The City is located 224 miles northwest of Little Rock, Arkansas and 118 miles east of Tulsa, Oklahoma.

Population. Resident population in the City and the County have been as follows:

<u>Year</u>	<u>City</u>	<u>County</u>
1980	2,589	78,115
1990	9,083	97,499
2000	16,582	153,406
2010	26,461	221,339
2020	30,104	284,333
2024*	33,274	321,566

\*Estimate as of July 1.

Transportation. The City is served by Interstate 49 and U.S. Highway No. 71. The nearest commercial airport is the Northwest Arkansas Regional Airport, which is located 20 miles away in Highfill, Arkansas. Several motor freight carriers make daily shipments from the City to major cities across the United States.

Government. The City has the Mayor-City Council form of government. The names, occupations and terms of the Mayor, City Clerk and members of the City Council are:

<u>Name</u>	<u>Occupation</u>	<u>Term Expires</u>
John D. Flynn	Mayor	December 31, 2026
Wanda Lepillez Krug	City Clerk	December 31, 2026
Travis Harp	Manager, Walmart	December 31, 2028
Wendy Hughes	Instructional Aide, Elementary School	December 31, 2026
Shea Newport	Manager, Walmart	December 31, 2028
Larry Wilms	Retired	December 31, 2026
Anna Isbell	Executive, Sam's Club	December 31, 2028
Craig Honchell	Unemployed	December 31, 2026

Medical Facilities. The nearest hospitals to the City are Mercy Hospital Northwest Arkansas, a 200 bed facility located approximately 15 miles away, and Northwest Medical Center – Bentonville, a 128-bed facility located approximately 13 miles away.

Financial Institutions. The City is currently served by branches of Arvest Bank, Bank OZK and First Western Bank.

Education. Primary and secondary education for the City's inhabitants is provided by the public school systems in Bentonville, Gravette and Pea Ridge. The University of Arkansas Fayetteville is located approximately 37 miles away from the City, and Northwest Arkansas Community College is located approximately 13 miles away from the City.

Economy. Set forth below are the major employers in the City:

<u>Employer</u>	<u>Product or Service</u>	<u>Number of Employees</u>
Bella Vista Property Owners Association	Recreation Services and Water	426
City of Bella Vista	Government	218
Concordia Senior Retirement Community	Senior Services	61
Mercy Health System	Medical Services	60
Allen's	Grocery Store	53
Harp's	Grocery Store	50
T.H. Rogers	Hardware Store	22

Litigation. There is no litigation or administrative proceeding pending or threatened against the City that would materially adversely affect the City's financial condition.

County Economic Data. Per capita personal income estimates for the County are as follows:<sup>(1)</sup>

<u>Year</u>	<u>Per Capita Personal Income</u>
2019	\$ 82,922
2020	83,068
2021	102,736
2022	116,838
2023	123,114

Total personal income estimates for the County are as follows: <sup>(1)</sup>

<u>Year</u>	<u>Total Personal Income</u>
2019	\$23,022,905,000
2020	23,808,645,000
2021	30,234,965,000
2022	35,380,968,000
2023	38,290,146,000

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<sup>(1)</sup> Source: U.S. Bureau of Economic Analysis.

Set forth below are the annual average unemployment rates for the City, County and State since 2020 according to the Arkansas Department of Workforce Services:

<u>Year</u>	<u>Annual Average Unemployment Rate (%)</u>		
	<u>City</u>	<u>County</u>	<u>State</u>
2020	5.4	4.5	6.1
2021	3.6	2.8	4.0
2022	3.0	2.3	3.2
2023	3.0	2.4	3.1
2024	3.3	2.7	3.5
2025*	3.9	3.1	4.1

\* Preliminary as of August.

### THE TAX

Generally. Pursuant to the Authorizing Legislation and the Tax Ordinance, the City has levied the Tax, which is a tax within the City on all items which are subject to taxation under The Arkansas Gross Receipts Act of 1941 and a tax on the receipts from storing, using or consuming tangible personal property under The Arkansas Compensating (Use) Tax Act of 1949. Pursuant to the Authorizing Ordinance, the City has pledged the Tax receipts to the payment of the 2026 Bonds. The Tax was approved as security for the 2026 Bonds at the special election held November 18, 2025. The Tax, which replaces a 1% sales and use tax pledged to the 2020 Bonds Refunded (the "Existing 1% Tax"), will not take effect until the day following the date the Existing 1% Tax expires.

The Streamline Sales and Use Tax Agreement ("Streamline") has been adopted by the State and became effective on January 1, 2008. Streamline amended Arkansas sales and use tax law to allow the State to collect sales and use taxes from internet sales from vendors outside the State. Streamline limits the collection of the local sales and use tax on the first \$2,500 of sales proceeds only on the following sales: motor vehicles, aircraft, watercraft, modular homes, manufactured homes or mobile homes. There is no limit of the amount of local sales and use tax to be paid on all other items. The State allows businesses, nonprofits and governmental entities to file for a credit or rebate on a local sales and use tax if the amount on an invoice totals more than \$2,500 on certain qualified purchases. Claims for credit or rebates must be filed with the Arkansas Department of Finance and Administration ("DF&A") within one year from the date of purchase or one year from the date of payment, if later. DF&A will then cause the State Treasurer to withhold the amount of the refund from future disbursements to the local government levying the sales and use tax.

Pursuant to Arkansas Code Annotated Section 26-52-444, the State has created an annual sales tax holiday in which clothing (which are less than \$100 per item), clothing accessories or equipment (which are less than \$50 per item), electronic devices, school art supplies, school instructional materials and school supplies are exempt from taxation under The Arkansas Gross Receipts Act of 1941. The annual sales tax holiday is from 12:01 a.m. on the first Saturday in August until 11:59 p.m. the following Sunday.

Set forth in Exhibit A attached hereto is a summary of certain provisions of the statutes authorizing the Tax. The summary does not purport to be complete statements of the laws. Reference is made to the Arkansas Code Annotated §§26-52-101 et seq. and 26-53-101 et seq. for the full text and complete descriptions of such provisions.

Administration. Pursuant to the Authorizing Legislation, the Commissioner of Revenues of the State (the "Commissioner") performs all functions incidental to the administration, collection, enforcement and operation of the Tax. All Tax receipts collected, less certain charges payable and retainage due the Commissioner for administrative services in the amount of 3% of the gross Tax receipts, shall be

remitted by the State Treasurer to the Trustee monthly for deposit into the Bond Fund. See **THE AUTHORIZING ORDINANCE, The Bond Fund**.

Historical Tax Receipts. The Tax will replace the Existing 1% Tax currently pledged to the 2020 Bonds Refunded. Collections of the Existing 1% Tax in the City have been as follows since 2021:

	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>	<u>2026</u>
January	\$239,964.30	\$303,192.97	\$337,695.24	\$359,890.83	\$369,756.47	\$404,633.28
February	272,804.14	312,377.38	296,740.85	351,952.15	418,126.42	N/A
March	199,265.61	283,050.27	319,283.37	297,433.01	349,540.84	N/A
April	212,208.44	273,655.53	297,900.94	314,857.43	336,895.88	N/A
May	303,235.70	339,090.98	340,688.83	373,691.26	416,371.04	N/A
June	274,644.25	308,838.02	319,040.60	342,842.74	391,337.72	N/A
July	253,862.41	302,068.55	329,508.34	350,479.98	405,249.72	N/A
August	302,956.41	321,380.37	337,374.26	358,045.10	399,780.96	N/A
September	300,239.77	342,074.46	339,769.34	354,909.57	413,529.31	N/A
October	293,554.02	309,011.52	333,290.60	351,703.17	392,644.83	N/A
November	297,367.23	290,750.12	330,632.74	384,924.50	411,363.60	N/A
December	299,944.80	326,334.67	332,121.33	376,916.90	397,242.17	N/A
Total	\$3,250,047.08	\$3,711,824.84	\$3,914,046.44	\$4,217,646.64	\$4,701,838.96	\$404,633.28

TAXES ARE COLLECTED IN ONE MONTH AND RECEIVED BY THE LEVYING ENTITY TWO MONTHS LATER (For example, collections shown in June in the chart above are taxes paid in the City in April).

Collections of the Existing 1% Tax for the twelve-month period ended January 31 have been as follows for the periods indicated below:

<u>Period</u>	<u>Collections of Existing 1% Tax</u>
Feb 1, 2021 – January 31, 2022	\$3,313,275.75
Feb 1, 2022 – January 31, 2023	3,746,327.11
Feb 1, 2023 – January 31, 2024	3,936,242.03
Feb 1, 2024 – January 31, 2025	4,227,512.28
Feb 1, 2025 – January 31, 2026	4,736,715.77

Future Tax Receipts. Tax receipts will be contingent upon the sale and use of property and services within the City, which activity is generally dependent upon economic conditions within the City. Also, Tax receipts may be affected by changes to transactions exempted from the Tax made by legislation adopted by the General Assembly of the State or by the people of the State in the form of a constitutional amendment or initiated act. In the past the General Assembly of the State has considered new exemptions to the Tax, such as food sales, which, if adopted, would materially reduce Tax receipts. The City has no control over actions of the General Assembly or the people of the State and cannot predict whether changes to the Tax may be made. Accordingly, the City cannot predict with certainty the expected amount of Tax receipts to be received and, therefore, there can be no assurance that Tax receipts will be sufficient to pay the principal of and interest on the 2026 Bonds.

The United States Supreme Court held in *S. Dakota v. Wayfair, Inc.*, No. 17-494, 2018 WL 3058015 (U.S. June 21, 2018) that in certain circumstances retailers can be required to collect sales tax even in states where they have no physical presence. The Arkansas General Assembly passed Act 822 of 2019, which was signed by the Governor of the State on April 9, 2019, that requires out-of-state sellers without a physical presence in the State to collect and remit sales and use taxes to the State on annual sales of more than \$100,000 from products and services delivered into the State. Alternatively, such sellers would be required to collect and remit sales and use taxes to the State if sales of products and

services for delivery in the State consist of 200 or more transactions. These thresholds are identical to those imposed by the United States Supreme Court in *S. Dakota v. Wayfair, Inc.*

### THE AUTHORIZING ORDINANCE

Set forth below is a summary of certain portions of the Authorizing Ordinance. This summary does not purport to be comprehensive and reference is made to the full text of the Authorizing Ordinance for a complete description of its provisions. **Unless the context clearly indicates otherwise, all references under this heading to the "Bonds" shall include the 2026 Bonds and the Additional Parity Bonds.** The City will covenant as set forth below in the Authorizing Ordinance.

The Bond Fund. (a) The Trustee shall deposit all Tax receipts as and when received into a special fund of the City in the Trustee which is created by the Authorizing Ordinance and designated "2026 Sales and Use Tax Bond Fund" (the "Bond Fund"), for the purpose of providing funds for the payment of principal of and interest on the Bonds as they become due at maturity or at redemption prior to maturity, the Trustee's fees and expenses and other administrative charges and any arbitrage rebate due under Section 148(f) of the Code. Moneys in the Bond Fund shall be used on each interest payment date (or in the case of a rebate or bond redemption payment under clauses (5) or (6), on any date due) in the following order of priority as and when necessary:

- (1) to pay the interest on the Bonds then due; and
- (2) to pay the principal of the Bonds then due at maturity or upon mandatory sinking fund redemption; and
- (3) to make provision in the Bond Fund for payment of one-half of the principal next due on the Bonds at maturity or upon mandatory sinking fund redemption if principal is not due on such interest payment date; and
- (4) to pay the Trustee's fee and expenses and other administrative charges then due; and
- (5) to pay the amount which is payable as arbitrage rebate to the United States Treasury under Section 148(f) of the Code; and
- (6) to redeem Bonds prior to maturity.

(b) There shall be established and maintained in the Bond Fund a Redemption Account into which shall be deposited all funds in the Bond Fund available for the redemption of the Bonds arising from Surplus Tax Receipts and transfers from the Construction Funds. Moneys in the Redemption Account shall be used to redeem the Bonds prior to maturity.

(c) When the moneys in the Bond Fund shall be and remain sufficient to pay (1) the principal of all the Bonds then outstanding, (2) interest on the Bonds until the next interest payment date, (3) the Trustee's fees and expenses and other administrative charges and (4) any arbitrage rebate due the United States Treasury under Section 148(f) of the Code, there shall be no obligation to make any further payments into the Bond Fund and any Tax receipts remaining in the Bond Fund after the principal of, premium, if any and interest on the Bonds have been paid may be used by the City for any lawful purpose.

Investments. (a) Moneys held for the credit of the Bond Fund shall be invested and reinvested in Permitted Investments (as hereinafter defined), which will mature, or which will be subject to redemption by the holder thereof, at the option of the holder, not later than the date or dates on which the money shall be required for the payment of the principal of and interest on the Bonds when due.

(b) Moneys held for the credit of each Construction Fund may be invested and reinvested in Permitted Investments (as hereinafter defined) or other investments permitted by State law, which shall mature, or which shall be subject to redemption by the holder thereof, at the option of such holder, not later than the date or dates when such money will be required for the purposes intended.

(c) Obligations purchased as an investment of any fund or account shall be deemed at all times a part of such fund. Any profit or loss realized on investments of moneys in any fund shall be charged to said fund.

(d) The Trustee shall so invest and reinvest pursuant to the direction of the City and in the Trustee's discretion in the absence of any direct instructions from the City.

(e) "Permitted Investments" are defined as (i) direct or fully guaranteed obligations of the United States of America ("Government Securities"), (ii) direct obligations of an agency, instrumentality or government-sponsored enterprise created by an act of the United States Congress and authorized to issue securities or evidences of indebtedness, regardless of whether the securities or evidences of indebtedness are guaranteed for repayment by the United States Government, (iii) certificates of deposit or demand deposits of banks, including the Trustee, which are insured by Federal Deposit Insurance Corporation or, if in excess of insurance coverage, collateralized by Government Securities or other securities authorized by Arkansas law to secure public funds or (iv) money market funds invested exclusively in Government Securities and the obligations described in (ii) above.

(f) All investments and deposits in the Bond Fund shall have a par value (or market value when less than par, exclusive of accrued interest) at all times at least equal to the amount of money credited to such fund and shall be made in such a manner that the money required to be expended from any fund will be available at the proper time or times.

(g) Investments of moneys in all funds shall be valued in terms of current market value as of the last day of each year, except that direct obligations of the United States (State and Local Government Series) in book entry form shall be continuously valued at par or face principal amount.

Certain Covenants. The City covenants that: (a) it will not take, suffer or permit any action which may cause the interest payable on the Series 2026B Bonds to be included in gross income for federal income tax purposes, including any use of proceeds of the sale of the Series 2026B Bonds or Tax receipts directly or indirectly in such manner as to cause the Series 2026B Bonds to be treated as "arbitrage bonds" within the meaning of Section 148 of the Code.

(b) It will not use or permit the use of the 2026 Improvements or the proceeds of the Series 2026B Bonds in such manner as to cause the Series 2026B Bonds to be private activity bonds within the meaning of Section 141 of the Code.

(c) It will faithfully and punctually perform all duties with reference to the Tax and the Bonds, required by the Constitution and laws of the State and by the Authorizing Ordinance, including the collection of Tax, as therein specified and covenanted, the segregating of the Tax receipts and the applying of the Tax receipts as provided in the Authorizing Ordinance.

(d) It will make any arbitrage rebate payment due the United States under Section 148(f) of the Code from moneys in the Bond Fund.

Defaults and Remedies. (a) If there be any default in the payment of the principal of and interest on the Bonds, or if the City defaults in the performance of any covenant contained in the Authorizing Ordinance, the Trustee may, and upon the written request of the owners of not less than 10% in principal amount of the Bonds then outstanding shall, by proper suit compel the performance of the duties of the officials of the City and officials of the State, under the Authorizing Ordinance, to take any action or obtain any proper relief in law or equity available under the Constitution and laws of the State.

(b) No owner of any Bond shall have any right to institute any suit, action, mandamus or other proceeding in equity or in law for the protection or enforcement of any right under the Authorizing Ordinance or under the Constitution and laws of the State unless such owner previously shall have given to the Trustee written notice of the default on account of which such suit, action or proceeding is to be taken, and unless the owners of not less than 10% in principal amount of the Bonds then outstanding shall have made written request of the Trustee after the right to exercise such powers or right of action, as the case may be, shall have accrued, and shall have afforded the Trustee a reasonable opportunity either to proceed to exercise the powers herein granted or granted by the Constitution and laws of the State, or to institute such action, suit or proceeding in its name, and unless, also, there shall have been offered to the Trustee reasonable security and indemnity against the cost, expense and liabilities to be incurred therein or thereby and the Trustee shall have refused or neglected to comply with such request within a reasonable time, and such notification, request and offer of indemnity are in every such case, at the option of the Trustee, to be conditions precedent to the execution of the powers and trust of the Authorizing Ordinance or to any other remedy thereunder. No one or more owners of the Bonds shall have any right in any manner whatever by his or their action to affect, disturb or prejudice the security of the Authorizing Ordinance, or to enforce any right thereunder except in the manner therein provided, that all proceedings at law or in equity shall be instituted, had and maintained in the manner therein provided and for the benefit of all owners of the outstanding Bonds, and any individual rights of action or other right given to one or more of such owners by law are restricted by the Authorizing Ordinance to the rights and remedies therein detailed.

(c) All rights of action under the Authorizing Ordinance or under any of the Bonds secured thereby, enforceable by the Trustee, may be enforced by it without the possession of any of the Bonds, and any such suit, action or proceeding instituted by the Trustee shall be brought in its name and for the benefit of all the owners of the Bonds, subject to the provisions of the Authorizing Ordinance.

(d) No remedy conferred upon or reserved to the Trustee or to the owners of the Bonds is intended to be exclusive of any other remedy or remedies, and each and every such remedy shall be cumulative and shall be in addition to every other remedy given under the Authorizing Ordinance or given by any law or by the Constitution of the State.

(e) No delay or omission of the Trustee or of any owners of the Bonds to exercise any right or power accrued upon any default shall impair any such right or power or shall be construed to be a waiver of any such default or an acquiescence therein, and every power and remedy given by the Authorizing Ordinance to the Trustee and to the owners of the Bonds, respectively, may be exercised from time to time and as often as may be deemed expedient.

(f) The Trustee may, and upon the written request of the owners of not less than a majority in principal amount of the Bonds then outstanding shall, waive any default which shall have been remedied before the entry of final judgment or decree in any suit, action or proceeding instituted under the provision of the Authorizing Ordinance or before the completion of the enforcement of any other remedy, but no such waiver shall extend to or affect any other existing or any subsequent default or defaults or impair any rights or remedies consequent thereon.

Defeasance. Any Bond shall be deemed to be paid within the meaning of the Authorizing Ordinance when payment of the principal of and interest on such Bond (whether at maturity or upon redemption as provided herein, or otherwise), either (i) shall have been made or caused to be made in accordance with the terms thereof, or (ii) shall have been provided for by irrevocably depositing with the Trustee, in trust and irrevocably set aside exclusively for such payment (1) cash sufficient to make such payment and/or (2) Government Securities (provided that such deposit will not cause any of the tax-exempt Bonds to be classified as "arbitrage bonds" within the meaning of Section 148 of the Code), maturing as to principal and interest in such amounts and at such times as will provide sufficient moneys to make such payment, and all necessary and proper fees, compensation and expenses of the Trustee with respect to which such deposit is made shall have been paid or the payment thereof provided for to the satisfaction of the Trustee.

On the payment of any Bonds within the meaning of the Authorizing Ordinance, the Trustee shall hold in trust, for the benefit of the owners of such Bonds, all such moneys and/or Government Securities.

When all the Bonds shall have been paid within the meaning of the Authorizing Ordinance, if the Trustee has been paid its fees and expenses or provision has been made therefor and if any arbitrage rebate payment has been paid to the United States or provision made therefor, the Trustee shall take all appropriate action to cause (i) the pledge and lien of the Authorizing Ordinance to be discharged and cancelled, (ii) all moneys held by it pursuant to the Authorizing Ordinance and which are not required for the payment of such Bonds and any rebate due the United States, to be paid over or delivered to or at the direction of the City.

In the case of any defeasance of the Bonds, the dates of redemption of such Bonds and the principal amounts and maturities of such Bonds to be redeemed will be determined by taking into consideration the applicable mandatory redemption requirements with respect to the Bonds to be defeased and the Tax receipts for the most recent twelve months.

The Trustee. The Trustee shall be responsible for the exercise of good faith and ordinary prudence in the execution of its trusts and duties. The recitals in the Authorizing Ordinance and in the Bonds are the recitals of the City and not of the Trustee. The Trustee shall not be required to take any action unless it shall have been requested to do so in writing by the owners of not less than 10% in principal amount of Bonds then outstanding and shall have been offered reasonable security and indemnity against the costs, expenses and liabilities to be incurred therein or thereby. The Trustee may resign at any time by 60 days' notice in writing to the City and the owners of the Bonds, and the City, so long as it is not in default under the Authorizing Ordinance or the majority in principal amount of the owners of the outstanding Bonds may at any time, with or without cause, remove the Trustee. In the event of a vacancy in the office of Trustee either by resignation or by removal, the City shall forthwith designate a new Trustee by a written instrument filed in the office of the City Clerk. The Trustee and any successor Trustee shall file a written acceptance and agreement to execute the trusts and duties imposed upon it by the Authorizing Ordinance, but only upon the terms and conditions set forth in the Authorizing Ordinance and subject to the provisions of the Authorizing Ordinance, to all of which the respective owners of the Bonds agree. Such written acceptance shall be filed with the City and a copy thereof shall be placed in the bond transcript. Any successor Trustee shall have all the powers herein granted to the original Trustee.

Supplemental Ordinances. The terms of the Authorizing Ordinance constitute a contract between the City and the owners of the Bonds and no variation or change in the undertaking set forth in the Authorizing Ordinance shall be made while any of the Bonds are outstanding, except as hereinafter set forth. The owners of not less than 75% in aggregate principal amount of the Bonds then outstanding shall have the right, from time to time, to consent to and approve the adoption by the City of a supplemental ordinance as shall be necessary or desirable for the purpose of modifying, altering, amending, adding to or rescinding, in any particular, any of the terms or provisions contained in the Authorizing Ordinance or in any supplemental ordinance. The Trustee may consent to any change without the consent of 75% of the owners of the aggregate principal amount of Bonds outstanding (i) that the Trustee determines is not to the material prejudice of the owners of the Bonds or (ii) in order to cure any ambiguity or formal defect or omission in the Authorizing Ordinance or any amendment thereto, provided, however, that nothing therein contained shall permit or be construed as permitting (a) an extension of the maturity of the principal of or the interest on any Bond issued thereunder, or (b) a reduction in the principal amount of any Bond or the rate of interest thereon, or (c) the creation of a pledge of Tax receipts superior to the pledge created by the Authorizing Ordinance, or (d) a privilege or priority of any Bond or Bonds over any other Bond or Bonds, or (e) a reduction in the aggregate principal amount of the Bonds required for consent to such supplemental ordinance.

## CONTINUING DISCLOSURE AGREEMENT

Past Compliance. In the past five years, the City has been a party to one continuing disclosure agreement in connection with the 2020 Bonds Refunded. Such agreement requires the City to file annual reports with the Municipal Securities Rulemaking Board on its Electronic Municipal Market Access system ("EMMA") within the time periods set forth in the agreement. The following summarizes a non-exhaustive discussion of the City's compliance with its continuing disclosure obligation over the past five years.

As part of its annual reports, the City has been obligated to file information concerning the collections of the Existing 1% Tax on EMMA. All required information for the fiscal years ended December 31, 2020 through 2024 was timely filed. The annual report for the fiscal year ended December 31, 2025 is not yet due.

As part of its annual reports, the City has also been obligated to file the annual financial statements of the general fund of the City on EMMA. If the financial statements were not available at the time the annual report was due, the City was obligated to file the financial statements within 30 days of becoming available. The financial statements for the fiscal years ended December 31, 2023 and December 31, 2024 were timely filed. The financial statements for the fiscal years ended December 31, 2020, December 31, 2021 and December 31, 2022 were filed late (by 20 days, 26 days and 138 days, respectively). The financial statements for the fiscal year ended December 31, 2025 are not yet available.

The continuing disclosure agreement has also obligated the City to file a notice of the occurrence of any event listed in Securities and Exchange Commission, Rule 15c2-12(b)(5)(i)(C). Included in the list of events are rating changes and the incurrence of a material financial obligation. During the past five years, the City has timely filed all such notices.

Set forth below is a summary of certain portions of the Continuing Disclosure Agreement. This summary does not purport to be comprehensive and reference is made to the full text of the Continuing Disclosure Agreement for a complete description of the provisions.

Purpose of the Continuing Disclosure Agreement. The Continuing Disclosure Agreement will be executed and delivered by the City and the Trustee for the benefit of the Beneficial Owners of the 2026 Bonds and in order to assist the Underwriters in complying with the Securities and Exchange Commission, Rule 15c2-12(b)(5).

Definitions. In addition to the definitions set forth in this Official Statement, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any annual report provided by the City pursuant to, and as described in, the Continuing Disclosure Agreement.

"Beneficial Owner" of a 2026 Bond shall mean any person who has or shares the power, directly or indirectly, to make investment decisions concerning ownership of any 2026 Bonds (including persons holding 2026 Bonds through nominees, depositories or other intermediaries).

"Dissemination Agent" shall mean the Trustee, acting in its capacity as Dissemination Agent, or any successor Dissemination Agent designated in writing by the City and which has filed with the Trustee a written acceptance of such designation.

"EMMA" shall mean the Electronic Municipal Market Access system as described in 1934 Act Release No. 59062 and maintained by the MSRB for purposes of the Rule.

"Financial Obligation" shall mean a

- (A) debt obligation;
- (B) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or
- (C) guarantee of obligations described in (A) or (B).

The term Financial Obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

"Listed Events" shall mean any of the events listed hereunder.

"MSRB" shall mean the Municipal Securities Rulemaking Board.

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

Provision of Annual Report. (a) The City shall, or shall cause the Dissemination Agent to, not later than one hundred eighty (180) days after the end of the City's fiscal year (presently December 31), commencing with the report after the end of the 2026 fiscal year, provide to the MSRB, through its continuing disclosure service portal provided through EMMA at <http://www.emma.msrb.org> or any similar system acceptable to the Securities and Exchange Commission, an Annual Report which is consistent with the requirements of the Continuing Disclosure Agreement. The Annual Report shall be in electronic format as prescribed by the MSRB and shall be accompanied by identifying information as prescribed by the MSRB. The Annual Report may be submitted as a single document or as separate documents comprising a package and may cross-reference other information as provided in the Continuing Disclosure Agreement; provided that the Financial Statements (as hereinafter defined) of the City may be submitted separately from the balance of the Annual Report and later than the date required above for the filing of the Annual Report if they are not available by that date, but, in such event, such Financial Statements shall be submitted within thirty (30) days after receipt thereof by the City. If the City's fiscal year changes, it shall give notice of such change in the manner as for a Listed Event.

(b) Not later than fifteen (15) days prior to the date specified in subsection (a) for providing the Annual Report to the MSRB, the City shall provide the Annual Report to the Dissemination Agent and the Trustee (if the Trustee is not the Dissemination Agent). If by such date, the Trustee has not received a copy of the Annual Report, the Trustee shall contact the City and the Dissemination Agent to determine if the City is in compliance with the first sentence of this subsection (b).

(c) If the Trustee is unable to verify that an Annual Report (containing the information required in 1 under Content of Annual Report, below) has been provided to the MSRB by the date required in subsection (a), the Trustee shall file a notice with the MSRB.

Content of Annual Report. The City's Annual Report shall contain or incorporate by reference the following:

1. Tax receipts for the latest calendar year and the four (4) previous years, if available.
2. The annual financial statements of the general fund of the City, which (i) need not be audited in accordance with auditing standards generally accepted in the United States of America, (ii) shall be prepared using accounting principles prescribed by Arkansas Code Annotated Section 10-4-412, as it may be amended from time to time, or any successor statute and (iii) shall be presented in a financial audit, performance audit, information technology audit, review, report of agreed-upon procedures, compilation, examination, investigation, or other report or procedure approved by the

Arkansas Legislative Joint Auditing Committee in accordance with, and as required by, Arkansas law (the "Financial Statements").

Any or all of the items above may be incorporated by reference from other documents, including official statements of debt issues of the City or related public entities, which are available to the public on the MSRB's website or filed with the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB. The City shall clearly identify each such other document so incorporated by reference.

Reporting of Listed Events. (a) This caption describes the giving of notices of the occurrence of any of the following events:

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

(b) After the occurrence of a Listed Event (excluding an event described in (a)8 above), the City shall promptly notify the Dissemination Agent (if other than the City) in writing. Such notice shall instruct the Dissemination Agent to report the occurrence.

(c) After the occurrence of a Listed Event (excluding an event described in (a)8 above), whether by notice from the Trustee or otherwise, the City shall file (or shall cause the Dissemination Agent to file), in a timely manner not in excess of ten (10) business days after the occurrence of such Listed Event, a notice of such occurrence with the MSRB, through its continuing disclosure service portal provided through EMMA at <http://www.emma.msrb.org> or any other similar system that is acceptable to the Securities and Exchange Commission, with a copy to the Trustee (if the Trustee is not the Dissemination Agent). Each notice of the occurrence of a Listed Event shall be captioned "Notice of Listed Event" and shall be filed in electronic format as prescribed by the MSRB and shall be accompanied by identifying information as prescribed by the MSRB. In the event of a Listed Event described in (a)8 above, the Trustee shall make the filing in a timely manner not in excess of ten (10) business days after the occurrence of such Listed Event.

Termination of Reporting Obligation. The City's obligations under the Continuing Disclosure Agreement shall terminate upon the defeasance, prior redemption or payment in full of all the 2026 Bonds.

Dissemination Agent. The City may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under the Continuing Disclosure Agreement, and may discharge any such Agent, with or without appointing a successor Dissemination Agent. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the City pursuant to the Continuing Disclosure Agreement. If at any time there is not any other designated Dissemination Agent, the Trustee shall be the Dissemination Agent. The initial Dissemination Agent shall be the Trustee.

Amendment; Waiver. Notwithstanding any other provision of the Continuing Disclosure Agreement, the City and the Trustee may amend the Continuing Disclosure Agreement, and any provisions of the Continuing Disclosure Agreement may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the requirements for providing an Annual Report, to the contents of the Annual Report or the reporting of Listed Events, it may only be made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in the identity, nature or status of the City with respect to the 2026 Bonds, or the type of business conducted;

(b) The undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the original issuance of the 2026 Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver either (i) is approved by the Beneficial Owners of the 2026 Bonds in the same manner as provided in the Authorizing Ordinance for amendments to the Authorizing Ordinance with the consent of Beneficial Owners, or (ii) does not, in the opinion of the Trustee, materially impair the interests of the Beneficial Owners of the 2026 Bonds.

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

financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

Additional Information. Nothing in the Continuing Disclosure Agreement shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in the 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 the Continuing Disclosure Agreement. If the City 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 the Continuing Disclosure Agreement, the City shall have no obligation under the Continuing Disclosure Agreement to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

Default. In the event of a failure of the City or the Trustee to comply with any provision of the Continuing Disclosure Agreement, the Trustee, the City or any Beneficial Owner may (and the Trustee, at the request of the Underwriters or the Beneficial Owners of at least 25% aggregate principal amount of outstanding 2026 Bonds, shall) take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the City or the Trustee, as the case may be, to comply with its obligations under the Continuing Disclosure Agreement. A default under the Continuing Disclosure Agreement shall not be deemed a default under the Authorizing Ordinance, and the sole remedy under the Continuing Disclosure Agreement in the event of any failure of the City or the Trustee to comply with the Continuing Disclosure Agreement shall be an action to compel performance.

Duties of Trustee and Dissemination Agent and Right of Indemnity. The Dissemination Agent (if other than the Trustee) and the Trustee in its capacity as Dissemination Agent shall have only such duties as are specifically set forth in the Continuing Disclosure Agreement, and the City agrees to indemnify and save the Dissemination Agent and the Trustee, their officers, directors, employees and agents, harmless against any loss, expense and liabilities which they may incur arising out of or in the exercise or performance of their powers and duties hereunder, including the costs and expenses (including attorney's fees) of defending against any claim of liability, but excluding liabilities due to the Dissemination Agent's or the Trustee's gross negligence or willful misconduct.

Beneficiaries. The Continuing Disclosure Agreement shall inure solely to the benefit of the City, the Trustee, the Dissemination Agent, the Underwriters and the Beneficial Owners and shall create no rights in any other person or entity.

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## DEBT SERVICE COVERAGE

Set forth below is estimated debt service coverage information for the 2026 Bonds. In arriving at the estimate of annual Tax receipts Revenues for this calculation, the City examined the collections of the Existing 1% Tax for the twelve-month period ended January 31, 2026.

Actual Tax receipts collected by the City will depend upon, among other things, the level of retail activity within the City, the economic health of the City and surrounding trade area, possible future actions by the people of the State or General Assembly of the State defining transactions subject to the Tax and granting exemptions from the Tax, such as exemptions for food sales. The figure set forth below is only an estimate and there can be no assurance that future Tax receipts will equal the estimate shown below. See **THE TAX**, Future Tax Receipts.

The remaining authorized, but not issued, bonds for the Fire Improvements (\$5,385,000) may be issued as Additional Parity Bonds. The City currently estimates that Additional Parity Bonds will be issued in the approximate principal amount of \$5,385,000 in 2028. There is no assurance that Additional Parity Bonds will be issued in such amount in 2028.

Based upon the pledge of 100% of estimated Tax receipts, debt service coverage is as follows:

Estimated Tax Receipts Available for Debt Service (A)	\$4,736,715
Maximum Annual Debt Service for 2026 Bonds (B) <sup>(1)</sup>	2,344,979
Debt Service Coverage (A/B)	2.02x

<sup>(1)</sup> Based on a year ending December 31.

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## DEBT SERVICE REQUIREMENTS

The following tables show amounts required to pay scheduled principal and interest on the 2026 Bonds during each calendar year. However, the City expects to retire the 2026 Bonds earlier than scheduled from Surplus Tax Receipts through the use of redemption of the 2026 Bonds. See **THE 2026 BONDS, Redemption** and **PROJECTED MANDATORY REDEMPTION**.

### SERIES 2026A BONDS

<u>Year (Ending December 31)</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2026	--	\$161,776.30	\$ 161,776.30
2027	\$1,420,000	327,954.10	1,747,954.10
2028	1,430,000	272,861.60	1,702,861.60
2029	1,490,000	213,926.80	1,703,926.80
2030	1,550,000	150,664.40	1,700,664.40
2031	1,615,000	84,800.75	1,699,800.75
2032	<u>1,230,000</u>	<u>25,596.30</u>	<u>1,255,596.30</u>
Totals:	<u>\$8,735,000</u>	<u>\$1,237,580.25</u>	<u>\$9,972,580.25</u>

### SERIES 2026B BONDS

<u>Year (Ending December 31)</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2026	--	\$271,978.06	\$271,978.06
2027	--	597,025.04	597,025.04
2028	--	597,025.04	597,025.04
2029	--	597,025.04	597,025.04
2030	--	597,025.04	597,025.04
2031	--	597,025.04	597,025.04
2032	\$ 450,000	585,775.04	1,035,775.04
2033	1,750,000	539,525.04	2,289,525.04
2034	1,825,000	468,025.04	2,293,025.04
2035	1,895,000	393,625.04	2,288,625.04
2036	1,970,000	322,481.28	2,292,481.28
2037	2,040,000	254,812.52	2,294,812.52
2038	2,105,000	184,865.65	2,289,865.65
2039	2,175,000	112,640.65	2,287,640.65
2040	<u>2,250,000</u>	<u>37,968.76</u>	<u>2,287,968.76</u>
Totals	<u>\$16,460,000</u>	<u>\$6,156,822.28</u>	<u>\$22,616,822.28</u>

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COMBINED SERIES 2026A BONDS AND SERIES 2026B BONDS

<u>Year</u> <u>(Ending December 31)</u>	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2026	--	\$433,754.36	\$ 433,754.36
2027	\$1,420,000	924,979.14	2,344,979.14
2028	1,430,000	869,886.64	2,299,886.64
2029	1,490,000	810,951.84	2,300,951.84
2030	1,550,000	747,689.44	2,297,689.44
2031	1,615,000	681,825.79	2,296,825.79
2032	1,680,000	611,371.34	2,291,371.34
2033	1,750,000	539,525.04	2,289,525.04
2034	1,825,000	468,025.04	2,293,025.04
2035	1,895,000	393,625.04	2,288,625.04
2036	1,970,000	322,481.28	2,292,481.28
2037	2,040,000	254,812.52	2,294,812.52
2038	2,105,000	184,865.65	2,289,865.65
2039	2,175,000	112,640.65	2,287,640.65
2040	<u>2,250,000</u>	<u>37,968.76</u>	<u>2,287,968.76</u>
Totals:	<u>\$25,195,000</u>	<u>\$7,394,402.53</u>	<u>\$32,589,402.53</u>

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## PROJECTED MANDATORY REDEMPTION

The table under the caption **DEBT SERVICE REQUIREMENTS** does not reflect possible redemptions from Surplus Tax Receipts, if available. Surplus Tax Receipts are Tax receipts less the amounts needed to pay principal of, interest on, and Trustee's fees and expenses and administrative charges in connection with the 2026 Bonds and Additional Parity Bonds when due and to pay any arbitrage rebate due under Section 148(f) of the Code. Based upon collections of the Existing 1% Tax for the twelve-month period ended January 31, 2026 and no projected growth, the City estimates that Tax receipts will be \$4,736,715. The City has also assumed that Additional Parity Bonds will be issued in 2028 in the aggregate principal amount of approximately \$5,385,000 with scheduled principal due annually from 2029 through 2032 and an average coupon rate of 5%. **THERE IS NO GUARANTEE THAT THESE ESTIMATES WILL BE CORRECT.** See **THE TAX, Future Tax Receipts.** The Series 2026A Bonds would be paid in full by September 1, 2028 and the Series 2026B Bonds would be paid in full by March 1, 2034 from Surplus Tax Receipts, if these estimates are correct, as follows:

### SERIES 2026A BONDS

<u>Date</u>	<u>Scheduled Principal</u>	<u>Bonds Redeemed Prior to Maturity</u>	<u>Total Principal Retired</u>
September 1, 2026	--	\$ 825,000	\$ 825,000
March 1, 2027	1,420,000	1,200,000	2,620,000
September 1, 2027	--	1,250,000	1,250,000
March 1, 2028	1,430,000	1,270,000	2,700,000
September 1, 2028	--	<u>1,340,000</u>	<u>1,340,000</u>
Totals:	<u>\$2,850,000</u>	<u>\$5,885,000</u>	<u>\$8,735,000</u>

### SERIES 2026B BONDS

<u>Date</u>	<u>Scheduled Principal</u>	<u>Bonds Redeemed Prior to Maturity</u>	<u>Total Principal Retired</u>
September 1, 2026	--	--	--
March 1, 2027	--	--	--
September 1, 2027	--	--	--
March 1, 2028	--	--	--
September 1, 2028	--	\$ 400,000	\$ 400,000
March 1, 2029	--	1,755,000	1,755,000
September 1, 2029	--	1,115,000	1,115,000
March 1, 2030	--	1,135,000	1,135,000
September 1, 2030	--	1,150,000	1,150,000
March 1, 2031	--	1,170,000	1,170,000
September 1, 2031	--	1,190,000	1,190,000
March 1, 2032	\$ 450,000	1,210,000	1,660,000
September 1, 2032	--	1,360,000	1,360,000
March 1, 2033	1,750,000	1,385,000	3,135,000
September 1, 2033	--	1,405,000	1,405,000
March 1, 2034	<u>985,000</u>	--	<u>985,000</u>
Totals:	<u>\$3,185,000</u>	<u>\$13,275,000</u>	<u>\$16,460,000</u>

## LEGAL MATTERS

Legal Proceedings. There is no litigation pending seeking to restrain or enjoin the Tax or the issuance or delivery of the Bonds, or questioning or affecting the legality of the Tax or the 2026 Bonds or the proceedings and authority under which the 2026 Bonds are to be issued, or questioning the right of the City to adopt the Authorizing Ordinance or to issue the 2026 Bonds or the levy and pledge of the Tax by the City.

Legal Opinions. Legal matters incident to the authorization and issuance of the 2026 Bonds are subject to the unqualified approving opinion of Friday, Eldredge & Clark, LLP, Little Rock, Arkansas, Bond Counsel. A form of Bond Counsel's approving opinion is attached hereto as Exhibit B.

## TAX MATTERS

State Taxation. In the opinion of Friday, Eldredge & Clark, LLP, Bond Counsel, under existing law the interest on the 2026 Bonds is exempt from all Arkansas state, county and municipal taxes.

Series 2026A Bonds. In the opinion of Bond Counsel, interest on the Series 2026A Bonds under existing law is not excludable from gross income for federal income tax purposes. Bond Counsel expresses no opinion regarding other federal tax consequences arising with respect to the Series 2026A Bonds. Prospective purchasers should consult their own tax advisor in determining the federal tax consequences to them of the purchase, holding and disposition of the Series 2026A Bonds.

The following is a summary of certain anticipated federal income tax consequences of the purchase, ownership and disposition of the Series 2026A Bonds under the Code, regulations and the judicial and administrative rulings and court decisions now in effect, all of which are subject to change or possible differing interpretations. This summary does not purport to address all aspects of federal income taxation that may affect particular investors in light of their individual circumstances, nor certain types of investors subject to special treatment under the federal income tax laws. This summary does not address owners that may be subject to special tax rules, such as banks, insurance companies, dealers in securities or currencies, purchasers that hold the Series 2026A Bonds (or foreign currency) as a hedge against currency risks or as part of a straddle with other investments or as part of a "synthetic security" or other integrated investment (including a "conversion transaction") comprised of a Series 2026A Bond and one or more other investments, or purchasers that have a "functional currency" other than the U.S. dollar. Except to the extent discussed below under "Foreign Investors," this summary is not applicable to non-United States persons not subject to federal income tax on their worldwide income. This summary does not discuss the tax laws of any state other than Arkansas or any local or foreign governments. Potential purchasers of the Series 2026A Bonds should consult their own tax advisors in determining the federal, state or local tax consequences to them of the purchase, holding and disposition of the Series 2026A Bonds.

*General.* Although there are not any regulations, published rulings, or judicial decisions involving the characterization for federal income tax purposes of securities with terms substantially the same as the Series 2026A Bonds, Bond Counsel has advised that the Series 2026A Bonds will be treated for federal income tax purposes as evidences of indebtedness of the City and not as an ownership interest in the trust estate securing the Series 2026A Bonds or as an equity interest in the City or any other party, or in a separate association taxable as a corporation. Although the Series 2026A Bonds are issued by the City, interest on the Series 2026A Bonds (including original issue discount and market discount, if any) is not excludable from gross income for federal income tax purposes under Code Section 103. Interest on the Series 2026A Bonds will be fully subject to federal income taxation. Thus, owners of the Series 2026A Bonds generally must include interest (including any original issue discount and market discount) on the Series 2026A Bonds in gross income for federal income tax purposes.

In general, interest paid on the Series 2026A Bonds, original issue discount, if any, and market discount, if any, will be treated as ordinary income to the owners of the Series 2026A Bonds, and principal payments (excluding the portion of such payments, if any, characterized as original issue discount and market discount) will be treated as a return of capital.

*Market Discount.* An investor that acquires a Series 2026A Bond for a price less than the adjusted issue price of such Series 2026A Bond (or an investor who purchases a Series 2026A Bond in the initial offering at a price less than the issue price) may be subject to the market discount rules of Sections 1276 through 1278 of the Code. Under these sections and the principles applied by the regulations, "market discount" means (i) in the case of a Series 2026A Bond originally issued at a discount, the amount by which the issue price of such Series 2026A Bond, increased by all accrued original issue discount (as if held since the issue date), exceeds the initial tax basis of the owner therein, less any prior payments that did not constitute payments of qualified stated interest, and (ii) in the case of a Series 2026A Bond not originally issued at a discount, the amount by which the stated redemption price of such Series 2026A Bond at maturity exceeds the initial tax basis of the owner therein. Under Section 1276 of the Code, the owner of such a Series 2026A Bond will generally be required (i) to allocate each principal payment to accrued market discount not previously included in income and to recognize ordinary income to that extent and to treat any gain upon sale or other disposition of such a bond as ordinary income to the extent of any remaining accrued market discount (as described at "Sale or Other Dispositions" under this caption) or (ii) to elect to include such market discount and income currently as it accrues on all market discount instruments acquired by such owner on or after the first day of the taxable year to which such election applies.

The Code authorizes the Treasury Department to issue regulations providing for the method for accruing market discount on debt instruments the principal of which is payable in more than one installment. Until such time as regulations are issued by the Treasury Department, certain rules described in legislative history will apply. Under those rules, market discount will be included in income, in the case of a Series 2026A Bond with original issue discount, in proportion to the accrual of original issue discount.

An owner of a Series 2026A Bond who acquired a Series 2026A Bond at a market discount also may be required to defer, until the maturity date of such Series 2026A Bond or its earlier disposition in a taxable transaction, the deduction of a portion of the amount of interest that the owner paid or accrued during the taxable year on indebtedness incurred or maintained to purchase or carry a Series 2026A Bond in excess of the aggregate amount of interest (including original issue discount) includable in such owner's gross income for the taxable year with respect to such Series 2026A Bond. The amount of such net interest expense deferred in a taxable year may not exceed the amount of market discount accrued on the Series 2026A Bond for the days during the taxable year on which the owner held the Series 2026A Bond and, in general, would be deductible when such market discount is includable in income. The amount of any remaining deferred deduction to be taken into account in the taxable year in which the Series 2026A Bond matures or is disposed of in a taxable transaction. In the case of a disposition in which gain or loss is not recognized in whole or in part, any remaining deferred deduction will be allowed to the extent gain is recognized on the disposition. This deferral rule does not apply if the owner elects to include such market discount in income currently as it accrues on all market discount obligations acquired by such owner in that taxable year or thereafter.

Attention is called to the fact that Treasury regulations implementing the market discount rules have not yet been issued. Therefore, investors should consult their own tax advisors regarding the application of these rules as well as the advisability of making any of the elections with respect thereto.

*Sales or Other Dispositions.* If a Series 2026A Bond is sold, redeemed prior to maturity or otherwise disposed of in a taxable transaction, gain or loss will be recognized in an amount equal to the difference between the amount realized on the sale or other disposition, and the adjusted basis of the transferor in the Series 2026A Bond. The adjusted basis of a Series 2026A Bond generally will be equal to its costs, increased by any original issue discount or market discount included in the gross income of the transferor with respect to the Series 2026A Bond and reduced by any amortized bond

premium under Section 171 of the Code and by the payments on the Series 2026A Bond (other than payments of qualified stated interest), if any, that have previously been received by the transferor. Except as provided in Section 582(c) of the Code, relating to certain financial institutions, or as discussed in the following paragraph, any such gain or loss will be a capital gain or loss taxable at the applicable rate determined by the Code if the Series 2026A Bond to which it is attributable is held as a "capital asset."

Gain on the sale or other disposition of a Series 2026A Bond that was acquired at a market discount will be taxable as ordinary income in an amount not exceeding the portion of such discount that accrued during the period that the Series 2026A Bond was held by the transferor (after reduction by any market discount includable in income by such transferor in accordance with the rules described above under "Market Discount"). In addition, if the City is determined (pursuant to regulations that have yet to be promulgated under Code Section 1271(g)(2)(A)) to have had an intention on the date of original issuance of the Series 2026A Bonds to call all or a portion of the Series 2026A Bonds prior to maturity, then gain on the sale or other disposition of a Series 2026A Bond in an amount equal to the original issue discount not previously includable in gross income would be required to be treated as ordinary income taxable at the applicable rate determined by the Code.

*Backup Withholding.* Payments of principal and interest (including original issue discount and market discount) on the Series 2026A Bonds, as well as payments of proceeds from the sale of the Series 2026A Bonds may be subject to the "backup withholding tax" under Section 3406 of the Code with respect to interest or original issue discount on the Series 2026A Bonds if recipients of such payments (other than foreign investors who have properly provided certifications described below) fail to furnish to the payor certain information, including their taxpayer identification numbers, or otherwise fail to establish an exemption from such tax. Any amounts deducted and withheld from a payment to a recipient would be allowed as a credit against the federal income tax of such recipient.

*Foreign Investors.* An owner of a Series 2026A Bond that is not a "United States person" (as defined below) and is not subject to federal income tax as a result of any direct or indirect connection to the United States of America in addition to its ownership of a Series 2026A Bond will generally not be subject to United States income or withholding tax in respect of a payment on a Series 2026A Bond, provided that the owner complies to the extent necessary with certain identification requirements (including delivery of a statement, signed by the owner under penalties of perjury, certifying that such owner is not a United States person and providing the name and address of such owner). For this purpose the term "United States person" means a citizen or resident of the United States, a corporation, partnership or other entity created or organized in or under the laws of the United States of America or any political subdivision thereof, or an estate or trust whose income from sources within the United States is includable in gross income for United States of America income tax purposes regardless of its connection with the conduct of a trade or business within the United States of America.

Except as explained in the preceding paragraph and subject to the provisions of any applicable tax treaty, a United States withholding tax will apply to interest paid and original issue discount and market discount accruing on the Series 2026A Bonds owned by foreign investors. In those instances in which payments of interest on the Series 2026A Bonds continue to be subject to withholding, special rules apply with respect to the withholding of tax on payments of interest on, or the sale or exchange of the Series 2026A Bonds having original issue or market discount and held by foreign investors. Potential investors that are foreign persons should consult their own tax advisors regarding the specific tax consequences to them of owning a Series 2026A Bond.

*ERISA Considerations.* The Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and the Code generally prohibit certain transactions between a qualified employee benefit plan under ERISA (an "ERISA Plan") and persons who, with respect to that plan, are fiduciaries or other "parties in interest" within the meaning of ERISA or "disqualified persons" within the meaning of the Code. In the absence of an applicable statutory, class or administrative exemption, transactions between an ERISA Plan and a party in interest with respect to an ERISA Plan, including the acquisition by one from the other of a Series 2026A Bond, could be viewed as violating those prohibitions. In

addition, Code Section 4975 prohibits transactions between certain tax-favored vehicles such as Individual Retirement Accounts and disqualified persons and Code Section 503 includes similar restrictions with respect to governmental and church plans. In this regard, the City or any underwriter of the Series 2026A Bonds, might be considered or might become a "party in interest" within the meaning of ERISA or a "disqualified person" within the meaning of the Code, with respect to an ERISA Plan or a plan or arrangement subject to Code Sections 4975 or 503. Prohibited transactions within the meaning of ERISA and the Code may arise if the Series 2026A Bonds are acquired by such plans or arrangements with respect to which the City or any underwriter is a party in interest or disqualified person. In all events, fiduciaries of ERISA Plans and plans or arrangements subject to the above Code Sections, in consultation with their advisors, should carefully consider the impact of ERISA and the Code on an investment in the Series 2026A Bonds.

Series 2026B Bonds. In the opinion of Bond Counsel, interest on the Series 2026B Bonds under existing law is excludable from gross income for federal income tax purposes under Section 103 of the Code and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026B Bonds may be taken into account for the purpose of computing the federal alternative minimum tax imposed on certain corporations. The opinion set forth in the preceding sentence is subject to the condition that the City comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series 2026B Bonds in order that the interest thereon be, and continue to be, excludable from gross income for federal income tax purposes under Section 103 of the Code. These requirements generally relate to arbitrage, the use of the proceeds of the Series 2026B Bonds and the 2026 Improvements. Failure to comply with certain of such requirements could cause the interest on the Series 2026B Bonds to be so includable in gross income for federal income tax purposes retroactively to the date of issuance of the Series 2026B Bonds. The City has covenanted to comply with all such requirements in the Authorizing Ordinance.

Prospective purchasers of the Series 2026B Bonds should be aware that (i) with respect to insurance companies subject to the tax imposed by Section 831 of the Code, Section 832(b)(5)(B)(i) reduces the deduction for loss reserves by 15 percent of the sum of certain items, including interest on the Series 2026B Bonds, (ii) interest on the Series 2026B Bonds earned by certain foreign corporations doing business in the United States could be subject to a branch profits tax imposed by Section 884 of the Code, (iii) passive investment income including interest on the Series 2026B Bonds, may be subject to federal income taxation under Section 1375 of the Code for Subchapter S corporations that have Subchapter C earnings and profits at the close of the taxable year if greater than 25% of the gross receipts of such Subchapter S corporation is passive investment income and (iv) Section 86 of the Code requires recipients of certain Social Security and certain Railroad Retirement benefits to take into account in determining gross income, receipts or accruals of interest on the Series 2026B Bonds.

Prospective purchasers of the Series 2026B Bonds should be further aware that Section 265 of the Code denies a deduction for interest on indebtedness incurred or continued to purchase or carry the Series 2026B Bonds or, in the case of a financial institution, that portion of a holder's interest expense allocated to interest on the Series 2026B Bonds, except with respect to certain financial institutions (within the meaning of Section 265(b)(5) of the Code).

As shown on the inside front cover of this Official Statement, certain of the Series 2026B Bonds are being sold at an original issue discount (collectively, the "Discount Bonds"). The difference between the initial public offering prices, as set forth on the cover page, of such Discount Bonds and their stated amounts to be paid at maturity constitutes original issue discount treated as interest which is excluded from gross income for federal income tax purposes, as described above.

The amount of original issue discount which is treated as having accrued with respect to such Discount Bond is added to the cost basis of the owner in determining, for federal income tax purposes, gain or loss upon disposition of such Discount Bond (including its sale, redemption, or payment at maturity). Amounts received upon disposition of such Discount Bond which are attributable to accrued original

issue discount will be treated as tax-exempt interest, rather than as taxable gain, for federal income tax purposes.

Original issue discount is treated as compounding semiannually, at a rate determined by reference to the yield to maturity of each individual Discount Bond, on days which are determined by reference to the maturity date of such Discount Bond. The amount treated as original issue discount on such Discount Bond for a particular semiannual accrual period is equal to the product of (i) the yield of maturity for such Discount Bond (determined by compounding at the close of each accrual period) and (ii) the amount which would have been the tax basis of such Discount Bond at the beginning of the particular accrual period if held by the original purchaser, less the amount of any interest payable for such Discount Bond during the accrual period. The tax basis is determined by adding to the initial public offering price on such Discount Bond the sum of the amounts which have been treated as original issue discount for such purposes during all prior periods. If such Discount Bond is sold between semiannual compounding dates, original issue discount which would have been accrued for that semiannual compounding period for federal income tax purposes is to be apportioned in equal amounts among the days in such compounding period.

Owners of the Discount Bonds should consult their tax advisors with respect to the determination and treatment of original issue discount accrued as of any date and with respect to the state and local tax consequences of owning a Discount Bond.

As shown on the inside front cover of this Official Statement, certain of the Series 2026B Bonds are being sold at an original issue premium (collectively, the "Premium Bonds"). An amount equal to the excess of the issue price of a Premium Bond over its stated redemption price at maturity constitutes premium on such Premium Bond. An initial purchaser of a Premium Bond must amortize any premium over such Premium Bond's term using constant yield principles, based on the purchaser's yield to maturity (or, in the case of Premium Bonds callable prior to their maturity, by amortizing the premium to the call date, based on the purchaser's yield to the call date and giving effect to the call premium). As premium is amortized, the amount of the amortization offsets a corresponding amount of interest for the period and the purchaser's basis in such Premium Bond is reduced by a corresponding amount resulting in an increase in the gain (or decrease in the loss) to be recognized for federal income tax purposes upon a sale or disposition of such Premium Bond prior to its maturity. Even though the purchaser's basis may be reduced, no federal income tax deduction is allowed. Purchasers of the Premium Bonds should consult their tax advisors with respect to the determination and treatment of premium for federal income tax purposes and with respect to the state and local tax consequences of owning a Premium Bond.

Current and future legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the 2026B Bonds to be subject, directly or indirectly, in whole or in part, to federal income taxation or otherwise prevent holders of the 2026B Bonds from realizing the full current benefit of the tax status of such interest. The introduction or enactment of any legislative proposals or clarification of the Code or court decisions may affect, perhaps significantly, the market price for, or marketability of, the 2026B Bonds. Prospective purchasers of the 2026B Bonds should consult their own tax advisors regarding any proposed or enacted federal or state tax legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

It is not an event of default on the Series 2026B Bonds if legislation is enacted reducing or eliminating the exclusion of interest on state and local government bonds from gross income for federal or state income tax purposes.

## MISCELLANEOUS

Underwriting. Under a Bond Purchase Agreement (the "Agreement") entered into by and between the City, as issuer, and Crews & Associates, Inc. and Stephens Inc., as underwriters (the "Underwriters"), the Series 2026A Bonds are being purchased at a price of \$8,678,222.50 (principal amount less Underwriters' discount of \$56,777.50) and the Series 2026B Bonds are being purchased at a price of

\$16,647,656.25 (principal amount plus net original issue premium of \$294,646.25 and less Underwriters' discount of \$106,990). The Agreement provides that the Underwriters will purchase all of the 2026 Bonds if any are purchased. The obligation of the Underwriters to accept delivery of the 2026 Bonds is subject to various conditions contained in the Agreement, including the absence of pending or threatened litigation questioning the validity of the 2026 Bonds or any proceedings in connection with the issuance thereof, and the absence of material adverse changes in the financial or business condition of the City.

The Underwriters intend to offer the 2026 Bonds to the public initially at the offering prices set forth on the inside front cover of this Official Statement, which prices may subsequently change without any requirement of prior notice. The Underwriters reserve the right to join with dealers and other underwriters in offering the 2026 Bonds to the public. The Underwriters may offer and sell 2026 Bonds to certain dealers (including dealers depositing 2026 Bonds into investment trusts) at prices lower than the public offering price.

Municipal Advisor. The City has retained Raymond James & Associates, Inc. ("Raymond James") as municipal advisor in connection with the issuance of the Bonds. Although Raymond James has assisted the City in its preparation of this Official Statement, Raymond James was not and is not obligated to undertake, and has not undertaken to make, an independent verification and assumes no responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement.

Rating. S&P Global Ratings ("S&P") has assigned a rating of "AA (stable outlook)" to the 2026 Bonds. Any explanation of such rating may only be obtained from S&P. Generally, rating agencies base their rating upon information and materials supplied to them and on their own investigations, studies and assumptions. There is no assurance that such rating, once assigned, will remain for any given period of time or that it will not be lowered or withdrawn entirely by the rating agency if in its judgment circumstances so warrant. Any such downward change or withdrawal of the rating assigned to the 2026 Bonds by S&P may have an adverse effect on the market price of the 2026 Bonds. Neither the Municipal Advisor, the Underwriters nor the City have undertaken any responsibility after issuance of the 2026 Bonds to assure the maintenance of the rating or to oppose any such revision or withdrawal.

Enforceability of Remedies. Rights of the registered owners of the 2026 Bonds and the enforceability of the remedies available under the Authorizing Ordinance may depend on judicial action and may be subject to the valid exercise of the constitutional powers of the United States of America and of the sovereign police powers of the State or other governmental units having jurisdiction, and to the application of federal bankruptcy laws or other debtor relief or moratorium laws in general. Therefore, enforcement of those remedies may be delayed or limited, or the remedies may be modified or unavailable, subject to the exercise of judicial discretion in accordance with general principles of equity. Bond Counsel expresses no opinion as to any effect upon any right, title, interest or relationship created by or arising under the Authorizing Ordinance resulting from the application of state or federal bankruptcy, insolvency, reorganization, moratorium or similar debtor relief laws affecting creditors' rights which are presently or may from time to time be in effect.

Information in Official Statement. Any statements made in this Official Statement involving matters of opinion or of estimates, whether or not so expressly stated, are set forth as such and not as representations of fact, and no representation is made that any of the estimates will be realized. This Official Statement is not to be construed as a contract or agreement between the City and the purchasers or owners of any of the 2026 Bonds.

The information contained in this Official Statement has been taken from sources considered to be reliable, but is not guaranteed. To the best of the knowledge of the undersigned the Official Statement does not include any untrue statement of a material fact, nor does it omit the statement of any material fact required to be stated therein, or necessary to make the statements therein, in light of the circumstances under which they were made, not misleading.

The execution of this Official Statement has been duly authorized by the City.

CITY OF BELLA VISTA, ARKANSAS

By: /s/ John D. Flynn  
Mayor

Dated: As of the date set forth on the Cover Page hereof.

## EXHIBIT A

### SUMMARY OF STATE SALES AND USE TAX PROVISIONS FOR LOCAL GOVERNMENT

Local Sales Tax. The sales tax portion of the Tax is generally levied upon the gross proceeds and receipts derived from all sales to any person within the City of the following (list not exclusive):

- (a) (i) Tangible personal property;
- (ii) Specified digital products sold;
- (iii) Digital codes;
- (b) Natural or artificial gas, electricity, water, ice, steam, or any other tangible personal property sold as a utility or provided as a public service;
- (c) (i) Service of furnishing rooms, suites, condominiums, townhouses, rental houses or other accommodations by hotels, apartment hotels, lodging houses, tourist camps, tourist courts, property management companies, accommodations intermediaries, or any other provider of accommodations to transient guests;
- (ii) Service of cable television, community antenna television, and any and all other distribution of television, video, or radio services with or without the use of wires provided to subscribers, paying customers or users, including installation, service, rental, repair and other charges having any connection with the providing of the said services;
- (iii) Service of initial installation, alteration, addition, cleaning, refinishing, replacement and repair of motor vehicles, aircraft, farm machinery and implements, motors of all kinds, tires and batteries, boats, electrical appliances and devices, furniture, rugs, flooring, upholstery, household appliances, televisions and radios, jewelry, watches and clocks, engineering instruments, medical and surgical instruments, machinery of all kinds, bicycles, office machines and equipment, shoes, tin and sheet metal, mechanical tools and shop equipment; however, the tax does not apply to (A) the maintenance or repair of railroad parts, railroad cars and equipment brought into the City solely and exclusively for the purpose of being repaired, refurbished, modified, or converted within the City, (B) the service of alteration, addition, cleaning, refinishing, replacement or repair of commercial jet aircraft or commercial jet aircraft components or subcomponents, (C) the repair or remanufacture of industrial metal rollers or platens that have a remanufactured non-metallic material covering on all or a part of the roller or platen surface, (D) the initial installation, alteration, addition, cleaning, refinishing, replacement or repair of non-mechanical, passive or manually operated components of buildings or other improvements or structures affixed to real estate, (E) services performed on watches and clocks received by mail or common carrier from outside this state and which, after the service is performed, are returned by mail or common carrier or in the repairer's own conveyance to points outside this state, (F) services performed by a temporary or leased employee or other contract laborer on items owned or leased by the employer, or (G) service of initial installation of any property that is specifically exempted from the tax imposed by this chapter;
- (iv) Service of providing transportation or delivery of money, property or valuables by armored car; service of providing cleaning or janitorial work; service of pool cleaning and servicing; pager services; telephone answering services; lawn care and landscaping services; service of parking a motor vehicle or allowing a motor vehicle to be parked; service of storing a motor vehicle; service of storing furs; and the service of providing indoor tanning at a tanning salon;
- (d) Printing of all kinds, types and characters, including the service of overprinting, and photography of all kinds;

(e) (i) Tickets or admissions to places of amusement, to athletic, entertainment, recreational events, or fees for access to or the use of amusement, entertainment, athletic or recreational facilities;

(ii) Membership dues paid to a hunting or fishing club that are paid to obtain access to land for the primary purpose of hunting or fishing are excluded from the tax imposed by this chapter.

(f) Dues and fees to health spas, health clubs and fitness clubs; dues and fees to private clubs which hold any permit from the Alcoholic Beverage Control Board allowing the sale, dispensing or serving of alcoholic beverages of any kind on the premises;

(g) Contracts, including service contracts, maintenance agreements, and extended warranties, which in whole or in part provide for future performance of or payment for services which are subject to gross receipts tax;

(h) Retail sale of any device used in playing bingo and any charge for admittance to facilities or for the right to play bingo or other games of chance;

(i) Prepaid calling service or prepaid wireless calling service and the recharge of such services;

(j) Beer, wine, liquor, or any intoxicating beverages;

(k) Tangible personal property, specified digital products, a digital code, and services sold to financial institutions;

(l) Wrecker and towing services;

(m) Collection and disposal of solid wastes;

(n) Cleaning of parking lots and gutters;

(o) Dry cleaning and laundry services;

(p) Industrial laundry services;

(q) Body piercing, tattooing, and electrolysis services;

(r) Pest control services;

(s) Security and alarm monitoring services;

(t) Boat storage and docking fees;

(u) Furnishing camping spaces or trailer spaces at public or privately-owned campgrounds, except for federal campgrounds, on less than a month-to-month basis;

(v) Locksmith services;

(w) Pet grooming and kennel services; and

(x) Portable toilet lease or rental and services associated with the lease or rental of portable toilets.

- (y) (i) Computer software, including prewritten computer software;
- (ii) Service of repairing or maintaining computer equipment or hardware in any form;
- (iii) However, gross receipts or gross proceeds derived from the sale of a computer software maintenance contract are not taxable;
- (z) (i) Any intrastate, interstate, and international telecommunications service that is sourced in this state;
- (ii) Any ancillary service; and
- (iii) Any installation, maintenance, or repair service of telecommunication equipment;
- (aa) The sale of new or used heavy equipment;
- (bb) A fishing guide service provided as a part of a guided fishing trip if the fishing guide service is purchased in conjunction with the sale or lease of taxable tangible personal property by the person providing the fishing guide service;
- (cc) Withdrawals from stock; and
- (dd) Food and food ingredients.

Exemptions from Local Sales Tax. As summarized below, several types of transactions have been exempted from the sales tax portion of the Tax by the General Assembly of the State. Some of the current exemptions include the sale of:

- (a) New or used house trailers, mobile homes, aircraft, motor vehicles, trailers or semi-trailers and a used house trailer, mobile home, aircraft, motor vehicle, trailer or semi-trailer is taken as a credit or part payment of the purchase price, when the total consideration is less than the following: \$2,000 for aircraft, house trailers and mobile homes (or \$10,000 in case the house trailer or mobile home is a "manufactured home"); and \$4,000 for motor vehicles, trailers and semi-trailers;
- (b) Aircraft held for resale and used for rental or charter service for a period not to exceed one year from the date of purchase of the aircraft, whether purchased by a business or an individual that is engaged in the business of selling aircraft in this State, holds a retail sales tax permit, and holds aircraft in stock for resale;
- (c) Tangible personal property, specified digital products, a digital code or services by churches, except when such organizations may be engaged in business for profit;
- (d) Tangible personal property, specified digital products, a digital code or services by charitable organizations, except when such organizations may be engaged in business for profit;
- (e) Food in public, common, high school or college cafeterias and dining facilities operated primarily for teachers and pupils, and not operated primarily for the public or for profit;
- (f) Newspapers;
- (g) Property or services to the United States Government; motor vehicles and adaptive equipment to disabled veterans who have purchased said vehicles or equipment with financial assistance of the United States Department of Veterans Affairs; specified digital products, a digital code, tangible personal property to and leasing of cars used in promoting scouting or services to the

Boy Scouts of America, the Girl Scouts of America or any of the Scout Councils in the State; tangible personal property, specified digital products, a digital code, or service to the Salvation Army, Heifer International, Inc., or Habitat for Humanity; tangible personal property, specified digital products, a digital code, or service to the Boys & Girls Club of America, to the Poets' Roundtable of Arkansas, to 4-H Clubs and FFA Clubs, to the Arkansas 4-H Foundation, the Arkansas FFA Foundation and the Arkansas Division of the Future Farmers of America;

(h) Gasoline or motor vehicle fuel on which the motor vehicle fuel or gasoline tax has been paid to the State, special fuel or petroleum products sold for consumption by vessels, barges and other commercial watercraft and railroads, dyed distillate special fuel on which a tax has been paid and biodiesel fuel;

(i) Property resales to persons regularly engaged in the business of reselling the articles purchased;

(j) Advertising space in newspapers and publications, billboard advertising services, or on a public transit bus;

(k) Gate admissions at State, district, county or township fairs or at any rodeo if the receipts derived from gate admissions to the rodeo are used exclusively for the improvement, maintenance and operation of such rodeo, and if no part of the net earnings thereof inures to the benefit of any private stockholder or individual;

(l) Property or services which the State is prohibited by the constitution or laws of the United States or by the constitution of the State from taxing or further taxing;

(m) Isolated sales not made by an established business;

(n) Cotton, seed cotton, lint cotton, baled cotton, whether compressed or not, or cotton seed in its original condition; seed for use in commercial production of an agricultural product or of seed; raw products from the farm, orchard or garden, where such sale is made by the producer of such raw products directly to the consumer and user; livestock, poultry, poultry products and dairy products of producers owning not more than five cows; and baby chickens;

(o) Foodstuffs to governmental agencies for free distribution to any public, penal and eleemosynary institutions or for free distribution to the poor and needy, and the rental or sale of medical equipment, for the benefit of persons enrolled in and eligible for Medicare or Medicaid programs;

(p) Tangible personal property, specified digital products, a digital code, or services provided to any hospital or sanitarium operated for charitable and nonprofit purposes or any nonprofit organization whose sole purpose is to provide temporary housing to the family members of patients in a hospital or sanitarium;

(q) Used tangible personal property when the used property was (1) traded in and accepted by the seller as part of the sale of other tangible personal property and (2) the Arkansas Gross Receipts Tax was collected and paid on the total amount of consideration for the sale of the other tangible personal property without any deduction or credit for the value of the used tangible personal property; provided, however, this exemption does not apply to transactions involving used automobiles or used aircraft;

(r) Unprocessed crude oil;

(s) Tangible personal property consisting of machinery and equipment used directly in producing, manufacturing, fabricating, assembling, processing, finishing or packaging of articles of commerce if the machinery and equipment is used to (i) create new manufacturing or

processing plants or facilities in the State, (ii) expand existing manufacturing or processing plants or facilities in the State or (iii) replace existing machinery and equipment;

(t) Property consisting of machinery and equipment required by State or federal law or regulations to be installed and utilized by manufacturing or processing plants or facilities, cities or towns in the State to prevent or reduce air and/or water pollution or contamination;

(u) Electricity used in the manufacture of aluminum metal by the electrolytic reduction process and sale of articles sold on the premises of the veterans' homes;

(v) Automobile parts which constitute "core charges," which are received for the purpose of securing a trade-in for the article purchased;

(w) Bagging and other packaging and tie materials sold to and used by cotton gins for packaging and/or tying baled cotton and from the sale of twine which is used in the production of tomato crops;

(x) Prescription drugs by licensed pharmacists, hospitals, or physicians, and oxygen sold for human use on prescription of a licensed physician;

(y) Property or services to humane societies;

(z) Vessels, barges and towboats of at least fifty tons load displacement and parts and labor used in the repair and construction of the same;

(aa) Property or sales to all orphans' homes, or children's homes, which are not operated for profit and whether operated by a church, religious organization or other benevolent charitable association;

(bb) Agricultural fertilizer, agricultural limestone, agricultural chemicals, and water purchased from a public surface-water delivery project to reduce or replace water used for in-ground irrigation or reduce dependence on ground water for agriculture;

(cc) Sale of tickets or admissions, by municipalities and counties, to places of amusement, to athletic, entertainment, recreational events, or fees for the privilege of having access to or the use of amusement, entertainment, athletic or recreational facilities, including free or complimentary passes, tickets, admissions, dues or fees;

(dd) New and used farm machinery and equipment;

(ee) New automobiles to a veteran of the United States Armed Services who is blind as a result of a service-connected injury;

(ff) Motor vehicles sold to municipalities, counties, school districts, and state supported colleges and universities;

(gg) School buses sold to school districts and, in certain cases, to other purchasers providing school bus service to school districts;

(hh) Catalysts, chemicals, reagents, and solutions which are consumed or used in producing, manufacturing, fabricating, processing, or finishing articles of commerce in the State and by manufacturing or processing plants or facilities prevent or reduce air or water pollution or contamination;

(ii) Feedstuffs used in the commercial production of livestock or poultry;

- been paid;
- (jj) Modular homes constructed from materials on which the State sales tax has been paid;
  - (kk) The first 500 kilowatt hours of electricity per month and the total franchise tax billed to each residential customer whose household income is less than \$12,000 per year;
  - (ll) Electricity and natural gas to qualified steel manufacturers;
  - (mm) Tangible personal property lawfully purchased with food stamps, food coupons, food instruments or vouchers in connection with certain Federal programs;
  - (nn) Publications sold through regular subscriptions;
  - (oo) Tickets for admission to athletic events and interscholastic activities of public and private elementary and secondary schools in the State and tickets for admission to athletic events at public and private colleges and universities in the State;
  - (pp) Durable medical equipment, mobility enhancing equipment, a prosthetic device, and disposable medical supplies prescribed by a physician;
  - (qq) Insulin and test strips for testing blood sugar levels in humans;
  - (rr) Telephone instruments sent into the State for refurbishing or repair and then shipped back to the state of origin;
  - (ss) Industrial metal rollers sent into the State for repair or remanufacture and then shipped back to the state of origin;
  - (tt) New motor vehicles purchased by non-profit organizations and used for the performance of contracts with the Department of Human Services, and new motor vehicles purchased with Federal Transit Administration funds if (i) vehicles meet minimum State specifications and (ii) vehicles are used for transportation under the Department of Human Services' programs for the aging, individuals with disabilities, individuals with mental illness, and children and family services;
  - (uu) Motor fuels to owners or operators of motor buses operated on designated streets according to regular schedule and under municipal franchise which are used for municipal transportation purposes;
  - (vv) Parts or other tangible personal property incorporated into or which become a part of commercial jet aircraft component or subcomponents;
  - (ww) Transfer of fill material by a business engaged in transporting or delivering fill material;
  - (xx) Long-term leases, thirty days or more, of commercial trucks used for interstate transportation of goods under certain conditions;
  - (yy) Foodstuffs to nonprofit agencies;
  - (zz) Tangible personal property consisting of forms constructed of plaster, cardboard, fiberglass, natural fibers, synthetic fibers or composites and which are destroyed or consumed during the manufacture of the item;
  - (aaa) Natural gas used as a fuel in the process of manufacturing glass;
  - (bbb) Sales to Community Services Clearinghouse, Inc. of Fort Smith;

(ccc) Substitute fuel used in producing, manufacturing, fabrication, assembling, processing, finishing or packaging of articles at manufacturing facilities or processing plants in the State;

(ddd) Railroad rolling stock used in transporting persons or property in interstate commerce;

(eee) Parts or other tangible personal property which become a part of railroad parts, railroad cars and equipment brought into the State for the purpose of being repaired, refurbished, modified or converted within the State;

(fff) Fire protection and emergency equipment to be owned by and exclusively used by a volunteer fire department, and supplies and materials to be used in the construction and maintenance of volunteer fire departments;

(ggg) Gas produced from biomass and sold for the purpose of generating steam, hot air or electricity to be sold to the gas producer;

(hhh) Fuel packaging materials sold to a person engaged in the business of processing hazardous and non-hazardous waste materials into fuel products at an approved site and machinery and equipment, including analytical equipment and chemicals used directly in the processing and packaging of hazardous and non-hazardous waste materials into fuel products at an approved site;

(iii) Electricity and natural gas used in the manufacturing of wall and floor tile by approved manufacturers;

(jjj) Textbooks, library books, and other instructional materials purchased or leased by an Arkansas public school district, Arkansas public school that receives state funding, or the State for free distribution to Arkansas public school districts or Arkansas public schools;

(kkk) Tangible personal property, specified digital products, a digital code, or services to the Arkansas Symphony Orchestra, Inc.;

(lll) Electricity used for the production of chlorine and other chemicals using a chlor-alkali manufacturing process;

(mmm) Tangible personal property, specified digital products, a digital code, or services to a qualified museum;

(nnn) Livestock reproduction equipment or substances;

(ooo) Natural gas and electricity used in the manufacturing of tires in the State;

(ppp) Thermal imaging equipment purchased by a county government for use by law enforcement aircraft;

(qqq) Tangible property, specified digital products, a digital code, or services to the Arkansas Search Dog Association, Inc.;

(rrr) Certain new or used trucks to be engaged in interstate commerce;

(sss) Tangible personal property, specified digital products, a digital code, or services to the Arkansas Black Hall of Fame Foundation;

(ttt) Sale, lease or rental of kegs used to sell beer wholesale by a wholesale manufacturer of beer;

- (uuu) Repair parts and labor for pollution control machinery and equipment;
- (vvv) Sales by commercial farmers of certain baling twine, net wrap, silage wrap, and similar products;
- (www) Sales of tangible personal property, specified digital products, a digital code, or a service to a nonprofit blood donation organization;
- (xxx) Sales of utilities used by a qualifying agricultural structure and qualifying aquaculture and horticulture equipment;
- (yyy) Sales of utilities used by a grain drying and storage facility;
- (zzz) Dental appliances sold by or to dentists or certain other professionals;
- (aaaa) Machinery, new and used equipment, and related attachments that are sold to or used by a person engaged primarily in the harvesting of timber;
- (bbbb) Sales of tangible personal property at a concession stand operated by a nonprofit youth organization;
- (cccc) (i) Tangible personal property, specified digital products, or a digital code by or to a car wash operator for use in an automatic car wash, a car wash tunnel, or a self-service bay or as part of an ancillary service; (ii) services to a car wash operator; (iii) ancillary services by a car wash operator; and (iv) a car wash operator through an automatic car wash, car wash tunnel, or self-service bay;
- (dddd) Water that is used exclusively in the operation of a poultry farm;
- (eeee) Sale of a washer-extractor to a fire department or intergovernmental council of a county;
- (ffff) Coins or currency or bullion;
- (gggg) Tangible personal property, specified digital products, a digital code, or a service to the Disabled American Veterans Organization;
- (hhhh) (i) Data center equipment;
- (ii) Eligible data center costs;
- (iii) Services purchased for the purpose of and in conjunction with developing, acquiring, constructing, expanding, renovating, refurbishing, and operating a qualified data center or a qualified large data center; and
- (iv) Electricity used by a qualified data center or a qualified large data center;
- (iiii) Sale of a service providing for electronic transmission of a drug prescription directly to a pharmacy;
- (jjjj) Sale of a new or used mortality composting device to a person engaged in the commercial production of livestock or poultry.
- (kkkk) Tangible personal property, specified digital products, a digital code, or a service to the Arkansas Museum of Fine Arts or the Arkansas Museum of Fine Arts Foundation;

(III) (i) Lithium, cathode, anode, lithium battery, and grid storage facility equipment;

(ii) Services purchased for the purpose of and in conjunction with developing, acquiring, construction, expanding, renovating, refurbishing, and operating a qualified facility;

(iii) Electricity used by a qualified facility; and

(iv) Equipment, materials, and products for the further processing of materials used in manufacturing lithium, cathode, anode, lithium battery, and grid storage facility equipment in the State; and

(mmmm) (i) Tangible personal property, specified digital products, a digital code, or services if the sale is made to a qualified nonprofit organization; and

(ii) If the sale is of tangible personal property, the tangible personal property sold to the qualified nonprofit organization is not a motor vehicle, a motorboat, an aircraft or airplane, an alcoholic beverage, tobacco, a computer, a material used to construct a residential or commercial structure, a household appliance, a mobile telephone or cellular telephone, an all-terrain vehicle, or a television.

Reference is made to "The Arkansas Gross Receipts Act of 1941," Title 26, Chapter 52 of the Arkansas Code of 1987 Annotated, for more information concerning the sales tax portion of the Tax.

Local Use Tax. The use tax portion of the Tax is levied on every person for the privilege of storing, using, distributing or consuming in the City any article of tangible personal property, specified digital products, a digital code, or a taxable service purchased for storage, use, distribution or consumption. The use tax portion of the Tax applies to the use, distribution, storage or consumption of every article of tangible personal property except as hereinafter provided. The use tax portion of the Tax does not apply to aircraft, aircraft equipment, and railroad parts, cars, and equipment, nor to tangible personal property owned or leased by aircraft, automotive or railroad companies brought into the City solely and exclusively for refurbishing, conversion, or modification within the City or storage for use outside or inside the City regardless of the length of time any such property is so stored in the City. The use tax portion of the Tax is levied on the following described tangible personal property:

(a) Tractors, trailers, semi-trailers, trucks, buses and other rolling stock, including replacement tires, used directly in the transportation of persons or property in intrastate or interstate common carrier transportations;

(b) Railroads (except fuel) consumed in the operation of railroad rolling stock;

(c) Transmission lines and pumping or pressure control equipment used directly in or connected to the primary pipeline facility engaged in intrastate or interstate common carrier transportation of property;

(d) Airplanes and navigation instruments used directly in or becoming a part of flight aircraft engaged in transportations of persons or property in regular scheduled intrastate or interstate common carrier transportation;

(e) Exchange equipment, lines, boards and all accessory devices used directly in and connected to the primary facility engaged in the transmission of messages;

(f) Transmission and distribution pipelines and pumping or pressure control equipment used in connection therewith used directly in primary pipeline facility for the purpose of transporting and delivering natural gas;

(g) Transmission and distribution lines, pumping machinery and controls used in connection therewith in cleaning or treating equipment of a primary water distribution system;

(h) Property of public electric power companies consisting of all machinery and equipment including reactor cores and related accessory devices used in the generation and production of electric power and energy and transmission facilities consisting of the lines, including poles, towers and other supporting structures, transmitting electric power and energy together with substations located on or attached to such lines;

(i) Computer software;

(j) Tangible personal property, specified digital products, a digital code, and services provided to a financial institution; and

(k) Food and food ingredients.

Exemptions from Local Use Tax. Some of the property exempted from the use tax portion of the Tax by the General Assembly of the State is as follows:

(a) Property, the storage, use or consumption of which the State is prohibited from taxing under the Constitution or laws of the United States of America or the State;

(b) Sales of tangible personal property, specified digital products, a digital code, or services on which the tax under the Arkansas Gross Receipts Act of 1941 is levied;

(c) Tangible personal property, specified digital products, a digital code, or services which is exempted from the sales tax under the Arkansas Gross Receipts Act of 1941;

(d) Feedstuffs used in the commercial production of livestock or poultry in the State;

(e) Unprocessed crude oil;

(f) Machinery and equipment used directly in producing, manufacturing, fabricating, assembling, processing, finishing or packaging of articles of commerce at manufacturing or processing plants or facilities in the State, including facilities and plants for manufacturing feed, processing of poultry and/or eggs and livestock and the hatching of poultry and such equipment is either (1) purchased to create or expand manufacturing or processing plants in the State, (2) purchased to replace existing machinery and used directly in producing, manufacturing, fabricating, assembling, processing, finishing or packaging of articles of commerce at manufacturing or processing plants in the State, or (3) required by State law to be installed and utilized by manufacturing or processing plants to prevent or reduce air and/or water pollution or contamination;

(g) Modular homes constructed with materials on which the sales or use tax has once been paid;

(h) Aircraft, aircraft equipment, railroad parts, cars, and equipment, and tangible personal property owned or leased by aircraft, airmotive, or railroad companies, brought into the State solely and exclusively for refurbishing, conversion, or modification or for storage for use outside or inside the State;

(i) Vessels, barges, and towboats of at least 50 tons load displacement and parts and labor used in the repair and construction of them;

(j) Sales of motor fuels to the owners or operators of motor buses operated on designated streets according to regular schedule, under municipal franchise, which are used for municipal transportation purposes;

(k) Agricultural fertilizer, agricultural limestone, agricultural chemicals, including agricultural pesticides and herbicides used in commercial production of agricultural products, and vaccines, medications, and medicinal preparations, used in treating livestock and poultry being grown for commercial purposes and other ingredients used in the commercial production of yeast;

(l) All new and used motor vehicles, trailers or semi-trailers that are purchased for a total consideration of less than \$4,000;

(m) Any tangible personal property used, consumed, distributed, or stored in the State upon which a like tax, equal to or greater than the Arkansas Compensating (Use) Tax, has been paid in another state;

(n) Durable medical equipment, mobility enhancing equipment, a prosthetic device, and prescriptive disposable medical supplies prescribed by a physician;

(o) Fire protection and emergency equipment to be owned by and exclusively used by a volunteer fire department, and supplies and materials to be used in the construction and maintenance of volunteer fire departments;

(p) Electricity and natural gas used in the manufacturing of wall and floor tile by approved manufacturers;

(q) Tangible personal property consisting of forms constructed of plaster, cardboard, fiberglass, natural fibers, synthetic fibers or composites and which are destroyed or consumed during the manufacture of the item;

(r) Natural gas used as a fuel in the process of manufacturing glass;

(s) Sales to Community Services Clearinghouse Inc. of Fort Smith;

(t) Prepaid telephone calling cards or prepaid authorization numbers and the recharge of such cards or numbers;

(u) Foodstuffs to nonprofit agencies;

(v) Tangible personal property, specified digital products, a digital code or services for a qualified museum;

(w) Certain new or used trucks to be engaged in interstate;

(x) Railroad rolling stock manufactured for use in transporting persons or property in interstate commerce;

(y) Sales of tangible personal property or a service to a nonprofit blood donation organization;

(z) Sales of utilities used by a qualifying agricultural structure and qualifying aquaculture and horticulture equipment;

(aa) Sales of utilities used by grain drying and storage facilities;

(bb) Dental appliances sold by or to dentists or certain other professionals;

- (cc) Coins or currency or bullion;
- (dd) (i) Data center equipment;
- (ii) Eligible data center costs;
- (iii) Services purchased for the purpose of and in conjunction with developing, acquiring, constructing, expanding, renovating, refurbishing, and operating a qualified data center or a qualified large data center; and
- (iv) Electricity used for a qualified data center or a qualified large data center;
- (ee) Sale of a new or used mortality composting device to a person engaged in the commercial production of livestock or poultry;
- (ff) (i) Lithium, cathode, anode, lithium battery, and grid storage facility equipment.
- (ii) Services purchased for the purpose of and in conjunction with developing, acquiring, construction, expanding, renovating, refurbishing, and operating a qualified facility.
- (iii) Electricity used by a qualified facility; and
- (iv) Equipment, materials, and products for the further processing of materials used in manufacturing lithium, cathode, anode, lithium battery, and grid storage facility equipment in the State; and
- (gg) (i) Tangible personal property, specified digital products, a digital code, or services if the sale is made to a qualified nonprofit organization; and
- (ii) If the sale is of tangible personal property, the tangible personal property sold to the qualified nonprofit organization is not a motor vehicle, a motorboat, an aircraft or airplane, an alcoholic beverage, tobacco, a computer, a material used to construct a residential or commercial structure, a household appliance, a mobile telephone or cellular telephone, an all-terrain vehicle, or a television.

Reference is made to "The Arkansas Compensating (Use) Tax Act of 1949," Title 26, Chapter 53 of the Arkansas Code of 1987 Annotated, for more information concerning the use tax portion of the Tax.

## EXHIBIT B

March 17, 2026

Bank OZK  
Little Rock, Arkansas, as Trustee

Crews & Associates, Inc.  
Little Rock, Arkansas

Stephens Inc.  
Little Rock, Arkansas

Re: \$8,735,000 City of Bella Vista, Arkansas Sales and Use Tax Bonds, Taxable  
Refunding Series 2026A

\$16,460,000 City of Bella Vista, Arkansas Sales and Use Tax Bonds,  
Improvement Series 2026B

Ladies and Gentlemen:

We have acted as Bond Counsel in connection with the issuance by the City of Bella Vista, Arkansas (the "City") of \$8,735,000 City of Bella Vista, Arkansas Sales and Use Tax Bonds, Taxable Refunding Series 2026A (the "Series 2026A Bonds") and \$16,460,000 City of Bella Vista, Arkansas Sales and Use Tax Bonds, Improvement Series 2026B (the "Series 2026B Bonds" and collectively with the Series 2026A Bonds, the "Bonds"). In such capacity, we have examined such law and such certified proceedings and other papers as we deem necessary to give the opinions below, including particularly a certified copy of Ordinance No. 2026-03 of the City adopted on February 3, 2026, authorizing the issuance of the Bonds (the "Authorizing Ordinance"), and Ordinance No. 2025-09 of the City adopted on August 4, 2025 (the "Tax Ordinance"), levying a 1% sales and use tax within the City (the "Tax").

Regarding questions of fact material to the opinions below, we have relied upon the representations of the City contained in the Authorizing Ordinance and on the certified proceedings and other certifications of public officials and others furnished to us without undertaking to verify them by independent investigation.

Based on the foregoing, we are of the opinion that:

1. The Bonds have been lawfully authorized and issued under the Constitution and laws of the State of Arkansas now in force, including particularly Amendment No. 62 to the Constitution of the State of Arkansas and Title 14, Chapter 164, Subchapter 3 of the Arkansas Code of 1987 Annotated (the "Authorizing Legislation"), and are valid and binding obligations of the City enforceable in accordance with their terms.

2. The Bonds are not general obligations of the City but are special obligations payable from and secured by a pledge of collections of the Tax duly levied by the City under the authority of the Authorizing Legislation. The Bonds are not secured by any lien on or security interest in any physical properties of the City.

3. Interest on the Series 2026B Bonds (including any original issue discount properly allocable thereto) is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2026B Bonds may be taken into account for the purpose of computing the federal

alternative minimum tax on certain corporations. The opinion set forth in the preceding sentence is subject to the condition that the City comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series 2026B Bonds in order that the interest thereon be, and continue to be, excludable from gross income for federal income tax purposes under Section 103 of the Code. The City has covenanted in the Authorizing Ordinance to comply with all such requirements. Failure to comply with certain of such requirements may cause the interest on the Series 2026B Bonds to be includable in gross income for federal income tax purposes retroactively to the date of issuance of the Series 2026B Bonds. We express no opinion regarding other federal tax consequences arising with respect to the Series 2026B Bonds.

4. The Series 2026A Bonds will be treated for federal income tax purposes as evidences of indebtedness of the City. Interest on the Series 2026A Bonds is not excludable from gross income for federal income tax purposes and will be fully subject to federal income taxation.

5. The Bonds and income thereon are exempt from all Arkansas state, county and municipal taxes.

The rights of the owners of the Bonds and the enforceability of the Bonds and the Authorizing Ordinance are limited by bankruptcy, insolvency, reorganization, moratorium, and other similar laws affecting the rights and remedies of creditors, and by equitable principles, whether considered at law or in equity.

The opinions given in this opinion letter are given as of the date set forth above, and we assume no obligation to revise or supplement them to reflect any facts or circumstances that may later come to our attention, or any changes in law that may later occur.

Sincerely yours,

FRIDAY, ELDREDGE & CLARK, LLP