

Information Statement



Table of Contents

FLCLASS SUMMARY	3
FLCLASS INVESTMENTS	3
INVESTMENT OBJECTIVES	3
ELIGIBLE INVESTMENTS	3
PROHIBITED INVESTMENTS	3
INVESTMENT RESTRICTIONS	4
INVESTMENT RISKS	4
FLCLASS ORGANIZATIONAL STRUCTURE	5
PARTICIPANTS	5
BOARD OF TRUSTEES	5
INVESTMENT ADVISOR AND ADMINISTRATOR	6
CUSTODIAN	6
LEGAL COUNSEL	6
INDEPENDENT AUDITORS	6
ACCOUNT ACTIVITY	7
HOW TO OPEN AN ACCOUNT	7
CONTRIBUTIONS	7
REDEMPTIONS	7
PORTFOLIO TRANSACTIONS	7
DETERMINATION OF NET ASSET VALUE	7
COMPUTATION OF YIELDS	8
DAILY INCOME ALLOCATIONS	8
REPORTS TO PARTICIPANTS	8
ADDITIONAL FLCLASS INFORMATION	9
INTERNAL CONTROLS	9
NAV DEVIATION POLICY	9
FLCLASS EXPENSES	10
FLCLASS FEES	10

FLCLASS Summary

The Florida Cooperative Liquid Assets Securities System (FLCLASS or the Trust) is an independent local government investment pool designed to meet the cash management and short-term investment needs of Florida governmental entities.

FLCLASS is open to all governmental entities within the state of Florida including but not limited to the following and the officers thereof: any state agency, county, municipality, school district, special district, clerk of the circuit court, sheriff, property appraiser, tax collector, supervisor of elections, authority, board, public corporations, quasi-public authorities, or any other political subdivision of the state. FLCLASS is an intergovernmental investment pool authorized under Section 218.415, Florida Statutes and was created by an interlocal agreement by and among state public agencies (the Interlocal) as described in Section 163.01, Florida Statutes, as amended. Capitalized terms not otherwise defined herein shall have the meanings set forth in the Interlocal. The management of FLCLASS will be under the direction of an appointed Board of Trustees comprised of eligible Participants of the FLCLASS program.

The general objective of the Trust is to generate additional investment income for the Participants while maintaining safety and liquidity. FLCLASS is managed to comply with the specific requirements of Florida law, particularly the laws applicable to the investment of Participants' funds.

FLCLASS will seek to maintain a 'AAAm' or equivalent rating from a Nationally Recognized Statistical Ratings Organization (NRSRO). [Click here](#) for more information.

FLCLASS Investments

Investment Objectives

FLCLASS provides a professionally managed investment program for local governments. The general objective of FLCLASS is to generate additional investment income for the Participants while maintaining safety and liquidity.

The purpose of FLCLASS is to offer a safe, convenient, and liquid investment option to

Florida governmental entities. By utilizing economies of scale and professional investment management, FLCLASS seeks to generate competitive market returns in a manner that will provide for the safety of principal while meeting the liquidity needs of the Participants.

The primary investment objectives of FLCLASS in order of priority are:

Safety: FLCLASS seeks to minimize risks by managing the portfolio in a manner that emphasizes the preservation of principal while maintaining a stable net asset value.

Liquidity: FLCLASS provides daily liquidity to Participants of the program. Portfolio maturity and duration parameters are established to provide for the liquidity needs of the Participants.

Transparency: FLCLASS seeks to provide transparency by allowing Participants to efficiently obtain portfolio and account information and will offer dedicated client service support with an easy-to-use technology platform.

Competitive Returns: The goal of FLCLASS is to provide competitive returns for its Participants while adhering to the primary objectives of safety and liquidity. The FLCLASS investment policy and guidelines establish the policies, procedures, and strategies to assure that these objectives are met.

Eligible Investments

FLCLASS may only be invested in a manner that is permitted pursuant to the laws of the state of Florida and Florida's Investment of Local Government Surplus Funds Act, Florida Statutes, Chapter 218.415. Furthermore, investments will be made in accordance with the Trust's own Investment Policy that is structured to meet 'AAAm' or equivalent NRSRO investment guidelines needed to maintain the highest attainable rating for a local government investment pool; this includes investments authorized under Section 218.415(16), Florida Statutes. Visit the [FLCLASS website](#) for a copy of the complete FLCLASS Investment Policy.

Prohibited Investments

No funds of FLCLASS may be invested in the following or in any other type of investment

prohibited by Section 218.415(16), Florida Statutes or other applicable law:

- a) Asset backed commercial paper securities that are classified as structured investment vehicles (SIV), collateralized debt obligations (CDO), structured arbitrage vehicles (SAV), or extendible commercial paper
- b) Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal
- c) Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest
- d) Collateralized mortgage obligations
- e) Derivatives

Investment Restrictions

The Trust's investments are subject to the restrictions listed below:

May not make any investment other than investments authorized by the Interlocal and the Investment Policy, as the same may be amended from time-to-time.

May not borrow money or incur indebtedness whether or not the proceeds thereof are intended to be used to purchase Permitted Investments except as a temporary measure to facilitate withdrawal requests that might otherwise require unscheduled dispositions of portfolio investments and only as and to the extent permitted by law.

May not make loans provided that the Trust may make Permitted Investments (that may include securities lending).

May not hold or provide for the custody of any investment property in a manner not authorized by law or by any institution or person not authorized by law.

Investment Risks

Participants should specifically consider the following risks before deciding to invest in

FLCLASS. The following summary does not purport to be comprehensive or definitive of all risk factors. Investing involves risks including the possible loss of principal.

Interest Rate Risks

The prices of the fixed-income securities in the fund will rise and fall in response to changes in the interest rates paid by similar securities. Generally, when interest rates rise, prices of fixed-income securities fall. However, market factors, such as demand for particular fixed-income securities, may cause the price of certain fixed-income securities to fall while the price of other securities rise or remain unchanged. Interest rate changes have a greater effect on the price of fixed-income securities with longer maturities. The Investment Advisor will seek to manage this risk by purchasing short-term securities.

Credit Risks

Credit risk is the possibility that an issuer of a fixed-income security held in FLCLASS will default on the security by failing to pay interest or principal when due. If an issuer defaults, Participants in FLCLASS may incur losses. The Investment Advisor will seek to manage this risk by purchasing high-quality securities as determined by one or more Nationally Recognized Statistical Ratings Organizations and/or the Investment Advisor's credit research team.

Stable Net Asset Value Risks

Although FLCLASS is managed to maintain a stable NAV of \$1.00 per Share, there is no guarantee that it will be able to do so.

Investment Not Insured or Guaranteed

An investment in FLCLASS is neither insured nor guaranteed by the Federal Deposit Insurance Corporation or any other government agency.

Liquidity Risk

The Trust is subject to certain liquidity risks in which the size of a bond's market, the frequency of trades, the ease of valuation, and/or issue size may impact the Investment Advisor's ability to sell investments in a timely fashion or at or near fair value in order to fulfill a Participant's redemption request.

Market Risk

Market risk is the risk that the value of securities owned goes up or down, sometimes rapidly and/or unpredictably, due to factors affecting securities markets generally or within particular industries.

Issuer Risk

The risk that the value of a security declines for a reason directly related to the issuer such as management performance, financial leverage, and reduced demand for the issuer's goods or services.

Default Risk

The risk that a bond issuer (or counterparty) will default by failing to repay principal and interest in a timely manner.

aggregate amount of funds that any Participant may invest at one time. Similarly, each Participant has the right, from time-to-time, to request payment of an amount equal to or less than the amount of funds in the Participant's account. Subject to meeting the daily times for giving notice, which may be adjusted by the Administrator, there is no limitation on the period of time that funds may be invested through the Trust prior to such payment. Upon receipt of any payment request, the Administrator notifies the Custodian of the payment request from a Participant and the requested amount is paid by the Custodian to, or on behalf of, such Participant not later than the next business day, subject only to certain calamities or crises that may affect the financial markets of the United States, as specified in the Interlocal.

Any Participant may withdraw from the Interlocal at any time without penalty upon written notice to the Administrator, who will notify the Custodian and the Board of Trustees upon receipt of such notice. The withdrawal becomes effective when the Participant's account is equal to zero. If any Participant breaches any material covenants contained in the Interlocal or if any of its representations cease to be true, it shall be deemed to have given notice of withdrawal.

Each Participant must designate a representative to act on behalf of the Participant under the Interlocal for all purposes including the giving of consent on behalf of the Participant and receiving notice on behalf of the Participant.

FLCLASS Organizational Structure

Participants

FLCLASS is open to all governmental entities within the state including but not limited to the following and the officers thereof: any state agency, county, municipality, school district, special district, clerk of the circuit court, sheriff, property appraiser, tax collector, supervisor of elections, authority, board, public corporations, quasi-public authorities, or any other political subdivision of the state. FLCLASS is an authorized investment as an intergovernmental investment pool under Florida Statutes Section 218.415 and was created by the Interlocal by and among Florida public agencies as described in Section 163.01, Florida Statutes, as amended.

Each Participant shall have the right to invest funds for credit to such Participant's account. There is no minimum amount that must be invested nor is there any limitation on the

Board of Trustees

Pursuant to the Interlocal, FLCLASS is governed by a Board of Trustees (the Board). The Board supervises the Trust and its affairs and acts as the liaison between the Participants, the Custodian, the Administrator, and all service providers. The Board administers the affairs of the Trust and enters into contracts and agreements on behalf of the Trust in order to effectuate the terms of the Interlocal.

Investments made on behalf of the Participants are subject to the overall direction of the program's Board. Initially, the number of Trustees shall be three (3) voting Trustees. The Board may expand the membership of the Board and set initial terms for each additional

Trustee provided, however, the number of Trustees shall always be an odd number and shall not be less than three (3) at any given time. The Board approves the Trust's investment parameters that must also fall within the investment stipulations mandated under Florida Statutes for the investment of surplus funds of the Participants.

The Board shall appoint qualified Trustee representatives of the local government entity types that participate in FLCLASS. To that end, the Board shall strive to appoint at least one Trustee (but no more than four per category) from the following categories of local governments: counties, cities and towns, school districts, special districts, and other public entities.

Investment Advisor and Administrator

Pursuant to an agreement with the Board, Public Trust Advisors, LLC (Public Trust) serves as the Investment Advisor and Administrator of the Trust.

As Investment Advisor, Public Trust provides investment services to the Board. Public Trust is an investment advisory firm located in Orlando, Florida.

Public Trust is registered with the Securities and Exchange Commission as an investment advisor under the Investment Advisers Act of 1940.

As Administrator, Public Trust services all Participant accounts in the Trust, determines and allocates income of the Trust, provides certain written confirmation of the investment and withdrawal of funds by Participants, provides administrative personnel and facilities to the Trust, determines the NAV of the Trust on a daily basis, and performs all related administrative services for the Trust. At least quarterly, the Administrator provides the Board with a detailed evaluation of the performance of the Trust based upon a number of factors. This evaluation includes a comparative analysis of the Trust's investment results in relation to industry standards such as the performance of comparable money market mutual funds and various indexes of money market securities.

Custodian

Fifth Third Bank serves as Custodian for FLCLASS pursuant to a Custodian Agreement with the Board. Fifth Third Bank acts as safekeeping agent for the FLCLASS investment portfolio(s) and serves, in accordance with the statutes of the state, as the depository in connection with the direct investment and withdrawal mechanisms of FLCLASS. Fifth Third Bank does not participate in the Trust's investment decision making process.

The Custodian shall hold the investment property in its capacity as Custodian for the collective benefit of each Participant. The Investment Property shall be custodial property of the Custodian and shall not be, or be deemed to be, an asset of the Custodian. Each Participant has an individual beneficial interest in the Investment Property to the extent of such Participant's balance.

The Custodian shall acknowledge in the Custody Agreement that records concerning the Investment Property shall be maintained by the Administrator and that such records shall conclusively determine the interests of each Participant in the Investment Property.

Legal Counsel

Greenberg Traurig, P.A. serves as legal counsel to FLCLASS.

Greenberg Traurig, P.A. 450 South Orange Avenue, Suite 650 Orlando, FL 32801

Independent Auditors

An independent certified public accounting firm, Cohen & Co., has been engaged to audit the annual financial statements of FLCLASS. The audit contains statements of assets and liabilities, of operations, and of changes in net assets. The opinion of the independent certified public accountant on such financial statements is based on an examination of the books and records of FLCLASS made in accordance with generally accepted accounting principles (GAAP).

Account Activity

How to Open an Account

Any eligible Florida unit of local government may join FLCLASS as a Participant to utilize the investment program. After reviewing the Interlocal and Information Statement, simply complete the FLCLASS Registration Packet found in the [document center](#) of the FLCLASS website. Please email all completed forms along with a copy of the entity's investment policy to info@flclass.com or send them via mail to the following address:

FLCLASS Client Services
c/o Public Trust Advisors, LLC
201 E. Pine Street, Suite 750
Orlando, FL 32801

Contributions

Investments may be made by Automated Clearing House (ACH) transfer or wire transfer. Investments (contributions) received by the Trust by 3:00 p.m. ET will be invested along with the other funds in the portfolio. Funds received after 3:00 p.m. will be invested overnight by the Trust's Administrator in the Trust's interest-bearing bank account at Fifth Third Bank.

Redemptions

Withdrawals from FLCLASS may be made via ACH or wire transfer via the secure, online FLCLASS transaction portal. Requests for withdrawal from accounts with pre-established wire instructions will be honored on a same-day basis if received prior to 3:00 p.m. ET. Special wire transfer requests are available only with written documentation.

There is no maximum or minimum amount that must be invested in FLCLASS pursuant to the Interlocal nor is there any maximum or minimum limitations on the aggregate amount of the investment funds that any Participant may have invested at any one time with FLCLASS.

With the consent of the Board, the Administrator shall determine when an event occurs that entitles the Custodian to temporarily suspend or postpone a Participant's right to withdrawals that may be for the whole or any part of any period (i) during which trading in

securities generally on the New York Stock Exchange or the American Stock Exchange or over-the-counter market shall have been suspended or minimum prices or maximum daily charges shall have been established on such exchange or market, (ii) a general banking moratorium shall have been declared by Federal, state, or the state of New York authorities, or (iii) there shall have occurred any outbreak, material escalation of hostilities, other calamity, or crisis, the effect of which on the financial markets of the United States is such as to make it impracticable (a) to dispose of the investment property because of the substantial losses that might be incurred or (b) to determine the investment property value in accordance with the valuation procedures.

Portfolio Transactions

Subject to the general supervision of the Board, the Investment Advisor is responsible for placing the orders for portfolio transactions. The Trust's portfolio transactions occur only with broker dealers acting as principals except for commercial paper transactions that may be placed directly. Although the Trust does not ordinarily seek but nonetheless may make profits through short-term trading, the Investment Advisor may, on behalf of the Trust, dispose of any portfolio investment prior to its maturity if such disposition is advisable. The Trust's policy of investing in instruments with maturities of less than two years will result in high portfolio turnover. However, since brokerage commissions are not paid on the types of investments in which the Trust may invest, any turnover resulting from such investments does not adversely affect the net asset value or net income of the Trust.

The Investment Advisor seeks to obtain the best net price and the most favorable execution of orders for the purchase and sale of portfolio securities. Portfolio investments will not be purchased from or sold to the Investment Advisor and Administrator, the Custodian, any Trustee, or any affiliate, officer, director, employee, or agent of any of them.

Determination of Net Asset Value

The Administrator determines the net asset value of the shares of the portfolio as of the close of business of each day. The net asset value per share of the portfolio is computed by

dividing the total value of the securities and other assets of the portfolios, less any liabilities, by the total outstanding shares of the portfolios. Liabilities, including all expenses and fees of the Trust, are accrued daily.

For the purpose of calculating the portfolio's net asset value per share, the securities held by the portfolio are valued as follows: (1) securities for which market quotations are readily available are valued at the most recent bid price or yield equivalent as obtained from one or more market makers for such securities; (2) all other securities and assets are valued at fair market value determined in good faith.

The result of this calculation is a share value rounded to the nearest penny. Accordingly, the price at which portfolio shares are sold and redeemed will not reflect unrealized gains or losses on portfolio securities that amount to less than \$.005 per share. The Trust will endeavor to minimize the amount of such gains or losses. However, if unrealized gains or losses should exceed \$.005 per share, a portfolio's net asset value per share will change from \$1.00 or be maintained at \$1.00 per share by retention of earnings or the reduction on a pro rata basis of each Participant's shares in the event of losses or by a pro rata distribution to each Participant in the event of gains.

It is a fundamental policy of the Trust that FLCLASS Prime seeks to maintain a net asset value of \$1.00 per share but for the reasons herein stated, there can be no assurance that the net asset value will not vary from \$1.00 per share. The net asset value per share of the Trust may be affected by general changes in interest rates resulting in increases or decreases in the value of the securities held by the Trust. The market value of such securities will vary inversely to changes in prevailing interest rates. Thus, if interest rates have increased from the time a security was purchased, such security, if sold, might be sold at a price less than its cost. Similarly, if interest rates have declined from the time a security was purchased, such security, if sold, might be sold at a price greater than its cost. If a security is held to maturity, no loss or gain is normally realized as a result of these fluctuations.

Computation of Yields

FLCLASS Prime quotes a daily and seven-day average yield for the portfolio in reports and information published by the Trust. To obtain the daily yield, a daily yield factor is first calculated. The factor is the net income for that day divided by the number of settled shares outstanding. The factor is then multiplied by 365 (366 in a leap year) to produce the daily yield. The seven-day average yield is obtained by averaging the daily yield for seven identified, consecutive days. From time-to-time, the Trust may also quote its yield on other bases for the information of its Participants.

The yields quoted should not be considered a representation of the yield of the Trust in the future since the yield is not fixed. Actual yields will depend not only on the type, quality, and maturities of the investments held by the Trust and changes in interest rates on such investments but also on changes in the Trust's expenses during the period.

Yield information may be useful in reviewing the performance of the Trust's portfolios and for providing a basis for comparison with other investment alternatives.

Daily Income Allocations

All net income of the portfolio is determined as of the close of business each day (and at such other times as the Board may determine) and is credited immediately thereafter pro rata to each Participant's account.

Net income that has thus accrued to the Participants is converted as of the close of business of each day into additional shares that are thereafter held in each Participant's account. Reinvested net income is converted into full and fractional shares at the rate of one share for each one dollar credited. Net income for the portfolio each day consists of (1) all accrued interest income on assets of the portfolio plus or minus (2) any amortized purchase discount or premium and less (3) accrued expenses.

Reports to Participants

Annually

At least annually, the Administrator shall prepare or cause to be prepared a report of

operations containing a statement of the investment property and the investment property liabilities, statements of operations, and of net changes in net assets prepared in conformity with generally accepted accounting principles consistently applied. Additionally, the annual report will include an opinion of an independent certified public accountant on such financial statements based on an examination of the books and records of the Participants' accounts, maintained by the Administrator with respect to the investment property.

Monthly

Subsequent to the end of each month, the Administrator shall prepare and submit to each Participant a statement disclosing any activity and a closing balance in each of its accounts for such month. Additionally, the Administrator, upon the request of a Participant, shall furnish to the Participant a statement of such Participant's balance as of the date of such request subject only to account activity on such date.

Additional FLCLASS Information

Internal Controls

Per Section 218.409(2), Florida Statutes, the Administrator is responsible for establishing and maintaining an internal control structure designed to ensure that the assets of FLCLASS are protected from loss, theft, or misuse. The Administrator shall establish a system of internal controls that shall be documented in writing. The internal controls shall be reviewed by the Board of Trustees, where applicable, and with the independent auditor. The controls shall be designed to prevent the loss of public funds arising from fraud, employee error, misrepresentation by third parties, or negligent actions by employees and officers of the Administrator.

NAV Deviation Policy

FLCLASS is a local government investment pool with a portfolio that operates similar to a registered money market fund with the objective of maintaining a net asset value (NAV) of \$1.00 per share. NAV deviations can occur due to changes in market interest rates, funds flowing into or out of the portfolio, gains or

losses on the investments held in the portfolio, or unforeseen credit events for a security held in the portfolio. The NAV is calculated on a daily basis by dividing the net assets of the portfolio by the number of outstanding shares of the portfolio.

The Administrator will obtain independent prices for each security in the portfolio on a daily basis to prepare a mark-to-market assessment of the difference between the amortized cost and market value of each holding. In cases where the price of a security is difficult to obtain, it is valued at fair market value determined in good faith. If the NAV calculation results in a deviation of 0.15 percent or 15 basis points, the Administrator will promptly notify the Chairman of the Board to recommend what action, if any, is being taken to stabilize the NAV and maintain the fund objectives of capital preservation and liquidity. The agreed upon plan will be documented in writing.

If the NAV calculation results in a deviation of 0.25 percent or 25 basis points, the Administrator will consult with the Chairman of the Board on a daily basis to determine what action, if any, should be initiated to remedy the NAV deviation within five (5) business days of such occurrence. If the NAV deviation cannot be remedied within one week, the Administrator will inform S&P Global Ratings of the NAV deviation. The agreed-upon plan of action will be documented in writing.

If the NAV calculation results in an actual deviation of 0.50 percent or 50 basis points, the Board and the Administrator will determine the appropriate course of action including but not limited to (a) notification to Participants, (b) temporarily halting redemptions and subscriptions, and (c) determining fund liquidation procedures, if deemed appropriate. If at any time the Administrator believes the extent of the NAV deviation from the portfolio's amortized cost value may result in a material dilution or other unfair results to the existing Participants' beneficial interests, the Administrator shall take such action as deemed appropriate to eliminate or reduce to the extent reasonably practicable such dilution or unfair results.

FLCLASS Expenses

Public Trust, the Administrator and Investment Advisor, is responsible for payment of the costs of operation of the Trust including but not limited to Administrator and Investment Advisor fees, Custodian fees, operations, and marketing expenses. Included in the costs paid by Public Trust are certain amounts that are agreed to each year for the payment of Trustee expenses, legal expenses, and audit expenses. If the actual cost for the total of those items exceeds the amount agreed to annually, Public Trust and the Board will negotiate a fair and equitable allocation of the excess cost. Any expenses incurred by the Trust in excess of the fee paid to Public Trust are apportioned on a pro rata basis to the portfolio.

FLCLASS Fees

For the performance of its obligations set forth in the Program Administrative and Investment Advisor Services Agreement (the Administrator Agreement), the Administrator will charge a fee from the Investment Property Value (the daily fee). This daily fee will accrue on a daily basis and be paid monthly in arrears and prorated for any portion of the month in which the Administrator Agreement is in effect. The daily fee shall be calculated as follows: the investment property value is multiplied by the applicable fee rate and is divided by 365 or 366 days in the event of a leap year to equal the daily fee accrual. The investment property value shall be based on the prior day's net assets. For weekend days and holidays, the net assets for the previous business day will be utilized for the calculation of fees. The applicable fee rate shall be determined by the Administrator monthly on the first business day of each month and shall be at an annual rate equal to up to fifteen (15) basis points. The Administrator is authorized to debit the applicable monthly fee amount within five (5) business days after the end of such month. All payment records and invoices will be presented at each subsequent meeting of the Board. Fees may be waived or abated at any time, or from time-to-time, at the sole discretion of the Administrator. Any such waived fees may be restored by the written agreement of the Board.

Disclaimer

*Past performance is no guarantee of future results. Any financial and/or investment decision may incur losses. Many factors affect performance including changes in market conditions and interest rates and in response to other economic, political, or financial developments. Investment involves risk including the possible loss of principal. No assurance can be given that the performance objectives of a given strategy will be achieved. A 'AAAm' rating by S&P Global Ratings is obtained after S&P evaluates a number of factors, including credit quality, market price exposure, and management. Ratings are subject to change and do not remove market risk. [Click here for more information.](#) FLCLASS is not a bank. An investment with FLCLASS is not guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the FLCLASS prime-style fund seeks to preserve your investment at \$1.00, it cannot guarantee it will do so. External audits may not catch all instances of accounting errors and do not provide an absolute guarantee of accuracy.

06/23 Managed by Public Trust Advisors, LLC

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