

Capital Markets Advisors, LLC

Independent Municipal Advisors

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TERM SHEET

ISSUER:	Croton-Harmon Union Free School District, Westchester County, New York (the “District”)
ISSUE:	\$328,940 Bond Anticipation Notes – 2025 Series B (the “Notes”)
SALE DATE:	September 30, 2025
SALE TIME:	11:00 AM (Eastern Time)
DATED DATE:	October 9, 2025
DELIVERY:	Delivery of the Notes will be in Croton-on-Hudson, New York or New York, New York on or about October 9, 2025 or as otherwise mutually agreed upon by the District and the purchaser.
MATURITY DATE:	October 9, 2026
CALL PROVISION:	The Notes are not subject to optional redemption prior to maturity.
LEGAL OPINION:	To be provided by Hawkins Delafield & Wood LLP, Bond Counsel.
TAX TREATMENT:	<p>The opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the District, shall state that under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Note is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), and (ii) interest on the Note is not treated as a preference item in calculating the alternative minimum tax under the Code, however, interest on the Note is included in the “adjusted financial statement income” of certain corporations that are subject to the alternative minimum tax under Section 55 of the Code.</p> <p>In addition, the opinion of Bond Counsel to the District shall also state that under existing statutes, interest on the Notes is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.</p>
NATURE OF OBLIGATION:	The Notes are general obligations of the District and the faith and credit of the District shall be pledged for payment of the principal of and interest on the Notes. All the taxable real property in the District will be subject to the levy of ad valorem taxes, without limitation as to rate or amount, sufficient to pay the principal of and interest on the Notes.
AUTHORITY FOR AND PURPOSE OF ISSUE:	The Notes shall be issued pursuant to the Constitution and the Laws of the State, including, among others, the Local Finance Law and the Education Law, and various bond resolutions duly adopted by the District’s Board of Education on various dates for the purchase of buses and vehicles and related equipment. The proceeds from the sale of the Notes, together with \$171,477 in available funds, will be used to redeem \$500,417

Bond Anticipation Notes for School Buses and Vehicles – 2024 maturing on October 10, 2025 as shown in the table below.

Original Issue Date	Date <u>Authorized</u>	<u>Purpose</u>	Amount <u>Outstanding</u>	Principal <u>Paydown</u>	Amount to <u>Notes</u>
10/15/20	07/07/20	School Buses & Vehicles	\$ 45,000	\$ 45,000	\$ 0
10/13/22	07/06/21	School Buses & Vehicles	151,477	50,492	100,985
10/12/23	06/02/22	School Buses & Vehicles	<u>303,940</u>	<u>75,985</u>	<u>227,955</u>
			<u>\$500,417</u>	<u>\$171,477</u>	<u>\$328,940</u>

BIDDING REQUIREMENTS:

Sealed proposals, telephone proposals, fax proposals and proposals via iPreo’s Parity Electronic Bid Submission System (“Parity”) will be received at the place and time on the Sale Date as herein indicated, for the purchase at not less than par and accrued interest of the Notes as herein described. No other form of electronic bidding services will be accepted. The number for telephone proposals is (516) 487-9818. The number for FAX proposals is (516) 487-2575. Bidders submitting proposals via facsimile must use the “Proposal for Notes” form attached hereto.

Proposals may be submitted in accordance with this Term Sheet until the time specified herein. No proposal will be accepted after the time for receiving proposals specified above. Any proposal received by the time for receiving proposals specified herein, which have not been modified or withdrawn by the bidder, including those communicated electronically via Parity, shall constitute an irrevocable offer to purchase the Notes pursuant to the terms herein and therein provided. Bidders shall not submit a bid that modifies the terms contained in this Term Sheet or adds additional conditions not set forth in the Term Sheet.

The District reserves the right to reject any and all bids (regardless of the interest rate bid), to reject any bid not complying with this Term Sheet and, so far as permitted by law, to waive any irregularity or informality with respect to any bid or the bidding process.

The timely delivery of all proposals submitted by facsimile transmission (FAX) must be in legible and complete form, signed by an authorized representative of the bidder, and shall be the sole responsibility of the bidder. The District shall not be responsible for any errors and/or delays in transmission and/or receipt of such bids, mechanical or technical failures or disruptions, or any omissions or irregularities in any bids submitted in such manner.

Bids must be made for all of the Notes. Each bid must state: (i) the principal amount of the Notes to be purchased pursuant to such bid and (ii) in a multiple of one-hundredth (1/100th) or one-eighth (1/8th) of one percent, a rate of interest per annum which the Notes bid shall bear. Interest will be calculated on the basis of a 30-day month and 360-day year. Each bid submitted must comply with the foregoing requirements. Conditional bids will be rejected.

If a facsimile bid is submitted, such Bid must be made on the “Proposal for Notes” accompanying the Term Sheet.

Unless all bids are rejected, the Notes will be awarded and sold to the bidder complying with the terms of sale and offering to purchase the Notes at the lowest net interest cost. If two or more such bidders offer the same lowest net interest cost, then the Notes will be awarded and sold to one of said bidders selected by the District’s President of the Board of Education by lot from among all said bidders. The right is further reserved by the District to reject any or all bids, and any bid not complying with this Term Sheet will be rejected.

Award of the Notes is expected to be made promptly after opening of the bids, but the successful bidder may not withdraw its proposal until two (2) hours after the time set forth above on the day of such bid opening and then only if such award has not been made prior to the withdrawal.

**BIDDING USING
PARITY:**

Prospective bidders wishing to submit an electronic bid via Parity must be contracted customers of Parity. Prospective bidders who do not have a contract with Parity must call (212) 849-5021 to become a customer. By submitting an electronic bid for the Notes, a bidder represents and warrants to the District that such bidder's bid for the purchase of the Notes is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the bidder to a legal, valid and enforceable contract for the purchase of the Notes.

Each prospective bidder who wishes to submit an electronic bid shall be solely responsible to register to bid via Parity. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access Parity for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Term Sheet. Neither the District nor Parity shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the District nor Parity shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by Parity. The District is using Parity as a communications mechanism, and not as the District's agent, to conduct the electronic bidding for the District's Notes. The District is not bound by any advice or determination of Parity as to whether any bid complies with the terms of this Term Sheet. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via Parity are the sole responsibility of the bidders, and the District is not responsible, directly or indirectly, for any such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid, or submitting or modifying a bid for the Notes, it should telephone Parity and notify the District's Municipal Advisor, Capital Markets Advisors, LLC at (516) 487-9818 (provided that the District shall have no obligation to take any action whatsoever upon receipt of such notice).

If any provisions of this Term Sheet shall conflict with information provided by Parity, as approved provider of electronic bidding services, this Term Sheet shall control. Further information about Parity, including any fee charged, may be obtained from Parity at (212) 849-5021. The time maintained by Parity shall constitute the official time with respect to all bids submitted.

FORM:

At the option of the purchaser, the Notes will be issued in (i) registered form registered in the name of the successful bidder or (ii) registered book-entry form registered to Cede & Co., as the partnership nominee for The Depository Trust Company, New York, New York ("DTC").

If the Notes are registered in the name of the successful bidder, a single note certificate will be issued for those Notes bearing the same rate of interest in the aggregate principal amount awarded to such purchaser at such interest rate. Principal of and interest on such Notes will be payable in Federal Funds by the District, at such bank or trust company located and authorized to do business in the State of New York as selected by the successful bidder.

If the Notes are issued in book-entry form, such notes will be delivered to DTC, which will act as securities depository for the Notes. Beneficial owners will not receive certificates representing their interest in the Notes. Individual purchases may be made in denominations of \$5,000 or integral multiples thereof. A single note certificate will be issued for those Notes bearing the same rate of interest and CUSIP number in the aggregate principal amount awarded to such purchaser at such interest rate. Principal of

and interest on said Notes will be paid in Federal Funds by the District to Cede & Co., as nominee for DTC, which will in turn remit such principal and interest to its participants for subsequent distribution to the beneficial owners of the Notes as described herein. Transfer of principal and interest payments to beneficial owners by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The District will not be responsible or liable for payments by DTC to its participants or by DTC participants to beneficial owners or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants.

BANK

QUALIFICATION:

The Notes **WILL NOT** be designated as “qualified tax-exempt obligations” pursuant to Section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended.

ISSUE PRICE

CERTIFICATE:

By submitting a bid, each bidder is certifying that its bid is a firm offer to purchase the Notes, is a good faith offer which the bidder believes reflects current market conditions, and is not a “courtesy bid” being submitted for the purpose of assisting in meeting the competitive sale requirements relating to the establishment of the “issue price” of the Notes pursuant to Section 148 of the Code, including the requirement that bids be received from at least three (3) underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds (the “Competitive Sale Requirements”). The Municipal Advisor will advise the winning bidder if the Competitive Sale Requirements were met at the same time it notifies the winning bidder(s) of the award of the Notes. **Bids will not be subject to cancellation in the event that the Competitive Sale Requirements are not satisfied.**

The winning bidder shall, within one (1) hour after being notified of the award of the Notes, advise the Municipal Advisor by electronic or facsimile transmission of the reasonably expected initial public offering price or yield of each maturity of the Notes (the “Initial Reoffering Prices”) as of the date of the award.

By submitting a bid, the winning bidder agrees (unless the winning bidder is purchasing the Notes for its own account and not with a view to distribution or resale to the public) that if the Competitive Sale Requirements are not met, it will elect and satisfy either option (1) or option (2) described below. *Such election must be made on the bid form submitted by each bidder.*

(1) **Hold the Price.** The winning bidder(s):

- (a) will make a bona fide offering to the public of all of the Notes at the Initial Reoffering Prices and provide Bond Counsel with reasonable supporting documentation, such as a copy of the pricing wire or equivalent communication, the form of which is acceptable to Bond Counsel,
- (b) will neither offer nor sell to any person any Notes within a maturity at a price that is higher, or a yield that is lower, than the Initial Reoffering Price of such maturity until the earlier of (i) the date on which the winning bidder has sold to the public at least 10 percent of the Notes of such maturity at a price that is no higher, or a yield that is no lower, than the Initial Reoffering Price of such maturity or (ii) the close of business on the 5th business day after the date of the award of the Notes, and
- (c) has or will include within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the winning bidder is a party) relating to the initial sale of the Notes to the public, together with the related pricing wires, language obligating each underwriter to comply with the limitations on the sale of the Notes as set forth above.

(2) **Follow the Price.** The winning bidder(s):

- (a) will make a bona fide offering to the public of all of the Notes at the Initial Reoffering Prices and provide the Issuer with reasonable supporting documentation,

such as a copy of the pricing wire or equivalent communication, the form of which is acceptable to Bond Counsel,

- (b) will report to the Issuer information regarding the first price that at least 10 percent of the Notes within each maturity of the Notes have been sold to the public,
- (c) will provide the Issuer with reasonable supporting documentation or certifications of such sale prices the form of which is acceptable to Bond Counsel. This reporting requirement, which may extend beyond the closing date of the Notes, will continue until such date that the requirement set forth in paragraph (b) above for each maturity of the Notes is satisfied, and
- (d) has or will include within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the winning bidder is a party) relating to the initial sale of the Notes to the public, together with the related pricing wires, language obligating each underwriter to comply with the reporting requirement described above.

**OFFICIAL
STATEMENT:**

The District has **NOT** prepared an Official Statement in connection with the sale of the Notes. The District's most recent official statement is dated June 10, 2025 and was prepared in connection with the issuance of \$41,132,178 Bond Anticipation Notes – 2025 Series A. A copy of that Official Statement is available upon request to Capital Markets Advisors, LLC, the District's Municipal Advisor, at (516) 487-9818.

CREDIT RATING:

The District has not applied to Moody's Investors Service, Inc. ("Moody's") for a rating on the Notes. On June 6, 2025, Moody's affirmed the District's underlying credit rating of "Aa2".

BOND COUNSEL:

Hawkins Delafield & Wood LLP
Daniel Birmingham, Esq.
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dbirmingham@hawkins.com

**MUNICIPAL
ADVISOR:**

Capital Markets Advisors, LLC
Tom Vouzakis, Vice President
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tvouzakis@capmark.org

**ISSUER/
PAYING AGENT:**

Croton-Harmon Union Free School District
10 Gerstein Street
Croton-on-Hudson, New York 10520

Denise Harrington-Cohen, Assistant Superintendent for Business
Tel: (914) 271-4713 x4211
denise.cohen@chufsd.org

DATED:

September 18, 2025

PROPOSAL FOR NOTES

President of the Board of Education
Croton-Harmon Union Free School District
c/o Capital Markets Advisors, LLC
11 Grace Avenue, Suite 308
Great Neck, New York 11021

TELEPHONE: (516) 487-9818

FACSIMILE: (516) 487-2575

CROTON-HARMON UNION FREE SCHOOL DISTRICT
WESTCHESTER COUNTY, NEW YORK

\$328,940 BOND ANTICIPATION NOTES – 2025 SERIES B
(the "Notes")

DATED: October 9, 2025

MATURITY: October 9, 2026

	Amount	Interest Rate	Premium	Net Interest Cost*
Bid	\$ 328,940	%	\$	%

Please select one of the following (if no option is selected, the book-entry-only option will be assumed to have been selected by the purchaser):

- ☐ Book-Entry-Only registered to Cede & Co.
☐ Non Book-Entry Registered to Purchaser

Please check one of the following:

- ☐ We are purchasing the Notes for our own account and not with a view to distribution or resale to the public.
- ☐ In the event the Competitive Sale Requirements are not met, we hereby elect to:
- ☐ Hold the Price
☐ Follow the Price

* The computation of the net interest cost is made as provided in the above-mentioned Term Sheet, but does not constitute any part of the foregoing Proposal for the purchase of the Notes therein described.

Signature: _____

Name of Bidder: _____

Address: _____

Telephone (Area Code): _____

Fax (Area Code): _____