

**PRELIMINARY OFFICIAL STATEMENT DATED JANUARY 16, 2020**

**NEW ISSUE  
SERIAL BONDS**

**RATING: See "RATING" herein**

*In the opinion of The Law Offices of Jeffrey E. Storch, Bond Counsel, under existing law and assuming continuing compliance with certain covenants and the accuracy of certain representations, (i) interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax and (ii) interest on the Bonds is exempt from personal income taxes imposed by the State of New York and political subdivisions thereof, including The City of New York and the City of Yonkers. For a more complete discussion of the tax aspects, see "Tax Matters" herein.*

*The Bonds will be designated as "qualified tax-exempt obligations" pursuant to Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.*

**VILLAGE OF BRIARCLIFF MANOR  
WESTCHESTER COUNTY, NEW YORK  
\$8,860,499**

**PUBLIC IMPROVEMENT (SERIAL) BONDS, 2020  
(the "Bonds")**

**Dated Date: Date of Delivery**

**Maturity Dates: February 1, 2021 - 2036**

The Bonds are general obligations of the Village of Briarcliff Manor, Westchester County, New York (the "Village"), and will contain a pledge of the faith and credit of the Village for the payment of the principal thereof and interest thereon and, unless paid from other sources, the Bonds are payable from ad valorem taxes which may be levied upon all the taxable real property within the Village, subject to certain statutory limitations imposed by Chapter 97 of the Law of 2011. See "**Tax Levy Limit Law**," herein.

The Bonds will be issued in fully registered form, and when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository for the Bonds. Individual purchases may be made in book-entry form only, in the principal amount of \$5,000 or any integral multiple thereof, except for one necessary odd denomination. Purchasers will not receive certificates representing their ownership interest in the Bonds. Payment of the principal of and interest on the Bonds will be made by the Village to DTC, which will in turn remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of the Bonds as described herein. See "Book-Entry Only System" herein.

The Bonds will be dated their Date of Delivery, will bear interest from such date payable August 1, 2020 and semiannually thereafter on each February 1 and August 1 in the years and amounts as set forth on the inside cover page hereof. The Bonds are subject to optional redemption prior to maturity. (See "Optional Redemption," herein).

The Bonds are offered subject to the final approving opinion of The Law Offices of Jeffrey E. Storch, New York, New York, Bond Counsel, and certain other conditions. Capital Markets Advisors, LLC has served as Municipal Advisor to the Village in connection with the issuance of the Bonds. It is expected that delivery of the Bonds in book-entry form through the offices of DTC in Jersey City, New Jersey, or as otherwise agreed upon with the purchaser will be made on or about February 6, 2020.

THE VILLAGE DEEMS THIS OFFICIAL STATEMENT TO BE FINAL FOR PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15C2-12, AS AMENDED (THE "RULE"), EXCEPT FOR CERTAIN INFORMATION THAT HAS BEEN OMITTED HEREFROM IN ACCORDANCE WITH SAID RULE AND THAT WILL BE SUPPLIED WHEN THIS OFFICIAL STATEMENT IS UPDATED FOLLOWING THE SALE OF THE OBLIGATIONS HEREIN DESCRIBED. THIS OFFICIAL STATEMENT WILL BE SO UPDATED UPON REQUEST OF THE SUCCESSFUL BIDDER AS MORE FULLY DESCRIBED IN THE NOTICE OF SALE WITH RESPECT TO THE OBLIGATIONS HEREIN DESCRIBED. THE VILLAGE WILL COVENANT IN A CONTINUING DISCLOSURE AGREEMENT TO PROVIDE CONTINUING DISCLOSURE WITH RESPECT TO THE BONDS IN ACCORDANCE WITH THE RULE. SEE "COVENANT TO MAKE CONTINUING FINANCIAL DISCLOSURE" HEREIN

DATED: January \_\_, 2020

This Preliminary Official Statement and the information contained herein are subject to completion or amendment without notice. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

The Bonds mature on February 1 in each year as set forth below:

<u>Date</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP Number</u>
2021	505,499			
2022	505,000			
2023	515,000			
2024	520,000			
2025	525,000			
2026	530,000			
2027	540,000			
2028	545,000			
2029*	555,000			
2030*	560,000			
2031*	570,000			
2032*	580,000			
2033*	590,000			
2034*	595,000			
2035*	605,000			
2036*	620,000			

\* The Bonds maturing in the years 2029 and thereafter will be subject to redemption prior to maturity, as described herein. (See "Optional Redemption")

**VILLAGE OF BRIARCLIFF MANOR  
WESTCHESTER COUNTY, NEW YORK**

**Steven A. Vescio  
Mayor**

**Peter S. Chatzky  
Deputy Mayor**

Cesare J. DeRose, Jr.....Trustee

Kevin Hunt.....Trustee

Edward E. Midgley .....Trustee

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Philip E. Zegarelli .....Village Manager

Robin Rizzo ..... Village Treasurer

McCarthy Fingar LLP..... Legal Counsel

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**BOND COUNSEL**

**The Law Offices of Jeffrey E. Storch  
New York, New York**

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**INDEPENDENT AUDITOR**

**Cooper Arias, LLP  
Harrison, New York**

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**MUNICIPAL ADVISOR**



**Capital Markets Advisors, LLC  
Hudson Valley \* Long Island \* Southern Tier \* Western New York  
(516) 570-0340**

No dealer, broker, salesman or other person has been authorized by the Village of Briarcliff Manor 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 the Village of Briarcliff Manor. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained by the Village of Briarcliff Manor from sources which are believed to be reliable but it is not guaranteed as to accuracy or completeness. The information and expressions of opinion made 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 Village of Briarcliff Manor since the date hereof.

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**OFFICIAL STATEMENT**

**VILLAGE OF BRIARCLIFF MANOR  
WESTCHESTER COUNTY, NEW YORK**

**relating to**

**\$8,860,499  
PUBLIC IMPROVEMENT (SERIAL) BONDS, 2020  
(the “Bonds”)**

This Official Statement, which includes the cover page and appendices attached hereto, presents certain information relating to the Village of Briarcliff Manor, Westchester County, in the State of New York (the “Village,” “County,” and “State,” respectively). It has been prepared by the Village in connection with the sale and delivery of \$8,860,499 Public Improvement (Serial) Bonds, 2020 (the “Bonds”).

All quotations from and summaries and explanations of provisions of the Constitution and laws of the State as well as the acts and proceedings of the Village contained herein do not purport to be complete and are qualified in their entirety by reference to the official compilations thereof and all references to the Bonds and the proceedings of the Village relating thereto are qualified in their entirety by reference to the definitive form of the Bonds and such proceedings.

**THE BONDS**

***Description***

The Bonds will be dated their Date of Delivery, will bear interest from such date payable August 1, 2020 and semiannually thereafter on each February 1 and August 1 until maturity and will mature on February 1 in the years and amounts as set forth on the inside cover page hereof. The Bonds are subject to optional redemption prior to maturity (See “Optional Redemption”).

The Bonds will be issued in fully registered form and, when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company (“DTC”), New York, New York. DTC will act as securities depository for the Bonds. Individual purchases may be made in book-entry form only, in the principal amounts of \$5,000 and integral multiples thereof or any integral multiple thereof, except for one necessary odd denomination.. Purchasers will not receive certificates representing their ownership interest in the Bonds.

Principal of and interest on the Bonds will be made by the Village to DTC, which will in turn remit such principal of and interest on to its Participants (defined herein), for subsequent disbursement to the Beneficial Owners (defined herein) of the Bonds as described herein. The Bonds may be transferred in the manner described on the Bonds and as referenced in certain proceedings of the Village referred to therein.

THE RECORD DATE FOR PAYMENT OF PRINCIPAL OF AND INTEREST ON THE BONDS WILL BE THE FIFTEENTH DAY OF THE CALENDAR MONTH PRECEDING EACH INTEREST PAYMENT DATE.

***Authority and Purpose of the Bonds***

The Bonds are issued pursuant to the Constitution and Laws of the State of New York, including among others, the Village Law and the Local Finance Law and various bond resolutions adopted by the Village Board on their respective dates. The proceeds from the sale of the Bonds, together with \$455,475 in available funds, will be used to redeem the Village’s outstanding \$3,812,732 Bond Anticipation Notes, 2019 and will provide \$5,503,242 in original financing for the projects detailed in the table on the following page.

<b>Purpose</b>	<b>Original Issuance</b>	<b>Amount Outstanding</b>	<b>Principal Paydown</b>	<b>Amount to Bonds</b>
Engine 93	2/15/2017	\$665,550	\$ 44,642	\$620,908
North State Traffic Light	2/15/2017	91,800	68,733	23,067
Jump Start 9A & N. State	2/15/2017	81,600	10,200	71,400
Pavilion: Upper Terrace	2/15/2017	282,959	21,766	261,193
Accessible Pathway Atria-Park-Library	2/15/2017	317,637	24,434	293,203
Pond Revitalization	2/15/2017	79,560	6,120	73,440
Annual Paving 2015/16	2/15/2017	110,500	8,500	102,000
Pleasantville & North State Road	2/15/2017	464,100	35,700	428,400
Satellite Truck	2/15/2017	75,140	5,780	69,360
Mason Dump with Plow	2/15/2017	61,880	4,772	57,108
Gas Tank & Computer System	2/15/2017	147,900	5,100	142,800
Turnout Gear	2/15/2017	58,140	3,062	55,078
Replace (15) Street Lights	2/15/2017	81,345	2,805	78,540
Equipment: License Plate Reader	2/15/2017	16,983	6,032	10,951
Equipment: Security Cameras	2/15/2017	68,850	7,650	61,200
IT Replacement; Server, PC's, Notebooks	2/15/2017	45,900	5,112	40,788
Streetscape Study/Design	2/15/2017	33,320	2,380	30,940
Road Cutting Saw	2/15/2017	14,280	3,855	10,425
Pavilion: Accessible Bathrooms	2/15/2017	6,937	495	6,442
Pavilion: fire & Security	2/15/2017	23,800	1,700	22,100
Park Irrigation/Planting	2/15/2017	8,587	613	7,974
Neighborhood Park	2/15/2017	33,320	2,380	30,940
Equipment: Thermal Imaging Camera	2/15/2017	11,628	613	11,015
Organic Waste-Long Hill road	2/15/2017	28,560	2,040	26,520
Electric Upgrades	2/15/2017	38,760	2,040	36,720
Software: Pre-hospital Care Reporting	2/15/2018	11,016	1,224	9,792
VH HVAC Replacement	2/15/2018	367,200	71,591	295,609
Annual Paving 2016/17	2/15/2018	119,000	8,500	110,500
25 Yard Packer Truck	2/15/2018	180,880	12,920	167,960
Bucket Truck	2/15/2018	190,400	13,600	176,800
Rte. 9A & North State Road	2/15/2018	95,200	71,116	24,084
Hydrant Replace 2020	2/6/2020	0	0	153,000
Hazmat Remediation Long Hill	2/6/2020	0	0	102,000
Dalmeny Pump Demo	2/6/2020	0	0	102,000
Vacuum Truck	2/6/2020	0	0	255,000
Backhoe Water	2/6/2020	0	0	127,500
SCADA Computer Replace	2/6/2020	0	0	57,003
Pipe Replace Ctrl Business District	2/6/2020	0	0	35,700
Drainage PV Rd Mini-Lot	2/6/2020	0	0	25,500
Pool Gutter Study	2/6/2020	0	0	25,500
Fire Hose Replace	2/6/2020	0	0	2,897
Turnout Gear	2/6/2020	0	0	59,838
Engine 92 (replacement)	2/6/2020	0	0	864,436
Ambulance (replace 2007)	2/6/2020	0	0	266,977
CPR & Defibrillator Machine	2/6/2020	0	0	61,200
Quad for FD/Ambulance	2/6/2020	0	0	35,689
Annual Paving 18/19	2/6/2020	0	0	408,000
Street Lights	2/6/2020	0	0	84,150
Law Park Drainage Basin Ph I	2/6/2020	0	0	35,700
Streetscape West Side	2/6/2020	0	0	45,900
Mason Dump	2/6/2020	0	0	81,600
Rack Recycle Truck	2/6/2020	0	0	76,500
Pick-Up Truck	2/6/2020	0	0	46,962
Roller	2/6/2020	0	0	18,345
Compressor	2/6/2020	0	0	20,195
Forklift	2/6/2020	0	0	51,000

IT Replacement	2/6/2020	0	0	204,000
PD Renovations	2/6/2020	0	0	76,500
In-Car Video 3 cars	2/6/2020	0	0	30,600
Fire Chief Car	2/6/2020	0	0	76,500
Turnout Gear	2/6/2020	0	0	61,200
AMB Epoxy Floor	2/6/2020	0	0	40,800
AMB Exhaust System	2/6/2020	0	0	102,000
Street Lights 2020	2/6/2020	0	0	84,150
Epoxy Traffic Lines	2/6/2020	0	0	51,000
Drainage 2020	2/6/2020	0	0	204,000
Driving Mower	2/6/2020	0	0	20,400
IT Replace 2020	2/6/2020	0	0	25,500
Pool Gutter Phase I	2/6/2020	0	0	25,500
Club Field Drainage	2/6/2020	0	0	102,000
Replace (2) Boilers - Law Park	2/6/2020	0	0	76,500
Scarborough Park Stabilization	2/6/2020	0	0	102,000
Streetscape	2/6/2020	0	0	408,000
Pond Revitalization	2/6/2020	0	0	250,000
Pavilion	2/6/2020	0	0	520,000
				<hr/>
		\$3,812,732	\$455,475	\$8,860,499

### ***Optional Redemption***

**Call Provisions.** The Bonds maturing on or before February 1, 2028 will not be subject to redemption prior to maturity. The Bonds maturing on or after February 1, 2029 will be subject to redemption prior to maturity at the option of the Village, in whole or in part, and if in part, in any order of their maturity and in any amount within a maturity (selected by lot within a maturity) on any date on or after February 1, 2028 at par, plus accrued interest to the date of redemption.

**Call Notification.** If less than all of the Bonds of any maturity are to be redeemed, the particular bonds of such maturity redeemed shall be selected by lot in any customary manner of selection as determined by the Village. Notice of such call for redemption shall be given by mailing such notice to the registered holder not more than sixty (60) days nor less than thirty (30) days prior to such date. Notice of redemption having been given as aforesaid, the bonds so called for redemption shall, on the date for redemption set forth in such call for redemption, become due and payable together with interest to such redemption date. Interest shall cease to be paid thereon after such redemption date (See “Book-Entry-Only System” for additional information concerning redemptions).

### ***Book-Entry-Only System***

The Depository Trust Company (“DTC”), New York, New York, will act as securities depository for the Bonds. The Bonds will be issued as fully-registered bonds 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 bond certificate will be issued for each maturity of the Bonds and will be deposited with DTC.

DTC, the world’s largest depository, is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC’s participants (“Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation

("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). 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) and [www.dtc.org](http://www.dtc.org).

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

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

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.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC's Money Market Instruments (MMI) Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Village 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 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Village, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC or the Village, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Village, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

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

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



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

Source: The Depository Trust Company

THE INFORMATION CONTAINED IN THE ABOVE SECTION CONCERNING DTC AND DTC'S BOOK-ENTRY SYSTEM HAS BEEN OBTAINED FROM SAMPLE OFFERING DOCUMENT LANGUAGE SUPPLIED BY DTC, BUT THE VILLAGE TAKES NO RESPONSIBILITY FOR THE ACCURACY THEREOF. IN ADDITION, THE VILLAGE WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, TO INDIRECT PARTICIPANTS OR TO ANY BENEFICIAL OWNER WITH RESPECT TO: (I) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC, ANY PARTICIPANT OR ANY INDIRECT PARTICIPANT; (II) THE PAYMENTS BY DTC OR ANY PARTICIPANT OR ANY INDIRECT PARTICIPANT OF ANY AMOUNT WITH RESPECT TO THE PRINCIPAL OF, OR PREMIUM, IF ANY, OR INTEREST ON THE BONDS OR (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO BONDOWNERS.

THE VILLAGE CANNOT AND DOES NOT GIVE ANY ASSURANCES THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC WILL DISTRIBUTE TO THE BENEFICIAL OWNERS OF THE BONDS (1) PAYMENTS OF PRINCIPAL OF OR INTEREST OR REDEMPTION PREMIUM ON THE BONDS (2) CONFIRMATIONS OF THEIR OWNERSHIP INTERESTS IN THE BONDS OR (3) OTHER NOTICES SENT TO DTC OR CEDE & CO., ITS PARTNERSHIP NOMINEE, AS THE REGISTERED OWNER OF THE BONDS, OR THAT THEY WILL DO SO ON A TIMELY BASIS, OR THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS WILL SERVE AND ACT IN THE MANNER DESCRIBED IN THIS OFFICIAL STATEMENT.

THE VILLAGE WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO DTC, THE DIRECT PARTICIPANTS, THE INDIRECT PARTICIPANTS OF DTC OR THE BENEFICIAL OWNERS WITH RESPECT TO (1) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC; (2) THE PAYMENT BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL AMOUNT OF OR INTEREST OR REDEMPTION PREMIUM ON THE BONDS; (3) THE DELIVERY BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC OF ANY NOTICE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED TO BE GIVEN TO OWNERS; OR (4) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS THE REGISTERED HOLDER OF THE BONDS.

### **NATURE OF OBLIGATION**

Each of the Bonds when duly issued and paid for will constitute a contract between the Village and the holder thereof.

Holders of any series of notes or bonds of the Village may bring an action or commence a proceeding in accordance with the civil practice law and rules to enforce the rights of the holders of such series of notes or bonds.

The Bonds will be general obligations of the Village and will contain a pledge of the faith and credit of the Village for the payment of the principal thereof and the interest thereon as required by the Constitution and laws of the State. For the payment of such principal and interest, the Village has power and statutory authorization to levy ad valorem taxes on all real property within the Village subject to such taxation by the Village, subject to certain statutory limitations imposed by Chapter 97 of the Laws of 2011. See "Tax Levy Limit Law," herein.

Although the State Legislature is restricted by Article VIII, Section 12 of the State Constitution from imposing limitations on the power to raise taxes to pay “interest on or principal of indebtedness theretofore contracted” prior to the effective date of any such legislation, the New York State Legislature may from time to time impose additional limitations or requirements on the ability to increase a real property tax levy or on the methodology, exclusions or other restrictions of various aspects of real property taxation (as well as on the ability to issue new indebtedness). On June 24, 2011, Chapter 97 of the Laws of 2011 was signed into law by the Governor (the “Tax Levy Limit Law”). The Tax Levy Limit Law applies to local governments and school districts in the State (with certain exceptions) and imposes additional procedural requirements on the ability of municipalities and school districts to levy certain year-to-year increases in real property taxes.

Under the Constitution of the State, the Village is required to pledge its faith and credit for the payment of the principal of and interest on the Bonds and is required to raise real estate taxes, and without specification, other revenues, if such levy is necessary to repay such indebtedness. While the Tax Levy Limit Law imposes a statutory limitation on the Village’s power to increase its annual tax levy with the amount of such increase limited by the formulas set forth in the Tax Levy Limit Law, it also provides the procedural method to surmount that limitation. See “Tax Levy Limit Law,” herein.

The Constitutionally-mandated general obligation pledge of municipalities and school districts in New York State has been interpreted by the Court of Appeals, the State’s highest court, in Flushing National Bank v. Municipal Assistance Corporation for the City of New York, 40 N.Y.2d 731 (1976), as follows:

“A pledge of the city’s faith and credit is both a commitment to pay and a commitment of the city’s revenue generating powers to produce the funds to pay. Hence, an obligation containing a pledge of the City’s “faith and credit” is secured by a promise both to pay and to use in good faith the city’s general revenue powers to produce sufficient funds to pay the principal and interest of the obligation as it becomes due. That is why both words, “faith” and “credit” are used and they are not tautological. That is what the words say and this is what the courts have held they mean...So, too, although the Legislature is given the duty to restrict municipalities in order to prevent abuses in taxation, assessment, and in contracting of indebtedness, it may not constrict the City’s power to levy taxes on real estate for the payment of interest on or principal of indebtedness previously contracted...While phrased in permissive language, these provisions, when read together with the requirement of the pledge and faith and credit, express a constitutional imperative: debt obligations must be paid, even if tax limits be exceeded”.

In addition, the Court of Appeals in the Flushing National Bank case has held that the payment of debt service on outstanding general obligation bonds and notes takes precedence over fiscal emergencies and the police power of political subdivisions in New York State.

The pledge has generally been understood as a promise to levy property taxes without limitation as to rate or amount to the extent necessary to cover debt service due to language in Article VIII Section 10 of the Constitution which provides an exclusion for debt service from Constitutional limitations on the amount of a real property tax levy, insuring the availability of the levy of property tax revenues to pay debt service. As the Flushing National Bank Court noted, the term “faith and credit” in its context is “not qualified in any way”. Indeed, in Flushing National Bank v. Municipal Assistance Corp., 40 N.Y.2d 1088 (1977), the Court of Appeals described the pledge as a direct constitutional mandate. In Quirk v. Municipal Assistance Corp., 41 N.Y.2d 644 (1977), the Court of Appeals stated that, while holders of general obligation debt did not have a right to particular revenues such as sales tax, “with respect to traditional real estate tax levies, the bondholders are constitutionally protected against an attempt by the State to deprive the city of those revenues to meet its obligations.” According to the Court in Quirk, the State Constitution “requires the city to raise real estate taxes, and without specification other revenues, if such a levy be necessary to repay indebtedness.”

In addition, the Constitution of the State requires that every county, city, town, village, and school district in the State provide annually by appropriation for the payment of all interest and principal on its serial bonds and certain other obligations, and that, if at any time the respective appropriating authorities shall fail to make such appropriation, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes. In

the event that an appropriating authority were to make an appropriation for debt service and then decline to expend it for that purpose, this provision would not apply. However, the Constitution of the State does also provide that the fiscal officer of any county, city, town, village, or school district may be required to set apart and apply such first revenues at the suit of any holder of any such obligations.

In Quirk v. Municipal Assistance Corp., the Court of Appeals described this as a “first lien” on revenues, but one that does not give holders a right to any particular revenues. It should thus be noted that the pledge of the faith and credit of a political subdivision in New York State is a pledge of an issuer of a general obligation bond or note to use its general revenue powers, including, but not limited to, its property tax levy to pay debt service on such obligations, but that such pledge may not be interpreted by a court of competent jurisdiction to include a constitutional or statutory lien upon any particular revenues.

While the courts in New York State have historically been protective of the rights of holders of general obligation debt of political subdivisions, it is not possible to predict what a future court might hold.

### ***Tax Levy Limit Law***

On June 24, 2011, the Tax Levy Limit Law was signed into law by the Governor of the State. The Tax Levy Limit Law applies to all local governments, including school districts (with the exception of New York City, Yonkers, Syracuse, Rochester and Buffalo). It also applies to independent special districts and to town and county improvement districts as part of their parent municipalities’ tax levies.

The Tax Levy Limit Law restricts, among other things, the amount of real property taxes (including assessments of certain special improvement districts) that may be levied by or on behalf of a municipality in a particular year, beginning with fiscal years commencing on or after January 1, 2012. As amended, the Tax Levy Limit Law was scheduled to expire on June 15, 2020 unless extended and, as such, it was made permanent by legislation in 2019. Pursuant to the Tax Levy Limit Law, the tax levy of a municipality cannot increase by more than the lesser of (i) two percent (2%) or (ii) the annual increase in the consumer price index (“CPI”), over the amount of the prior year’s tax levy. Certain adjustments would be permitted for taxable real property full valuation increases or changes in physical or quantity growth in the real property base as defined in Section 1220 of the Real Property Tax Law. A municipality may exceed the tax levy limitation for the coming fiscal year only if the governing body of such municipality first enacts, by at least a sixty percent vote of the total voting strength of the board, a local law (resolution in the case of fire districts and certain special districts) to override such limitation for such coming fiscal year only. There are permissible exceptions to the tax levy limitation provided in the Tax Levy Limit Law, including expenditures made on account of certain tort settlements and certain increases in the average actuarial contribution rates of the New York State and Local Employees’ Retirement System, the Police and Fire Retirement System, and the Teachers’ Retirement System. (See “Employment Benefit Plans” herein). Municipalities are also permitted to carry forward a certain portion of their unused levy limitation from a prior year. Each municipality, prior to adoption of each fiscal year budget, must submit for review to the State Comptroller any information that is necessary in the calculation of its tax levy for each fiscal year.

The Tax Levy Limit Law does not contain an exception from the levy limitation for the payment of debt service on either outstanding general obligation debt of municipalities or such debt incurred after the effective date of the Tax Levy Limit Law (June 24, 2011).

Therefore, while the Tax Levy Limit Law may constrict an issuer’s power to levy real property taxes for the payment of debt service on debt contracted after the effective date of the Tax Levy Limit Law, it is clear that no statute is able (1) to limit an issuer’s pledge of its faith and credit to the payment of any of its general obligation indebtedness or (2) to limit an issuer’s levy of real property taxes to pay debt service on general obligation debt contracted prior to the effective date of the Tax Levy Limit Law. Whether the Constitution grants a municipality authority to treat debt service payments as a constitutional exception to such statutory tax levy limitation outside of any statutorily determined tax levy amount is not clear.

It is likely that the Tax Levy Limit Law will be subject to judicial review to resolve the constitutional issues raised by its adoption. Although courts in New York have historically been protective of the rights of holders of general obligation debt or political subdivisions, the outcome of any such legal challenge cannot be predicted.

## **SPECIAL PROVISIONS AFFECTING REMEDIES UPON DEFAULT**

**General Municipal Law Contract Creditors' Provision.** Each Bond when duly issued and paid for will constitute a contract between the Village and the holder thereof. Under current law, provision is made for contract creditors of the Village to enforce payments upon such contracts, if necessary, through court action. Section 3-a of the General Municipal Law provides, subject to exceptions not pertinent, that the rate of interest to be paid by the Village upon any judgment or accrued claim against it on an amount adjudged due to a creditor shall not exceed nine per centum per annum from the date due to the date of payment. This provision might be construed to have application to the holders of the Bonds in the event of a default in the payment of the principal of and interest on the Bonds.

**Execution/Attachment of Municipal Property.** As a general rule, property and funds of a municipal corporation serving the public welfare and interest have not been judicially subjected to execution or attachment to satisfy a judgment, although judicial mandates have been issued to officials to appropriate and pay judgments out of certain funds or the proceeds of a tax levy. In accordance with the general rule with respect to municipalities, judgments against the Village may not be enforced by levy and execution against property owned by the Village.

**Authority to File For Municipal Bankruptcy.** The Federal Bankruptcy Code allows public bodies, such as counties, cities, towns and villages, recourse to the protection of a Federal Court for the purpose of adjusting outstanding indebtedness. Section 85.80 of the Local Finance Law contains specific authorization for any municipality in the State or its emergency control board to file a petition under any provision of Federal bankruptcy law for the composition or adjustment of municipal indebtedness.

The State has consented that any municipality in the State may file a petition with the United States District Court or court of bankruptcy under any provision of the laws of the United States, now or hereafter in effect, for the composition or adjustment of municipal indebtedness. Subject to such State consent, under the United States Constitution, Congress has jurisdiction over such matters and has enacted amendments to the existing federal bankruptcy statute, being Chapter 9 thereof, generally to the effect and with the purpose of affording municipal corporations, under certain circumstances, with easier access to judicially approved adjustment of debt, including judicial control over identifiable and unidentifiable creditors.

No current state law purports to create any priority for holders of the Bonds should the Village be under the jurisdiction of any court, pursuant to the laws of the United States, now or hereafter in effect, for the composition or adjustment of municipal indebtedness.

The rights of the owners of Bonds to receive interest and principal from the Village could be adversely affected by the restructuring of the Village's debt under Chapter 9 of the Federal Bankruptcy Code. No assurance can be given that any priority of holders of debt obligations issued by the Village (including the Bonds) to payment from monies retained in any debt service fund or from other cash resources would be recognized if a petition were filed by or on behalf of the Village under the Federal Bankruptcy Code or pursuant to other subsequently enacted laws relating to creditors' rights; such monies might, under such circumstances, be paid to satisfy the claims of all creditors generally.

Under the Federal Bankruptcy Code, a petition may be filed in the Federal Bankruptcy court by a municipality which is insolvent or unable to meet its debts as they mature. Generally, the filing of such a petition operates as a stay of any proceeding to enforce a claim against the municipality. The Federal Bankruptcy Code also requires that a plan be filed for the adjustment of the municipality's debt, which may modify or alter the rights of creditors and which could be secured. Any plan of adjustment confirmed by the court must be approved by the requisite number of creditors. If confirmed by the bankruptcy court, the plan would be binding upon all creditors affected by it.

**State Debt Moratorium Law.** There are separate State law provisions regarding debt service moratoriums enacted into law in 1975.

At the Extraordinary Session of the State Legislature held in November 1975, legislation was enacted which purported to suspend the right to commence or continue an action in any court to collect or enforce certain short-term obligations of The City of New York. The effect of such act was to create a three-year moratorium on actions to enforce the payment of such obligations. On November 19, 1976, the Court of Appeals, the State's highest court, declared such act to be invalid on the ground that it violates the provisions of the State Constitution requiring a pledge by such City of its faith and credit for the payment of obligations.

As a result of the Court of Appeals decision in Flushing National Bank v. Municipal Assistance Corporation for the City of New York, 40 N.Y.2d 731 (1976), the constitutionality of that portion of Title 6-A of Article 2 of the Local Finance Law, as described below, enacted at the 1975 Extraordinary Session of the State legislature authorizing any county, city, town or village with respect to which the State has declared a financial emergency to petition the State Supreme Court to stay the enforcement against such municipality of any claim for payment relating to any contract, debt or obligation of the municipality during the emergency period, is subject to doubt. In any event, no such emergency has been declared with respect to the Village.

**Right of Municipality or State to Declare a Municipal Financial Emergency and Stay Claims Under State Debt Moratorium Law.** The State Legislature is authorized to declare by special act that a state of financial emergency exists in any county, city, town or village. (The provision does not by its terms apply to school districts or fire districts.) In addition, the State Legislature may authorize by special act establishment of an “emergency financial control board” for any county, city, town or village upon determination that such a state of financial emergency exists. Thereafter, unless such special act provides otherwise, a voluntary petition to stay claims may be filed by any such municipality (or by its emergency financial control board in the event said board requests the municipality to petition and the municipality fails to do so within five days thereafter). A petition filed in supreme court in the county in which the municipality is located in accordance with the requirements of Title 6-A of the Local Finance Law (“Title 6-A”) effectively prohibits the doing of any act for ninety days in the payment of claims against the municipality, including payment of debt service on outstanding indebtedness.

This includes staying the commencement or continuation of any court proceedings seeking payment of debt service due, the assessment, levy or collection of taxes by or for the municipality or the application of any funds, property, receivables or revenues of the municipality to the payment of debt service. The stay can be vacated under certain circumstances with provisions for the payment of amounts due or overdue upon a demand for payment in accordance with the statutory provisions set forth therein. The filing of a petition may be accompanied with a proposed repayment plan which, upon court order approving the plan, may extend any stay in the payment of claims against the municipality for such “additional period of time as is required to carry out fully all the terms and provisions of the plan with respect to those creditors who accept the plan or any benefits thereunder.” Court approval is conditioned, after a hearing, upon certain findings as provided in Title 6-A.

A proposed plan can be modified prior to court approval or disapproval. After approval, modification is not permissible without a court order after a hearing. If not approved, the proposed plan must be amended within ten days or else the stay is vacated and claims, including debt service due or overdue, must be paid. It is at the discretion of the court to permit additional filings of amended plans and continuation of any stay during such time. A stay may be vacated or modified by the court upon motion of any creditor if the court finds after a hearing that the municipality has failed to comply with a material provision of an accepted repayment plan or that due to a “material change in circumstances” the repayment plan is no longer in compliance with statutory requirements.

Once an approved repayment plan has been completed, the court, after a hearing upon motion of any creditor, or a motion of the municipality or its emergency financial control board, will enter an order vacating any stay then in effect and enjoining of creditors who accepted the plan or any benefits thereunder from commencing or continuing any court action, proceeding or other act described in Title 6-A relating to any debt included in the plan.

Title 6-A requires notice to all creditors of each material step in the proceedings. Court determinations adverse to the municipality or its financial emergency control board are appealable as of right to the appellate division in the judicial department in which the court is located and thereafter, if necessary, to the Court of Appeals. Such appeals stay the judgment appealed from and all other actions, special proceedings or acts within the scope of Section 85.30 of Title 6-A pending the hearing and determination of the appeals.

Whether Title 6-A is valid under the Constitutional provisions regarding the payment of debt service is not known. However, based upon the decision in the Flushing National Bank case described above, its validity is subject to doubt.

While the State Legislature has from time to time adopted legislation in response to a municipal fiscal emergency and established public benefit corporations with a broad range of financial control and oversight powers to oversee such municipalities, generally such legislation has provided that the provisions of Title 6-A are not applicable during any period of time that such a public benefit corporation has outstanding indebtedness issued on behalf of such municipality.

**Fiscal Stress and State Emergency Financial Control Boards.** Pursuant to Article IX Section 2(b)(2) of the State Constitution, any local government in the State may request the intervention of the State in its “property, affairs and government” by a two-thirds vote of the total membership of its legislative body or on request of its chief executive officer with concurrence by a majority of such membership. This has resulted in the adoption of special acts for the establishment of public benefit corporations with varying degrees of authority to control the finances (including debt issuance) of the cities of Buffalo, Troy and Yonkers and the County of Nassau. The specific authority, powers and composition of the financial control boards established by these acts varies based upon circumstances and needs. Generally, the State legislature has granted such boards the power to approve or disapprove budget and financial plans and to issue debt on behalf of the municipality, as well as to impose wage and/or hiring freezes and approve collective bargaining agreements in certain cases. Implementation is left to the discretion of the board of the public benefit corporation. Such a State financial control board was first established for New York City in 1975. In addition, on a certificate of necessity of the governor reciting facts which in the judgment of governor constitute an emergency requiring enactment of such laws, with the concurrences of two-thirds of the members elected in each house of the State legislature, the State is authorized to intervene in the “property, affairs and governments” of local government units. This occurred in the case of the County of Erie in 2005. The authority of the State to intervene in the financial affairs of local government is further supported by Article VIII, Section 12 of the Constitution, which declares it to be the duty of the State legislature to restrict, subject to other provisions of the Constitution, the power of taxation, assessment, borrowing money and contracting indebtedness and loaning the credit of counties, cities, towns and villages so as to prevent abuses in taxation and assessment and in contracting indebtedness by them.

In 2013, the State established a new state advisory board to assist counties, cities, towns and villages in financial distress. The Financial Restructuring Board for Local Governments (the “FRB”), is authorized to conduct a comprehensive review of the finances and operations of any such municipality deemed by the FRB to be fiscally eligible for its services upon request by resolution of the municipal legislative body and concurrence of its chief executive. The FRB is authorized to make recommendations, but cannot compel improvement of fiscal stability for management and delivery of municipal services, including shared services opportunities, and is authorized to offer grants and/or loans of up to \$5,000,000 through a Local Government Performance and Efficiency Program to undertake certain recommendations. If a municipality agrees to undertake the FRB recommendations, it will be automatically bound to fulfill the terms in order to receive the aid.

The FRB is also authorized to serve as an alternative arbitration panel for binding arbitration.

Although from time to time there have been proposals for the creation of a statewide financial control board with broad authority over local governments in the State, the FRB does not have emergency financial control board powers to intervene, unlike public benefit corporations established by special acts as described above.

Several municipalities in the State are presently working with the FRB. The Village has not applied to the FRB and does not reasonably expect to do so in the foreseeable future. School districts and fire districts are not eligible for FRB assistance.

**Constitutional Non-Appropriation Provision.** There is in the Constitution of the State, Article VIII, Section 2, the following provision relating to the annual appropriation of monies for the payment of due principal of and interest on indebtedness of every county, city, town, village and school district in the State: “If at any time the respective appropriating authorities shall fail to make such appropriations, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes. The fiscal officer of any county, city, town, village or school district may be required to set aside and apply such revenues as aforesaid at the suit of any holder of obligations issued for any such indebtedness.” This constitutes a specific non-exclusive constitutional remedy against a defaulting municipality or school district; however, it does not apply in a context in which monies have been appropriated for debt service but the appropriating authorities decline to use such monies to pay debt service. However, Article VIII, Section 2 of the Constitution of the State also provides that the fiscal officer of any county, city, town, village or school district may be required to set apart and apply such revenues at the suit of any holder of any obligations of indebtedness issued with the pledge of the faith of the credit of such political subdivision. See “General Municipal Law Contract Creditors’ Provision” herein.

The Constitutional provision providing for first revenue set asides does not apply to tax anticipation notes, revenue anticipation notes or bond anticipation notes.

**Default Litigation.** In prior years, certain events and legislation affecting a holder's remedies upon default have resulted in litigation. While courts of final jurisdiction have upheld and sustained the rights of bondholders, such courts might hold that future events including financial crises as they may occur in the State and in political subdivisions of the State, require the exercise by the State or its political subdivisions of emergency and police powers to assure the continuation of essential public services prior to the payment of debt service. See "Nature of Obligation" and "State Debt Moratorium Law" herein.

**No Past Due Debt.** No principal of or interest on Village indebtedness is past due. The Village has never defaulted in the payment of the principal or interest on any indebtedness.

Despite sufficient funds being available, a late interest payment was made with respect to the Village's \$6,318,559 Public Improvement (Serial) Bonds, Series 2014A (the "Bonds"). The late payment resulted from an administrative oversight. The interest payment was due on August 1, 2016 but was not made until August 4, 2016 when it was realized by Village officials. Traditionally the Village had received invoices from DTC in connection with upcoming payments. An invoice was not received in connection with the August 1st interest payment on the Bonds. Moving forward Village officials will not rely on the receipt of payment invoices. See "Covenant to Make Continuing Disclosure – Compliance History".

### **MARKET FACTORS**

The financial and economic condition of the Village as well as the market for the Bonds could be affected by a variety of factors, some of which are beyond the Village's control. There can be no assurance that adverse events in the State and in other jurisdictions, including, for example, the seeking by a municipality or large taxable property owner of remedies pursuant to the Federal Bankruptcy Code or otherwise, will not occur which might affect the market price of and the market for the Bonds. If a significant default or other financial crisis should occur in the affairs of the State or another jurisdiction or any of its agencies or political subdivisions thereby further impairing the acceptability of obligations issued by borrowers within the State, both the ability of the Village to arrange for additional borrowings, and the market for and market value of outstanding debt obligations, including the Bonds, could be adversely affected.

There can be no assurance that the State appropriation for State aid to the Village will be continued in future years, either pursuant to existing formulas or in any form whatsoever. State aid appropriated and apportioned to the Village can be paid only if the State has such monies available therefor. The availability of such monies and the timeliness of such payment may also be affected by a delay in the adoption of the State budget and other circumstances, including State fiscal stress. In any event, State aid appropriated and apportioned to the Village can be paid only if the State has such monies available therefor. (See "State Aid" herein).

Should the Village fail to receive monies expected from the State in the amounts and at the times expected, the Village is permitted to issue revenue anticipation notes in anticipation of the receipt of delayed State aid.

If and when a holder of any of the Bonds should elect to sell a Bond prior to its maturity, there can be no assurance that a market shall have been established, maintained and be in existence for the purchase and sale of any of the Bonds. In addition, the price and principal value of the Bonds is dependent on the prevailing level of interest rates; if interest rates rise, the price of a bond will decline, causing the bondholder to incur a potential capital loss if such bond is sold prior to its maturity.

Amendments to the U.S. Internal Revenue Code could reduce or eliminate the favorable tax treatment granted to municipal debt, including the Bonds and other debt issued by the Village. Any such future legislation could have an adverse effect on the market value of the Bonds (See "Tax Matters" herein).

The enactment of Chapter 97 of the Laws of 2011 on June 24, 2011, which imposes a tax levy limitation upon municipalities, including the Village, school districts and fire districts in the State could have an impact upon operations of the Village and as a result, the market price for the Bonds. (See "Tax Levy Limit Law," herein.)

## *Cybersecurity*

The Village, like many other public and private entities, relies on technology to conduct its operations. As a recipient and provider of personal, private, or sensitive information, the Village faces multiple cyber threats including, but not limited to, hacking, viruses, malware and other attacks on computer and other sensitive digital networks and systems. To mitigate the risk of business operations impact and/or damage from cyber incidents or cyber-attacks, the Village invests in various forms of cybersecurity and operational controls; however, no assurances can be given that such security and operational control measures will be completely successful to guard against cyber threats and attacks. The results of any such attack could impact business operations and/or damage Village digital networks and systems and the costs of remedying any such damage could be substantial.

## **THE STATE COMPTROLLER’S FISCAL STRESS MONITORING SYSTEM AND COMPLIANCE REVIEWS**

The New York State Comptroller has reported that New York State’s school districts and municipalities are facing significant fiscal challenges. As a result, the Office of the State Comptroller (“OSC”) has developed a Fiscal Stress Monitoring System (“FSMS”) to provide independent, objectively measured and quantifiable information to school district and municipal officials, taxpayers and policy makers regarding the various levels of fiscal stress under which the State’s school districts and municipalities are operating.

The fiscal stress scores are based on financial information submitted as part of each school district’s ST-3 report filed with the State Education Department annually, and each municipality’s annual report filed with the State Comptroller. Using financial indicators that include year-end fund balance, cash position and patterns of operating deficits, the system creates an overall fiscal stress score which classifies whether a school district or municipality is in “significant fiscal stress”, in “moderate fiscal stress,” as “susceptible to fiscal stress” or “no designation”. Entities that do not accumulate the number of points that would place them in a stress category will receive a financial score but will be classified in a category of “no designation.” This classification should not be interpreted to imply that the entity is completely free of fiscal stress conditions. Rather, the entity’s financial information, when objectively scored according to the FSMS criteria, did not generate sufficient points to place them in one of the three established stress categories.

The most current applicable report of the State Comptroller designates the Village as “No Designation.”

See the State Comptroller’s official website for more information on FSMS. Reference to this website implies no warranty of accuracy of information therein.

The financial affairs of the Village are subject to periodic compliance reviews by OSC to ascertain whether the Village has complied with the requirements of various State and federal statutes. OSC has not conducted an audit of the Village in the last five years.

## **LITIGATION**

Various lawsuits have been commenced against the Village and various employees and departments of the Village, alleging negligence in the operation and maintenance of Village motor vehicles, and in the repair and maintenance of certain Village property. These matters are covered by the Village's liability insurance and, where necessary, counsel has been appointed by the Village's insurance carrier to defend the Village's interests. The Village Police Department and certain police officers as well as Village officials and employees have been named in lawsuits alleging violation of civil rights. These matters are covered by the Village's Public Officers Liability insurance and Police Liability insurance policies and the Village's interests are being represented by counsel appointed by the respective insurance carriers.

**Tax Certiorari Claims.** There are also pending against the Village various proceeding brought pursuant to Article 7 of the Real Property Tax Law to review and reduce real estate assessments and obtain a refund for alleged overpayments of real estate taxes. The results of the pending tax certiorari proceedings cannot be ascertained at this time, however, assessment reductions historically have been significantly smaller than the amount claimed.



Although the Village is not a Respondent assessing unit or necessary party, the Village has intervened in two tax certiorari proceedings involving taxation of a golf course and affiliated residential units. According to the firm representing the Village on this matter, subject to considerations of commercial reasonableness, the Village expects to contest the petitions vigorously, but the likelihood of unfavorable outcomes and the amounts or ranges of potential loss cannot be estimated, and the conclusion of the proceedings by litigation, negotiation, or otherwise cannot be predicted.

Future refunds resulting from an adverse settlement or judgment will be funded in the year of payment. For the fiscal years ended May 31, 2018 and 2019, the Village paid tax refunds, including SCARS, of \$1,189 and \$44,704, respectively.

## **TAX MATTERS**

In the opinion of The Law Offices of Jeffrey E. Storch, Bond Counsel, under existing law: (i) interest on the Bonds is excluded 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 the Bonds will be qualified tax exempt obligations as defined in Section 265(b)(3) of the Code and (ii) interest on the Bonds is exempt from personal income taxes imposed by the State and political subdivisions thereof, including The City of New York and the City of Yonkers. Bond Counsel will express no opinion as to any other tax consequences regarding the Bonds.

The opinion on tax matters will be based on and will assume (without verifying) the accuracy of certain representations and certifications, and continuing compliance with certain covenants, of the Village to be contained in the transcript of proceedings and that are intended to evidence and assure the foregoing, including that the Bonds are and will remain obligations the interest on which is excluded from gross income for federal income tax purposes. Bond Counsel will not independently verify the accuracy of the Village's certifications and representations or the continuing compliance with the Village's covenants.

The opinion of Bond Counsel is based on current legal authority and covers certain matters not directly addressed by such authority. It represents Bond Counsel's legal judgment as to exclusion of interest on the Bonds from gross income for federal income tax purposes but is not a guaranty of that conclusion. The opinion is not binding on the Internal Revenue Service ("IRS") or any court. Bond Counsel expresses no opinion about (i) the effect of future changes in the Code and the applicable regulations under the Code or (ii) the interpretation and the enforcement of the Code or those regulations by the IRS.

The Code prescribes a number of qualifications and conditions for the interest on state and local government obligations to be and to remain excluded from gross income for federal income tax purposes, some of which require future or continued compliance after issuance of the obligations. Noncompliance with these requirements by the Village may cause loss of such status and result in the interest on the Bonds being included in gross income for federal income tax purposes retroactively to the date of issuance of the Bonds. The Village has covenanted to take the actions required of it for the interest on the Bonds to be and remain excluded from gross income for federal income tax purposes, and not to take any actions that would adversely affect that exclusion. After the date of issuance of the Bonds, Bond Counsel will not undertake to determine (or to so inform any person) whether any actions taken or not taken, or any events occurring or not occurring, or any other matters coming to Bond Counsel's attention, may adversely affect the exclusion from gross income for federal income tax purposes of interest on the Bonds or the market prices of the Bonds.

Under the Code, interest on the Bonds may be subject to a federal branch profits tax imposed on certain foreign corporations doing business in the United States and to a federal tax imposed on excess net passive income of certain "S corporations" (as defined in Section 1361(a)(1) of the Code). Under the Code, the exclusion of interest from gross income for federal income tax purposes may have certain adverse federal income tax consequences on items of income, deduction or credit for certain taxpayers, including financial institutions, certain insurance companies, recipients of Social Security and Railroad Retirement benefits, those that are deemed to incur or continue indebtedness to acquire or carry tax-exempt obligations, and individuals otherwise eligible for the earned income tax credit. The applicability and extent of these or other tax consequences will depend upon the particular tax status or other tax items of the owner of the Bonds. Bond Counsel will express no opinion regarding those consequences.

Payments of interest on tax-exempt obligations, including the Bonds, are generally subject to IRS Form 1099-INT information reporting requirements. If a Bond owner is subject to backup withholding under those requirements, then payments of interest will also be subject to backup withholding. Those requirements do not affect the exclusion of such interest from gross income for federal income tax purposes.

Legislation affecting tax-exempt obligations is regularly considered by the United States Congress, and legislation affecting the exemption of interest thereon for purposes of taxation by the State may be considered by the State legislature. Court proceedings may also be filed the outcome of which could modify the tax treatment of obligations such as the Bonds. There can be no assurance that legislation enacted or proposed, or actions by a court, after the date of issuance of the Bonds, will not have an adverse effect on the tax status of interest on the Bonds or the market value of the Bonds. These adverse effects could result, for example, from changes to federal or state income tax rates, changes in the structure of federal or state income taxes (including replacement with another type of tax), or the repeal (or reduction in the benefit) of the exclusion of interest on the Bonds from gross income for federal or state income tax purposes. As an example, in recent years Congress has proposed budgets that include additional federal income taxes on taxpayers that own tax-exempt obligations, such as the Bonds, if they have incomes above certain thresholds.

These and other legislative proposals may be considered or introduced that could affect, perhaps significantly, the market price of market ability of tax-exempt obligations, such as the Bonds. Prospective purchasers of the Bonds should consult their own tax advisers regarding pending or proposed federal and state tax legislation, court proceedings, or any new case law.

Prospective purchasers of the Bonds at other than their original issuance at the respective prices indicated on the cover of this Official Statement should also consult their own tax advisers regarding other tax considerations such as the consequences of market discount, as to all of which Bond Counsel expresses no opinion.

Bond Counsel's engagement with respect to the Bonds ends with the issuance of the Bonds, and, unless separately engaged, Bond Counsel is not obligated to defend the Village or the beneficial owners regarding the tax status of interest on the Bonds in the event of an audit examination by the IRS. The IRS has a program to audit tax-exempt obligations to determine whether the interest thereon is includible in gross income for federal income tax purposes. If the IRS does audit the Bonds, under current IRS procedures, the IRS will treat the Village as the taxpayer and the beneficial owners of the Bonds will have only limited rights, if any, to obtain and participate in judicial review of such audit. Any action of the IRS, including but not limited to selection of the Bonds for audit, or the course or result of such audit, or an audit of other obligations presenting similar tax issues, may affect the market prices for the Bonds.

### ***Original Issue Discount and Original Issue Premium***

Certain of the Bonds (the "Discount Obligations") may be offered and sold to the public at an original issue discount ("OID"). OID is the excess of the stated redemption price at maturity (the principal amount) over the "issue price" of a Discount Obligation. The issue price of a Discount Obligation is the initial offering price to the public (other than to bond houses, brokers or similar persons acting in the capacity of underwriters or wholesalers) at which a substantial amount of the Discount Obligations of the same maturity is sold pursuant to that offering. For federal income tax purposes, OID accrues to the owner of a Discount Obligation over the period to maturity based on the constant yield method, compounded semiannually (or over a shorter permitted compounding interval selected by the owner). The portion of OID that accrues during the period of ownership of a Discount Obligation (i) is interest excluded from the owner's gross income for federal income tax purposes to the same extent, and subject to the same considerations discussed above, as other interest on the Bonds and Notes, and (ii) is added to the owner's tax basis for purposes of determining gain or loss on the maturity, redemption, prior sale or other disposition of that Discount Obligation. A purchaser of a Discount Obligation in the initial public offering at the price for that Discount Obligation stated on the inside cover of this Official Statement who holds that Discount Obligation to maturity will realize no gain or loss upon the retirement of that Discount Obligation.

Certain of the Bonds and Notes ("Premium Obligations") may be offered and sold to the public at a price in excess of their stated redemption price (the principal amount) at maturity. That excess constitutes premium. For federal income tax purposes, obligation premium is amortized over the period to maturity of a Premium Obligation, based on the yield to maturity of that Premium Obligation (or, in the case of a Premium Obligation callable prior to its stated maturity, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in

the lowest yield on that Premium Obligation), compounded semiannually. No portion of that premium is deductible by the owner of a Premium Obligation. For purposes of determining the owner's gain or loss on the sale, redemption (including redemption at maturity) or other disposition of a Premium Obligation, the owner's tax basis in the Premium Obligation is reduced by the amount of premium that accrues during the period of ownership. As a result, an owner may realize taxable gain for federal income tax purposes from the sale or other disposition of a Premium Obligation for an amount equal to or less than the amount paid by the owner for that Premium Obligation. A purchaser of a Premium Obligation in the initial public offering at the price for that Premium Obligation stated on the inside cover of this Official Statement, who holds that Premium Obligation to maturity (or, in the case of a callable Premium Obligation to its earlier call date that results in the lowest yield on that Premium Obligation) will realize no gain or loss upon the retirement of that Premium Obligation.

Owners of Discount Obligations or Premium Obligations should consult their own tax advisers as to the determination for federal income tax purposes of the amount of OID or bond premium properly accruable in any period with respect to Discount or Premium Obligations and as to other federal tax consequences and the treatment of OID and premium for purposes of state and local taxes on, or based on, income.

## **DOCUMENTS ACCOMPANYING DELIVERY OF THE BONDS**

### ***Legal Matters***

Legal matters incident to the authorization, issuance and sale of the Bonds will be subject to the final approving opinion of The Law Offices of Jeffrey E. Storch, New York, New York, Bond Counsel to the Village. Such opinion will be available at the time of delivery of and payment for the Bonds and will be to the effect that the Bonds are valid and legally binding general obligations of the Village for the payment of which the Village has validly pledged its faith and credit, and all real property within the Village subject to taxation by the Village, is subject to levy by the Village of such ad valorem taxes, for payment of the principal and interest on the Bonds, subject to certain statutory limitations imposed by Chapter 97 of the Laws of 2011 (see "**Tax Levy Limit Law,**" herein).

Said opinion will also contain further statements to the effect that, assuming continuing compliance with certain covenants and the accuracy of certain representations of the Village contained in the record of proceedings relating to the authorization and issuance of the Bonds, (a) interest on the Bonds is excluded from gross income for federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax and the Bonds will be qualified tax exempt obligations as defined in Section 265(b)(3) of the Code, (b) interest on the Bonds is exempt from personal income taxes imposed by the State and political subdivisions thereof, including The City of New York and the City of Yonkers, (c) the enforceability of the Bonds is subject to bankruptcy laws and other laws affecting creditor's rights and the exercise of judicial discretion, and (d) the scope of the engagement of The Law Offices of Jeffrey E. Storch, as Bond Counsel in relation to the Bonds, has extended solely to rendering the opinions expressed in said opinion, that said law firm is rendering no opinion other than the opinions expressly stated therein, and that said law firm expresses no opinion on the accuracy or completeness of any documents prepared by or on behalf of the Village for use in connection with the offer and sale of the Bonds.

### ***Closing Certificates***

Upon delivery of and payment for the Bonds, the purchaser of the Bonds will also receive, without cost, in form satisfactory to Bond Counsel the following, dated as of the date of delivery of and payment for the Bonds: (a) a certificate or certificates evidencing execution, delivery and receipt of payment for the Bonds; (b) a certificate or certificates executed by the officer of the Village who executed the Bonds on behalf of the Village stating that (1) no litigation is then pending or, to the knowledge of such officer, threatened to restrain or enjoin the issuance or delivery of the Bonds, (2) no authority or proceedings for the issuance of the Bonds has or have been repealed, revoked or rescinded, and (3) the statements contained in this Official Statement on the date hereof and on the date of delivery of and payment for the Bonds, were and are true in all material respects and did not, and do not, contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made therein, in light of the circumstances under which they were made, not misleading; (c) an unqualified legal opinion as to the validity of the Bonds of The Law Offices of Jeffrey E. Storch, New York, New York, Bond Counsel, as more fully described under "Legal Matters" herein; (d) a Tax Compliance Certificate executed by the Treasurer of the Village; and (e) a

continuing disclosure agreement executed by the Treasurer of the Village for purposes of SEC Rule 15c2-12 (the "Rule"), as amended, as described under the caption "Covenant To Make Continuing Financial Disclosure" herein.

## **COVENANT TO MAKE CONTINUING FINANCIAL DISCLOSURE**

This Official Statement is in a form "deemed final" by the Village for the purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule"). At the time of the delivery of the Bonds, the Village will provide an executed copy of its "Continuing Disclosure Agreement" (the "Undertaking"). Said Undertaking will constitute a written agreement or contract of the Village for the benefit of holders of and owners of beneficial interests in the Bonds. In accordance with the requirements of Rule 15c2-12, as the same may be amended or officially interpreted from time to time (the "Rule"), promulgated by the Securities and Exchange Commission (the "Commission"), the Village has agreed to provide, or cause to be provided,

(1) to the Electronic Municipal Market Access ("EMMA") system of the Municipal Securities Rulemaking Board ("MSRB") or any other entity designated or authorized by the Commission to receive reports pursuant to the Rule, during each fiscal year in which the Bonds are outstanding, (i) certain annual financial information and operating data for the preceding fiscal year in a form generally consistent with the information contained or cross-referenced in the final Official Statement of the Village relating to the Bonds under the headings "Litigation" and in Appendix A under the headings "The Village," "Financial Factors," "Real Property Taxes," "Village Indebtedness" and "Economic and Demographic Data" and in Appendix B by the end of the sixth month following the end of each succeeding fiscal year, commencing with the fiscal year ended May 31, 2020, and (ii) a copy of the audited financial statement, if any, (prepared in accordance with accounting principles generally accepted in the United States of America in effect at the time of the audit) for the preceding fiscal year, commencing with the fiscal year ended May 31, 2020; such audit (prepared in accordance with the accounting principles the Village may be required to employ pursuant to State law or regulation), if any, will be so provided on or prior to the later of either the end of the sixth month of each such succeeding fiscal year or, if an audited financial statement is not available at that time, within sixty days following receipt by the Village of its audited financial statement for the preceding fiscal year, but, in any event, not later than the last business day of each such succeeding fiscal year; and provided further, in the event that the audited financial statement for any fiscal year is not available by the end of the sixth month following the end of any such succeeding fiscal year, unaudited financial statements in the form provided to the State, if available, will be provided no later than said date; provided however, that provision of unaudited financial statements in any year shall be further conditioned upon a determination by the Village of whether such provision is compliant with the requirements of federal securities laws including Rule 10b-5 of the Securities Exchange Act of 1934 and Rule 17(a)(2) of the Securities Act of 1933;

(2) timely notice, not in excess of ten (10) business days after the occurrence of such event, of the occurrence of any of the following events:

(i) principal and interest payment delinquencies; (ii) non-payment related defaults, if material; (iii) unscheduled draws on debt service reserves reflecting financial difficulties; (iv) unscheduled draws on credit enhancements reflecting financial difficulties; (v) substitution of credit or liquidity providers, or their failure to perform; (vi) 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 of determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds; (vii) modifications to rights of Bondholders, if material; (viii) Bond calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Bonds, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the Village; (xiii) the consummation of a merger, consolidation, or acquisition involving the Village or the sale of all or substantially all of the assets of the Village, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a "financial obligation" (as defined in the Rule) of the Village, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation of the Village, any of which affect bondholders, if material; and (xvi) default, event of acceleration, termination event, modification of terms or other similar events under a financial obligation of the Village, if any such event reflects financial difficulties..

Event (iii) is included pursuant to a letter for the SEC staff to the National Association of Bond Lawyers dated September 19, 1995. However, event (iii) is not applicable, since no “debt service reserves” will be established for the Bonds.

With respect to event (iv) the Village does not undertake to provide any notice with respect to credit enhancement added after the primary offering of the Bonds.

With respect to event (xii) above, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Village in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or government authority has assumed jurisdiction over substantially all of the assets or business of the Village, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Village.

The Village may provide notice of the occurrence of certain other events, in addition to those listed above, if the Village determines that any such other event is material with respect to the Bonds; but the Village does not undertake to commit to provide any such notice of the occurrence of any event except those events listed above; and

(3) in a timely manner, notice of a failure to provide the annual financial information and operating data and such audited financial statement by the date specified.

The Village’s Undertaking shall remain in full force and effect until such time as the principal of, redemption premiums, if any, and interest on the Bonds shall have been paid in full or in the event that those portions of the Securities and Exchange Commission Rule 15c2-12 (“Rule 15c2-12”) which require the Undertaking, or such provision, as the case may be, do not or no longer apply to the Bonds. The sole and exclusive remedy for breach or default under the Undertaking is an action to compel specific performance of the undertakings of the Village, and no person or entity, including a Holder of the Bonds, shall be entitled to recover monetary damages thereunder under any circumstances. Any failure by the Village to comply with the Undertaking will not constitute a default with respect to the Bonds.

The Village reserves the right to amend or modify the Undertaking under certain circumstances set forth therein; provided that any such amendment or modification will be done in consultation with nationally recognized bond counsel in a manner consistent with Rule 15c2-12, as amended.

### ***Compliance History***

Despite sufficient funds being available, a late interest payment was made with respect to the Village’s \$6,318,559 Public Improvement (Serial) Bonds, Series 2014A (the “2014A Bonds”). The late payment resulted from an administrative oversight. The interest payment was due on August 1, 2016 but was not made until August 4, 2016 when it was realized by Village officials. Traditionally the Village had received invoices from DTC in connection with upcoming payments. An invoice was not received in connection with the August 1st interest payment on the 2014A Bonds. Moving forward Village officials will not rely on the receipt of payment invoices.

### **MUNICIPAL ADVISOR**

Capital Markets Advisors, LLC, Hopewell Junction, New York, (the “Municipal Advisor”) is an independent municipal advisor registered with the United States Securities and Exchange Commission and the Municipal Securities Rulemaking Board. The Municipal Advisor has served as the independent financial advisor to the Village in connection with this transaction.

In preparing the Official Statement, the Municipal Advisor has relied upon governmental officials, and other sources, who have access to relevant data to provide accurate information for the Official Statement. The Municipal Advisor has not been engaged, nor has it undertaken, to independently verify the accuracy of such information. The Municipal Advisor is not a public accounting firm and has not been engaged by the Village to compile, review, examine or audit

any information in the Official Statement in accordance with accounting standards. The Municipal Advisor is not a law firm and does not provide legal advice with respect to this or any debt offerings of the Village. The Municipal Advisor is an independent advisory firm and is not engaged in the business of underwriting, trading or distributing municipal securities or other public securities and therefore will not participate in the underwriting of the Bonds.

### **RATING**

The Village has applied to S&P Global (“S&P”) for a rating on the Bonds. Such application is pending at this time.

The Village’s underlying credit rating by S&P Global (“S&P”) and by Moody’s Investors Service (“Moody’s”) is “AAA” and “Aa2” respectively.

Such ratings reflect only the respective views of S&P and Moody’s and any desired explanation of the significance of such rating should be obtained from S&P and Moody’s at their respective addresses: S&P, 55 Water Street, New York, New York 10041 and Moody’s, 7 World Trade Center at 250 Greenwich Street, New York, New York 10007. There can be no assurance that such ratings shall continue for any specified period of time or that such ratings will not be revised or withdrawn, if in the judgment of S&P or Moody’s, circumstances so warrant. Any such change or withdrawal of such ratings may have an adverse effect on the market price of the Bonds or the availability of a secondary market for the Bonds.

### **ADDITIONAL INFORMATION**

Additional information may be obtained from Robin Rizzo, Village Treasurer, 1111 Pleasantville Road, Briarcliff Manor, New York 10510, (914) 944-2787, e-mail: [rrizzo@briarcliffmanor.org](mailto:rrizzo@briarcliffmanor.org), or from the Village’s Municipal Advisor, Capital Markets Advisors, LLC, 11 Grace Avenue, Suite 308, Great Neck, New York 11021, (516) 570-0340.

Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact. No representation is made that any of such statements will be realized. This Official Statement is not to be construed as a contract or agreement between the Village and the original purchasers or holders of any of the Bonds.

The Law Offices of Jeffrey E. Storch has not participated in the preparation of the demographic, financial or statistical data contained in this Official Statement, nor verified the accuracy, completeness of fairness thereof, and, accordingly expresses no opinion with respect thereto.

Capital Markets Advisors, LLC may place a copy of this Official Statement on its website at [www.capmark.org](http://www.capmark.org). Unless this Official Statement specifically indicates otherwise, no statement on such website is included by specific reference or constitutes a part of this Official Statement. Capital Markets Advisors, LLC has prepared such website information for convenience, but no decisions should be made in reliance upon that information. Typographical or other errors may have occurred in converting original source documents to digital format, and neither the Village nor Capital Markets Advisors, LLC assumes any liability or responsibility for errors or omissions on such website. Further, Capital Markets Advisors, LLC and the Village disclaim any duty or obligation either to update or to maintain that information or any responsibility or liability for any damages caused by viruses in the electronic files on the website. Capital Markets Advisors, LLC and the Village also assume no liability or responsibility for any errors or omissions or for any updates to dated website information.

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

VILLAGE OF BRIARCLIFF MANOR,  
WESTCHESTER COUNTY, NEW YORK

By: /s/ \_\_\_\_\_  
Robin Rizzo  
Treasurer and Chief Financial Officer

DATED: October \_\_, 2019

**APPENDIX A**

**THE VILLAGE**

## **THE VILLAGE**

### ***General Information***

The Village was incorporated by an act of the State Legislature in December 1902. The Village encompasses an area of approximately six square miles of which approximately 90% lies in the Town of Ossining with the remaining area of the Village situated in the Town of Mt. Pleasant. New York City is about 30 miles south of the Village.

The history of the Village dates from the late seventeenth century when Dutch settlers purchased the land from members of the Algonquin Indian tribe. Some of the original homes built in the Village are still maintained as family residences. The Village is primarily residential in character and has many large, exclusive homes within its boundaries. Commercial properties are located primarily along Pleasantville Road, North State Road and Routes 9 and 9A. Small retail shops serving the needs of Village residents are located in the center of the Village. Several companies have corporate office buildings in the Village, including Philips Electronics, which employs 140 people. The Village is also home to Sleepy Hollow Country Club and Trump National Golf Course, both prestigious private clubs with many prominent members.

The Village's estimated population as of July 1, 2018, according to interim data provided by the U.S Department of Commerce, Bureau of the Census, is estimated to be 8,215 (an increase of 348 persons or 4.4% since the 2010 Census). Wealth levels in the Village are significantly higher than the County as a whole which, in turn, exceed the State averages by a substantial margin. Median family income in the Village for 2017, according to the American Community Survey – 5 Year Estimate (US Census Bureau), was \$187,500 compared to \$114,923 and \$77,141 for families in the County and State, respectively. Approximately 78.3% of all families in the Village had annual incomes greater than \$100,000 compared to 56.2% of all County families. The percentage of families in the entire State reporting annual incomes of more than \$100,000 in 2017 (American Community Survey – 5 Year Estimate) was 38.1%. The per capita money income of the Village in 2017 (American Community Survey - 5 Year Estimate) was \$79,476, compared to \$52,049 and \$35,752 in the County and State, respectively. See “Economic and Demographic Data,” herein.

Home values in the Village have historically exceeded County averages. According to information compiled by the US Census Bureau, the median value of owner-occupied Village homes in 2017 exceeded County averages by approximately 33.7% and exceeded the State by over two times. For 2017, the median value of owner-occupied homes in the Village was \$686,200, compared to a County wide median price of \$513,300, and a State wide median price of \$293,000 (American Community Survey - 5 Year Estimate). See “Economic and Demographic Data,” herein.

Village residents are generally employed largely in professional or managerial positions and less dependent on manufacturing related employment than residents of the County or State. Unemployment statistics are not maintained for the Village, however, the number of unemployed persons in the Town of Mt. Pleasant and the Town of Ossining historically has been lower than the County, State or nation taken as a whole.

### ***Form of Government***

The Village was established as a municipal corporation by the State and is vested with such powers and responsibilities inherent in the operation of municipal government, including the adoption of rules and regulations to govern its affairs. The Village functions under a “Strong” manager form of government. The Village Manager runs the day-to-day operations. In addition, the Village may tax real property situated in its boundaries and issue debt subject to the provision of the State's Local Finance Law. There are two independent school districts operating in the Village that possess the same powers with respect to taxation and debt issuance. Village residents also pay real property taxes to the Town of Mt. Pleasant or the Town of Ossining (collectively, the “Towns”) and the County to support programs administered by these governmental entities.

Government operations of the Village are subject to the provisions of the State Constitution and various statutes affecting village governments, including the Village Law, the General Municipal Law and the Local Finance Law. Real Property Tax Law determines real property assessment, collection and enforcement procedures.



## ***Elected and Appointed Officials***

The Village Board of Trustees (or the “Board”) is the legislative, appropriating, governing and policy determining body of the Village and consists of four trustees and a Mayor, all of whom are elected at large to serve two-year terms. The number of terms which may be served is not limited. It is the responsibility of the Village Board to enact, by resolution, all legislation including local laws. Annual operating budgets for the Village must be approved by the Board; modifications and transfers over \$10,000 between budgetary appropriations also must be authorized by the Board. Transfers up to \$10,000 may be approved by the Village Manager. The original issuance of all Village indebtedness is subject to approval by the Village Board.

The Mayor is elected for a two-year term of office with the right to succeed himself. In addition, the Mayor is a full member of and the presiding officer of the Village Board.

The Village operates with a Village Manager who is appointed for a term of one year by the Village Board. The Village Manager is engaged to execute Village policy and is the Chief Budget Officer, CEO and COO of the daily affairs of the Village. The Manager is the chief executive officer of the Village and is responsible for the day-to-day operations. The Manager appoints certain department heads and hires employees. The Manager also serves as the Budget Officer of the Village.

The Village Clerk is appointed by the Board for a two-year term. The responsibilities of the Clerk are many and varied. The Clerk has custody of the corporate seal, books, records, and papers of the Village, and all the official reports and communications of the Board of Trustees. In addition, the Clerk serves as the clerk to the Board of Trustees and various village boards and keeps the records of their proceedings. The Village Clerk is responsible for maintaining the Village code of laws and ordinances as it relates to the codes for building, plumbing, electric, zoning, vehicle and traffic regulations, and general ordinances.

The Village Treasurer is appointed by the Board of Trustees for a two-year term. The Treasurer is the chief fiscal officer of the Village. Duties and responsibilities of the position are as follows: maintain the Village’s accounting systems and records, including the responsibility to prepare and file an annual financial report with the State Comptroller, custody and investment of Village funds, and debt management. In addition, the Treasurer is the tax collector responsible for collecting and enforcing delinquent Village taxes and the billing and collection for water related services.

## ***Services***

The Village provides its residents with many of the services traditionally provided by village governments in the State. In addition, the Towns and the County furnish certain other services. A list of these services provided by the Village are as follows: police protection and law enforcement; water supply; refuse collection (the Village is a member of the County Refuse District No. 1); highway and public facilities maintenance; a local justice court that is responsible for enforcing provisions of the State’s Vehicle and Traffic Law and local ordinances as well as having jurisdiction over certain civil and criminal matters; cultural and recreational activities; building code enforcement and; planning and zoning administration. The Briarcliff Public Library, which is sponsored by the Village, provides library services to Village residents. Fire protection is furnished by a volunteer fire department.

Pursuant to State law, the County is responsible for funding and providing various social service and health care programs such as Medicaid, aid to the families with dependent children, home relief and mental health programs. The County is also responsible for certain sewer services for which special purpose county districts were established. The community college is operated by the County and offers an associates degree in various areas of study.

## ***Employees***

The Village employs 75 full-time employees and approximately 18 part-time employees. Certain employees are represented by one of three unions. Certain public works and parks employees, as well as supervisory personnel, belong to the Civil Service Employees Association. The Briarcliff Police Benevolent Association is the collective bargaining agent for the police officers. The following tables summarize the contract status of each unit.

Union Representation	Number of Employees	Contract Expiration Date
Briarcliff Manor Police Association	21	05/31/21
Briarcliff Manor CSEA	30	05/31/20

Source: Village Officials.

### ***Employee Benefits***

Substantially all employees of the Village are members of the New York State and Local Employees Retirement System (“ERS”) or the New York State and Local Police and Fire Retirement System (“PFRS”) (ERS and PFRS are referred to collectively hereinafter as the “Retirement System” where appropriate). The Retirement System is a cost-sharing multiple public employer retirement system. The obligation of employers and employees to contribute and the benefits to employees are governed by the New York State Retirement and Social Security Law (the “Retirement System Law”). The Retirement System offers a wide range of plans and benefits which are related to years of service and final average salary, vesting of retirement benefits, death and disability benefits and optional methods of benefit payments. All benefits generally vest after five years of credited service, except for members hired on or after January 1, 2010 whose benefits vest after ten years of credited service. The Retirement System Law generally provides that all participating employers in the Retirement System are jointly and severally liable for any unfunded amounts. Such amounts are collected through annual billings to all participating employers. Generally, all employees, except certain part-time employees, participate in the Retirement System. The Retirement System is non-contributory with respect to members hired prior to July 27, 1976. All members hired on or after July 27, 1976 through and including December 31, 2009, must contribute three percent of their gross annual salary toward the costs of retirement programs until they attain ten years in the Retirement System, at such time contributions become voluntary. Members hired on or after January 1, 2010 must contribute three or more percent of their gross annual salary toward the costs of retirement programs for the duration of their employment.

Additionally, on March 16, 2012, the Governor signed into law the new Tier 6 pension program, effective for new ERS employees hired after April 1, 2012. The Tier 6 legislation provides, among other things, for increased employee contribution rates of between 3% and 6%, an increase in the retirement age from 62 years to 63 years, a readjustment of the pension multiplier, and a change in the time period for final average salary calculation from 3 years to 5 years. Tier 6 employees will vest in the system after ten years of employment and will continue to make employee pension contributions throughout employment.

Police officers and firefighters who are members of PFRS are divided into four tiers. As with ERS, retirement benefit plans available under PFRS are most liberal for Tier 1 employees. The plans adopted for PFRS employees are noncontributory for Tier 1 and Tier 2 employees. Police officers and firefighters that were hired between July 1, 2009 and January 8, 2010 are currently in Tier 3, which has a 3% employee contribution rate by members. There is no Tier 4 in PFRS. Police officers and firefighters hired after January 9, 2010 are in Tier 5 which also requires a 3% employee contribution from members. Police officers and firefighters hired after April 1, 2012 are in Tier 6, which also originally had a 3% contribution requirement for members for FY 12-13; however, as of April 1, 2013, Tier 6 PFRS members are required to contribute a specific percentage of their annual salary, as follows, until retirement or until the member has reached 32 years of service credit, whichever occurs first: \$45,000.00 or less contributes 3%; \$45,000.01 to \$55,000.00 contributes 3.5%; \$55,000.01 to \$75,000.00 contributes 4.5%; \$75,000.01 to \$100,000.00 contributes 5.75%; and more than \$100,000.00 contributes 6%.

Beginning July 1, 2013, a voluntary defined contribution plan option was made available to all unrepresented employees of New York State public employers hired on or after that date, and who earn \$75,000 or more on an annual basis.

Due to significant capital market declines in 2008 and 2009, the State's Retirement System portfolio experienced negative investment performance and severe downward trends in market earnings. As a result of the foregoing, the employer contributions for the State's Retirement System continue to be higher than the minimum contribution rate established by Chapter 49. Legislation was enacted that permits local governments and school districts to borrow a portion of their required payments from the State pension plan at an interest rate of 5%. The legislation also requires

those local governments and school districts that amortize their pension obligations pursuant to the regulation to establish reserve accounts to fund payment increases that are a result of fluctuations in pension plan performance.

The Village has not and does not reasonably expect to amortize such contributions in the foreseeable future.

**ERS and PFRS Contributions.** For the fiscal years 2015 through 2019, and the unaudited amounts paid for the current fiscal year, the Village’s contributions to the ERS and PFRS are as follows:

<u>Fiscal Year</u>	<u>ERS</u>	<u>PFRS</u>
2015	\$ 895,828	\$ 676,823
2016	898,664	543,404
2017	678,595	637,810
2018	660,556	607,279
2019	684,939	605,929
2020 (Actual)	686,655	621,004

Source: The annual audited financial statements and Village officials.

### ***Other Postemployment Benefits***

The Village implemented GASB Statement No. 75 (“GASB 75”) of the Governmental Accounting Standards Board (“GASB”), which replaces GASB Statement No. 45 as of fiscal year ended May 31, 2019. GASB 75 requires state and local governments to account for and report their costs associated with post-retirement healthcare benefits and other non-pension benefits, known as other post-employment benefits (“OPEB”). GASB 75 generally requires that employers account for and report the annual cost of OPEB and the outstanding obligations and commitments related to OPEB similarly to GASB Statement No. 68 reporting requirements for pensions.

GASB 75 requires state and local governments to measure a defined benefit OPEB plan as the portion of the present value of projected benefit payments to be provided to current active and inactive employees, attributable to past periods of service in order to calculate the total OPEB liability. Total OPEB liability generally is required to be determined through an actuarial valuation using a measurement date that is no earlier than the end of the employer’s prior fiscal year and no later than the end of the employer’s current fiscal year.

GASB 75 requires that most changes in the OPEB liability be included in OPEB expense in the period of the changes. Based on the results of an actuarial valuation, certain changes in the OPEB liability are required to be included in OPEB expense over current and future years.

The Village’s total OPEB liability as of May 31, 2019 was \$42,078,348 using a discount rate of 3.05% and actuarial assumptions and other inputs as described in the Village’s actuarial report dated July 2019 by Danziger & Markhoff LLP.

Should the Village be required to fund the total OPEB liability, it could have a material adverse impact upon the Village’s finances and could force the Village to reduce services, raise taxes or both. At the present time, however, there is no current or planned requirement for the Village to partially fund its OPEB liability.

At this time, New York State has not developed guidelines for the creation and use of irrevocable trusts for the funding of OPEB. As a result, the Village will continue funding this expenditure on a pay-as-you-go basis.

Legislation has been introduced from time to time to create an optional investment pool to help the State and local governments fund retiree health insurance and OPEB. Such legislation would generally authorize the creation of irrevocable OPEB trusts so that the State and its local governments can help fund their OPEB liabilities, establish an OPEB investment fund in the sole custody of the State Comptroller for the investment of OPEB assets of the State and participating eligible local governments, designate the president of the Civil Service Commission as the trustee of the State’s OPEB trust and the governing boards as trustee for local governments and allow school districts to transfer certain excess reserve balances to an OPEB trust once it is established. In addition, there would be no limits on how much a local government can deposit into the trust. The Village cannot predict whether such legislation will be enacted into law in the foreseeable future.

## FINANCIAL FACTORS

### ***Budgetary Procedure***

The Village Manager, who is also the CEO, COO and Chief Budget Officer of the Village, submits the tentative budget for next fiscal year to the Board of Trustees on or before March 20th. The Board of Trustees may make such changes or revisions as they deem appropriate, subject to the provision of law. A public hearing is held on the budget not later than April 15th. Members of the public may express their views on the budget but there is no provision for a formal vote on the budget. Following the public hearing and on or before May 1<sup>st</sup>, the Board adopts the final budget. A copy of such budget must be filed with the Village Clerk and is available for public inspection.

Budgetary control is the responsibility of the Village Manager. Formal integration of the budget with the accounting system is used during the year as a management tool to provide control over expenditures.

A summary of the Village's Adopted Budget for the fiscal year ending May 31, 2020 is presented in Appendix B of this Filing Statement.

### ***Independent Audits***

The Village retained the firm of Cooper Arias, LLP, Certified Public Accountants, to audit its financial statements for the fiscal year ended May 31, 2019. Appendix B, attached hereto, presents excerpts from the Village's most recent audited reports covering the last five fiscal years.

**Certain Information Obtained from Financial Statements.** A five-year history of certain financial statements is presented, in summary form, in Appendix B hereto. The data presented in these summaries are derived from the Village's audited financial statements. However, the summaries are not complete presentations in that the notes to the financial statements and the auditors' report thereon have not been included. Accordingly, such statements are not considered as audited under accounting principles generally accepted in the United States of America. Copies of the Village's audited financial statements will be made available upon request to the Village or its Municipal Advisor.

**Summary of Significant Accounting Policies.** See Audited Financial Statements as of and for the year ended May 31, 2019, "Summary of Significant Accounting Policies."

**Summary of Net Position.** The Village's Net Position shows a total net position of negative \$14,889,806 at May 31, 2019. Net position is comprised of net investment in capital assets, \$18,547,199, and unrestricted assets of negative \$33,437,005. The net position of the Village at May 31, 2018 was \$16,641,946.

See Audited Financial Statements as of and for the year ended May 31, 2019, "Statement of Net Position."

**State Audits.** In addition, the Village is subject to audit by the State Comptroller to review compliance with legal requirements and the rules and regulations established by the State. See "The State Comptroller Fiscal Stress Monitoring System," below.

**The State Comptroller's Fiscal Stress Monitoring System.** The New York State Comptroller has reported that New York State's school districts and municipalities are facing significant fiscal challenges. As a result, the Office of the State Comptroller has developed a Fiscal Stress Monitoring System ("FSMS") to provide independent, objectively measured and quantifiable information to school district and municipal officials, taxpayers and policy makers regarding the various levels of fiscal stress under which the State's school districts and municipalities are operating.

The fiscal stress scores are based on financial information submitted as part of each school district's ST-3 report filed with the State Education Department annually, and each municipality's annual report filed with the State Comptroller. Using financial indicators that include year-end fund balance, cash position and patterns of operating deficits, the system creates an overall fiscal stress score which classifies whether a school district or municipality is in "significant fiscal stress", in "moderate fiscal stress," as "susceptible to fiscal stress" or "no designation". Entities that do not accumulate the number of points that would place them in a stress category will receive a financial score but will be classified in a category of "no designation." This classification should not be interpreted to imply that the entity is completely free of fiscal stress conditions. Rather, the entity's financial information, when objectively scored

according to the FSMS criteria, did not generate sufficient points to place them in one of the three established stress categories.

The most current applicable report of the State Comptroller designates the Village as “No Designation.”

For local governments, visit: [http://www.osc.state.ny.us/localgov/fiscalmonitoring/lists\\_localgovernments.htm](http://www.osc.state.ny.us/localgov/fiscalmonitoring/lists_localgovernments.htm)

For a complete description of the Comptroller’s Fiscal Stress Monitoring System visit: <http://www.osc.state.ny.us/localgov/fiscalmonitoring/index.htm>

Note: Reference to websites implies no warranty of accuracy of information therein.

### ***Investment Policy***

Pursuant to Section 39 of the State's General Municipal Law, the Village has adopted an investment policy applicable to the investment of all moneys and financial resources of the Village. The responsibility for the investment program has been delegated by the Village Board to the Treasurer who is required to maintain written operating procedures consistent with the Village's investment policy guidelines. According to the investment policy of the Village, all investments must conform to the applicable requirements of law and provide for: the safety of the principal; sufficient liquidity; and a reasonable rate of return. The Village reviews its investment policy each year.

**Authorized Investments.** The Village has designated four banks or trust companies located and authorized to conduct business in the State to receive deposits of money, including certificates of deposits, from the Village. In addition, the Village is authorized to invest through an investment cooperative.

In addition to bank deposits, the Village is permitted to invest moneys in direct obligations of the United States of America, obligations guaranteed by agencies of the United States where the payment of principal and interest are further guaranteed by the United States of America and obligations of the State.

The Village may also utilize repurchase agreements to the extent such agreements are based upon direct or guaranteed obligations of the United States of America. Repurchase agreements are subject to the following restrictions, among others: all repurchase agreements are subject to a master repurchase agreement and are limited to a maximum maturity of 15 days; trading partners are limited to banks or trust companies authorized to conduct business in the State or primary reporting dealers as designated by the Federal Reserve Bank of New York; securities may not be substituted; and the custodian for the repurchase security must be a party other than the trading partner. All purchased obligations, unless registered or inscribed in the name of the Village, must be purchased through, delivered to and held in the custody of a bank or trust company located and authorized to conduct business in the State.

**Collateral Requirements.** All Village deposits in excess of the applicable insurance coverage provided by the Federal Deposit Insurance Act must be secured in accordance with the provisions of and subject to the limitations of Section 10 of the General Municipal Law of the State. Such collateral must consist of the “eligible securities,” “eligible surety bonds” or “eligible letter of credit” as described in the Law.

Eligible securities pledged to secure deposits must be held by the depository or third party bank or trust company pursuant to written security and custodial agreements. The Village’s security agreements provide that the aggregate market value of pledged securities must equal or exceed the principal amount of deposit, the agreed upon interest, if any, and any costs or expenses arising from the collection of such deposits in the event of a default. Securities not registered or inscribed in the name of the Village must be delivered, in a form suitable for transfer or with an assignment in blank, to the Village or its designated custodial bank. The custodial agreements used by the Village provide that pledged securities must be kept separate and apart from the general assets of the custodian and will not, under any circumstances, be commingled with or become part of the backing for any other deposit or liability. The custodial agreement must also provide that the custodian shall confirm the receipt, substitution or release of the collateral, the frequency of revaluation of eligible securities and the substitution of collateral when a change in the rating of a security may cause ineligibility.

An eligible irrevocable letter of credit may be issued, in favor of the Village, by a qualified bank other than the depository bank. Such letters may have a term not to exceed 90 days and must have an aggregate value equal to 140%

of the deposit obligations and the agreed upon interest. Qualified banks include those with commercial paper or other unsecured or short-term debt ratings within one of the three highest categories assigned by at least one nationally recognized statistical rating organization or a bank that is in compliance with applicable Federal minimum risk-based capital requirements.

An eligible surety bond must be underwritten by an insurance company authorized to do business in the State which has claims paying ability rated in the highest rating category for claims paying ability by at least two nationally recognized statistical rating organizations. The surety bond must be payable to the Village in an amount equal to 100% of the aggregate deposits and the agreed interest thereon.

**Revenues**

The Village derives its revenues primarily from real property taxes and special assessments, State aid and departmental fees and charges. A summary of such revenues for the fiscal years 2015-2019 is presented in Appendix B, hereto. Information for said fiscal years has been excerpted from the Village’s audited financial reports, however, such presentation has not been audited.

**Property Taxes.** The Village derives a major portion of its revenues from a tax on real property (see “Statement of Revenues, Expenditures and Changes in Fund Balances Governmental Funds” in the audited financial statements for the year ended May 31, 2019.) Property taxes accounted for approximately 67.5% of General Fund revenue, excluding other financing sources, for the fiscal year ended May 31, 2019.

The following table sets forth General Fund revenue and real property taxes received for each of the past five audited fiscal years, and the amounts budgeted for the current fiscal year.

**General Fund Revenue & Real Property Taxes**

<u>Fiscal Year Ended May 31:</u>	<u>General Fund Revenue <sup>(1)</sup></u>	<u>Real Property Taxes</u>	<u>Taxes to Revenue</u>
2015	\$14,731,148	\$10,414,825	70.7%
2016	15,123,318	10,646,240	70.4
2017	16,527,633	10,720,703	64.9
2018	15,628,899	10,842,186	69.4
2019	16,329,219	11,023,487	67.5
2020 (Budget)	16,675,312	11,304,989	67.4

(1) Total revenues are exclusive of other financing sources.

Source: The Audited Financial Statements and the 2020 Adopted Budget of the Village. The above summary itself is not audited.

**State Aid.** The Village receives financial assistance from the State. During the 2018-19 fiscal year, State aid accounted for approximately 3.0% of General Fund revenue, excluding other financing sources. A substantial portion of the State aid received is directed to be used for specific programs. If the State should experience difficulty in borrowing funds in anticipation of the receipt of State taxes in order to pay State aid to municipalities and school districts in the State, including the Village, in any year, the Village may be affected by a delay in the receipt of State aid until sufficient State taxes have been received by the State to make State aid payments. Additionally, if the State should not adopt its budget in a timely manner, municipalities and school districts in the State, including the Village, may be affected by a delay in the payment of State aid.

The State is not constitutionally obligated to maintain or continue State aid to the Village. No assurance can be given that present State aid levels will be maintained in the future. State budgetary restrictions which eliminate or substantially reduce State aid could have a material adverse effect upon the Village, requiring either a counterbalancing increase in revenues from other sources to the extent available, or a curtailment of expenditures.

The following table sets forth General Fund revenue and State aid revenue received for each of the past five audited fiscal years, and the amounts budgeted for the current fiscal year.

**General Fund Revenue & State Aid Revenue**

<u>Fiscal Year Ended May 31:</u>	<u>General Fund Revenue <sup>(1)</sup></u>	<u>State Aid</u>	<u>State Aid to Revenue</u>
2015	\$14,731,148	\$431,026	2.9%
2016	15,123,318	529,459	3.5
2017	16,527,633	593,167	3.6
2018	15,628,899	560,143	3.6
2019	16,329,219	495,260	3.0
2020 (Budget)	16,675,312	558,412	3.3

(1) Total revenues are exclusive of other financing sources.

Source: The Audited Financial Statements and the 2020 Adopted Budget of the Village. The above summary itself is not audited.

**Sales Tax.** The Village receives a share of the County sales tax. For the 2019 fiscal year, sales tax accounted for approximately 7.8% of the Village’s General Fund revenue, excluding other financing sources.

The County presently imposes a 1 ½% County-wide sales and use tax on all retail sales. Additionally, the State, effective May 1, 2005, imposes a 4% State sales tax and a 3/8% sales tax levied in the Metropolitan Transportation Authority District. The cities in the County have the power under State law to impose by local law and State legislative enactment their own sales and use taxes. At present, such taxes are imposed at a rate of 2½% in the Cities of White Plains, Mount Vernon, New Rochelle, and Yonkers. The Cities of Rye and Peekskill do not impose such a sales tax.

In July 1991, the State Legislature authorized an additional 1% sales tax for the County to impose in localities other than cities which have their own sales tax. The additional 1% sales tax is to be apportioned between the County (33 1/3%), school districts in the County (16 2/3%) and towns, villages and cities in the County which have imposed sales taxes (50%)

In February of 2004, the State Legislature authorized an increase of ½% to the additional 1% 1991 sales tax. The County retains 70% of this amount, the municipalities 20% and the school districts 10%. This increase became effective March 1, 2004 and expires on May 31, 2020.

In April of 2019, the State Legislature authorized an increase of 1% to the County sales tax, raising the rate to 8.375% in County localities other than cities. The rate increase is effective as of August 1, 2019 and expires on November 30, 2020.

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The following table sets forth General Fund revenue and sales tax received for each of the past five audited fiscal years, and the amounts budgeted for the current fiscal year.

**General Fund Revenue & Sales Tax**

<u>Fiscal Year Ended May 31:</u>	<u>General Fund Revenue <sup>(1)</sup></u>	<u>Sales Tax</u>	<u>Sales Tax to Revenue</u>
2015	\$14,731,148	\$1,125,557	7.6%
2016	15,123,318	1,147,096	7.6
2017	16,527,633	1,160,048	7.0
2018	15,628,899	1,227,368	7.9
2019	16,066,412	1,280,605	7.8
2020 (Budget)	16,675,312	1,270,342	7.6

(1) Total revenues are exclusive of other financing sources.

Source: The Audited Financial Statements and the 2020 Adopted Budget of the Village. The above summary itself is not audited.

**Water Fund.** For the year ended May 31, 2019, the Water Fund recorded an operating surplus of \$140,079 and ended the year with a total fund balance of \$2,499,349. Fund balance was broken out as follows: non-spendable of \$1,150, restricted encumbrances of \$3,339 and unappropriated of \$2,494,860.

Water Fund operations are financed primarily through user charges to customers. The Village does not levy taxes or assessments to support water operations. Total Water Fund revenue in 2019 was \$4,524,147 of which \$4,354,016 was derived from metered water sales and related charges. Commencing with the 2012-13 fiscal year, a sewer fund was combined with the water fund.

Water rents 30 or more days are assessed penalties ranging from 10% to 15%. In addition, the Village also may terminate water service for non-payment. In May of each year, the water rent bill of any user located in the Village which is more than 30 days delinquent is relieved in the following year as a real property tax. The Water Fund is reimbursed 100% by the General Fund. Thereafter, such items are collected and enforced in the same manner as real property taxes (see "Real Property Taxes," herein).

The current water rates are summarized in the below table.

**Water Rates <sup>(1)</sup>**

<u>Total Quarterly Consumption (Cubic Feet)</u>	<u>Rate (Per 1,000)</u>	
	<u>Inside Village</u>	<u>Outside Village</u>
0 – 2,000	\$ 85.00	\$130.00
2001 – 5,000	95.00	145.00
5,001 – 8,000	105.00	160.00
8,001 – 11,000	110.00	175.00
11,001 – 14,000	120.00	190.00
14,001 – 17,000	135.00	205.00
17,001 – 20,000	140.00	220.00
20,000 +	155.00	240.00

(1) Charges to all water rates were approved on June 1, 2013 and were effective for the 2019-20 fiscal year.

Source: Village officials.



## REAL PROPERTY TAXES

### Computation of Real Estate Property Tax Levying Limitation Year Ending May 31, 2020

Tax Levy Year May 31:	Full Valuation Of Real Estate <sup>(1)</sup>
2016	\$ 1,803,690,460
2017	1,904,056,611
2018	1,961,470,086
2019	2,006,893,459
2020	2,044,273,675
Total of Full Valuations	9,720,384,291
Five-Year Average Full Valuation	1,944,076,858
Tax Limit (2% of Average Full Valuation)	38,881,537
Tax Levy for General Village Purposes	11,304,989
Total of Items Excluded from Tax Limit (Debt Service)	1,684,462
Total Levy Subject to Tax Limit	9,620,527
Constitutional Tax Margin	\$ 29,261,010

(1) Full valuations reflect amounts filed with Office of the State Comptroller and are not the final valuations used for computing tax levy.

Source: Statement of Constitutional Tax Limit for the year ending May 31, 2020 and Village officials.

### ***Assessed and Full Valuations***

#### Valuations, Tax Rates and Tax Levies Fiscal Years Ended May 31:

Years Ending May 31:	Assessed Valuation	State Equalization Rate <sup>(1)</sup>	Full Valuation	Tax Rate Per \$1,000 Assessed Valuation	Gross Tax Levy <sup>(2)</sup>
2016:					
Ossining	97,936,850	0.0595	1,645,997,479	99.19	9,714,122
Mt. Pleasant	2,538,857	0.0161	157,692,981	366.56	930,651
2017:					
Ossining	97,819,003	0.0565	1,731,309,787	99.87	9,763,850
Mt. Pleasant	2,556,653	0.0148	172,746,824	381.25	974,735
2018:					
Ossining	1,793,007,525	1.000	1,793,007,525	5.53	9,914,640
Mt. Pleasant	2,560,631	0.0152	168,462,561	363.79	931,533
2019:					
Ossining	1,825,949,543	1.000	1,825,949,543	5.49	10,033,593
Mt. Pleasant	2,587,498	0.0143	180,943,916	384.27	994,298
2020:					
Ossining	1,862,973,182	1.000	1,862,973,182	5.53	10,302,383
Mt. Pleasant	2,574,467	0.0142	181,300,493	389.44	1,002,606

- (1) ORPTS. Equalization rates for years 2016-2020 are final rates. The Town of Ossining recently completed a revaluation of properties.
- (2) Excludes water rent relievis and canceled exemptions.

Source: Village Officials and the adopted 2020 budget.

### ***Tax Collection Procedures***

The Village Board levies real property taxes pursuant to resolution and such taxes become a lien on the first day of June. Taxes may be paid in two installments in the months of June and December. The first installment may be paid without penalty through July 1. The second installment must be paid by December 31 in order to avoid a penalty. Payments made after the due dates must include a 5% penalty for the first month or fraction thereof and an additional 1% penalty for each month or part of a month thereafter. The tax warrant expires on February 1st at which time the Treasurer files a listing of the unpaid taxes for the year with the Village Board of Trustees.

Unpaid real property taxes are enforced pursuant to Article 11 of the Real Property Tax Law. The State made certain changes to this law in 1995 which eliminated annual tax sales and reduced the period for redeeming unpaid taxes to two years from the lien date. A notice of unpaid taxes is mailed to the property owner approximately 30 days following the last day on which a tax installment payment may be made without penalty. Subsequent notices are mailed periodically through the time the Village records a tax lien on its book. The Village generally records such liens on the first Monday in May in the calendar year following the lien date. If the taxes remain unpaid for a period of two years from the lien date, the Village may foreclose on the related property. A notice of foreclosure is filed with the State Supreme or County Court three months prior to the expiration of the redemption period. The Village may sell any property acquired for taxes to the highest bidder at a public auction or in-lieu of such auction by approval of the Village Board.

### ***Tax Levies and Collections***

#### **Real Property Tax Levies and Collections 2015 - 2020**

Year Ending May 31:	Gross Tax Levy <sup>(1)</sup>	Taxes Collected During Current Year <sup>(2)</sup>	%
			Collected
2015	10,759,039	10,696,486	99.4%
2016	10,644,773	10,646,240	100.1
2017	10,738,585	10,720,703	99.8
2018	10,846,173	10,840,806	99.9
2019	11,027,877	11,023,487	99.9
2020	11,430,393	8,742,270	76.5

- (1) Includes relieved delinquent water rents, cancelled exemptions and the net effect of abatements.
- (2) As of December 12, 2019

Source: Village Officials.

*(The remainder of this page has been left intentionally blank.)*

## ***Ten of the Largest Taxpayers***

The following table set forth the property assessments and tax liability of the Village's larger taxpayers as shown on the tax roll used to levy real property taxes for the fiscal year 2019-20.

### **Larger Taxpayers in the Village For the Collection of 2019 - 2020 Real Property Taxes**

<u>Taxpayer</u>	<u>Classification</u>	<u>Assessed Value <sup>(1)</sup></u>	<u>Amount of Tax <sup>(2)</sup></u>	<u>Percent of Total Tax <sup>(2)</sup></u>
Consolidated Edison Co:	Electric Utility	\$ 35,159,558	\$ 300,110	1.88%
Atria Briarcliff Manor LLC	Senior Asst. Living	18,184,700	100,563	0.98
Conservation Inc	Research Center	18,033,300	122,943	0.97
SHI-III Briarcliff Reit LLC	Office Building	16,687,800	92,285	0.90
Trump Nat. Golf Club LLC	Golf Course	15,759,800	87,153	0.85
Ridgewood Briarcliff Owner LLC	Office Building	13,981,200	77,317	0.75
Sleepy Hollow County Club	Country Club	13,722,300	75,885	0.74
333 South Highland LLC	Data Center	13,501,500	74,664	0.72
Briarcliff Property Group LLC	Office Building	272,600	106,382	0.02
		<u>\$145,302,758</u>	<u>\$1,037,302</u>	<u>7.79%</u>

(1) Total assessed valuation for 2020 is \$1,865,547,649.

(2) The tax levy for 2020 was \$11,304,989.

Source: Village Officials.

## **VILLAGE INDEBTEDNESS**

### ***Constitutional Requirements***

The New York State Constitution limits the power of the Village (and other municipalities and certain school districts of the State) to issue obligations and to otherwise contract indebtedness. Such constitutional certain limitations include the following, in summary form, and are generally applicable to the Village and its obligations.

**Purpose and Pledge.** Subject to certain enumerated exceptions, the Village shall not give or loan any money or property to or in aid of any individual or private corporation or give or loan its credit to or in aid of any of the foregoing or any public corporation.

The Village may contract indebtedness only for a Village purpose and shall pledge its faith and credit for the payment of principal of and interest thereon.

**Payment and Maturity.** Except for certain short-term indebtedness contracted in anticipation of taxes or to be paid within three fiscal year periods, indebtedness shall be paid in annual installments commencing no later than two years after the date such indebtedness shall have been contracted and ending no later than the expiration of the period of probable usefulness of the object or purpose as determined by statute or, in the alternative, the weighted average period of probable usefulness of the several objects or purposes for which it is contracted. No installment may be more than fifty per centum in excess of the smallest prior installment, unless the Village determines to issue a particular debt obligation amortizing on the basis of substantially level or declining annual debt service. The Village is required to provide an annual appropriation for the payment of interest due during the year on its indebtedness and for the amounts required in such year for amortization and redemption of its serial bonds and such required annual installments on its notes.

**Debt Limit.** The Village has the power to contract indebtedness for any Village purpose so long as the principal amount thereof shall not exceed 7% of the average full valuation of taxable real estate of the Village, subject to certain enumerated exclusions and deductions such as water and certain sewer facilities and cash or appropriations for current debt service. The constitutional method for determining full valuation is by taking the assessed valuation of taxable real estate for the last completed assessment roll and applying thereto the rate which such assessed valuation bears to

the full valuation as determined by the State Office of Real Property Tax Services (the “ORPTS”). The State Legislature is required to prescribe the manner by which such rate shall be determined. Average full valuation is determined by taking the sum of the full valuations of such last completed assessment roll and the four preceding assessment rolls and dividing such sum by five.

### ***Statutory Procedure***

In general, the State Legislature, by enactment of the Local Finance Law, has authorized the powers and procedure for the Village to borrow and incur indebtedness by the enactment of the Local Finance Law, subject, of course, to the constitutional provisions set forth above. The power to spend money, however, generally derives from other law, including specifically the General Municipal Law of New York State and the Village Law. See “Tax Levy Limit Law,” herein.

Pursuant to the Local Finance Law, the Village authorizes the issuance of bonds and bond anticipation notes issued in anticipation of such bonds by the adoption of a resolution, approved by at least two-thirds of the members of the Village Board of Trustees, the finance board of the Village. Certain such resolutions may be subject to permissive referendum, or may be submitted to the Village voters at the discretion of the Village Board.

The Local Finance Law also provides for a twenty-day statute of limitations after publication of a bond resolution (in summary or in full), together with a statutory notice which, in effect, estops thereafter legal challenges to the validity of obligations authorized by such bond resolution, except for alleged constitutional violations.

Each bond resolution usually authorizes the construction, acquisition or installation of the object or purpose to be financed, sets forth the plan of financing and specifies the maximum maturity of the bonds subject to the legal (Constitution, Local Finance Law and case law) restrictions relating to the period of probable usefulness with respect thereto.

Each bond resolution also authorizes the issuance of bond anticipation notes prior to the issuance of serial bonds. Statutory law in New York permits notes to be renewed each year provided that principal is amortized and provided that such renewals do not (with certain exceptions) extend more than five years beyond the original date of borrowing. However, notes issued in anticipation of the sale of serial bonds for assessable improvements are not subject to such five year limit and may be renewed subject to annual reductions of principal for the entire period of probable usefulness of the purpose for which such notes were originally issued. (See “Payment and Maturity” under “Constitutional Requirements.”)

In addition, under each bond resolution, the Village Board of Trustees may delegate the power to issue and sell bonds and notes to the Treasurer, the chief fiscal officer of the Village.

In general, the Local Finance Law contains similar provisions providing the Village with power to issue general obligation revenue anticipation notes, tax anticipation notes, capital notes, deficiency notes and budget notes.

### ***Constitutional Debt-Contracting Limitation***

The ORPTS annually establishes State equalization rates for all assessing units in the State, including the Village, which are determined by statistical sampling of market/assessment studies. The equalization rates are used in the calculation and distribution of certain State aids and are used by many localities in the calculation of debt contracting and real property taxing limitations. The Village has a debt contracting limitation equal to seven percent (7%) of average full valuation (See “Constitutional Requirements, Debt Limit,” herein).

The Village determines the assessed valuation for taxable real properties. The ORPTS determines the assessed valuation of special franchises and the taxable ceiling of railroad property. Special franchises include assessments on certain specialized equipment of utilities under, above, upon or through public streets or public places. Certain properties are taxable for school purposes but exempt for Village purposes.

The following table sets forth the Village's debt-contracting limitation.

**Computation of Debt Contracting Limitation  
(As of January 16, 2020)**

For Fiscal Years Ended May 31:	Full Valuations
2016	\$1,803,690,460
2017	1,904,056,612
2018	1,961,470,086
2019	2,006,893,459
2020	2,044,273,675
Total Five-Year Full Valuation	\$9,720,384,292
Five-Year Average Full Valuation	1,944,076,858
Debt Contracting Limitations: 7% of Five-Year	\$ 136,085,380

Source: Village Officials.

***Statutory Debt Limit and Net Indebtedness***

The following table presents the debt-incurring power of the Village and shows that the Village is within its constitutional debt limit.

**Statutory Debt Limit and Net Indebtedness  
As of January 16, 2020**

	Amount	Percentage
Debt Contracting Limitation:	\$136,085,380	100.00%
Gross debt:		
Serial Bonds	33,270,000	24.45
Bond Anticipation Notes	3,812,732	2.80
Total Gross Debt	37,082,732	27.25
Less Exclusions:		
Unexpended Appropriations To Pay Non-Exempt Principal Debt Water Indebtedness: <sup>(1)</sup>	1,323,647	0.97
Bonded Debt	17,708,861	13.01
Total Exclusions	19,032,508	13.99
Net Indebtedness	18,050,224	13.26
Net Debt Contracting Margin	118,035,156	86.74

(1) Exempt under Article VIII Section 5(b) of the State Constitution.

### ***Trend of Capital Debt***

The following table sets forth the total amount of bonds outstanding at the end of each of the last five completed fiscal years.

#### **Bonded Debt History** <sup>(1)</sup>

Years Ended May 31:	Bonded Debt
2015	\$39,203,559
2016	42,435,000
2017	39,670,000
2018	36,860,000
2019	34,030,000

### ***Overlapping and Underlying Debt***

The real property taxpayers of the Village are responsible for a proportionate share of outstanding debt of the County, including special County districts, the Towns, the Briarcliff Union Free School District and the Ossining Union Free School District. Such taxpayers' share of this overlapping debt is based upon the amount of the Village's equalized property values taken as a percentage of each separate units' total values. The following table presents the estimated amount of overlapping debt and the Village's share thereof; authorized but unissued debt has not been included.

#### **Overlapping Indebtedness** **(As of January 16, 2020)**

Village Gross Direct Indebtedness	\$37,082,732
Village Exclusions and Deductions	19,032,508
Village Net Direct Indebtedness	<u>\$18,050,224</u>

<u>Overlapping Units</u>	<u>Date of Report</u>	<u>Net Overlapping Debt</u>	<u>Percentage Applicable</u>	<u>Applicable Net Overlapping Debt</u>
County:				
General Purpose	12-20-19	\$808,606,451	1.14%	\$ 9,218,114
Towns:				
Mt. Pleasant	12-31-18	35,220,412	1.85	651,578
Ossining	07-24-19	5,085,634	38.24	1,944,746
School Districts:				
Briarcliff UFSD	12-27-18	14,955,000	85.50	12,786,525
Ossining UFSD	12-21-18	43,570,000	4.34	<u>1,890,938</u>
<b>Total</b>				<u><u>\$26,491,901</u></u>

Source: County officials, the New York State Office of the State Comptroller, and Officials Statements obtained from EMMA.

## ***Debt Ratios***

The following table sets forth certain debt ratios based upon the Village's direct and overlapping debt.

### **Direct and Overlapping Debt Ratios As of January 16, 2020**

	<u>Amount</u>	<u>Per Capita <sup>(1)</sup></u>	<u>Ratio To Full Value <sup>(2)</sup></u>	<u>Ratio To Per Capita Income <sup>(3)</sup></u>
Net Direct Debt	\$18,050,224	\$2,197	0.88%	2.77%
Net Direct and Overlapping Debt	44,542,125	5,422	2.18	6.82

(1) According to interim US Census information, the population of the Village as of July 1, 2018 is estimated to be 8,215.

(2) The full valuation of the Village for fiscal 2019-20 is \$2,044,273,675.

(3) According to the American Community Survey – 5 Year Estimate (US Census Bureau), the per capita income of Village residents in 2017 was \$79,476.

## ***Authorized but Unissued Debt***

The Village is currently has authorized resolutions totaling \$2,500,000 for various capital improvement projects, which are expected to be financed in 2021.

## ***Debt Service Schedule***

The following table presents the debt service requirements to maturity on the Village's outstanding general obligation bonded indebtedness exclusive of the bonds.

Years Ending May 31:	<u>Outstanding Bonds:</u>			
	<u>Principal Payment</u>	<u>Interest Payment</u>	<u>Total Debt Service</u>	<u>Cumulative % Principal Paid</u>
2020	\$2,565,000	906,088	3,471,088	7.71%
2021	2,485,000	924,130	3,409,130	15.18
2022	2,550,000	858,441	3,408,441	22.84
2023	2,615,000	789,734	3,404,734	30.70
2024	2,675,000	717,173	3,392,173	38.74
2025	2,760,000	640,788	3,400,788	47.04
2026	2,690,000	561,974	3,251,974	55.12
2027	2,775,000	479,745	3,254,745	63.47
2028	2,165,000	399,742	2,564,742	69.97
2029	2,245,000	322,909	2,567,909	76.72
2030	1,740,000	253,892	1,993,892	81.95
2031	1,800,000	193,620	1,993,620	87.36
2032	1,860,000	130,512	1,990,512	92.95
2033	900,000	73,741	973,741	95.66
2034	930,000	41,750	971,750	98.45
2035	515,000	8,369	523,369	100.00
	<u>\$ 33,270,000</u>	<u>\$7,302,608</u>	<u>\$ 40,572,608</u>	

## ECONOMIC AND DEMOGRAPHIC DATA

### *Population*

#### Population Trends 2000-2018

	2000	2010	2018	% Change	
				2000-10	2010-18
Village	7,696	7,867	8,215	2.2%	4.4%
County	923,459	949,113	967,612	2.8	1.9
State	18,976,457	19,378,102	19,542,209	2.1	0.8

Source: The U.S. Department of Commerce, Bureau of the Census.

### *Income*

The following two tables indicate comparative income statistics for the Village, Town, County and State.

#### Per Capita Money Income

	2010	2017	% Change
Village	\$79,539	\$79,476	(0.1)%
Town of Mt. Pleasant	48,825	51,700	5.9
Town of Ossining	43,721	43,217	(1.2)
County	47,814	52,049	8.9
State	30,948	35,752	15.5

Source: The American Community Survey – 5 Year Estimate (U.S. Department of Commerce, Bureau of the Census).

#### Median Income of Families – 2017

Median Family Income	Income Groups - % of Families					
	Under \$25,000	\$25,000 -49,999	\$50,000 -74,999	\$75,000 -99,999	\$100,000 Or More	
Village	\$187,500	2.5%	3.0%	8.7%	7.6%	78.3%
Town:						
Mt. Pleasant	138,806	8.6	9.1	9.1	9.5	63.8
Ossining	104,813	10.2	15.5	13.5	8.9	51.9
County	114,923	8.9	12.9	11.7	10.2	56.2
State	77,141	14.6	18.1	16.1	13.1	38.1

Source: The American Community Survey 5-Year Estimate (U.S. Department of Commerce, Bureau of the Census).

### *Employment*

#### Average Annual Employed Civilian Labor Force

	2000	2010	2018	% Change	
				2000-2010	2010-2018
Town	15,200	15,000	18,800	(1.3)%	2.53%
County	445,400	443,500	465,500	(0.4)	5.0
State	8,718,700	8,769,700	9,311,400	0.6	6.2

Source: New York State Department of Labor.



**Average Unemployment Rates**

<u>Year</u>	<u>Town</u>	<u>County</u>	<u>State</u>	<u>United States</u>
2014	4.6%	5.1%	6.3%	6.2%
2015	4.0	4.5	5.3	5.3
2016	3.9	4.2	4.8	4.9
2017	4.2	4.6	4.7	4.4
2018	3.8	4.1	4.2	3.9
2019:				
Jan	3.5	3.9	4.6	4.4
Feb	3.5	3.8	4.4	4.1
Mar	3.3	3.6	4.1	3.9
Apr	2.7	3.2	3.6	3.3
May	2.9	3.4	3.8	3.4
Jun	3.0	3.4	3.8	3.8
Jul	3.4	3.8	4.1	4.0
Aug	3.7	4.1	4.2	3.8
Sep	3.4	3.7	3.7	3.3
Oct	3.5	3.7	3.9	3.3
Nov	3.2	3.5	3.6	3.3

Source: New York State Labor Department and U.S. Bureau of Labor Statistics.

The following table presents a listing of certain major employers located in the County.

**Major Private Sector Employers in the County**

<u>Name Of Business</u>	<u>Nature of Business</u>
IBM Corp.	Computer hardware and software
PepsiCo Inc.	Soft drinks and snack foods
Consolidated Edison Inc.	Utility Services
MasterCard	Credit card services
ITT Corp.	Water and fluid management
Westchester Medical Center	Hospital and health care services
Regeneron Pharmaceuticals Inc.	Pharmaceuticals
New York Medical College	Medical college and research
White Plains Hospital	Hospital and health care services
New York-Presbyterian	Hospital and health care services

Source: Westchester Business Journal.

***Financial Institutions***

Various banking facilities are available in the Village and adjacent areas, including JPMorgan Chase Bank, TrustCo Bank, and Wells Fargo. As of June 30, 2019, total deposits for banks located in the Village were approximately \$465 million according to the Federal Deposit Insurance Corporation.

***Transportation***

The Village is served by all major forms of transportation. Highway facilities include U.S. Route 9 and 9A and the Taconic Parkway (generally limited to passenger vehicles), which runs through or near the Village. Interstate 287 connecting the New York Thruway (I-87) and the New England Thruway (I-95) lies just south of the Village. Commuter rail transportation is provided by the Hudson Line Division of the Metro North Railroad. Freight rail service is provided by Conrail. Domestic and international airline service is available at the New York airports (LaGuardia Airport, Newark Airport and Kennedy International Airport) which are located less than one hour by automobile. The County Airport serving primary U.S. cities is located about 15 miles from the Village limits.

## ***Utilities***

Consolidated Edison Company and Verizon provide residents with basic utilities. Water and sewer service are provided by the Village and the County (sewage treatment service).

The Village is a part of the County Refuse District No. 1, which operates a mass-burn resource recovery facility in the City of Peekskill located in the northwest corner of the County. Properties located in the County Refuse District, including the Village, are subject to annual assessments to pay service charges for processing solid waste as well as operating and capital expenses of such district.

Employment and Unemployment rates are presented for the Town, County, State and country in the below two tables. Such rates are provided for informational purposes only and are not necessarily representative of the employment conditions in the Village.

## ***Housing Data***

### **Comparative Housing Stock 2000 - 2017**

	Number of Units			% Change	
	2000	2010	2017	2000-10	2010-17
Village	2,501	2,753	2,755	10.1%	0.1%
Towns:					
Mt. Pleasant	13,985	14,826	15,124	6.0	2.0
Ossining	12,733	13,386	13,380	5.1	(0.1)
County	349,445	370,821	373,236	6.1	0.7
State	7,679,307	8,108,103	8,255,911	5.6	1.8

Source: The American Community Survey – 5 Year Estimate (U.S. Department of Commerce, Bureau of the Census).

### **Median Housing Values and Rentals 2017**

	% Constructed 2010-2017	Median Value Owner Occupied Units	Median Rent Renter Occupied Units	Occupancy Status		
				Owner Occupied	Renter Occupied	Vacant
Village	1.2%	\$686,200	\$1,500	80.3%	16.3%	3.4%
Towns:						
Mt. Pleasant	0.9	629,000	1,482	66.7	28.4	4.9
Ossining	2.0	440,300	1,484	57.9	35.8	7.3
County	1.1	513,300	1,444	57.0	35.7	7.3
State	1.7	293,000	1,194	47.8	40.7	11.5

Source: The American Community Survey – 5 Year Estimate (U.S. Department of Commerce, Bureau of the Census).

**END OF APPENDIX A**

**APPENDIX B**

**UNAUDITED SUMMARY OF FINANCIAL STATEMENTS AND BUDGETS**

VILLAGE OF BRIARCLIFF MANOR  
BALANCE SHEET  
GENERAL FUND  
UNAUDITED PRESENTATION

AS OF MAY 31:

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
<b>ASSETS</b>					
Cash and Equivalents	\$ 2,612,213	\$ 2,848,992	\$ 2,573,340	\$ 2,683,885	3,487,181
Taxes Receivable (Net)	62,553	40,744	85,793	58,918	30,167
Other Receivables:					
Accounts Receivable	138,329	298,393	1,089,292	111,518	133,038
Due From State and Federal Governments	2,349	1,713	0	0	0
Due From Other Governments	403,466	447,635	631,101	366,388	382,543
Due From Other Funds	0	165,334	635,920	1,540,315	603,464
Prepaid Expenditures	<u>99,271</u>	<u>99,937</u>	<u>121,318</u>	<u>136,220</u>	<u>30,118</u>
 Total Assets	 <u>\$ 3,318,181</u>	 <u>\$ 3,902,748</u>	 <u>\$ 5,136,764</u>	 <u>\$ 4,897,244</u>	 <u>4,666,511</u>
 <b>LIABILITIES AND FUND BALANCE</b>					
Liabilities:					
Accounts Payable	\$ 242,186	\$ 198,707	\$ 274,638	\$ 260,123	226,215
Accrued Liabilities	422,057	106,800	162,392	59,047	370,307
Due to Other Funds	1,491	435,700	450,460	340,981	336,764
Due to Retirement System	214,689	326,797	182,689	182,689	182,689
Due to Other Governments	0	0	97,012	75,825	62,511
Unearned Revenues	<u>516,975</u>	<u>523,195</u>	<u>391,264</u>	<u>472,742</u>	<u>584,564</u>
 Total Liabilities	 1,397,398	 1,591,199	 1,558,455	 1,391,407	 1,763,050
Deferred Inflows of Resources:					
Deferred Tax Revenues	42,282	30,987	47,908	47,908	24,512
 Total Liabilities & Deferred Inflows of Resources	 <u>1,439,680</u>	 <u>1,622,186</u>	 <u>1,606,363</u>	 <u>1,439,315</u>	 <u>1,787,562</u>
Fund Balance:					
Nonspendable	99,271	99,937	121,318	136,220	30,118
Assigned	124,469	87,006	366,135	181,381	16,009
Unassigned	<u>1,654,761</u>	<u>2,093,619</u>	<u>3,042,948</u>	<u>3,140,328</u>	<u>2,832,822</u>
 Total Fund Balance	 <u>1,878,501</u>	 <u>2,280,562</u>	 <u>3,530,401</u>	 <u>3,457,929</u>	 <u>2,878,949</u>
 <b>Total Liabilities and Fund Balance</b>	 <u>\$ 3,318,181</u>	 <u>\$ 3,902,748</u>	 <u>\$ 5,136,764</u>	 <u>\$ 4,897,244</u>	 <u>4,666,511</u>

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VILLAGE OF BRIARCLIFF MANOR  
STATEMENT OF REVENUES, EXPENDITURES  
AND CHANGES IN FUND BALANCE  
GENERAL FUND  
UNAUDITED PRESENTATION

FISCAL YEAR ENDED MAY 31:

	2015	2016	2017	2018	2019
<b>REVENUES:</b>					
Real Property Taxes	\$ 10,414,825	\$ 10,646,240	\$ 10,720,703	\$ 10,842,186	11,023,487
Other Tax Items	56,701	48,735	42,937	41,783	48,265
Non-Property Taxes	1,498,053	1,512,703	1,511,988	1,611,351	1,670,216
Departmental Income	1,675,442	1,824,995	1,237,532	1,177,349	1,406,627
Intergovernmental Charges	0	0	221,690	228,129	317,576
Use Of Money And Property	290,772	220,491	243,400	253,325	281,876
Licenses And Permits	28,934	63,374	1,542,457	492,400	569,860
Fines and Forfeitures	90,613	102,236	143,552	181,732	204,746
Sale Of Property And Compensation For Loss	7,357	7,475	99,127	103,691	148,666
State Aid	431,026	529,459	593,167	560,143	495,260
Federal Aid	125,083	50,007	0	5,348	0
Miscellaneous	112,342	117,603	171,080	131,462	162,640
<b>Total Revenues</b>	<b>14,731,148</b>	<b>15,123,318</b>	<b>16,527,633</b>	<b>15,628,899</b>	<b>16,329,219</b>
<b>EXPENDITURES:</b>					
Current:					
General Government Support	2,681,344	3,042,017	2,592,636	2,832,215	2,973,962
Public Safety	4,792,284	4,928,094	5,288,850	5,481,383	5,574,413
Health	153,591	162,359	179,306	215,334	242,153
Transportation	1,705,916	1,675,137	1,884,567	2,021,793	2,040,711
Culture And Recreation	1,700,679	1,662,786	1,661,358	1,758,230	1,811,374
Home And Community Services	1,676,566	1,690,978	1,577,833	1,605,796	1,443,772
Employee Benefits	0	0	0	0	707,941
Debt Service	392	558	880,618	62,739	86,578
<b>Total Expenditures</b>	<b>12,710,772</b>	<b>13,161,929</b>	<b>14,065,168</b>	<b>13,977,490</b>	<b>14,880,904</b>
Excess of Revenues Over Expenditures	2,020,376	1,961,389	2,462,465	1,651,409	1,448,315
<b>OTHER FINANCING SOURCES (USES):</b>					
Insurance Recoveries	47,225	430,104	2,178,299	0	0
Transfers - In	710,873	963,952	1,531,222	1,531,222	761,745
Transfers - Out	(2,747,658)	(2,953,384)	(5,059,147)	(3,117,096)	(2,789,040)
<b>Total Other Financing Sources (Uses)</b>	<b>(1,989,560)</b>	<b>(1,559,328)</b>	<b>(1,349,626)</b>	<b>(1,585,874)</b>	<b>(2,027,295)</b>
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	30,816	402,061	1,112,839	65,535	(578,980)
Fund Balances - Beginning of Year	1,847,685	1,878,501	2,417,562	3,392,394	3,457,929
<b>Fund Balances - End of Year</b>	<b>\$ 1,878,501</b>	<b>\$ 2,280,562</b>	<b>\$ 3,530,401</b>	<b>\$ 3,457,929</b>	<b>2,878,949</b>

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**VILLAGE OF BRIARCLIFF MANOR  
BALANCE SHEET  
WATER FUND  
UNAUDITED PRESENTATION**

AS OF MAY 31:

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
<b>ASSETS</b>					
Cash and Equivalents	\$ 2,021,894	\$ 1,795,142	\$ 1,910,490	\$ 1,910,027	436,984
Others Receivable	615,403	509,781	1,139,632	1,037,087	1,038,247
Due From Other Funds	126,491	0	0	433,033	1,548,780
Due From Other Governments	34,193	0	193,628	0	78,613
Prepaid Expenditures	<u>1,150</u>	<u>1,150</u>	<u>20,318</u>	<u>21,800</u>	<u>1,150</u>
 Total Assets	 <u>\$ 2,799,131</u>	 <u>\$ 2,306,073</u>	 <u>\$ 3,264,068</u>	 <u>\$ 3,401,947</u>	 <u>3,103,774</u>
 <b>LIABILITIES AND FUND BALANCE</b>					
Liabilities:					
Accounts Payable	\$ 267,739	\$ 159,948	\$ 112,452	\$ 95,219	43,500
Accrued Liabilities	0	62,609	84,431	3,758	600
Due to Other Funds	0	23,822	2,862	744,185	334,745
Due to Other Governments	0	0	95,756	173,015	182,346
Due to Retirement Funds	33,567	44,918	26,500	26,500	26,500
Unearned Revenues	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>16,734</u>
 Total Liabilities	 <u>301,306</u>	 <u>291,297</u>	 <u>322,001</u>	 <u>1,042,677</u>	 <u>604,425</u>
Fund Balance:					
Nonspendable	1,150	1,150	20,318	21,800	1,150
Restricted	601,546	0	29,973	64,371	0
Assigned	<u>1,895,129</u>	<u>2,013,626</u>	<u>2,891,776</u>	<u>2,273,099</u>	<u>2,498,199</u>
 Total Fund Balance	 <u>2,497,825</u>	 <u>2,014,776</u>	 <u>2,942,067</u>	 <u>2,359,270</u>	 <u>2,499,349</u>
 <b>Total Liabilities and Fund Balance</b>	 <u><b>\$ 2,799,131</b></u>	 <u><b>\$ 2,306,073</b></u>	 <u><b>\$ 3,264,068</b></u>	 <u><b>\$ 3,401,947</b></u>	 <u><b>3,103,774</b></u>

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VILLAGE OF BRIARCLIFF MANOR  
STATEMENT OF REVENUES, EXPENDITURES  
AND CHANGES IN FUND BALANCE  
WATER FUND  
UNAUDITED PRESENTATION

	FISCAL YEARS ENDED MAY 31:				
	2015	2016	2017	2018	2019
<b>REVENUES:</b>					
Departmental Income	\$ 5,127,889	\$ 5,417,534	\$ 5,391,460	\$ 4,750,705	4,354,016
Intergovernmental Charges	0	0	193,628	0	116,496
Use Of Money And Property	671	426	2,623	5,571	5,356
Sale Of Property And Compensation For Loss	0	1,680	19,683	5,050	33,615
State Aid	0	0	0	0	0
Federal Aid	0	0	0	0	0
Miscellaneous	8,952	14,367	10,552	11,999	14,664
<b>Total Revenues</b>	<b>5,137,512</b>	<b>5,434,007</b>	<b>5,617,946</b>	<b>4,773,325</b>	<b>4,524,147</b>
<b>EXPENDITURES:</b>					
Current:					
General Government Support	315,299	331,167	314,633	327,016	332,474
Home and Community Service	2,936,505	2,806,690	2,907,766	3,009,488	3,278,061
Employee Benefits	0	0	0	0	60,957
Debt Service	3,006	4,432	0	0	0
<b>Total Expenditures</b>	<b>3,254,810</b>	<b>3,142,289</b>	<b>3,222,399</b>	<b>3,336,504</b>	<b>3,671,492</b>
Excess of Revenues Over Expenditures	1,882,702	2,291,718	2,395,547	1,436,821	852,655
<b>OTHER FINANCING SOURCES (USES):</b>					
Transfers - In	0	695,239	433,033	433,033	1,335,418
Transfers - Out	(2,331,970)	(3,470,006)	(2,632,254)	(2,452,651)	(2,047,994)
<b>Total Other Financing Sources (Uses)</b>	<b>(2,331,970)</b>	<b>(2,774,767)</b>	<b>(2,199,221)</b>	<b>(2,019,618)</b>	<b>(712,576)</b>
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	(449,268)	(483,049)	196,326	(582,797)	140,079
Fund Balances - Beginning of Year	2,947,093	2,497,825	2,745,741	2,942,067	2,359,270
<b>Fund Balances - End of Year</b>	<b>\$ 2,497,825</b>	<b>\$ 2,014,776</b>	<b>\$ 2,942,067</b>	<b>\$ 2,359,270</b>	<b>2,499,349</b>

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VILLAGE OF BRIARCLIFF MANOR  
BALANCE SHEET  
LIBRARY FUND  
UNAUDITED PRESENTATION

AS OF MAY 31:

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
<b>ASSETS</b>					
Cash and Equivalents	\$ 39,322	\$ 25,212	\$ 25,021	\$ 45,979	\$ 138,243
Accounts Receivable	941	0	12,831	0	600
Due From Other Funds	0	4,958	45,405	116,613	180
Prepaid Expenditures	<u>0</u>	<u>0</u>	<u>0</u>	<u>8,383</u>	<u>3,253</u>
 Total Assets	 <u>\$ 40,263</u>	 <u>\$ 30,170</u>	 <u>\$ 83,257</u>	 <u>\$ 170,975</u>	 <u>\$ 142,276</u>
 <b>LIABILITIES AND FUND BALANCE</b>					
Liabilities:					
Accounts Payable	\$ 17,092	\$ 8,321	\$ 16,626	\$ 12,819	\$ 4,301
Due to Other Funds	0	0	1,486	0	12,155
Accrued Liabilities	0	16,989	0	1,518	0
Due to Retirement Systems	<u>12,792</u>	<u>12,792</u>	<u>7,500</u>	<u>7,500</u>	<u>7,500</u>
 Total Liabilities	 <u>29,884</u>	 <u>38,102</u>	 <u>25,612</u>	 <u>21,837</u>	 <u>23,956</u>
Fund Balance:					
Nonspendable	0	0	0	8,383	3,253
Restricted	0	0	0	3,030	0
Assigned	10,379	0	57,645	137,725	115,067
Unassigned	<u>0</u>	<u>(7,932)</u>	<u>0</u>	<u>0</u>	<u>0</u>
 Total Fund Balance	 <u>10,379</u>	 <u>(7,932)</u>	 <u>57,645</u>	 <u>149,138</u>	 <u>118,320</u>
 <b>Total Liabilities and Fund Balance</b>	 <u><u>\$ 40,263</u></u>	 <u><u>\$ 30,170</u></u>	 <u><u>\$ 83,257</u></u>	 <u><u>\$ 170,975</u></u>	 <u><u>\$ 142,276</u></u>

The financial data presented on this page has been excerpted from the audited financial statements of the Village.

Such presentation, however, has not been audited. Complete copies of the Village's audited financial statements are available upon request to the Village.

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VILLAGE OF BRIARCLIFF MANOR  
STATEMENT OF REVENUES, EXPENDITURES  
AND CHANGES IN FUND BALANCE  
PUBLIC LIBRARY FUND  
UNAUDITED PRESENTATION

	FISCAL YEARS ENDED MAY 31:				
	2015	2016	2017	2018	2019
<b>REVENUES:</b>					
Departmental Income	\$ 14,684	\$ 12,399	\$ 9,482	\$ 9,373	\$ 8,658
Use of Money and Property	0	0	3,022	2,477	2,545
State Aid	2,067	2,188	2,282	2,283	2,306
Miscellaneous	10,323	11,713	24,114	44,507	19,613
Total Revenues	27,074	26,300	38,900	58,640	33,122
<b>EXPENDITURES:</b>					
Current:					
General Government Support	18,724	39,552	29,443	20,828	21,416
Culture And Recreation	587,817	594,894	538,715	551,752	683,957
Total Expenditures	606,541	634,446	568,158	572,580	705,373
Excess of Revenues Over Expenditures	(579,467)	(608,146)	(529,258)	(513,940)	(672,251)
<b>OTHER FINANCING SOURCES (USES):</b>					
Operating Transfers - In (1)	589,835	589,835	594,835	641,433	641,433
Operating Transfers - Out	0	0	0	(108,000)	0
Total Other Financing Sources (Uses)	589,835	589,835	594,835	533,433	641,433
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	10,368	(18,311)	65,577	19,493	(30,818)
Fund Balances - Beginning of Year	11	10,379	(7,932)	129,645	149,138
<b>Fund Balances - End of Year</b>	<b>\$ 10,379</b>	<b>\$ (7,932)</b>	<b>\$ 57,645</b>	<b>\$ 149,138</b>	<b>118,320</b>

(1) Transfer from General Fund.

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VILLAGE OF BRIARCLIFF MANOR  
FINAL ADOPTED BUDGET FOR OPERATING FUNDS  
YEAR ENDING MAY 31, 2020

	General Fund	Water Fund	Public Library Fund	Debt Service Fund	Total Budget
<b>ESTIMATED REVENUES:</b>					
Real Property Taxes	\$ 11,304,989	0	0	0	11,304,989
Other Tax Items	64,500	0	0	0	64,500
Non-Property Tax Items	1,634,222	0	0	0	1,634,222
Departmental Income (1)	1,076,545	5,127,400	9,435	0	6,213,380
Intergovernmental Charges	268,489	0	0	0	268,489
Use Of Money and Property	313,250	5,000	2,400	0	320,650
Licenses And Permits	585,000	0	0	0	585,000
Fines and Forfeitures	325,000	9,500	0	0	334,500
Sale Of Property and Compensation For Loss	0	0	0	0	0
State Aid	558,412	0	0	0	558,412
Federal Aid	0	0	0	0	0
Miscellaneous	631,905	12,450	6,871	583,192	1,234,418
<b>Total Estimated Revenues</b>	<b>16,762,312</b>	<b>5,154,350</b>	<b>18,706</b>	<b>583,192</b>	<b>22,518,560</b>
<b>APPROPRIATIONS:</b>					
Current:					
General Government Support	3,114,601	406,399	21,150	0	3,542,150
Public Safety	5,234,813	0	0	0	5,234,813
Public Health	273,509	0	0	0	273,509
Transportation	2,443,624	0	0	0	2,443,624
Culture and Recreation	2,111,005	0	692,158	0	2,803,163
Home and Community Services	1,095,314	3,048,141	0	0	4,143,455
Employee Benefits	757,500	67,225	0	0	824,725
Debt Service	437,746	0	0	3,780,644	4,218,390
<b>Total Appropriations</b>	<b>15,468,112</b>	<b>3,521,765</b>	<b>713,308</b>	<b>3,780,644</b>	<b>23,483,829</b>
Excess of Revenues Over Expenditures	1,294,200	1,632,585	(694,602)	(3,197,452)	(965,269)
<b>OTHER FINANCING SOURCES (USES):</b>					
Operating Transfers - In	1,443,416	420,140	641,433	3,780,644	6,285,633
Operating Transfers - Out	(2,737,616)	(2,052,725)	0	(1,495,291)	(6,285,632)
<b>Total Other Financing Sources (Uses)</b>	<b>(1,294,200)</b>	<b>(1,632,585)</b>	<b>641,433</b>	<b>2,285,353</b>	<b>1</b>
<b>Appropriation of Fund Balance</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 53,169</b>	<b>\$ 912,099</b>	<b>\$ 965,268</b>

**APPENDIX C**

**LINK TO  
INDEPENDENT AUDITORS' REPORT  
FOR THE FISCAL YEAR ENDED  
MAY 31, 2019**

**<https://emma.msrb.org/ES1433792.pdf>**

**Can be accessed on the Electronic Municipal Market Access (“EMMA”) website  
of the Municipal Securities Rulemaking Board (“MSRB”)  
at the following link:**

**The audited financial statements referenced above are hereby incorporated into the attached  
Official Statement.**

**\* Such Financial Statements and opinion are intended to be representative only as of the  
date thereof. Cooper Arias, LLP has not been requested by the Village to further review  
and/or update such Financial Statements or opinion in connection with the preparation and  
dissemination of this Official Statement.**