

**PRELIMINARY OFFICIAL STATEMENT DATED APRIL 19, 2021**

**NEW AND REFUNDING ISSUES  
BOOK-ENTRY-ONLY BONDS**

**RATING: SEE "RATING" HEREIN  
SERIAL BONDS AND BOND ANTICIPATION NOTES**

*In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Town, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series A Bonds and the Series B Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series A Bonds and the Series B Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code. In addition, in the opinion of Bond Counsel, under existing statutes, interest on the Series A Bonds and the Series B Bonds is exempt from personal income taxes of New York state and its political subdivisions, including The City of New York. See "Tax Matters for the Series A Bonds and the Series B Bonds" herein.*

*Bond Counsel expects to deliver its opinion with respect to the Series C Bonds on their expected issue date, being July 19, 2021, in substantially the same form as the opinion delivered with respect to the Series A Bonds and the Series B Bonds. Changes in fact or law (including federal or state law, regulations, rulings and court decisions) that occur between the date hereof and the date of delivery of the Series C Bonds may adversely affect the ability of Bond Counsel to deliver an opinion to the foregoing effect with respect to the Series C Bonds, in which case the Series C Bonds may not be issued. See, "Certain Forward Delivery Considerations of the Series C Bonds" and "Tax Matters for the Series C Bonds" herein.*

*In the opinion of Bond Counsel, interest on the Notes (i) is included in gross income for federal income tax purposes Code and (ii) is exempt, under existing statutes, from personal income taxes of New York state and its political subdivisions, including The City of New York. See "Tax Matters for the Notes" herein.*

*The Town will NOT designate the Bonds or the Notes as "qualified tax-exempt obligations" pursuant to the provisions of Section 265(b)(3) of the Code.*

**TOWN OF ISLIP  
SUFFOLK COUNTY, NEW YORK**

**\$33,204,000\***

**PUBLIC IMPROVEMENT SERIAL BONDS – 2021 SERIES A  
(the "Series A Bonds")**

**Date of Issue: Date of Delivery**

**Maturity Dates: May 1, 2022 – 2037**

**\$4,925,000\***

**REFUNDING SERIAL BONDS – 2021 SERIES B  
(the "Series B Bonds")**

**Date of Issue: Date of Delivery**

**Maturity Dates: August 1, 2022 – 2025**

**\$7,440,000\***

**REFUNDING SERIAL BONDS – 2021 SERIES C (FORWARD DELIVERY)  
(the "Series C Bonds" and, together with the Series A Bonds and the Series B Bonds, the "Bonds")**

**Date of Issue: Date of Delivery**

**Maturity Dates: October 15, 2022 – 2027**

**\$2,860,000**

**BOND ANTICIPATION NOTES – 2021 SERIES B (FEDERALLY TAXABLE)  
(the "Notes")**

**Date of Issue: May 11, 2021**

**Maturity Dates: May 11, 2022**

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

The Series A Bonds will be dated the date of delivery, will bear interest from such date payable May 1, 2022, November 1, 2022 and semiannually thereafter on each May 1 and November 1 until maturity and will mature on May 1 in the years and amounts as set forth on the inside cover page hereof. The Series B Bonds will be dated the date of delivery, will bear interest from such date payable August 1, 2021 and semiannually thereafter on each February 1 and August 1 until maturity and will mature on August 1 in the years and amounts as set forth on the inside cover page hereof. The Series C Bonds will be dated the date of delivery, will bear interest from such date payable October 15, 2021 and semiannually thereafter on each April 15 and October 15 until maturity and will mature on October 15 in the years and amounts as set forth on the inside cover page hereof. The Series A Bonds will be subject to redemption prior to maturity. The Series B Bonds and the Series C Bonds will not be subject to redemption prior to maturity. (See "Optional Redemption" herein.)

The Notes will be dated their Date of Issue and bear interest from that date until the Maturity Date, at the annual rate(s) as specified by the purchaser(s) of the Notes. The Notes will not be subject to redemption prior to maturity.

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

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

\* Preliminary, subject to change.

Underwriter of the Series C Bonds:



**DAVIDSON**  
FIXED INCOME CAPITAL MARKETS

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 these securities, in any jurisdiction in which such offer, solicitation, or sale would be unlawful prior to the registration or qualification under the securities laws of such jurisdiction.

DTC will act as Securities Depository for the Bonds and for those Notes issued as book-entry notes. Individual purchases of such Bonds and Notes may be made in book-entry form only, in principal amounts of \$5,000 or integral multiples thereof, except for one necessary odd denomination in the first maturity of the Series A Bonds. Purchasers will not receive certificates representing their ownership interests in the Bonds and those Notes issued as book-entry notes. Payment of the principal of and interest on such Bonds and Notes will be made by the Town to DTC, which will in turn remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of such Bonds and Notes as described herein. (See “*Description of Book-Entry System*” herein.)

Capital Markets Advisors, LLC has served as the Municipal Advisor to the Town in connection with the issuance of the Bonds and the Notes. The Bonds and the Notes are offered when, as and if issued and received by the purchaser(s) and subject to the receipt of the respective final approving opinions of Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. Certain matters will be passed upon for the Underwriter of the Series C Bonds by its counsel, Orrick, Herrington & Sutcliffe, LLP, New York, New York. It is anticipated that the Series A Bonds, the Series B Bonds and the Notes will be available for delivery through the offices of DTC on or about May 11, 2021. It is anticipated that the Series C Bonds will be available for delivery through the offices of DTC on or about July 19, 2021.

*THIS PRELIMINARY OFFICIAL STATEMENT IS IN A FORM DEEMED FINAL BY THE TOWN FOR PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12 (THE “RULE”). FOR A DESCRIPTION OF THE TOWN’S AGREEMENT TO PROVIDE CONTINUING DISCLOSURE FOR THE BONDS AND THE NOTES AS DESCRIBED IN THE RULE, SEE “DISCLOSURE UNDERTAKINGS” HEREIN.*

April \_\_, 2021

The Series A Bonds will mature on May 1, subject to optional redemption, in the following years and principal amounts:

<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP***</u>	<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP***</u>
2022	\$1,789,000				2030**	\$2,075,000			
2023	1,965,000				2031**	2,100,000			
2024	1,970,000				2032**	2,130,000			
2025	1,980,000				2033**	2,155,000			
2026	1,995,000				2034**	2,190,000			
2027	2,010,000				2035**	2,220,000			
2028	2,030,000				2036**	2,255,000			
2029	2,050,000				2037**	2,290,000			

\* The principal maturities of the Series A Bonds are subject to adjustment following their sale, pursuant to the terms of the accompanying Notice of Sale.

\*\* Subject to optional redemption prior to maturity. (See “*Optional Redemption*” herein).

\*\*\* CUSIP numbers have been assigned by an independent company not affiliated with the Town and are included solely for the convenience of the holders of the Series A Bonds. The Town is not responsible for the selection or uses of these CUSIP numbers and no representation is made as to their correctness on the Series A Bonds or as indicated above.

The Series B Bonds will mature on August 1 in the following years and principal amounts:

<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP**</u>	<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP**</u>
2022	\$1,140,000				2024	\$1,260,000			
2023	1,200,000				2025	1,325,000			

\* The principal maturities of the Series B Bonds are subject to adjustment following their sale, pursuant to the terms of the accompanying Notice of Sale.

\*\* CUSIP numbers have been assigned by an independent company not affiliated with the Town and are included solely for the convenience of the holders of the Series B Bonds. The Town is not responsible for the selection or uses of these CUSIP numbers and no representation is made as to their correctness on the Series B Bonds or as indicated above.

The Series C Bonds will mature on October 15 in the following years and principal amounts:

<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP**</u>	<u>Year</u>	<u>Principal Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP**</u>
2022	\$1,120,000				2025	\$1,260,000			
2023	1,170,000				2026	1,310,000			
2024	1,215,000				2027	1,365,000			

\* Preliminary, subject to change.

\*\* CUSIP numbers have been assigned by an independent company not affiliated with the Town and are included solely for the convenience of the holders of the Series C Bonds. The Town is not responsible for the selection or uses of these CUSIP numbers and no representation is made as to their correctness on the Series C Bonds or as indicated above.

# TOWN OF ISLIP

**ANGIE M. CARPENTER**  
Supervisor

Town Board

**TRISH BERGIN-WEICHBRODT**  
**JOHN C. COCHRANE, JR.**  
**MARY KATE MULLEN**  
**JAMES P. O'CONNOR**

**OLGA H. MURRAY**  
Town Clerk

**LINDA MISTLER**  
Acting Receiver of Taxes

**JOHN R. DiCIOCCIO, ESQ.**  
Town Attorney

**JOSEPH LUDWIG, CPA**  
Comptroller and Director of Finance

Bond Counsel  
**HAWKINS DELAFIELD & WOOD LLP**  
NEW YORK, NEW YORK

MUNICIPAL ADVISOR



**CAPITAL MARKETS ADVISORS, LLC**  
Hudson Valley \* Long Island \* Southern Tier \* Western New York  
(516) 487-9818

No dealer, broker, salesman or other person has been authorized by the Town 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 foregoing. 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 and the Notes 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 Town from sources which are believed to be reliable but it is not guaranteed as to accuracy or completeness. The information and expressions of opinion herein are subject to change without notice and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the Town since the date hereon.

The Underwriter for the Series C Bonds has provided the following sentence for inclusion in this Official Statement. The Underwriter has reviewed the information in this Official Statement pursuant to its responsibilities to investors under federal securities laws, but the Underwriter does not guarantee the accuracy or completeness of such information.

IN CONNECTION WITH THE OFFERING OF THE BONDS, THE UNDERWRITER MAY OVER ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF SUCH BONDS AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZATION, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

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**OFFICIAL STATEMENT**

**TOWN OF ISLIP  
SUFFOLK COUNTY, NEW YORK**

**Relating To**

**\$33,204,000\***  
**PUBLIC IMPROVEMENT SERIAL BONDS – 2021 SERIES A**

**\$4,925,000\***  
**REFUNDING SERIAL BONDS – 2021 SERIES B**

**\$7,440,000\***  
**REFUNDING SERIAL BONDS – 2021 SERIES C (FORWARD DELIVERY)**

*and*

**\$2,860,000**  
**BOND ANTICIPATION NOTES – 2021 SERIES B (FEDERALLY TAXABLE)**

This Official Statement including the cover page and appendices thereto has been prepared by the Town of Islip, Suffolk County, New York (the “Town”, “County”, and “State” respectively) and presents certain information relating to the Town's \$33,204,000\* Public Improvement Serial Bonds – 2021 Series A (the “Series A Bonds”), \$4,925,000\* Refunding Serial Bonds – 2021 Series B (the “Series B Bonds”), \$7,440,000\* Refunding Serial Bonds – 2021 Series C (Forward Delivery) (the “Series C Bonds” and, together with the Series A Bonds and the Series B Bonds, the “Bonds”) and \$2,860,000 Bond Anticipation Notes – 2021 Series B (Federally Taxable) (the “Notes”).

All quotations from and summaries and explanations of provisions of the Constitution and laws of the State and acts and proceedings of the Town 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 Notes and the proceedings of the Town relating thereto are qualified in their entirety by reference to the definitive form of the Bonds and the Notes and such proceedings.

This Official Statement should be read with the understanding that the ongoing COVID-19 global pandemic has created prevailing economic conditions (at the global, national, State and local levels) that are highly uncertain, generally negative, and rapidly changing, and these conditions are expected to continue for an indefinite period of time. Accordingly, the Town’s overall economic situation and outlook (and all of the specific Town related information contained herein) should be carefully reviewed, evaluated and understood in the full light of this unprecedented world-wide event, the effects of which are extremely difficult to predict and quantify.

**THE BONDS**

***Description of the Bonds***

The Series A Bonds will be dated the date of delivery, will bear interest from such date payable May 1, 2022, November 1, 2022 and semiannually thereafter on each May 1 and November 1 until maturity and will mature on May 1 in the years and amounts as set forth on the inside cover page hereof. The Series B Bonds will be dated the date of delivery, will bear interest from such date payable August 1, 2021 and semiannually thereafter on each February 1 and August 1 until maturity and will mature on August 1 in the years and amounts as set forth on the inside cover page hereof. The Series C Bonds will be dated the date of delivery, will bear interest from such date payable October 15, 2021 and semiannually thereafter on each April 15 and October 15 until maturity and will mature on October 15 in the years and amounts as set forth on the inside cover page hereof.

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\* Preliminary, subject to change.

The Series A Bonds will be subject to redemption prior to maturity. The Series B Bonds and the Series C Bonds will not be subject to redemption prior to maturity. (See “*Optional Redemption*” 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 and integral multiples thereof, except for one necessary odd denomination in the first maturity of the Series A Bonds. Purchasers will not receive certificates representing their ownership interest in the Bonds.

Principal of and interest on the Bonds will be made by the Town 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 Town referred to therein.

The record date for payment of principal of and interest on the Series A Bonds and the Series B Bonds will be the fifteenth day (whether or not a business day) of the calendar month immediately preceding each interest payment date.

The record date for payment of principal of and interest on the Series C Bonds will be the last day (whether or not a business day) of the calendar month immediately preceding each interest payment date.

### ***Authority for and Purpose of the Series A Bonds***

The Series A Bonds are issued pursuant to the Constitution and Laws of the State, including, among others, the Town Law, the Local Finance Law and various bond resolutions duly adopted by the Town Board on their respective dates. A \$12,250,000 portion of the proceeds from the sale of the Series A Bonds, together with \$235,000 in available funds, will be used to redeem the Town’s Bond Anticipation Notes – 2020 Series A at maturity on May 12, 2021 as described in the table below. A \$20,954,000 portion of the proceeds from the sale of the Series A Bonds will be used to provide original and additional original financing as described in the table below.

<u>Purpose</u>	<u>Authorization Date</u>	<u>Amount Outstanding</u>	<u>Principal Paydown</u>	<u>New Money</u>	<u>Amount to Bonds</u>
Construction of Lighting Improvements at LI MacArthur Airport	7/16/2019	\$ 2,600,000	\$ 235,000	\$ 0	\$ 2,365,000
Acquisition of Playground Equipment	2/11/2020	500,000	0	0	500,000
Acquisition of Light Vehicles and Equipment	2/11/2020	60,000	0	0	60,000
Tree Removal and Replacement	2/11/2020	200,000	0	100,000	300,000
Construction of Sidewalk Improvements	2/11/2020	375,000	0	350,000	725,000
Construction of Road Improvements	2/11/2020	4,675,000	0	6,000,000	10,675,000
Construction of Drainage Improvements	2/11/2020	500,000	0	1,000,000	1,500,000
Improvements to Town Facilities	2/11/2020	75,000	0	0	75,000
Construction of New Animal Shelter	7/16/2019	3,500,000	0	0	3,500,000
Acquisition of a Scanner	2/11/2020	0	0	45,000	45,000
Acquisition of Computer Hardware and Software	2/11/2020	0	0	215,000	215,000
Acquisition of Light Vehicles	2/11/2020	0	0	29,000	29,000
Installation of Security and Fire Systems	2/11/2020	0	0	400,000	400,000
Acquisition of Light Vehicles and Equipment	2/11/2020	0	0	90,000	90,000
Acquisition of Light Vehicles and Equipment	2/11/2020	0	0	40,000	40,000
Acquisition of Vehicles	2/11/2020	0	0	45,000	45,000
Acquisition of Equipment	2/11/2020	0	0	20,000	20,000
Installation of Fencing	2/11/2020	0	0	500,000	500,000
Court Repairs	2/11/2020	0	0	200,000	200,000
Heavy Vehicles	2/11/2020	0	0	315,000	315,000
Improvement to Town Facilities	2/11/2020	0	0	1,500,000	1,500,000

<u>Purpose</u>	<u>Authorization Date</u>	<u>Amount Outstanding</u>	<u>Principal Paydown</u>	<u>New Money</u>	<u>Amount to Bonds</u>
Acquisition of Light Vehicles and Equipment	2/11/2020	\$ 0	\$ 0	\$ 75,000	\$ 75,000
Other Equipment	2/11/2020	0	0	250,000	250,000
Park Improvements	2/11/2020	0	0	500,000	500,000
Acquisition of Trailers	2/11/2020	0	0	125,000	125,000
Tree Removal and Replacement	2/11/2020	0	0	150,000	150,000
Reconstruction of Vehicles	2/11/2020	0	0	250,000	250,000
Acquisition of Boats	2/11/2020	0	0	140,000	140,000
Acquisition of Light Vehicles	2/11/2020	0	0	45,000	45,000
Reconstruction of Equipment	2/11/2020	0	0	50,000	50,000
Heavy Equipment	2/11/2020	0	0	500,000	500,000
Acquisition of Light Vehicles	2/11/2020	0	0	35,000	35,000
Heavy Equipment	2/11/2020	0	0	220,000	220,000
Heavy Vehicles	2/11/2020	0	0	175,000	175,000
Acquisition of Light Vehicles	2/11/2020	0	0	45,000	45,000
Heavy Equipment	2/11/2020	0	0	800,000	800,000
Community Improvements	3/9/2021	0	0	100,000	100,000
Acquisition of Light Vehicles and Equipment	3/9/2021	0	0	45,000	45,000
Acquisition of Equipment	3/9/2021	0	0	10,000	10,000
Acquisition of Radios	3/9/2021	0	0	20,000	20,000
Athletic Field Improvements	3/9/2021	0	0	1,250,000	1,250,000
Acquisition of Furniture and Equipment	3/9/2021	0	0	25,000	25,000
Installation of Fencing	3/9/2021	0	0	25,000	25,000
Acquisition of Furniture and Equipment	3/9/2021	0	0	50,000	50,000
Installation of Guard Rails	3/9/2021	0	0	25,000	25,000
Improvements to Town Facilities	3/9/2021	0	0	2,000,000	2,000,000
Intersection Improvements	3/9/2021	0	0	300,000	300,000
Construction of Drainage Improvements	3/9/2021	0	0	500,000	500,000
Construction of Sidewalk Improvements	3/9/2021	0	0	50,000	50,000
Acquisition of Vehicles	3/9/2021	0	0	40,000	40,000
Acquisition of Equipment	3/9/2021	0	0	65,000	65,000
Asphalt Improvements	3/9/2021	0	0	425,000	425,000
Acquisition of Heavy Duty Vehicles and Equipment	3/9/2021	0	0	1,705,000	1,705,000
Acquisition of a Generator	3/9/2021	0	0	25,000	25,000
Acquisition of Security Cameras	3/9/2021	0	0	50,000	50,000
Acquisition of Vehicles	3/9/2021	0	0	35,000	35,000
Total:		<u>\$12,485,000</u>	<u>\$235,000</u>	<u>\$20,954,000</u>	<u>\$33,204,000</u>

### ***Authorization and the Refunding Plan for the Series B Bonds***

The Series B Bonds are being issued pursuant to the Constitution and statutes of the State of New York, including the Local Finance Law and the refunding bond resolution adopted by the Town Board of the Town on March 9, 2021 (the "Refunding Bond Resolution"). The Series B Bonds are being issued to refund up to \$5,395,000 of the outstanding principal of the Town's Public Improvement Serial Bonds – 2012 which mature in the years 2022 to 2025, inclusive (the "2012 Refunded Bonds"). Under the Refunding Plan, the 2012 Refunded Bonds are to be called and redeemed as detailed in the table on the following page.

The net proceeds from the sale of the Series B Bonds (after payment of the underwriting fee and other costs of issuance relating to the Series B Bonds) will be used to purchase non-callable, direct obligations of or obligations guaranteed by the United States of America (the "Government Obligations") which, together with remaining cash proceeds from



the sale of the Series B Bonds, will be placed in an irrevocable trust fund (the “2012 Escrow Fund”) to be held by Manufacturers and Traders Trust Company Corporate Trust Services (the “2012 Escrow Holder”), a bank located and authorized to do business in the State, pursuant to the terms of an escrow contract by and between the Town and the 2012 Escrow Holder, dated as of the delivery date of the Series B Bonds (the “2012 Escrow Contract”). The Government Obligations so deposited will mature in amounts which, together with the cash so deposited, will be sufficient to pay the principal of, interest on and applicable redemption premium, if any, of the 2012 Refunded Bonds on the date of their redemption. The Refunding Plan requires the 2012 Escrow Holder, pursuant to the Series B Bond resolution of the Town and the 2012 Escrow Contract, to pay the 2012 Refunded Bonds at maturity or at the earliest date on which the Refunded Bonds may be called for redemption prior to maturity.

The holders of the 2012 Refunded Bonds will have a first lien on all investment income from, and maturing principal of the Government Obligations, along with other available monies held in the 2012 Escrow Fund. The 2012 Escrow Contract shall terminate upon final payment by the 2012 Escrow Holder to the paying agents/fiscal agent for the Refunded Bonds amounts from the 2012 Escrow Fund adequate for the payment, in full, of the 2012 Refunded Bonds, including interest and any redemption premium payable with respect thereto.

The Refunding Plan will permit the Town to realize, as a result of the issuance of the Series B Bonds, cumulative dollar and present value debt service savings.

Under the Refunding Plan, the 2012 Refunded Bonds will continue to be general obligations of the Town. However, inasmuch as the Government Obligations held in the 2012 Escrow Fund will be sufficient to meet all required payments of principal, interest and redemption premium requirements when required in accordance with the Refunding Plan, it is not anticipated that any other source of payment will be required.

The following is a summary of the 2012 Refunded Bonds:

2012 Refunded Bonds\*:

<u>Maturity Date:</u>	<u>Principal*</u>	<u>Coupon</u>	<u>CUSIP</u>	<u>Redemption Date/Price*</u>
August 1, 2022	\$1,300,000	2.250%	464722 4Z7	August 2, 2021 @ 100%
August 1, 2023	1,330,000	2.375	464722 5A1	August 2, 2021 @ 100%
August 1, 2024	1,365,000	2.500	464722 5B9	August 2, 2021 @ 100%
August 1, 2025	<u>1,400,000</u>	3.000	464722 5C7	August 2, 2021 @ 100%
Total:	<u>\$5,395,000</u>			

\* Preliminary, subject to change.

### ***Sources and Uses of Proceeds of the Series B Bonds***

Sources:

Refunding Bond Proceeds:	
Par Amount	\$
Original Issue Premium (Discount)	
Total:	

Uses:

Refunding Escrow Deposits:	\$
Delivery Date Expenses:	
Costs of Issuance and Contingency	
Underwriter’s Discount	
Total:	\$

## ***Authorization and the Refunding Plan for the Series C Bonds***

The Series C Bonds are being issued pursuant to the Constitution and statutes of the State of New York, including the Local Finance Law and the refunding bond resolution adopted by the Town Board of the Town on March 9, 2021 (the "Refunding Bond Resolution"). The Series C Bonds are being issued to refund up to \$8,275,000 of the outstanding principal of the Town's Public Improvement Serial Bonds – 2012A which mature in the years 2022 to 2027, inclusive (the "2012A Refunded Bonds" and, together with the 2012 Refunded Bonds, the "Refunded Bonds"). Under the Refunding Plan, the 2012A Refunded Bonds are to be called and redeemed as detailed in the table below.

The net proceeds from the sale of the Series C Bonds (after payment of the underwriting fee and other costs of issuance relating to the Series C Bonds) will be used to purchase non-callable, direct obligations of or obligations guaranteed by the United States of America (the "Government Obligations") which, together with remaining cash proceeds from the sale of the Series C Bonds and \$46,778 of available funds from the Town, will be placed in an irrevocable trust fund (the "2012A Escrow Fund") to be held by Manufacturers and Traders Trust Company Corporate Trust Services (the "2012A Escrow Holder"), a bank located and authorized to do business in the State, pursuant to the terms of an escrow contract by and between the Town and the 2012A Escrow Holder, dated as of the delivery date of the Series C Bonds (the "2012A Escrow Contract"). The Government Obligations so deposited will mature in amounts which, together with the cash so deposited, will be sufficient to pay the principal of, interest on and applicable redemption premium, if any, of the 2012A Refunded Bonds on the date of their redemption. The Refunding Plan requires the 2012A Escrow Holder, pursuant to the Series C Bond resolution of the Town and the 2012A Escrow Contract, to pay the 2012A Refunded Bonds at maturity or at the earliest date on which the 2012A Refunded Bonds may be called for redemption prior to maturity.

The holders of the 2012A Refunded Bonds will have a first lien on all investment income from, and maturing principal of the Government Obligations, along with other available monies held in the 2012A Escrow Fund. The 2012A Escrow Contract shall terminate upon final payment by the 2012A Escrow Holder to the paying agents/fiscal agent for the 2012A Refunded Bonds amounts from the 2012A Escrow Fund adequate for the payment, in full, of the 2012A Refunded Bonds, including interest and any redemption premium payable with respect thereto.

The Refunding Plan will permit the Town to realize, as a result of the issuance of the Series C Bonds, cumulative dollar and present value debt service savings.

Under the Refunding Plan, the 2012A Refunded Bonds will continue to be general obligations of the Town. However, inasmuch as the Government Obligations held in the 2012A Escrow Fund will be sufficient to meet all required payments of principal, interest and redemption premium requirements when required in accordance with the Refunding Plan, it is not anticipated that any other source of payment will be required.

The following is a summary of the 2012A Refunded Bonds:

2012A Refunded Bonds\*:

<u>Maturity Date:</u>	<u>Principal</u>	<u>Coupon</u>	<u>CUSIP</u>	<u>Redemption Date/Price</u>
October 15, 2022	\$1,310,000	2.000%	464722 5U7	October 15, 2021 @ 100%
October 15, 2023	1,340,000	2.000	464722 5V5	October 15, 2021 @ 100%
October 15, 2024	1,365,000	2.000	464722 5W3	October 15, 2021 @ 100%
October 15, 2025	1,390,000	2.125	464722 5X1	October 15, 2021 @ 100%
October 15, 2026	1,420,000	2.250	464722 5Y9	October 15, 2021 @ 100%
October 15, 2027	<u>1,450,000</u>	2.500	464722 5Z6	October 15, 2021 @ 100%
Total:	<u>\$8,275,000</u>			

\* Preliminary, subject to change.

## ***Sources and Uses of Proceeds of the Series C Bonds***

Sources:	
Refunding Bond Proceeds:	
Par Amount	\$
Issuer Contribution	
Original Issue Premium (Discount)	
Total:	
Uses:	
Refunding Escrow Deposits:	\$
Delivery Date Expenses:	
Costs of Issuance and Contingency	
Underwriter's Discount	
Total:	
\$	

### ***Verification of Mathematical Computations***

Causey Demgen & Moore P.C. will verify from the information provided to them, the mathematical accuracy, as of the date of the closing of the Series B Bonds and the Series C Bonds, of: (1) the computations contained in the provided schedules to determine that the anticipated receipts from the Government Obligations and cash deposits listed in the underwriter's schedules, to be held in escrow, will be sufficient to pay, when due, the principal, interest and call premium requirements of the Refunded Bonds, and (2) the computations of the yield on both the Government Obligations and the Series B Bonds and the Series C Bonds. Causey Demgen & Moore P.C. will express no opinion on the assumptions provided to them.

## **THE NOTES**

### ***Description of the Notes***

The Notes are general obligations of the Town and will contain a pledge of the faith and credit of the Town for the payment of the principal thereof and interest thereon and, unless paid from other sources, the Notes are payable from ad valorem taxes which may be levied upon all the taxable real property within the Town, subject to certain statutory limitations imposed by the Tax Levy Limit Law. (See "*Tax Levy Limit Law*" herein). The Notes will be dated and will mature, without option of prior redemption, as stated on the cover page hereof.

The Town will act as Paying Agent for the Notes issued in book-entry form. Paying agent fees, if any, will be paid by the purchaser. For those Notes registered to the purchaser, the purchaser will be, or named, Fiscal Agent. Fiscal Agent fees, if any, will be paid for by the purchaser. The Town's contact information is as follows: Joseph Ludwig, CPA, Comptroller, Town Hall, 655 Main Street, Islip NY, 11751, Email: [jludwig@islipny.gov](mailto:jludwig@islipny.gov); Phone: (631) 595-3840; Fax: (631) 224-5701.

### ***Authority for and Purpose of the Notes***

The Notes are issued pursuant to the Constitution and Laws of the State, including, among others, the Town Law, the Local Finance Law and a bond resolution duly adopted by the Town Board on June 9, 2015. Proceeds from the sale of the Notes, together with \$30,000 in available funds, will be used to redeem the Town's \$2,890,000 Bond Anticipation Notes – 2020 Series B (Federally Taxable), issued to finance the establishment of Sewer District No. 1 in Brentwood and construction of sewer facilities therein, at maturity on May 12, 2021.

## **THE BONDS AND THE NOTES**

### ***Optional Redemption***

The Series A Bonds maturing on or before May 1, 2029 are not subject to redemption prior to maturity. The Series A Bonds maturing on or after May 1, 2030 will be subject to redemption prior to maturity, at the option of the Town, on any date on or after May 1, 2029, 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), at the redemption equal to the principal amount of the Series A Bonds to be redeemed, plus accrued interest to the date of redemption.

The Town may select the maturities of the Series A Bonds to be redeemed and the amount to be redeemed of each maturity selected, as the Town shall determine to be in the best interest of the Town at the time of such redemption. If less than all of the Series A Bonds of any maturity are to be redeemed prior to maturity, the particular Series A Bonds of such maturity to be redeemed shall be selected by the Town by lot in any customary manner of selection as determined by the Town Comptroller. Notice of such call for redemption shall be given by mailing such notice to the registered owner not less than thirty (30) days prior to such date. Notice of redemption having been given as aforesaid, the Series A Bonds so called for redemption shall, on the date of redemption set forth in such call for redemption, become due and payable, together with accrued interest to such redemption date, and interest shall cease to be paid thereon after such redemption date.

The Series B Bonds, the Series C Bonds and the Notes will not be subject to redemption prior to maturity.

### ***Nature of Obligation***

The Bonds and the Notes when duly issued and paid for will constitute a contract between the Town and the holder thereof.

The Bonds and the Notes will be general obligations of the Town and will contain a pledge of the faith and credit of the Town for the payment of the principal thereof and the interest thereon. For the payment of such principal of and interest on the Bonds and the Notes, the Town has the power and statutory authorization to levy ad valorem taxes on all taxable real property in the Town, subject to certain statutory limitations imposed by the Tax Levy Limit Law. (See “*Tax Levy Limit Law*” herein.)

Under the Constitution of the State, the Town is required to pledge its faith and credit for the payment of the principal of and interest on the Bonds and the Notes, and the State is specifically precluded from restricting the power of the Town to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted. However, the Tax Levy Limit Law imposes a statutory limitation on the Town’s power to increase its annual tax levy. As a result, the power of the Town to levy real estate taxes on all the taxable real property within the Town is subject to statutory limitations set forth in Tax Levy Limit Law, unless the Town complies with certain procedural requirements to permit the Town to levy certain year-to-year increases in real property taxes. (See “*Tax Levy Limit Law*” herein.)

## **DESCRIPTION OF BOOK-ENTRY SYSTEM**

The Depository Trust Company (“DTC”) will act as securities depository for the Bonds and for the Notes issued in book-entry form. Said Bonds and Notes will be issued as fully-registered bonds and notes 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 each series of Bonds, and will be deposited with DTC. One fully-registered note certificate will be issued for each Note bearing the same rate of interest and CUSIP number, 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 and the Notes under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds and the Notes on DTC's records. The ownership interest of each actual purchaser of each bond or note ("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 and the Notes 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 and the Notes, except in the event that use of the book-entry system for the Bonds and the Notes is discontinued.

To facilitate subsequent transfers, all Bonds and the Notes 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 and the Notes 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 and the Notes; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds and the Notes 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.

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

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

Principal and interest payments on the Bonds and the Notes 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 County, 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 Town, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Town, 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 and the Notes at any time by giving reasonable notice to the Town. Under such circumstances, in the event that a successor depository is not obtained, bond certificates are required to be printed and delivered.

The Town 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 to DTC.

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

Source: The Depository Trust Company

THE TOWN 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 INDIRECT PARTICIPANT OF ANY AMOUNT WITH RESPECT TO THE PRINCIPAL OF, OR PREMIUM, IF ANY, OR INTEREST ON THE BONDS AND THE NOTES; (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO BONDHOLDERS AND NOTEHOLDERS; (IV) THE SELECTION BY DTC OR ANY PARTICIPANT OR INDIRECT PARTICIPANT OF ANY PERSON TO RECEIVE PAYMENT IN THE EVENT OF A PARTIAL REDEMPTION OF THE BONDS AND THE NOTES; OR (V) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS BONDOWNER OR NOTEHOLDER.

### **REMEDIES UPON DEFAULT**

Neither the Bonds, the Notes, nor the proceedings with respect thereto, specifically provide any remedies which would be available to owners of the Bonds or the Notes should the Town default in the payment of principal of or interest on the Bonds or the Notes, nor do they contain any provisions for the appointment of a trustee to enforce the interests of the owners of the Bonds or the Notes upon the occurrence of any such default. The Bonds and the Notes are general obligation contracts between the Town and the owners for which the faith and credit of the Town are pledged and while remedies for enforcement of payment are not expressly included in the Town's contract with such owners, any permanent repeal by statute or constitutional amendment of a bondholder's and/or noteholder's remedial right to judicial enforcement of the contract should, in the opinion of Bond Counsel, be held unconstitutional.

Upon default in the payment of principal of or interest on the Bonds or the Notes at the suit of the owner, a Court has the power, in proper and appropriate proceedings, to render judgment against the Town. The present statute limits interest on the amount adjudged due to contract creditors to nine per centum per annum from the date due to the date of payment. 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. A Court also has the power, in proper and appropriate proceedings, to order payment of a judgment on such Bonds or Notes from funds lawfully available therefor or, in the absence thereof, to order the Town to take all lawful action to obtain the same, including the raising of the required amount in the next annual tax levy. In exercising its discretion as to whether to issue such an order, the Court may take into account all relevant factors, including the current operating needs of the Town and the availability and adequacy of other remedies. Upon any default in the payment of the principal of or interest on the Bonds or the Notes, the owners of such Bonds or Notes could, among other remedies, seek to obtain a writ of mandamus from a Court ordering the governing body of the Town to assess, levy and collect an ad valorem tax, upon all taxable property of the Town subject to taxation by the Town sufficient to pay the principal of and interest on the Bonds or the Notes as the same shall come due and payable (and interest from the due date to date of payment) and otherwise to observe the covenants contained in the Bonds and the Notes and the proceedings with respect thereto all of which are included in the contract with the owners of the Bonds or the Notes. The mandamus remedy, however, may be impracticable and difficult to enforce. Further, the right to enforce payment of the principal of or interest on the Bonds or the Notes may be limited by bankruptcy, insolvency, reorganization, moratorium and similar laws and equitable principles, which may limit the specific enforcement of certain remedies.

In 1976, the New York Court of Appeals, the State's highest court, held in *Flushing National Bank v. Municipal Assistance Corporation for the City of New York*, 40 N.Y.2d 731 (1976), that the New York State legislation purporting to postpone the payment of debt service on New York City obligations was an unconstitutional moratorium in violation of the New York State constitutional faith and credit mandate included in all municipal debt obligations. While that case can be viewed as a precedent for protecting the remedies of Bond or Noteholders, there can be no assurance as to what a Court may determine with respect to future events, including financial crises as they may occur in the State and in municipalities of the State, that require the exercise by the State of its emergency and police powers to assure the continuation of essential public services. (See also, *Flushing National Bank v. Municipal Assistance Corporation for the City of New York*, 40 N.Y.2d 1088 (1977), where the Court of Appeals described the pledge as a direct Constitutional mandate.)

As a result of the Court of Appeals decision, the constitutionality of that portion of Title 6-A of Article 2 of the Local Finance Law 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 Town.

Pursuant to Article VIII, Section 2 of the State Constitution, the Town is required to provide an annual appropriation of monies for the payment of due and payable principal of and interest on indebtedness. Specifically this constitutional provision states: "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. In *Quirk v. Municipal Assistance Corp.*, 41 N.Y.2d 644 (1977), 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 the 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 or may not be interpreted by a court of competent jurisdiction to include a constitutional or statutory lien upon any particular revenues. The Constitutional provision providing for first revenue set asides does not apply to tax anticipation notes, revenue anticipation notes or bond anticipation notes.

While the courts in the 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.

In prior years, certain events and legislation affecting a holder's remedies upon default have resulted in litigation. While courts of final jurisdiction have generally upheld and sustained the rights of bondholders and/or noteholders, such courts might hold that future events, including a financial crisis as such may occur in the State or in political subdivisions of the State, may 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.

### **NO PAST DUE DEBT**

No principal or interest payment on Town indebtedness is past due. The Town has never defaulted in the payment of the principal of and/or interest on any indebtedness.

## **MUNICIPAL BANKRUPTCY**

The undertakings of the Town should be considered with reference, specifically, to Chapter IX of the Bankruptcy Act, 11 U.S.C. §401, et seq., as amended (“Chapter IX”) and, in general, to other bankruptcy laws affecting creditors’ rights and municipalities. Chapter IX permits any political subdivision, public agency or instrumentality that is insolvent or unable to meet its debts (i) to file a petition in a Court of Bankruptcy for the purpose of effecting a plan to adjust its debts provided such entity is authorized to do so by applicable state law; (ii) directs such a petitioner to file with the court a list of a petitioner’s creditors; (iii) provides that a petition filed under such chapter shall operate as a stay of the commencement or continuation of any judicial or other proceeding against the petitioner; (iv) grants priority to debt owed for services or material actually provided within three (3) months of the filing of the petition; (v) directs a petitioner to file a plan for the adjustment of its debts; and (vi) provides that the plan must be accepted in writing by or on behalf of creditors holding at least two-thirds (2/3) in amount or more than one-half (1/2) in number of the listed creditors.

Bankruptcy proceedings by the Town could have adverse effects on holders of bonds or notes including (a) delay in the enforcement of their remedies, (b) subordination of their claims to those supplying goods and services to the Town after the initiation of bankruptcy proceedings and to the administrative expenses of bankruptcy proceedings and (c) imposition without their consent of a reorganization plan reducing or delaying payment of the Bonds and the Notes. The Bankruptcy Code contains provisions intended to ensure that, in any reorganization plan not accepted by at least a majority of a class of creditors such as the holders of general obligation bonds, such creditors will have the benefit of their original claim or the “indubitable equivalent”. The effect of these and other provisions of the Bankruptcy Code cannot be predicted and may be significantly affected by judicial interpretation.

Accordingly, enforceability of the rights and remedies of the owners of the Bonds and the Notes, and the obligations incurred by the Town, may become subject to Chapter IX and applicable bankruptcy, insolvency, reorganization, moratorium, or similar laws relating to or affecting the enforcement of creditor’s rights generally, now or hereafter in effect, equity principles which may limit the specific enforcement under State law of certain remedies, the exercise by the United States of America of the powers delegated to it by the Constitution, the reasonable and necessary exercise, in certain exceptional situations, of the police powers inherent in the sovereignty of the State and its governmental bodies in the interest of serving a significant and legitimate public purpose and the limitations on remedies against public agencies in the State. Bankruptcy proceedings, or the exercise of powers by the federal or State government, if initiated, could subject the owners of the Bonds to judicial discretion, interpretation and of their rights in bankruptcy or otherwise, and consequently may entail risks of delay, limitation, or modification of their rights.

The State has consented (see Title 6-A of the Local Finance Law) that any municipality in the State may file a petition with any 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. However, it is noted that there is no record of any recent filings by a New York municipality. Since the New York City fiscal crisis in 1975, the State has enacted legislation establishing financial control boards and fiscal stability authorities to monitor finance matters and restructure outstanding indebtedness for the cities of Yonkers, Troy and Buffalo and for the counties of Nassau and Erie.

No current state law purports to create any priority for holders of the Bonds and the Notes should the Town 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 above references to the Bankruptcy Act are not to be construed as an indication that the Town is currently considering or expects to resort to the provisions of the Bankruptcy Act.

## **FINANCIAL CONTROL BOARDS**

Pursuant to Article IX Section 2(b)(2) of the State Constitution, any municipality 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 concurred in 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 Counties



of Erie and 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 in certain cases approve or disapprove collective bargaining agreements. Implementation is generally 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, upon the issuance of a certificate of necessity of the Governor reciting facts which in the judgment of the 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 a 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 for, but cannot compel improvement of fiscal stability, 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 in the finances and operations of entities such as the public benefit corporations established by special acts as described above.

Several municipalities in the State are presently working with the FRB. The Town has not applied to the FRB and does not reasonably anticipate submission of a request to the FRB for a comprehensive review of its finances and operations. School districts and fire districts are not eligible for FRB assistance.

## **RISK FACTORS**

There are certain potential risks associated with an investment in the Bonds and the Notes, and investors should be thoroughly familiar with this Official Statement, including its appendices, in order to make an informed investment decision. Investors should consider, in particular, the following factors:

### **Financial Condition of the Town**

The Town’s credit rating could be affected by circumstances beyond the Town’s control. Economic conditions such as the rate of unemployment and inflation, termination of commercial operations by corporate taxpayers and employers, as well as natural catastrophes, could adversely affect the assessed valuation of Town property and its ability to maintain fund balances and other statistical indices commensurate with its current credit rating. As a consequence, a decline in the Town’s credit rating could adversely affect the market value of the Bonds and the Notes.

If and when an owner of any of the Bonds or Notes should elect to sell all or a part of the Bonds or Notes prior to maturity, there can be no assurance that a market will have been established, maintained and continue in existence for the purchase and sale of any of those Bonds or Notes. The market value of the Bonds and the Notes is dependent upon the ability of holder to potentially incur a capital loss if such Bonds or Notes are sold prior to their maturity.

There can be no assurance that adverse events including, for example, the seeking by another municipality in the State or elsewhere of remedies pursuant to the Federal Bankruptcy Act or otherwise, will not occur which might affect the market price of and the market for the Bonds and the Notes. In particular, if a significant default or other financial crisis should occur in the affairs of the State or any of its municipalities, public authorities or other political subdivisions thereby possibly further impairing the acceptability of obligations issued by those entities, both the ability of the Town to arrange for additional borrowing(s) as well as the market for and market value of outstanding debt obligations, including the Bonds and the Notes, could be adversely affected.

### **Reliance on and Uncertainty of State Aid**

The Town is dependent in part upon financial assistance from the State in the form of State aid as well as grants and loans to be received (“State Aid”). The availability of such monies and the timeliness of such payment may be affected by a delay in the adoption of the State budget, the impact to the State’s economy and financial condition due to the COVID-19 outbreak and other circumstances, including State fiscal stress. State aid appropriated and apportioned to the Town can be paid only if the State has such monies available therefore. The Town’s receipt of State aid may be delayed as a result of the State’s failure to adopt its budget timely and/or to appropriate State Aid to municipalities and school districts. Should the Town fail to receive all or a portion of the amounts of State Aid expected to be received from the State in the amounts and at the times anticipated, occasioned by a delay in the payment of such moneys or by a reduction in State Aid or its elimination, the Town is authorized pursuant to the Local Finance Law (“LFL”) to provide operating funds by borrowing in anticipation of the receipt of such uncollected State Aid, however, there can be no assurance that, in such event, the Town will have market access for any such borrowing on a cost effective basis. (See also “*Impacts of COVID-19*” and “*State Aid*” herein.)

In addition, in some recent years, the Town’s receipt of State aid was delayed as a result of the County’s delay in disseminating State aid to towns within its borders, including the Town. If the County should further delay payments to the municipalities within its borders, including the Town, in this year or future years, the Town may be affected by such a delay.

### **Tax Matters and Changes in Law**

Future amendments to applicable statutes whether enacted by the State affecting the treatment of interest paid on municipal obligations, including the Bonds and the Notes, for income taxation purposes could have an adverse effect on the market value of the Bonds and the Notes (see “*Tax Matters*” herein).

The enactment of the Tax Levy Limit Law, which imposes a tax levy limitation upon municipalities, school districts and fire districts in the State, including the Town, without providing exclusion for debt service on obligations issued by municipalities and fire districts, may affect the market price and/or marketability for the Bonds and the Notes. (See “*The Tax Levy Limit Law*” herein.)

Federal or State legislation imposing new or increased mandatory expenditures by municipalities, school districts and fire districts in the State, including the Town could impair the financial condition of such entities, including the Town and the ability of such entities, including the Town to pay debt service on their respective obligations.

### **COVID-19**

An outbreak of disease or similar public health threat, such as the COVID-19 outbreak, or fear of such an event, could have an adverse impact on the Town’s financial condition and operating results by potentially delaying the receipt of real property taxes or resulting in a delay or reduction by the State in the payment of State aid. Currently, COVID-19, a respiratory disease caused by a new strain of coronavirus, has spread globally, including to the United States, and has been declared a pandemic by the World Health Organization. The outbreak of the disease has affected travel, commerce and financial markets globally and is widely expected to affect economic growth worldwide. The current outbreak has caused the Federal government to declare a national state of emergency. The State has also declared a state of emergency and the Governor has taken steps designed to mitigate the spread and impacts of COVID-19. The outbreak of COVID-19 and the dramatic steps taken by the State to address it are expected to negatively impact the State’s economy and financial condition. The full impact of COVID-19 upon the State is not expected to be known for some time. Similarly, the degree of the impact to the Town’s operations and finances is extremely difficult to predict due to the dynamic nature of the COVID-19 outbreak, including uncertainties relating to its (i) duration, and

(ii) severity, as well as with regard to what actions may be taken by governmental and other health care authorities, including the State, to contain or mitigate its impact. The continued spread of the outbreak could have a material adverse effect on the State and municipalities and school districts located in the State, including the Town. The Town is monitoring the situation and will take such proactive measures as may be required to maintain its operations and meet its obligations. (See “*Impacts of COVID-19*” and “*State Aid*” herein).

## **CERTAIN FORWARD DELIVERY CONSIDERATIONS OF THE SERIES C BONDS**

Subject to the terms of the bond purchase agreement as it relates to the Series C Bonds (the “Purchase Agreement”) between the Town and D.A. Davidson & Co., acting on its own behalf (the “Underwriter”), the Town expects to issue and deliver the Series C Bonds on or about July 19, 2021 (the “Series C Closing Date”). In connection with the sale of the Series C Bonds, investors will be required to sign a forward delivery contract (each a “Forward Delivery Contract”) with the Underwriter, the form of which is attached hereto as Appendix G. The Town is not a party to the Forward Delivery Contract, and the Town is not in any way responsible for the performance thereof or for any representations or warranties contained therein. The rights and obligations under the Purchase Agreement are not conditioned or dependent upon the performance of any Forward Delivery Contract.

The following is a description of certain provisions of the Purchase Agreement and the Forward Delivery Contract. This description is not considered a full statement of the terms of the Forward Delivery Contract and accordingly is qualified by reference thereto and is subject to the full text thereof.

### ***Settlement of the Series C Bonds***

Under the Purchase Agreement, the Underwriter is not required to purchase the Series C Bonds if, among other conditions, (1) there has been a Change in Law (as defined below), (2) legislation is enacted, or a decision by a court of the United States is rendered, or any action is taken by, or on behalf of, the Securities and Exchange Commission which has the effect of requiring the Series C Bonds to be registered under, or the sale thereof to be in violation of, the Securities Act of 1933, as amended or, in each case, any law analogous thereto relating to governmental bodies; (3) as a result of any legislation, regulation, ruling, order, release, court decision or judgment or action by the U.S. Department of the Treasury, the Internal Revenue Service, or any agency of the State either enacted, issued, effective, adopted or proposed, or for any other reason, Bond Counsel cannot issue an approving opinion relating to the Series C Bonds in substantially the form attached as Appendix D to this Official Statement; (4) the Official Statement contained an untrue statement of material fact or omitted to state a material fact necessary in order to make the statements contained therein not misleading; (5) the declaration of a general banking moratorium by federal or New York authorities, or the general suspension of trading on any national securities exchange; or (6) the evidence of ratings on the Series C Bonds required to be delivered by the Series C Closing Date is not delivered.

A “Change in Law” means (1) any change in or addition to applicable federal or state law, whether statutory or as interpreted by the courts or by federal or state agencies, including any changes in or new rules, regulations or other pronouncements or interpretations by federal or state agencies; (2) any legislation enacted by the Congress of the United States (if such enacted legislation has an effective date which is on or before the Series C Closing Date); (3) any law, rule or regulation enacted by any governmental body, department or agency (if such enacted law, rule or regulation has effective date which is on or before the Series C Closing Date); (4) any judgment, ruling or order issued by any court or administrative body, which in any such case would (i) prohibit the Underwriter from completing the underwriting of the Series C Bonds or selling the Series C Bonds, or beneficial ownership interests therein to the public, as provided in the Purchase Agreement, or (ii) make the completion of the issuance, sale or delivery of the Series C Bonds illegal.

### ***Tax Law Risk of the Series C Bonds***

Subject to the additional conditions of settlement under the caption “Settlement of the Series C Bonds” above, the Purchase Agreement obligates the Town to deliver and the Underwriter to acquire the Series C Bonds if the Town delivers opinion of Bond Counsel with respect to the Series C Bonds substantially in the form and to the effect as set forth in Appendix D attached to this Official Statement. During the Delayed Delivery Period, new legislation, new court decisions, new regulations, or new rulings may be enacted, promulgated, or interpreted that might prevent Bond Counsel from rendering its opinion or otherwise affect the substance of such opinion. Notwithstanding that the

enactment of new legislation, new court decisions, or the promulgation of new regulations or rulings might diminish the value of, or otherwise affect, the exclusion of interest on the Series C Bonds for purpose of federal income taxation payable on “state or local bonds” the Town might be able to satisfy the requirements for the delivery of the Series C Bonds. In such event, the purchasers would be required to accept delivery of the Series C Bonds. Prospective purchasers are encouraged to consult their tax advisors regarding the likelihood of any changes in tax law and the consequences of such changes to such purchasers.

### ***Termination of Obligation***

The Underwriter is permitted to terminate their obligations with respect to the Series C Bonds by notification to the Town on or prior to the Series C Closing Date if any of the events described above in items (1) through (6) under the caption “Settlement of the Series C Bonds” occurs.

### ***Additional Risks Relating to the Forward Delivery Period***

Issuance and delivery of the Series C Bonds will be dependent on receipt by the Town of the opinion of Bond Counsel with respect to the Series C Bonds substantially in the form set forth in Appendix D and of certain other documents required by the Purchase Agreement, and payment of the purchase price by the Underwriter in accordance with the Purchase Agreement.

Bond Counsel could be prevented from rendering its opinion on the Series C Closing Date with respect to the Series C Bonds as a result of (i) changes or proposed changes, prior to the Series C Closing Date, in federal or State of New York laws, court decisions, regulations, or proposed regulations, or rulings of administrative agencies or (ii) the failure of the Town to provide closing documents, satisfactory to Bond Counsel, of the type customarily required in connection with the issuance of tax-exempt bonds.

### ***Secondary Market Risk During Delayed Delivery Period for the Series C Bonds***

The Underwriter is not obligated to make a secondary market in the Series C Bonds, and no assurances can be given that a secondary market will exist for the Series C Bonds during the period between the sale date for the Series C Bonds and the July 19, 2021 delivery date for the Series C Bonds (the “Delayed Delivery Period”). Purchasers of the Series C Bonds should assume that the Series C Bonds will be illiquid during the Delayed Delivery Period.

### ***Market Value Risk of the Series C Bonds***

The market value of the Series C Bonds as of the Series C Closing Date may be affected by a variety of factors including, without limitation, general market conditions, the ratings then assigned to the Series C Bonds, the financial conditions and business operations of the Town and federal income tax and other laws. The market value of the Series C Bonds as of the Series C Closing Date could therefore be higher or lower than the price to be paid by the initial purchasers of the Series C Bonds, and that difference could be substantial. Neither the Town nor the Underwriter make any representation as to the expected market price of the Series C Bonds as of the Series C Closing Date. Further, no assurance can be given that the introduction or enactment of any future legislation will not affect the market price for the Series C Bonds as of the Series C Closing Date or thereafter or not have a materially adverse impact on any secondary market for the Series C Bonds.

## **CYBERSECURITY**

The Town, 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 Town 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 Town has invested in a cybersecurity policy as of 2018; 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 Town digital networks and systems and the costs of remedying any such damage could be substantial.

## **LITIGATION**

In 2017, a Plaintiff's verdict was awarded against the Town in the amount of approximately \$14 million in an action to recover for personal injuries allegedly suffered on June 29, 2007. The alleged injuries occurred as a result of the Plaintiff being struck by a street sign pole. There were no witnesses to the accident, and Plaintiff was unable to testify due to her physical and mental capacity. After being struck in the head, it is alleged that Plaintiff developed brain aneurisms which were removed during a surgical procedure. This surgical procedure left Plaintiff incapacitated.

After the verdict was rendered, the Town timely filed a motion for a judgment notwithstanding the jury verdict. The Town's motion was granted and a verdict was rendered in favor of the Town. Plaintiff has appealed the matter to the Appellate Division Second Department. There has been no decision.

In addition, the Town and Town Board were named in a federal lawsuit challenging the Town's at large voting system under the Voting Rights Act. While no monetary damages were sought against the Town, attorney's fees in an unknown amount could have been awarded to Plaintiff had Plaintiffs prevailed on the merits. During the pendency of the trial, the parties agreed to settle the matter whereby the Town will transition to councilmanic districts beginning with the November 2021 elections and Plaintiffs were reimbursed \$900,000 for their fees and expenses related to the litigation.

Other than the foregoing, the Town is subject to a number of lawsuits in the ordinary conduct of its affairs. The Town does not believe, however, that such suits, individually or in the aggregate, are likely to have a material adverse effect on the financial condition of the Town.

## **TAX MATTERS FOR THE SERIES A BONDS AND THE SERIES B BONDS**

### ***Opinion of Bond Counsel***

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Town, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series A Bonds and the Series B Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series A Bonds and the Series B Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code. In rendering its opinion, Bond Counsel has relied on certain representations, certifications of fact, and statements of reasonable expectations made by the Town in connection with the Series A Bonds and the Series B Bonds, and Bond Counsel has assumed compliance by the Town with certain provisions and procedures set forth in the Tax Certificate relating to compliance with applicable requirements of the Code to assure the exclusion of interest on the Series A Bonds and the Series B Bonds from gross income under Section 103 of the Code.

In addition, in the opinion of Bond Counsel, under existing statutes, interest on the Series A Bonds and the Series B Bonds is exempt from personal income taxes of New York state and its political subdivisions, including The City of New York.

Bond Counsel expresses no opinion as to any other federal, state or local tax consequences arising with respect to the Series A Bonds and the Series B Bonds, or the ownership or disposition thereof, except as stated above. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date, and assumes no obligation to update, revise or supplement its opinion to reflect any action thereafter taken or not taken, any fact or circumstance that may thereafter come to its attention, any change in law or interpretation thereof that may thereafter occur, or for any other reason. Bond Counsel expresses no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, Bond Counsel expresses no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Series A Bonds and the Series B Bonds.

## ***Certain Ongoing Federal Tax Requirements and Certifications***

The Code establishes certain ongoing requirements that must be met subsequent to the issuance and delivery of the Series A Bonds and the Series B Bonds in order that interest on the Series A Bonds and the Series B Bonds be and remain excluded from gross income under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to use and expenditure of gross proceeds of the Series A Bonds and the Series B Bonds, yield and other restrictions on investments of gross proceeds, and the arbitrage rebate requirement that certain excess earnings on gross proceeds be rebated to the federal government. Noncompliance with such requirements may cause interest on the Series A Bonds and the Series B Bonds to become included in gross income for federal income tax purposes retroactive to their issue date, irrespective of the date on which such noncompliance occurs or is discovered. The Town, in executing the Tax Certificate, will certify to the effect that the Town will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure the exclusion of interest on the Series A Bonds and the Series B Bonds from gross income under Section 103 of the Code.

## ***Certain Collateral Federal Tax Consequences***

The following is a brief discussion of certain collateral federal income tax matters with respect to the Series A Bonds and the Series B Bonds. It does not purport to address all aspects of federal taxation that may be relevant to a particular owner of a Series A Bond or a Series B Bond. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the federal tax consequences of owning and disposing of the Series A Bonds and the Series B Bonds.

Prospective owners of the Series A Bonds and the Series B Bonds should be aware that the ownership of such obligations may result in collateral federal income tax consequences to various categories of persons, such as corporations (including S corporations and foreign corporations), financial institutions, property and casualty and life insurance companies, individual recipients of Social Security and railroad retirement benefits, individuals otherwise eligible for the earned income tax credit, and taxpayers deemed to have incurred or continued indebtedness to purchase or carry obligations the interest on which is excluded from gross income for federal income tax purposes. Interest on the Series A Bonds and the Series B Bonds may be taken into account in determining the tax liability of foreign corporations subject to the branch profits tax imposed by Section 884 of the Code.

## ***Original Issue Discount***

“Original issue discount” (in this section, “OID”) is the excess of the sum of all amounts payable at the stated maturity of a Series A Bond or a Series B Bond (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the “issue price” of a maturity (a bond with the same maturity date, interest rate, and credit terms) means the first price at which at least 10 percent of such maturity was sold to the public, i.e., a purchaser who is not, directly or indirectly, a signatory to a written contract to participate in the initial sale of the Series A Bonds and the Series B Bonds. In general, the issue price for each maturity of the Series A Bonds and the Series B Bonds is expected to be the initial public offering price set forth on the inside cover page of this Official Statement. Bond Counsel further is of the opinion that, for any Series A Bonds and any Series B Bonds having OID (in this section, a “Discount Bond”), OID that has accrued and is properly allocable to the owners of the Discount Bonds under Section 1288 of the Code is excludable from gross income for federal income tax purposes to the same extent as other interest on the Series A Bonds and the Series B Bonds.

In general, under Section 1288 of the Code, OID on a Discount Bond accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Bond. An owner’s adjusted basis in a Discount Bond is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Series A Bond or such Series B Bond. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Bond even though there will not be a corresponding cash payment.

Owners of any Discount Bonds should consult their own tax advisors with respect to the treatment of OID for federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of acquiring, holding, and disposing of Discount Bonds.

## ***Bond Premium***

In general, if an owner acquires a bond for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the bond after the acquisition date (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates), that premium constitutes “bond premium” on that bond (in this section, a “Premium Bond”). In general, under Section 171 of the Code, an owner of a Premium Bond must amortize the bond premium over the remaining term of the Premium Bond, based on the owner’s yield over the remaining term of the Premium Bond determined based on constant yield principles (in certain cases involving a Premium Bond callable prior to its stated maturity date, 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 such bond). An owner of a Premium Bond must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner’s regular method of accounting against the bond premium allocable to that period. In the case of a tax-exempt Premium Bond, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Bond may realize a taxable gain upon disposition of the Premium Bond even though it is sold or redeemed for an amount less than or equal to the owner’s original acquisition cost.

Owners of any Premium Bonds should consult their own tax advisors with respect to the treatment of bond premium for federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of the acquisition, ownership, amortization of bond premium on, sale, exchange, or other disposition of Premium Bonds.

## ***Information Reporting and Backup Withholding***

Information reporting requirements apply to interest paid on tax-exempt obligations, including the Series A Bonds and the Series B Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, “Request for Taxpayer Identification Number and Certification,” or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Series A Bond or a Series B Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Series A Bonds and the Series B Bonds from gross income for federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s federal income tax once the required information is furnished to the Internal Revenue Service.

## ***Miscellaneous***

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the federal or state level, may adversely affect the tax-exempt status of interest on the Series A Bonds and the Series B Bonds under federal or state law or otherwise prevent beneficial owners of the Series A Bonds and the Series B Bonds from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future, or enacted) and such decisions could affect the market price or marketability of the Series A Bonds and the Series B Bonds.

Prospective purchasers of the Series A Bonds and the Series B Bonds should consult their own tax advisors regarding the foregoing matters.

## **TAX MATTERS FOR THE SERIES C BONDS**

### ***Opinion of Bond Counsel***

Bond Counsel expects to deliver its opinion with respect to the Series C Bonds on their expected issue date, being July 19, 2021, that states that, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series C Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Code, and (ii) interest on the Series C Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code. In rendering its opinion, Bond Counsel will rely on certain representations, certifications of fact, and statements of reasonable expectations made by the Town in connection with the Series C Bonds, and Bond Counsel will assume compliance by the Town with certain provisions and procedures set forth in the Tax Certificate relating to compliance with applicable requirements of the Code to assure the exclusion of interest on the Series C Bonds from gross income under Section 103 of the Code. In addition, the opinion of Bond Counsel will state that, under existing statutes, interest on the Series C Bonds is exempt from personal income taxes of New York state and its political subdivisions, including The City of New York.

Changes in fact or law (including federal or state law, regulations, rulings and court decisions) that occur between the date hereof and the date of delivery of the Series C Bonds may adversely affect the ability of Bond Counsel to deliver an opinion to the foregoing effect with respect to the Series C Bonds, in which case, the Series C Bonds may not be issued. See, "CERTAIN FORWARD DELIVERY CONSIDERATIONS OF THE SERIES C BONDS" herein.

Bond Counsel expresses no opinion as to any other federal, state or local tax consequences arising with respect to the Series C Bonds, or the ownership or disposition thereof, except as stated above. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date of the Series C Bonds, and assumes no obligation to update, revise or supplement its opinion to reflect any action thereafter taken or not taken, any fact or circumstance that may thereafter come to its attention, any change in law or interpretation thereof that may thereafter occur, or for any other reason. Bond Counsel expresses no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, Bond Counsel expresses no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Series C Bonds.

### ***Certain Ongoing Federal Tax Requirements and Certifications***

The Code establishes certain ongoing requirements that must be met subsequent to the issuance and delivery of the Series C Bonds in order that interest on the Series C Bonds be and remain excluded from gross income under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to use and expenditure of gross proceeds of the Series C Bonds, yield and other restrictions on investments of gross proceeds, and the arbitrage rebate requirement that certain excess earnings on gross proceeds be rebated to the federal government. Noncompliance with such requirements may cause interest on the Series C Bonds to become included in gross income for federal income tax purposes retroactive to their issue date, irrespective of the date on which such noncompliance occurs or is discovered. The Town, in executing the Tax Certificate, will certify to the effect that the Town will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure the exclusion of interest on the Series C Bonds from gross income under Section 103 of the Code.

### ***Certain Collateral Federal Tax Consequences***

The following is a brief discussion of certain collateral federal income tax matters with respect to the Series C Bonds. It does not purport to address all aspects of federal taxation that may be relevant to a particular owner of a Series C Bond. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the federal tax consequences of owning and disposing of the Series C Bonds.

Prospective owners of the Series C Bonds should be aware that the ownership of such obligations may result in collateral federal income tax consequences to various categories of persons, such as corporations (including S corporations and foreign corporations), financial institutions, property and casualty and life insurance companies, individual recipients of Social Security and railroad retirement benefits, individuals otherwise eligible for the earned income tax credit, and taxpayers deemed to have incurred or continued indebtedness to purchase or carry obligations



the interest on which is excluded from gross income for federal income tax purposes. Interest on the Series C Bonds may be taken into account in determining the tax liability of foreign corporations subject to the branch profits tax imposed by Section 884 of the Code.

### ***Original Issue Discount***

“Original issue discount” (in this section, “OID”) is the excess of the sum of all amounts payable at the stated maturity of a Series C Bond (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the “issue price” of a maturity (a bond with the same maturity date, interest rate, and credit terms) means the first price at which at least 10 percent of such maturity was sold to the public, i.e., a purchaser who is not, directly or indirectly, a signatory to a written contract to participate in the initial sale of the Series C Bonds. In general, the issue price for each maturity of Series C Bonds is expected to be the initial public offering price set forth on the inside cover page of this Official Statement. Bond Counsel further is of the opinion that for any Series C Bonds having OID (in this section, a “Discount Bond”), OID that has accrued and is properly allocable to the owners of the Discount Bonds under Section 1288 of the Code is excludable from gross income for federal income tax purposes to the same extent as other interest on the Series C Bonds.

In general, under Section 1288 of the Code, OID on a Discount Bond accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Bond. An owner’s adjusted basis in a Discount Bond is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Series C Bond. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Bond even though there will not be a corresponding cash payment.

Owners of any Discount Bonds should consult their own tax advisors with respect to the treatment of OID for federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of acquiring, holding, and disposing of Discount Bonds.

### ***Bond Premium***

In general, if an owner acquires a bond for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the bond after the acquisition date (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates), that premium constitutes “bond premium” on that bond (in this section, a “Premium Bond”). In general, under Section 171 of the Code, an owner of a Premium Bond must amortize the bond premium over the remaining term of the Premium Bond, based on the owner’s yield over the remaining term of the Premium Bond determined based on constant yield principles (in certain cases involving a Premium Bond callable prior to its stated maturity date, 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 such bond). An owner of a Premium Bond must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner’s regular method of accounting against the bond premium allocable to that period. In the case of a tax-exempt Premium Bond, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Bond may realize a taxable gain upon disposition of the Premium Bond even though it is sold or redeemed for an amount less than or equal to the owner’s original acquisition cost.

Owners of any Premium Bonds should consult their own tax advisors with respect to the treatment of bond premium for federal income tax purposes, including various special rules relating thereto, and to state and local tax consequences of the acquisition, ownership, amortization of bond premium on, sale, exchange, or other disposition of Premium Bonds.

### ***Information Reporting and Backup Withholding***

Information reporting requirements apply to interest paid on tax-exempt obligations, including the Series C Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, “Request for Taxpayer Identification Number and Certification,” or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting

requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Series C Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Series C Bonds from gross income for federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s federal income tax once the required information is furnished to the Internal Revenue Service.

### ***Miscellaneous***

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the federal or state level, may adversely affect the tax-exempt status of interest on the Series C Bonds under federal or state law or otherwise prevent beneficial owners of the Series C Bonds from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future, or enacted) and such decisions could affect the market price or marketability of the Series C Bonds.

Prospective purchasers of the Series C Bonds should consult their own tax advisors regarding the foregoing matters.

## **TAX MATTERS FOR THE NOTES**

### ***Opinion of Bond Counsel***

In the opinion of Bond Counsel to the Town, interest on the Notes (the “Taxable Notes”) (i) is included in gross income for federal income tax purposes pursuant to the Code and (ii) is exempt, under existing statutes, from personal income taxes of New York State and its political subdivisions, including The City of New York.

The following discussion is a brief summary of the principal United States federal income tax consequences of the acquisition, ownership and disposition of Taxable Notes by original purchasers of the Taxable Notes who are “U.S. Holders,” as defined herein. This summary (i) is based on the Code, Treasury Regulations, revenue rulings and court decisions, all as currently in effect and all subject to change at any time, possibly with retroactive effect; (ii) assumes that the Taxable Notes will be held as “capital assets”; and (iii) does not discuss all of the United States federal income tax consequences that may be relevant to a U.S. Holder in light of its particular circumstances or to U.S. Holders subject to special rules, such as insurance companies, financial institutions, tax-exempt organizations, dealers in securities or foreign currencies, persons holding the Taxable Notes as a position in a “hedge” or “straddle,” U.S. Holders whose functional currency (as defined in Section 985 of the Code) is not the United States dollar, U.S. Holders who acquire Taxable Notes in the secondary market, or individuals, estates and trusts subject to the tax on unearned income imposed by Section 1411 of the Code.

Certain taxpayers that are required to prepare certified financial statements and file financial statements with certain regulatory or governmental agencies may be required to recognize income, gain and loss with respect to the Taxable Notes at the time that such income, gain or loss is taken into account on such financial statements instead of under the rules described below.

U.S. Holders of Taxable Notes should consult with their own tax advisors concerning the United States federal income tax and other consequences with respect to the acquisition, ownership and disposition of the Taxable Notes as well as any tax consequences that may arise under the laws of any state, local or foreign tax jurisdiction.

### ***Original Issue Discount***

In general, if Original Issue Discount (“OID”) is greater than a statutorily defined de minimis amount, a U.S. Holder of a Taxable Note having a maturity of more than one year from its date of issue must include in federal gross income (for each day of the taxable year, or portion of the taxable year, in which such U.S. Holder holds such Taxable Note)

the daily portion of OID, as it accrues (generally on a constant-yield method) and regardless of the U.S. Holder's method of accounting. "OID" is the excess of (i) the "stated redemption price at maturity" over (ii) the "issue price." For purposes of the foregoing: "issue price" means the first price at which a substantial amount of the Taxable Note is sold to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters, placement agents or wholesalers); "stated redemption price at maturity" means the sum of all payments, other than "qualified stated interest," provided by such Taxable Note; "qualified stated interest" is stated interest that is unconditionally payable in cash or property (other than debt instruments of the issuer) at least annually at a single fixed rate; and "de minimis amount" is an amount equal to 0.25 percent of the Taxable Note's stated redemption price at maturity multiplied by the number of complete years to its maturity. A U.S. Holder may irrevocably elect to include in gross income all interest that accrues on a Taxable Note using the constant-yield method, subject to certain modifications.

### ***Acquisition Discount on Short-Term Taxable Notes***

Each U.S. Holder of a Taxable Note with a maturity not longer than one year (a "Short-Term Taxable Note") is subject to rules of Sections 1281 through 1283 of the Code, if such U.S. Holder is an accrual method taxpayer, bank, regulated investment company, common trust fund or among certain types of pass-through entities, or if the Short-Term Taxable Note is held primarily for sale to customers, is identified under Section 1256(e)(2) of the Code as part of a hedging transaction, or is a stripped bond or coupon held by the person responsible for the underlying stripping transaction. In any such instance, interest on, and "acquisition discount" with respect to, the Short-Term Taxable Note accrue on a ratable (straight-line) basis, subject to an election to accrue such interest and acquisition discount on a constant-interest-rate basis using daily compounding. "Acquisition discount" means the excess of the stated redemption price of a Short-Term Taxable Note at maturity over the U.S. Holder's tax basis therefor.

A U.S. Holder of a Short-Term Taxable Note not described in the preceding paragraph, including a cash-method taxpayer, must report interest income in accordance with the U.S. Holder's regular method of tax accounting, unless such U.S. Holder irrevocably elects to accrue acquisition discount currently.

### ***Note Premium***

In general, if a Taxable Note is originally issued for an issue price (excluding accrued interest) that reflects a premium over the sum of all amounts payable on the Taxable Note other than "qualified stated interest" (a "Taxable Premium Note"), that Taxable Premium Note will be subject to Section 171 of the Code, relating to bond premium. In general, if the U.S. Holder of a Taxable Premium Note elects to amortize the premium as "amortizable bond premium" over the remaining term of the Taxable Premium Note, determined based on constant-yield principles (in certain cases involving a Taxable Premium Note callable prior to its stated maturity date, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the highest yield on such bond), the amortizable premium is treated as an offset to interest income; the U.S. Holder will make a corresponding adjustment to the U.S. Holder's basis in the Taxable Premium Note. Any such election is generally irrevocable and applies to all debt instruments of the U.S. Holder (other than tax-exempt bonds) held at the beginning of the first taxable year to which the election applies and to all such debt instruments thereafter acquired. Under certain circumstances, the U.S. Holder of a Taxable Premium Note may realize a taxable gain upon disposition of the Taxable Premium Note even though it is sold or redeemed for an amount less than or equal to the U.S. Holder's original acquisition cost.

### ***Disposition and Defeasance***

Generally, upon the sale, exchange, redemption, or other disposition (which would include a legal defeasance) of a Taxable Note, a U.S. Holder generally will recognize taxable gain or loss in an amount equal to the difference between the amount realized (other than amounts attributable to accrued interest not previously includable in income) and such U.S. Holder's adjusted tax basis in the Taxable Note.

The Town may cause the deposit of moneys or securities in escrow in such amount and manner as to cause the Taxable Notes to be deemed to be no longer outstanding (a "defeasance"). For federal income tax purposes, such defeasance could result in a deemed exchange under Section 1001 of the Code and a recognition by such owner of taxable income or loss, without any corresponding receipt of moneys. In addition, the character and timing of receipt of payments on the Taxable Notes subsequent to any such defeasance could also be affected.

## ***Information Reporting and Backup Withholding***

In general, information reporting requirements will apply to non-corporate U.S. Holders of the Taxable Notes with respect to payments of principal, payments of interest, and the accrual of OID on a Taxable Note and the proceeds of the sale of a Taxable Note before maturity within the United States. Backup withholding may apply to U.S. Holders of Taxable Notes under Section 3406 of the Code. Any amounts withheld under the backup withholding rules from a payment to a beneficial owner, and which constitutes over-withholding, would be allowed as a refund or a credit against such beneficial owner's United States federal income tax provided the required information is furnished to the Internal Revenue Service.

### ***U.S. Holders***

The term "U.S. Holder" means a beneficial owner of a Taxable Note that is: (i) a citizen or resident of the United States, (ii) a corporation, partnership or other entity created or organized in or under the laws of the United States or of any political subdivision thereof, (iii) an estate the income of which is subject to United States federal income taxation regardless of its source or (iv) a trust whose administration is subject to the primary jurisdiction of a United States court and which has one or more United States fiduciaries who have the authority to control all substantial decisions of the trust.

### ***Miscellaneous***

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the federal or state level, may adversely affect the tax-exempt status of interest on the Taxable Notes under state law and could affect the market price or marketability of the Taxable Notes.

Prospective purchasers of the Taxable Notes should consult their own tax advisors regarding the foregoing matters.

## **LEGAL MATTERS**

Legal matters incident to the authorization, issuance and sale of the Bonds and the Notes are subject to the respective approving legal opinions of Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. The forms of opinion of Bond Counsel are set forth in Appendix D. Certain legal matters will be passed upon for the Underwriter of the Series C Bonds by its counsel, Orrick, Herrington & Sutcliffe, LLP, New York, New York.

## **DISCLOSURE UNDERTAKINGS**

### ***Disclosure Undertaking for the Bonds***

In order to assist the purchaser(s) of the Series A Bonds and the Series B Bonds and the Underwriter of the Series C Bonds in complying with Rule 15c2-12 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended ("Rule 15c2-12") with respect to the Bonds, the Town will execute an Undertaking to Provide Continuing Disclosure, the form of which is attached hereto as Appendix E.

### ***Disclosure Undertaking for the Notes***

In order to assist the purchasers in complying with Rule 15c2-12 with respect to the Notes, the Town will execute a Certificate to Provide Notices of Events, the form of which is attached hereto as Appendix F.

### ***Compliance History***

For the fiscal year ended December 31, 2015, the Town's Audited Financial Statements were filed on November 2, 2016, more than 30 days following their release on September 27, 2016. For the fiscal year ended December 31, 2015, the Town's Annual Financial Information and Operating Data was filed on November 2, 2016, more than 180 days

following the end of the fiscal year. Material event notices with respect to the aforementioned instances were posted to the Electronic Municipal Market Access system (“EMMA”) on April 16, 2021.

On October 17, 2019, the Town issued \$2,920,000 Bond Anticipation Notes – 2019 Series B (Federally Taxable). These notes were purchased by Greene County Commercial Bank. An event notice disclosing the incurrence of the financial obligation was filed on April 21, 2020, more than ten business days after the closing of said note.

## **RATINGS**

The Town has applied to Moody’s Investors Service, Inc. (“Moody’s”) for a rating on the Bonds. Such application is pending at this time. The Town did not apply to S&P Global Ratings (“S&P”) for a rating on the Bonds. The Town has not applied to Moody’s or S&P for a rating on the Notes.

Moody’s has assigned a rating of “Aaa” with a stable outlook and S&P has assigned a rating of “AA+” with a stable outlook to the Town’s outstanding uninsured general obligation bonds.

These ratings reflect only the views of such rating agencies and an explanation to the significance of such ratings should be obtained from said rating agencies. There can be no assurance that such ratings will not be revised or withdrawn, if in the judgment of such rating agencies circumstances so warrant. Any change or withdrawal of such ratings may have an adverse effect on the market price of the Bonds and the Notes or the availability of a secondary market for the Bonds and the Notes.

## **UNDERWRITING**

The Town has selected D.A. Davidson & Co. (“D.A. Davidson”) as the senior manager, book-running underwriter for the Series C Bonds.

D.A. Davidson has agreed, subject to certain conditions, to purchase the Series C Bonds from the Town at an aggregate purchase price of \$\_\_\_\_\_ (which reflects an Underwriter’s discount of \$\_\_\_\_\_ and a net original issue premium of \$\_\_\_\_\_) and to offer the Series C Bonds at the public offering price or prices set forth on the cover page hereof. The Series C Bonds may be offered and sold to certain dealers (including dealers depositing such Series C Bonds into investment trusts) at lower than such public offering prices, and prices may be changed, from time to time, by the Underwriter. The Underwriter’s obligations are subject to certain conditions precedent, and they may be obligated to purchase all such Series C Bonds if any such Series C Bonds are purchased.

The Series A Bonds, the Series B Bonds and the Notes are to be sold at competitive sale.

## **MUNICIPAL ADVISOR**

Capital Markets Advisors, LLC, Great Neck and New York, 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 Town 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 Town 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 Town. 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 and the Notes.

## ADDITIONAL INFORMATION

Periodic public reports relating to the financial condition of the Town, its operations and the balances, receipts and disbursements of the various Funds of the Town are available for public inspection at the business office of the Town.

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 Town and the purchasers or holders of any of the Bonds and the Notes.

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 sourced documents to digital format, and neither the Town nor Capital Markets Advisors, LLC assumes any liability or responsibility for errors or omissions on such website. Further, Capital Markets Advisors, LLC and the Town disclaims any duty or obligation either to update or to maintain the 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 Town also assumes no liability or responsibility for any errors or omissions or for any updates to dated website information.

The Town hereby disclaims any obligation to update developments of the various risk factors or to announce publicly any revision to any of the forward-looking statements contained herein or to make corrections to reflect future events or developments except to the extent required by Rule 15c2-12 promulgated by the Securities and Exchange Commission.

The statements contained in this Official Statement and the appendices hereto that are not purely historical are forward-looking statements. Such forward-looking statements can be identified, in some cases, by terminology such as “may,” “will,” “should,” “expects,” “intends,” “plans,” “anticipates,” “believes,” “estimates,” “predicts,” “potential,” “illustrate,” “example,” and “continue,” or the singular, plural, negative or other derivations of these or other comparable terms. Readers should not place undue reliance on forward-looking statements. All forward-looking statements included in this Official Statement are based on information available to such parties on the date of this Official Statement, and the Town assumes no obligation to update any such forward-looking statements. The forward-looking statements included herein are necessarily based on various assumptions and estimates and are inherently subject to various risks and uncertainties, including, but not limited to, risks and uncertainties relating to the possible invalidity of the underlying assumptions and estimates and possible changes or developments in various important factors. Accordingly, actual results may vary from the projections, forecasts and estimates contained in this Official Statement and such variations may be material.

Additional information may be obtained upon request from Capital Markets Advisors, LLC, (516) 487-9818 or from the Town’s Comptroller, (631) 595-3840.

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

TOWN OF ISLIP  
SUFFOLK COUNTY, NEW YORK

By: \_\_\_\_\_  
Angie M. Carpenter  
Supervisor

DATED: April \_\_, 2021

**APPENDIX A**

**THE TOWN**

## **THE TOWN**

### ***General Information***

The Town of Islip is located in Suffolk County on the south shore of Long Island, about 45 miles from New York City. The Town has a land area of approximately 105.6 square miles and a population of 329,610 according to the 2019 US Census Data.

The Town is typically suburban in character with residential neighborhoods, garden apartments, shopping malls and light industry located along the major road arteries and surrounding Long Island MacArthur Airport. The Town's location on the shore of the Great South Bay provides many recreational opportunities to residents, as well as affording employment to many independent clammers and baymen.

The Town is served by both the Main Line and the Montauk Division of the Long Island Rail Road, operated by the Metropolitan Transportation Authority. Major road arteries include the Long Island Expressway, Veterans Highway, Sunrise Highway, Montauk Highway, Southern State Parkway, Robert Moses Causeway, Heckscher State Parkway and Sagtikos State Parkway.

Public water is supplied by the Suffolk County Water Authority, Town water districts, and private wells. A sanitary sewer system in the southwest portion of the Town is provided by the County. Fire protection is supplied by a number of volunteer fire departments and fire protection districts. Police protection is furnished by the Suffolk County Police Department. Gas and electricity are furnished by the Long Island Power Authority and National Grid.

Pilgrim State Hospital, Good Samaritan and Southside Hospital are located in the Town. A State office building is located in Hauppauge adjacent to the twelve-story County Office Building (County Center West), both of which are in the Town.

C.W. Post College, Suffolk County Community College and Touro College operate extension campuses in the Town. St. John's University operates an extension campus at the former LaSalle Center site in the Town.

New York Institute of Technology operates a 500-acre campus in Central Islip in the Town and offers undergraduate programs in computer science, general studies, hotel and restaurant administration and electronic and mechanical technology.

There are approximately 100 parks and recreation areas in the Town, which include over 10 public beaches located on either the Great South Bay, Fire Island and Lake Ronkonkoma plus four swimming pool complexes. For boating residents, the Town has fourteen marinas with a total of 1,500 boat slips and 9 boat ramps. In addition, the Town operates three golf courses, the Brentwood and Holbrook Country clubs, plus the Gull Haven golf course.

Some unique public recreation facilities within the Town include more than 6.5 miles of The Fire Island National Seashore. This barrier island provides recreational access to some of the best ocean beaches on the east coast. With more than 36 square miles of water, the Great South Bay provides numerous recreational activities including boating, swimming, fishing and shellfishing.

Other government recreation facilities include the Robert Moses State Park, two thousand acre Connetquot River State Park, Hecksher State Park, two County golf courses, both located on the Great South Bay and the Bayard Cutting Arboretum. There are also a number of private facilities and clubs within the Town that offer a wide variety of year round recreational activities.

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

The Town was established in 1683 and is presently classified as a Suburban Town. Located within the Town are four separate villages. Such villages have independent forms of government, but their properties are subject to taxation by the Town for certain purposes. In addition, there are twelve independently governed school districts which rely upon their own taxing powers granted by the State to raise revenues. Eight of these school districts are located entirely



within the Town while parts of the other four school districts have properties in neighboring towns as well as in the Town. Each of these school districts, for their properties located in the Town, use the Town's assessment roll as the basis for taxation.

The chief executive officer of the Town is the Supervisor who is elected for a term of four years and may serve up to three consecutive four-year terms. She also is a member of the Town Board. In addition to the Supervisor, there are four members of the Town Board who are elected for four year terms. Each term is staggered so that every two years two council members seats are up for election. Council members of the Town Board are limited to three terms. The Supervisor is elected at large. Starting with the 2021 election, Town Board members will transition to being elected from council districts. After the 2023 election, all Town Board seats must continue to be filled from separate election districts. (See also "*Litigation*" herein).

The Town Board appoints its Assessor who serves a six-year term. The Town Board also appoints the Comptroller, Engineer and the Town Attorney whose terms are fixed by Town Law. The Town Clerk is elected for a four-year term and may serve up to three consecutive four-year terms. The Receiver of Taxes is elected for a four-year term and there is no term limit. The Town Board appoints seven Commissioners: Environmental Control; Comptroller; Public Works; Park, Recreation and Cultural Affairs; Aviation and Transportation; Public Safety Enforcement; and Planning, Housing and Development. The Commissioners serve at the pleasure of the Town Board.

### ***Financial Organization***

Pursuant to Local Law No. 12, 1974 of the Town, certain of the financial functions of the Town are the responsibility of the Comptroller. The Supervisor, however, is the chief fiscal officer of the Town. The Comptroller, who is responsible to the Town Board, also acts as the accounting officer of the Town. The duties of the Comptroller include administration, direction and control of the following divisions: Audit, Control, and Budgeting.

### ***Employees***

The Town provides services through approximately 730 full-time and 745 part time and seasonal employees. The United Public Service Employee Union represents approximately 360 blue-collar employees and approximately 260 white collar employees. The collective bargaining agreements for these units expired on December 31, 2020 and negotiations are ongoing. Effective 2018, the UPSEU also represents approximately 138 part-time lifeguards whose contract expires on April 24, 2024. The International Association of Fire Fighters represents approximately 21 airport fire safety officers. The CBA for this unit expires December 31, 2024. There has never been a strike against the Town.

### ***Employee Pension Benefits***

Substantially all employees of the Town are members of the New York State and Local Employees' Retirement System (the "Retirement System" or "ERS"). 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 System 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 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 3% of gross annual salary toward the cost of retirement programs until they attain ten years in the Retirement System, at such time contribution become voluntary. Members hired after January 1, 2010 must contribute 3%, or more of their gross annual salary toward the cost of retirement programs for the duration of their employment.

Additionally, on March 16, 2012, the Governor signed into law legislation enacting a new Tier 6 pension program, effective for new ERS and Teachers' Retirement System employees hired after April 1, 2012. The Tier 6 pension

program provides for increased employee contribution rates of between 3% and 6%, an increase in the retirement age, as noted above, 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 contributions throughout employment.

Pension reform enacted by New York State changed the billing cycle for employer contributions to the ERS retirement system to match budget cycles of the Town. Under the previous method, the Town was not provided with the required payment until after its budget was implemented. Under the reforms implemented, the employer contribution for a given fiscal year are based on the value of the pension fund on the prior April 1, instead of the following April 1. As a result, the Town is notified of and can include the actual cost of the employer contribution in its budget. The law also requires a minimum payment of 4.5% of payroll each year, including years in which investment performance of the fund would make a lower employer contribution possible. The pension payment date for all local governments was changed from December 15 to February 1.

The New York State Retirement System has advised the Town that municipalities can elect to make employer contribution payments in the December or the following February, as required. If such payments are made in the December prior to the scheduled payment date in February, such payments may be made at a discount amount. The Town has prepaid its employer contributions each December since the option was made available in 2004.

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

Employer contribution rates for the State's Retirement System continue to be higher than the minimum contribution rate established by law. Contribution rates are expected to remain higher than the minimum contribution rates set by law in the near-term. To mitigate the expected increases in the employer contribution rate, legislation was enacted that permits local governments and school districts to borrow a portion of their required payments from the State pension plan. The legislation also requires those local governments and school districts, who decide to amortize their pension obligations pursuant to this law, to establish reserve accounts to fund payment increases that are a result of fluctuations in pension plan performance. Under this plan, the Town amortized its 2012, 2013 and 2014 pension payments. As of December 31, 2020, \$2.4 million remain outstanding. The Town did not amortize the 2015 through 2020, inclusive, pension payments.

In Spring 2013, the State and ERS approved a Stable Contribution Option ("SCO"), which modified its existing SCO adopted in 2010, that gives municipalities the ability to better manage the spikes in Actuarially Required Contribution rates ("ARC"). The plan authorizes municipalities to pay the SCO amount in lieu of the ARC amount. The Town will not be participating in the modified ERS SCO plan at this time.

On September 3, 2020, the State Comptroller announced for Fiscal Year 2021-22, the average contribution rate for ERS increasing from 14.6% to 16.2%. Projections for required contributions will vary by employer depending on factors such as retirement plans, salaries and the distribution of their employees among six retirement tiers. The employer contribution rates announced will apply to each employer's salary base during the period of April 1, 2021 through March 31, 2022. Payments based on those rates are due by February 1, 2022, but may be prepaid by December 15, 2021. The Town prepaid its ARC in December of 2020 and plans to prepay its contributions in December of 2021.

### ***Other Post Employment Benefits***

The Town 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 December 31, 2018. 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 Town's total OPEB liability as of January 1, 2020 was \$347,324,846 using a discount rate of 2.74% and actuarial assumptions and other inputs as described in the Town's GASB 75 Actuarial Valuation report dated May 1, 2020.

Should the Town be required to fund the total OPEB liability, it could have a material adverse impact upon the Town's finances and could force the Town to reduce services, raise taxes or both. At the present time, however, there is no current or planned requirement for the Town 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 Town 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 Town cannot predict whether such legislation will be enacted into law in the foreseeable future.

### ***Recent Events Concerning the Town***

In May 2014, it was confirmed that contaminated fill was illegally dumped at a Town Park, Roberto Clemente Park, located in Brentwood, New York. The contaminated material, consisting mainly of construction and debris, was discarded on the soccer field and in a recharge basin, without permission from the Town. As a result, the Suffolk County District Attorney ("DA") began a criminal investigation into these environmental crimes which were allegedly conducted by several contractors.

The Town Board approved a measure to allow the Town to seek restitution and seek civil claims against those deemed responsible for the criminal acts against the Town. Litigation has been prepared by Town attorneys in partnership with outside counsel, as the Town awaits the outcomes of civil proceedings.

Through its established Recovery Team, the Town hired an independent environmental consultant to prepare and submit a Material Removal Work Plan ("MRWP") to the New York State Department of Environmental Conservation. This MRWP served as a guiding document for the cleanup of the park and was approved by the State in January 2015. The 175-page document dictated the means and method for excavation, transportation, and disposal of thousands of all contaminated fill and specified the health and safety procedures that were required during the material removal phase. The plan was prepared in accordance with all environmental and State regulations pertaining to the handling of material of this nature.

Simultaneously, the Town prepared a procurement document to hire a qualified contractor to remove all contaminated material from the park which was approximately 35,000 tons. Once the Town received approval for the MRWP from the State, a cleanup bid was advertised in January 2015, was publicly opened on March 26, 2015 and awarded at the April 7, 2015 meeting of the Town Board. Cleanup work commenced in early June 2015 and was completed in September 2015. In August 2016, the Town received approval for its Site Restoration Plan from the NYSDEC.

On January 24, 2017, the Town Board awarded a contract to replace the contaminated material that was removed from the park. The work for this last phase of the cleanup was commenced in the spring of 2017, and the park was officially

re-opened in July of 2017. The cleanup was financed with proceeds from the Town's Various Purposes Serial Bonds – 2017.

In August 2018, Downtown Central Islip was awarded a \$10 million Downtown Revitalization Initiative award. This award consists of seven transformational projects that will produce much needed infrastructure upgrades, streetscape improvements, and add housing and retail for residents. These projects will provide economic growth and enhance the quality of life for all residents of Central Islip.

During the summer of 2019, a brand new Olympic-sized swimming pool opened to the public at Roberto Clemente Park. In addition, the Town was able to secure \$2 million in New York State funding for a state-of-the-art Water Spray Park, which is planned to open in the summer of 2021.

See also "*Impacts of COVID-19*" herein.

### ***Town of Islip Community Development Agency***

The Town of Islip Community Development Agency (the "Agency") was organized in 1976 as a body corporate and politic constituting a public benefit corporation under the Urban Renewal Law. The Agency is the successor to the Town of Islip Urban Renewal Agency, which was established in 1974. The Urban Renewal Law grants to the Agency broad community development and urban renewal powers, including the ability to issue negotiable bonds and notes to achieve its corporate purposes. The Agency does not have the power to levy taxes or impose assessments or charges against real property.

The Agency is also a NYS Public Authority and complies with all applicable sections of the Public Authorities Accountability Act of 2005 and the Public Authorities Reform Act of 2009.

The Board of Directors of the Agency is composed of a chairman and four directors who are appointed by the Town Board and serve five year terms. The Executive and Assistant Directors are appointed by and serve the Agency Board. The Assistant Director has been appointed by the board as the chief financial officer.

The Agency, on behalf of the Town, applies for and administers approximately \$4,000,000 per year in HUD Entitlement Grants (CDBG, HOME, HOPWA and ESG).

Habitat for Humanity of Suffolk is also actively engaged in the production of affordable housing in the Town and completes at least three new homes in Islip each year. Whenever possible, the Agency arranges for the conveyance of vacant land to Habitat for Humanity, the Long Island Housing Partnership and other non-profit sponsors without cost, and often provides site improvement and other subsidies to further assist in keeping the housing affordable. The Town further assists these groups in producing affordable units by waiving development fees.

The Agency acquires three to five severely blighted and/or foreclosed houses in the Town each year, which are fully renovated and offered for sale and/or rent to income eligible individuals/families selected by lottery.

The Agency has ongoing projects to assist approximately ten low and moderate income- homeowners annually in rehabilitating their homes, providing handicap access and removing lead hazards. Several non-profit housing providers are also supported in their efforts to increase the supply of affordable permanent rental housing. A portion of the funds from all four HUD Entitlement Grants is earmarked for this purpose. In recent years, federal allocations of the Community Development Block Grant and HOME Investment Partnership Program have been substantially reduced.

The Agency is not obligated to pay the debt service on bonds issued by the Town and the Town is not obligated to pay the debt service of bonds issued by the Agency.

### ***Long Island MacArthur Airport***

Long Island MacArthur Airport (the "Airport"), owned and operated by the Town, occupies approximately 1,310 acres in Ronkonkoma. It has four paved bi-directional runways, the largest of which is over 7,000 feet in length. The initial

airport was constructed in 1942-43 by the Federal government on property transferred to the Town by the County at no cost. The first major scheduled airline service was commenced by Allegheny Airlines, in 1960, which later became US Airways. A merger between US Airways and American Airlines in 2015 and subsequent re-branding brought American Eagle to MacArthur Airport.

In 1998, Southwest Airlines joined the Airport and in 2004, expanded their operation at the airport with a \$65 million terminal investment. Frontier Airlines announced eleven (11) new nonstop destinations from the Airport beginning in 2017 and through summer of 2018. These commercial carriers operated approximately 16 flights per day until August 2017. The fourteen (14) nonstop destinations served by these airlines are: Atlanta, Baltimore-Washington, Charlotte, Chicago, Detroit, Fort Lauderdale, Fort Myers, New Orleans, Miami, Minneapolis, Orlando, Philadelphia, Tampa, and West Palm Beach with connections to hundreds of destinations in the United States and abroad.

In 2016, the Airport initiated an innovative air service program designed to increase awareness about the Airport, its carriers and products it offers. By increasing customer awareness, the air carriers have overwhelmingly responded by increasing capacity and adding new routes for the 2.4 million residents and businesses in Nassau and Suffolk County. In 2016, 1.2 million passengers traveled through the Airport. According to the Federal Aviation Administration (“FAA”), the Airport ranked 105th nationwide based on its number of enplanements. By 2018, passenger enplanements have more than doubled.

The Airport’s location near the center of Long Island has been instrumental in its development as a regional transportation center, generating \$655 million in economic impact and more than 6,000 jobs directly and indirectly (2012 NYS Economic Study). The Airport is accessible from three major east/west thoroughfares. The main access road connects with Veteran’s Memorial Highway; the Airport is four miles south of the Long Island Expressway and approximately one mile north of Sunrise Highway. The Long Island Railroad’s Ronkonkoma Station is less than two miles from the main terminal and a shuttle bus runs regularly to the railroad from the Airport. The parking capacity at the Airport exceeds 3,500 vehicles.

In 2021, the Airport has slated more than \$32 million in federally funded planning and capital projects. These projects include: \$7 million for Main Terminal Improvements, specifically the upgrade and replacement of the vestibule doors, installation of new baggage belts and replacement of the Main Terminal roof, \$4 million for the construction of a singular Ground Vehicle Transportation Center (“GVTC”), \$6.3 million for the replacement of high-priority mechanical, electrical and plumbing (“MEP”) deficiencies, \$530,000 Terminal Narrative Report, \$155,000 Service Animal Relief Area Design, \$7.2 million Rehabilitation of Taxiway E and F Design and Construction, \$4.2 million for Rehabilitation of Taxiway S Design and Construction, and \$8.7 million to Rehabilitate Runway 15R/33L Design and Construction. The Airport annually applies for and receives grant funding through the Federal Aviation Administration (“FAA”) and New York State Department of Transportation (“NYSDOT”) for airfield and terminal projects and equipment purchases that meet the agencies’ requirements.

Capital projects are funded through a combination of grants from various agencies including: the FAA, NYSDOT, Empire State Regional Economic Development Council (“ESREDC”), the County, the Town Industrial Development Agency and various other sources, including bonds issued by the Town. Both the MEP project (\$5.9 million in total bonds) and GVTC (\$4 million) will utilize bond funds. The Town also continues to make various improvements in and around the Airport property, including on the runways, airfield lighting, and roadways and parking areas. Debt service on Town obligations, including the Main Terminal Improvements, will be partially funded through Passenger Facility Charges (PFCs)—additionally backed by a general obligation pledge of the Town—collected by the airlines and remitted to the Town, thus eliminating Town taxpayer funding for major Airport improvements. In August 2017, PFC Application No. 8 was approved by the FAA and provides the Airport with \$10.8 million in capital improvement funding. Application No. 9, approved in the second quarter of 2020, includes an additional \$15.2 million in PFC funds. The Town has not subsidized Airport operations in recent years. At the close of 2019, the Airport had \$6.7 million in surplus cash to support the airport during poor economic times which has not been needed to address shortfall resulting from the COVID-19 crisis.

The Airport received \$7,124,414 through the Coronavirus Aid, Relief, and Economic Security (“CARES”) Act. This funding was distributed on April 21, 2020. To date, the funding has been used to pay debt service and payroll, and is eligible to also be used for labor and maintenance, equating to approximately six months of operating expenses. On April 12, 2021, the Airport was approved for the Airport Coronavirus Response Grant Program through the Federal

Aviation Administration in the amount of \$3,999,753, which is expected to be used on personnel costs. Town and Airport officials are assessing the impact that the outbreak of COVID-19 has and will continue to have on the operations and finances of the Airport. The full impact of COVID-19 is not expected to be known for some time.

### ***Islip Resource Recovery Agency***

The Islip Resource Recovery Agency (the “Agency”) was organized in 1982 as a body corporate and politic constituting a public benefit corporation under Title 13-C of the Public Authorities Law. The Public Authorities Law grants to the Agency broad power in the management of solid waste, including the ability to issue bonds and notes to achieve its corporate purposes. The Agency does not have the power to levy taxes or impose assessments or charges against real property. It does have the power to own and operate solid waste disposal facilities and to collect fees and charges for the use of said facilities.

The Board of Directors of the Agency consists of five members comprised, ex-officio, of the members of the Islip Town Board.

The Agency issued \$17,430,000 in Resource Recovery System Revenue Bonds (1985-Series E (2004)) dated March 3, 2004 maturing in the years 2006 through 2023, for the construction of emissions control equipment and certain other modifications to the facility to comply with EPA Clean Air Act Regulations. The estimated cost of this project was approximately \$16,000,000 with the installation of a Fly Ash Condition System that was completed in 2007. The Agency has also issued refunding bonds in the aggregate amount of \$8,515,000 dated April 5, 2004 to refund a portion of the 1994 Series B Bonds. In May of 2014, the Agency issued \$9,425,000 of Bonds to refinance its 1985 Facility Series E Bonds. These refunding bonds mature on July 1, 2022.

All such bonds are special obligations of the Agency with revenues of the solid waste disposal system pledged to the repayment thereof. These bonds do not constitute an obligation of the Town.

The Town, on behalf of itself and 69 contract bid areas within the special garbage and refuse district has by a Solid Waste Disposal Agreement, dated December 1, 1985, pledged to deliver all municipal solid waste generated within the Town to the Agency for processing and/or disposal in the Agency’s system, and to further pay certain charges attendant upon the operation of the system. The system consists of active clean filling, recycling, and composting facilities in addition to the waste-to-energy facility, all of which are operated in a manner consistent with the New York State Solid Waste Management Plan. The Agency has contracted with the Town to acquire all rights to revenues generated at each facility, and for continued Town operation of the clean fill, recycling center and composting facility. The Agency provides for operation of the MacArthur waste-to-energy facility under separate contract with Covanta MacArthur Renewable Energy, Inc.

## **FINANCIAL FACTORS**

### ***Financial Statements***

The Town retains independent Certified Public Accountants to conduct audits of its financial operations. The last such audit covers the fiscal year ended December 31, 2019.

The Town also prepares and files annually with New York State an Annual Financial Report Update Document (“AUD”). The AUD is not audited and is not prepared in accordance with GAAP. The AUD for the fiscal year ended December 31, 2019 was filed on April 30, 2020 and is available upon request. The AUD for the fiscal year ended December 31, 2020 is expected to be completed in April 2021.

Summary statements of the results of operations for various funds and budgets for various funds, shown in the Appendices of the Official Statement, have been derived from the annual and audited financial reports and budgets of the Town and are provided in memorandum form for information only. It is not implied, by inclusion of these statements that the individual funds included performed individually in accordance therewith.

## ***Budgetary Procedures***

The Supervisor, with the assistance of the Comptroller (acting in her capacity as Budget Officer) prepares a tentative budget each year and holds a public hearing thereon. Subsequent to the public hearing, revisions (if any) are made and the budget is then adopted by the Town Board as its final budget for the coming fiscal year. The budget is not subject to referendum. The Tax Levy Limit Law imposes a limitation on increases in the real property tax levy of the Town, subject to certain exceptions outlined in the new law. All budgets of the Town adopted in accordance with the procedure discussed herein must comply with the requirements of the new law. (See "*The Tax Levy Limit Law*" herein).

## ***Investment Policy***

Pursuant to State law, including Sections 10 and 11 of the General Municipal Law (the "GML"), the Town is generally permitted to deposit moneys in banks or trust companies located and authorized to do business in the State. All such deposits, including special time deposit accounts and certificates of deposit, in excess of the amount insured under the Federal Deposit Insurance Act, are required to be secured in accordance with the provisions of and subject to the limitations of Section 10 of the GML.

The Town may also temporarily invest moneys in: (1) obligations of the United States of America; (2) obligations guaranteed by agencies of the United States of America where the payment of principal and interest are guaranteed by the United States of America; (3) obligations of the State of New York; (4) with the approval of the New York State Comptroller, in tax anticipation notes or revenue anticipation notes issued by any municipality, school district, or district corporation, other than those notes issued by the Town; (5) certificates of participation issued in connection with installment purchase contracts entered into by political subdivisions of the State pursuant to Section 109-b(10) of the GML; (6) obligations of a New York public benefit corporation which are made lawful investments for municipalities pursuant to the enabling statute of such public benefit corporation; or (7) in the case of moneys held in certain reserve funds established by the Town pursuant to law, in obligations of the Town.

All of the foregoing instruments and investments are required to be payable or redeemable at the option of the owner within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of instruments or investments purchased with the proceeds of bonds or notes, shall be payable or redeemable in any event, at the option of the owner, within two years of the date of purchase. Unless registered or inscribed in the name of the Town, such instruments and investments must be purchased through, delivered to and held in the custody of a bank or trust company in the State pursuant to a written custodial agreement as provided in Section 10 of the GML.

The Town's investments are governed by a formal written investment policy, which is consistent with the Investment Policies and Procedures guidelines promulgated by the Office of the State Comptroller. The Town's monies must be deposited in FDIC-insured commercial banks or trust companies authorized to do business in the State of New York and located within the Town. The Town limits its investments to time deposit accounts and certificates of deposit and repurchase agreements.

It is the Town's policy to require collateral for all deposits not covered by federal deposit insurance. Obligations that may be pledged as collateral are obligations of the United States and its agencies and obligations of the State and its municipalities and Towns.

The Town's investment policy further provides that all investment obligations must be payable or redeemable at the option of the Town within such time or times as the proceeds will be needed to meet expenditures for the purposes for which monies were provided.

The Town's investment policy does not permit the Town to invest in so-called derivatives or reverse repurchase agreements and the Town has never invested in derivatives or reverse repurchase agreements.

## ***Impacts of COVID-19***

The Town has incurred certain expenses associated with the COVID-19 pandemic, including but not limited to, costs related to cleaning equipment, cleaning supplies and personal protective equipment. The Town has paid such costs from budgetary appropriations and/or available funds. The Town’s State Aid for the 2020 fiscal year was not reduced and the Town does not expect a reduction in State aid during the 2021 fiscal year. In the Town’s 2021 Adopted Budget, State aid revenues are estimated to be approximately 20% less than the prior year. The Town has also experience revenue losses from interest earnings, permit fees, fines and various recreation revenues due to the COVID-19 pandemic. The Town does not believe that the increased costs or the potential reductions in State aid or other revenues described above will have a material adverse impact on the finances of the Town.

On March 11, 2021, President Biden signed into law the American Rescue Plan Act of 2021. Included in this bill was \$350 billion in direct aid to state and local governments. Payments to local governments will be made in two tranches, the first half 60 days after enactment and the second half one year later. The funding is available through, and must be spent by, the end of calendar year 2024. The Town’s allocation of the relief package amounts to \$50.8 million, which must be shared with the four (4) Incorporated Villages located within the Town.

Specifically, eligible uses of the aid include: (i) revenue replacement for the provision of government services to the extent the reduction in revenue is due to the COVID-19 public health emergency relative to revenues collected in the most recent fiscal year prior to the emergency; (ii) premium pay for essential workers; (iii) assistance to small businesses, households, and hard-hit industries, and economic recovery; and (iv) investments in water, sewer and broadband infrastructure. The bill also contains two restrictions on eligible uses: (i) funds cannot be used to directly or indirectly offset tax reductions or delay a tax increase; and (ii) funds cannot be deposited into any pension fund.

Currently, the Town is awaiting additional guidance from the Federal Government on how to utilize these funds. Once this guidance is received, the Board will be able to determine how these funds will be utilized.

## ***Real Property Taxes***

The Town derives a major portion of its revenues from a tax on real property. (See “*Statement of Revenues, Expenditures and Changes in Fund Balance*” in Appendix B, herein). Property taxes accounted for 40.90% of total general fund revenues for the fiscal year ended December 31, 2020, *based on preliminary, unaudited results, subject to change*. On June 24, 2011, the Tax Levy Limit Law was enacted, which imposes a tax levy limitation upon the municipalities, school districts and fire districts in the State, including the Town. (See “*Tax Levy Limit Law*” herein).

The following table sets forth total General Fund revenues and real property taxes received for each of the last five audited fiscal years, the most recent unaudited fiscal year and the amount budgeted for the current fiscal year.

### **General Fund Revenues & Real Property Taxes**

Fiscal Year <u>Ended December 31:</u>	Total <u>Revenues</u> <sup>(1)</sup>	Real Property <u>Taxes</u>	Ratio of Real Property Taxes to <u>Total Revenues</u>
2015	\$88,211,741	\$37,918,619	42.99%
2016	87,098,604	37,673,038	43.25
2017	85,024,140	32,579,153	38.32
2018	88,445,433	34,998,756	39.57
2019	93,308,562	37,525,346	40.22
2020 (Unaudited)	95,358,707	38,997,701	40.90
2021 (Adopted Budget)	103,008,631	44,610,982	43.31

<sup>(1)</sup> General Fund, Townwide.

Source: Audited and Unaudited Financial Statements and Adopted Budgets of the Town. Summary is not audited.



## *State Aid*

The Town receives financial assistance from the State. State aid accounted for approximately 1.82% (exclusive of Local aid component which is comprised of primarily sales tax) of the total General Fund revenues of the Town for the fiscal year ended December 31, 2020, *based on preliminary, unaudited results, subject to change*. \$1,272,200 is budgeted for State aid in the 2021 Adopted Budget, representing 1.24% of budgeted General Fund Revenues.

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 Town, in this year or future years, the Town 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 Town, 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 Town. No assurance can be given that present State aid levels will be maintained in the future. Currently, due to the outbreak of COVID-19, the State has declared a state of emergency and the Governor has taken steps designed to mitigate the spread and impacts of COVID-19, including closing schools and non-essential businesses. The outbreak of COVID-19 and the dramatic steps taken by the State to address it are expected to negatively impact the State's economy and financial condition. The full impact of COVID-19 upon the State is not expected to be known for some time; however, it is anticipated that the State will experience budgetary restrictions which will require certain gap-closing actions. Such actions may include, but are not limited to: reductions in State agency operations and/or the delay, elimination or substantial reduction in payments to municipalities, school districts or other recipients of State aid in the State. If this were to occur, reductions in the payment of State aid could adversely affect the financial condition of municipalities and school districts in the State, requiring either a counterbalancing increase in revenues from other sources to the extent available, or a curtailment of expenditures. (See also "*RISK FACTORS*" herein.)

The Town relies in part on State aid to fund its operations. There can be no assurance that the State appropriation for State aid to municipalities will be continued in future years, either pursuant to existing formulas or in any form whatsoever. State aid appropriated and apportioned to the Town 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, the impact to the State's economy and financial condition due to the COVID-19 outbreak and other circumstances, including State fiscal stress. Should the Town fail to receive State aid expected from the State in the amounts or at the times expected, occasioned by a delay in the payment of such monies or by a reduction in State aid, the Town is authorized by the Local Finance Law to provide operating funds by borrowing on account of the uncollected State aid.

The State's 2020-2021 Adopted Budget authorizes the State's Budget Director to make periodic adjustments to nearly all State spending, including State Aid, in the event that actual State revenues come in below 99% percent of estimates or if actual disbursements exceed 101% of estimates. Specifically, the legislation provides that the State Budget Director will determine whether the State's 2020-2021 budget is balanced during three "measurement periods": April 1 to April 30, May 1 to June 30, and July 1 to Dec. 31. According to the legislation, if "a General Fund imbalance has occurred during any Measurement Period," the State's Budget Director will be empowered to "adjust or reduce any general fund and/or state special revenue fund appropriation ... and related cash disbursement by any amount needed to maintain a balanced budget," and "such adjustments or reductions shall be done uniformly across the board to the extent practicably or by specific appropriations as needed." The legislation further provides that prior to making any adjustments or reductions, the State's Budget Director must notify the Legislature in writing and the Legislature has 10 days following receipt of such notice to prepare and approve its own plan. If the Legislature fails to approve its own plan, the Budget Director's reductions take effect automatically.

On October 30, 2020, the New York State Division of the Budget released the fiscal year ending 2021 First Quarterly State Budget Financial Plan Update, which projects a \$14.9 billion General Fund revenue decline and a 15.3% decline in tax receipts from prior budget forecasts. The State further projects a total revenue loss of \$63 billion through the State's fiscal year ending 2024 as a direct consequence of the COVID-19 pandemic. The State has announced that in the absence of Federal funding to offset this revenue loss, the State has begun to take steps to reduce spending, including but not limited to, temporarily holding back 20% of most aid payments to local governments and school districts. According to the State, all or a portion of such temporary reductions in aid payments may be converted to

permanent reductions, depending on the size and timing of any new Federal aid. Such reductions or delays in the payment of State aid could adversely affect the financial condition of municipalities and school districts in the State.

Should the Town fail to receive State aid expected from the State in the amounts and at the times expected, occasioned by a delay in the payment of such monies or by a mid-year reduction in State aid, the Town is authorized by the Local Finance Law to provide operating funds by borrowing in anticipation of the receipt of uncollected State aid.

The following table sets forth total General Fund revenues, State aid and Mortgage tax received for each of the last five audited fiscal years, the most recent unaudited fiscal year and the amount budgeted for the current fiscal year.

**General Fund Revenues & State Aid**

Fiscal Year <u>Ended December 31:</u>	Total <u>Revenues<sup>(1)</sup></u>	<u>State Aid</u>	<u>Mortgage Tax</u>	Total State Aid and <u>Mortgage Tax</u>	Ratio of State Aid and Mortgage Tax to <u>Total Revenues</u>
2015	\$88,211,741	\$706,662	\$7,030,765	\$7,737,427	8.77%
2016	87,098,604	947,789	9,501,515	10,449,304	12.00
2017	85,024,140	607,500	10,645,977	11,253,477	13.24
2018	88,445,433	514,025	9,357,412	9,871,437	11.16
2019	93,308,562	1,486,600	10,373,907	11,860,507	12.71
2020 (Unaudited)	95,358,707	2,871,841	12,871,467	15,743,308	16.51
2021 (Adopted Budget)	103,008,631	1,272,200	11,000,000	12,272,200	11.91

(1) General Fund, Townwide.

(2) Excludes Local aid components (primarily sales tax revenues) which are reflected as Non-Property Tax Items in the Town's Audited Financial Statements.

Source: Audited and Unaudited Financial Statements and Adopted Budgets of the Town. Summary is not audited.

The State receives a substantial amount of federal aid for health care, education, transportation and other governmental purposes, as well as federal funding to respond to, and recover from, severe weather events and other disasters. Many of the policies that drive this federal aid may be subject to change under the federal administration and the current Congress. Current federal aid projections, and the assumptions on which they rely, are subject to revision in the future as a result of changes in federal policy, the general condition of the global and national economies and other circumstances, including the diversion of federal resources to address the current COVID-19 outbreak.

The federal government may enact budgetary changes or take other actions that adversely affect State finances. State legislation adopted with the State's 2019-2020 Enacted Budget continues authorization for a process by which the State would manage significant reductions in federal aid during federal fiscal year 2020 should they arise. Specifically, the legislation allows the State Budget Director to prepare a plan for consideration by the State Legislature in the event that the federal government (i) reduces federal financial participation in Medicaid funding to the State or its subdivisions by \$850 million or more; or (ii) reduces federal financial participation of other federal aid funding to the State that affects the State Operating Funds financial plan by \$850 million or more, exclusive of any cuts to Medicaid. Each limit is triggered separately. The plan prepared by the State Budget Director must equally and proportionately reduce appropriations and cash disbursements in the State's General Fund and State Special Revenue Funds. Upon receipt of the plan, the State Legislature has 90 days to prepare its own corrective action plan, which may be adopted by concurrent resolution passed by both houses, or the plan submitted by the State Budget Director takes effect automatically.

Reductions in federal funding levels could have a materially adverse impact on the State budget. In addition to the potential fiscal impact of policies that may be proposed and adopted by the federal administration and Congress, the State budget may be adversely affected by other actions taken by the federal government, including audits, disallowances, and changes to federal participation rates or other Medicaid rules.

## ***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 Town as "no designation" with a fiscal score of 7.9 and an Environmental Score of 23.3 for the fiscal year ended December 31, 2019.

The financial affairs of the Town are subject to periodic compliance reviews by OSC to ascertain whether the Town has complied with the requirements of various State and federal statutes. The last audit conducted by OSC was released on September 20, 2019. The purpose of the audit was to determine whether the Town Assessor properly administered select real property tax exemptions for the period December 1, 2017 through November 30, 2018. The complete report can be obtained from OSC's website.

See the State Comptroller's official website for more information regarding the foregoing. References to websites and/or website addresses presented herein are for informational purposes only and implies no warranty of accuracy of information therein. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into, and are not part of, this Official Statement.

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## TAX INFORMATION

### *Valuations and Tax Data*

The following table shows the trend during the last five years for taxable assessed valuations, State equalization ratios, full valuations, real property taxes and real property tax rates per \$1,000 assessed valuation.

**Valuations and Tax Data**  
(For the Fiscal Years Ending December 31:)

	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>
Assessed Value	\$4,339,866,764	\$4,338,125,262	\$4,357,318,014	\$4,379,742,666	\$4,388,649,079
Equal. Ratio	12.70%	12.70%	12.12%	11.35%	10.77%
Full Value	34,172,179,244	34,158,466,630	35,951,468,762	38,588,041,110	40,748,830,817
Tax Levy:					
Town: General Fund	37,697,377	32,608,831	35,022,977	37,534,096	39,023,481
TOV Fund	1,971,958	1,662,364	1,644,888	1,772,487	1,440,568
Highway Fund	18,166,119	27,629,424	27,179,102	27,461,315	27,800,594
General Fund Tax Rate <sup>(1)</sup>	\$8.69	\$7.52	\$8.04	\$8.57	\$8.89

(1) Per \$1,000 assessed valuation of the Town – General Fund.

Source: Town of Islip, Office of the Comptroller.

### *Tax Collection Procedure*

Property taxes for the Town, together with County, fire and school district taxes are collected by the Town Tax Receiver on a single tax bill. Such taxes are due and payable in equal installments on December 1 and May 10, but may be paid without penalty by January 10 and May 31, respectively. Penalties on unpaid taxes are 1% per month from the date such taxes are due and payable and 10% after May 31. As a result of the COVID-19 pandemic, the County delayed its payment deadline for the 2020 fiscal year, without penalty, to July 15<sup>th</sup>.

The Town Tax Receiver distributes the collected tax money to the Town, fire and school districts prior to distributing the balance collected to the County. After May 31st, when the rolls are turned over to the County, all taxes are payable to the County Treasurer with an additional penalty to date of payment. Tax sales are held annually by the County. Uncollected amounts are not segregated by the Receiver and any deficiency in tax collection is the County's liability. The Town thereby is assured of full tax collection.

The following table reflects real property tax levies and collections of the Town for the past five fiscal years:

### **Real Property Tax Levies and Collections**

<u>Fiscal Year</u> <u>Ended December 31:</u>	<u>Gross</u> <u>Tax Levy<sup>(1)</sup></u>	<u>Amount</u> <u>Uncollected by</u> <u>Town Receiver</u>	<u>Percentage</u> <u>of Taxes</u> <u>Uncollected<sup>(2)</sup></u>
2016	\$1,092,635,515	\$35,741,495	3.27%
2017	1,090,075,910	34,682,805	3.18
2018	1,113,493,581	38,998,168	3.50
2019	1,137,529,673	38,743,003	3.41
2020	1,167,327,299	61,562,755	5.27

(1) Includes School, Fire, County, Town and Special District.

(2) The Town annually receives 100% of its tax levy from the County.

## ***Largest Taxpayers***

The following table presents the taxable assessments of the Town's ten largest taxpayers for the 2020 fiscal year:

### **Taxable Assessments**

<u>Taxpayer</u>	<u>Nature of Business</u>	<u>Assessed Valuation</u>	<u>% of Total Assessed Valuation<sup>(1)</sup></u>
Long Island Power Authority	Public Utility	\$ 46,728,135	1.06%
Westland South Shore Mall LLP	Retail Mall	30,261,400	0.69
LILCO c/o Keyspan	Public Utility	26,658,665	0.61
Keyspan Gas East Corporation	Public Utility	20,693,863	0.47
Heatherwood House	Apartments	13,421,600	0.31
New York State	Government	10,890,947	0.25
Island Headquarters Oper LLC	Commercial	9,816,600	0.22
Verizon New York Inc.	Commercial	9,726,853	0.22
Pilgrim State Hospital	Hospital	8,798,613	0.20
Islandia SCI, LLC & Islandia SCH, LLC	Shopping Center	<u>8,249,700</u>	<u>0.19</u>
	Total:	<u>\$185,246,376</u>	<u>4.22%</u>

(1) The total 2020 assessed value of the Town's General Fund is \$4,388,649,079.

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

Prior to the enactment of Chapter 97 of the New York Laws of 2011, as amended (the "*Tax Levy Limit Law*"), all the taxable real property within the Town has been subject to the levy of ad valorem taxes to pay the bonds and notes of the Town and interest thereon without limitation as to rate or amount. However, the Tax Levy Limit Law imposes a tax levy limitation upon the Town for any fiscal year commencing after January 1, 2012, without providing an exclusion for debt service on obligations issued by the Town. As a result, the power of the Town to levy real estate taxes on all the taxable real property within the Town, without limitation as to rate or amount is subject to statutory limitations, according to the formulas set forth in Tax Levy Limit Law.

The following is a brief summary of certain relevant provisions of Tax Levy Limit Law. The summary is not complete and the full text of the Tax Levy Limit Law should be read in order to understand the details and implications thereof. The Tax Levy Limit Law imposes a limitation on increases in the real property tax levy of the Town, subject to certain exceptions. The Tax Levy Limit Law permits the Town to increase its overall real property tax levy over the tax levy of the prior year by no more than the "Allowable Levy Growth Factor", which is the lesser of one and two-one hundredths or the sum of one plus the Inflation Factor; provided, however that in no case shall the levy growth factor be less than one. The "Inflation Factor" is the quotient of: (i) the average of the 20 National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior to the start of the coming fiscal year minus the average of the National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior to the start of the prior fiscal year, divided by: (ii) the average of the National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior to the start of the prior fiscal year, with the result expressed as a decimal to four places. The Town is required to calculate its tax levy limit for the upcoming year in accordance with the provision above and provide all relevant information to the New York State Comptroller prior to adopting its budget. The Tax Levy Limit Law sets forth certain exclusions to the real property tax levy limitation of the Town, including exclusions for certain portions of the expenditures for retirement system contributions and tort judgments payable by the Town. The governing board of the Town may adopt a budget that exceeds the tax levy limit for the coming fiscal year, only if the governing board of the Town first enacts, by a vote of at least sixty percent of the total voting power of the governing board of the Town, a local law to override such limit for such coming fiscal year. With the exception of fiscal years 2017 and 2021, the Town's tax levy has not exceeded the cap imposed by the Law since fiscal year 2015.

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 bonds or notes of the Town or such indebtedness incurred after the effective date of the Tax Levy Limit Law. As such, there can be no assurances that the Tax Levy Limit Law will not come under legal challenge for violating (i) Article VIII, Section 12 of the State Constitution for not providing an exception for debt service on obligations issued prior to the enactment of the Tax Levy Limit Law, (ii) Article VIII, Section 10 of the State Constitution by effectively eliminating the exception for debt service to general real estate tax limitations, and (iii) Article VIII, Section 2 of the State Constitution by limiting the pledge of its faith and credit by a municipality or school district for the payment of debt service on obligations issued by such municipality or school district.

## **TOWN INDEBTEDNESS**

### ***Constitutional Requirements***

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

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

The Town may contract indebtedness only for a Town 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 in one of the two fiscal years immediately succeeding the fiscal year in which such indebtedness was contracted, 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, weighted average period of probable usefulness of the several objects or purposes for which such indebtedness is to be contracted; unless substantially level or declining annual debt service is authorized and utilized, no installment may be more than fifty percent in excess of the smallest prior installment. The Town 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 bond anticipation notes.

*General.* The Town is further subject to constitutional limitation by the general constitutionally imposed duty of the State Legislature to restrict the power of taxation and contracting indebtedness to prevent abuses in the exercise of such powers. As has been noted under “*Nature of Obligation*”, the State Legislature is prohibited by a specific constitutional provision from restricting the power of the Town to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted. However, the Chapter 97 of the New York Laws of 2011, as amended, imposes a statutory limitation on the Town’s power to increase its annual tax levy. (See “*Tax Levy Limit Law*” herein).

*Debt Limit.* The Town has the power to contract indebtedness for any Town purpose so long as the principal amount thereof shall not exceed seven per centum of the most recent five-year average full valuation of taxable real estate of the Town and subject to certain enumerated exclusions and deductions such as water and certain sewer facilities and cash 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 final equalization rate as determined by the State Board of Real Property Services. The State Legislature is required to prescribe the manner by which such rate shall be determined. The average full valuation is determined by taking the sum of 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 has authorized the power and procedure for the Town to borrow and incur indebtedness by enactment of the Local Finance Law, subject to the constitutional provisions set forth above. The power to spend money, however, generally derives from other law, including specifically the Town Law and the General Municipal Law.

Pursuant to the Local Finance Law, the Town authorizes the incurrence of indebtedness, including 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 Town Board, the finance board of the Town. Certain such resolutions are be subject to permissive referendum, or may be submitted to the Town voters at the discretion of the Town Board. If a bond resolution is submitted to the voters by the Town Board, then only a three-fifths vote of the Town Board is needed for adoption.

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 restrictions (Constitution, Local Finance law and case law) relating to the period of probable usefulness with respect thereto.

The Local Finance Law also provides a twenty-day statute of limitations after publication of a bond resolution, which, in effect, estops thereafter legal challenges to the validity of obligations authorized by such bond resolution, except for alleged constitutional violations. Except on rare occasions, the Town complies with this estoppel procedure. It is a procedure that is recommended by Bond Counsel, but it is not an absolute legal requirement.

Each bond resolution also authorizes the issuance of bond anticipation notes prior to the issuance of serial bonds. Statutory law in New York permits bond anticipation notes to be issued. Bond anticipation notes may be renewed each year, provided annual principal installment payments are made in reduction of the total amount of such notes, commencing no later than two years after the date of the first of such notes and provided that, other than for assessable projects, such renewals do not extend 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*" herein.)

In addition, under each bond resolution, the Town Board may delegate, and has delegated, power to issue and sell bonds and notes, to the Supervisor, the chief fiscal officer of the Town.

In general, the Local Finance Law contains provisions providing the Town with power to issue certain other short-term general obligation indebtedness, including revenue and tax anticipation notes and budget, deficiency and capital notes.

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

The following table sets forth the current debt-contracting limitation of the Town.

### **Debt Contracting Limitation**

Fiscal Year Ended <u>December 31:</u>	Assessed <u>Valuation</u>	State Equalization <u>Ratio</u> <sup>(1)</sup>	Full <u>Valuation</u>
2016	\$4,339,866,764	0.1270	\$ 34,172,179,244
2017	4,338,125,262	0.1270	34,158,466,630
2018	4,357,318,014	0.1212	35,951,468,760
2019	4,379,742,666	0.1135	38,588,041,110
2020	4,388,649,079	0.1077	<u>40,748,830,817</u>
Total Five-Year Full Valuation			\$183,618,986,561
Average Five-Year Full Valuation			\$ 36,723,797,312
Debt Contracting Limitation - 7% of Average Full Valuation			<u>\$ 2,570,665,812</u>

<sup>(1)</sup> Equalization rates are established by the New York State Board of Real Property Services.

Source: Town of Islip, Town Receiver of Taxes Office and the New York State Board of Real Property Services.

## ***Debt Statement Summary***

The following table sets forth the computation of the debt limit of the Town and its debt contracting margin as of April 19, 2021.

Five Year Average Full Valuation of Taxable Real Property .....	\$36,723,797,312
Debt limit (7% thereof) .....	2,570,665,812
Outstanding Indebtedness <sup>1,2</sup> (Principal Only):	
Bonds Outstanding .....	\$163,425,000
Bond Anticipation Notes.....	<u>15,375,000</u>
Total Indebtedness .....	\$178,800,000
Excluded Indebtedness <sup>(1)</sup> (Principal Only):	
Appropriations .....	\$ 15,160,000
Water Debt .....	611,219
Sewer Debt.....	<u>2,890,000</u>
Total Exclusions.....	\$ 18,661,219
Total Net Indebtedness.....	<u>160,138,781</u>
Net Debt Contracting Margin.....	<u>\$2,410,527,031</u>
Percentage of Debt Contracting Power Exhausted.....	6.23%

- (1) Tax anticipation notes and revenue anticipation notes are not included in the computation of the statutory debt limit of the Town.
- (2) Does not include pension payments amortized with New York State. (See “*Status and Financing of Employee Pension Benefits*” herein).



### ***Bond Anticipation Notes***

On May 12, 2020, the Town issued \$12,485,000 Bond Anticipation Notes – 2020 Series A, which mature on May 12, 2021. These notes will be redeemed with proceeds from the sale of the Series A Bonds, along with available funds. On May 12, 2020, the Town issued \$2,890,000 Bond Anticipation Notes – 2020 Series B (Federally Taxable), which mature on May 12, 2021. These notes will be redeemed with proceeds from the sale of the Notes, along with available funds.

On February 16, 2021, the Town issued \$900,000 Bond Anticipation Notes – 2021 Series A (Federally Taxable), which mature on February 16, 2022.

### ***Tax and Revenue Anticipation Notes***

The Town has not found it necessary to issue tax or revenue anticipation notes in recent years.

### ***Trend of Outstanding Indebtedness***

	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020<sup>(1)</sup></u>
Bonds	\$142,165,000	\$146,660,000	\$173,170,000	\$171,960,000	\$167,520,000
Bond Anticipation Notes	<u>8,000,000</u>	<u>17,969,500</u>	<u>2,950,000</u>	<u>5,520,000</u>	<u>15,375,000</u>
Total Debt Outstanding	<u>\$150,165,000</u>	<u>\$164,629,500</u>	<u>\$176,120,000</u>	<u>\$177,480,000</u>	<u>\$182,895,000</u>

(1) Unaudited.

Source: Town Financial Records.

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

The real property taxpayers of the Town are responsible for a proportionate share of outstanding debt obligations of the County, as well as various villages, school districts, and fire districts. Such taxpayers' share of this overlapping debt is based upon the amount of the Town's equalized property values taken as a percentage of each separate units' total values. The table below sets forth both the total outstanding principal amount of debt issued by the Town and the approximate magnitude of the burden on taxable property in the Town of the debt issued and outstanding by such overlapping entities.

#### **Statement of Direct and Estimated Overlapping Indebtedness**

Gross Direct Indebtedness				\$ 178,800,000
Exclusions and Deductions				<u>18,661,219</u>
Net Direct Indebtedness				<u>\$ 160,138,781</u>
<b><u>Overlapping Debt</u></b>				
<u>Issuer</u>	<u>Net Debt Outstanding</u>	<u>Town Share</u>	<u>As of</u>	<u>Amount Applicable To Town</u>
Suffolk County	\$1,364,875,571	12.87%	12/03/20	\$ 175,659,486
Incorporated Villages	18,040,161	100.00	05/31/20	18,040,161
School Districts	472,673,705	Varied <sup>(1)</sup>	06/30/20	379,125,060
Fire Districts	20,450,000	100.00	12/31/19	<u>20,450,000</u>
Total Net Overlapping Debt				593,274,707
Total Net Direct Debt				<u>160,138,781</u>
Total Net Direct and Overlapping Debt				<u>\$ 753,413,488</u>

(1) Four of the twelve School Districts located within the Town are jointly shared with other towns and have been individually adjusted to account for that overlap.

## ***Debt Ratios***

The following table presents certain debt ratios relating to the Town's direct and overlapping indebtedness.

### **Debt Ratios**

	<u>Amount</u>	Debt Per <u>Capita</u> <sup>(1)</sup>	Debt to <u>Full Value</u> <sup>(2)</sup>
Net Direct Debt	\$ 160,138,781	\$ 486	0.39%
Net Direct and Overlapping Debt	753,413,488	2,286	1.85

(1) The population of the Town is 329,610 according to the U.S. Census Bureau.

(2) The full value of real property located in the Town for the 2020 fiscal year is \$40,748,830,817.

## ***Debt Service Schedule***

The following table sets forth the annual debt service requirements on all outstanding long-term Town general obligation bonds, exclusive of the Bonds and economically defeased obligations.

### **Bond Principal and Interest Maturity Table**

Fiscal Ended <u>December 31:</u>	Principal <u>Outstanding</u>	Interest <u>Outstanding</u>	Total Debt <u>Service</u>
2021 <sup>(1)</sup>	\$ 19,255,000	\$ 5,888,663	\$ 25,143,663
2022	18,335,000	5,250,945	23,585,945
2023	19,010,000	4,555,145	23,565,145
2024	18,385,000	3,825,995	22,210,995
2025	17,750,000	3,127,058	20,877,058
2026	15,570,000	2,490,133	18,060,133
2027	14,385,000	1,931,745	16,316,745
2028	12,965,000	1,417,521	14,382,521
2029	11,055,000	967,078	12,022,078
2030	9,910,000	595,019	10,505,019
2031	5,250,000	270,325	5,520,325
2032	2,780,000	150,400	2,930,400
2033	<u>2,870,000</u>	<u>64,750</u>	<u>2,934,750</u>
Totals	<u>\$167,520,000</u>	<u>\$30,534,776</u>	<u>\$198,054,776</u>

(1) For the entire fiscal year.

Source: Town of Islip, Office of the Comptroller.

## ***Capital Planning and Budgeting***

Pursuant to Section 99-g of the General Municipal Law, the Town has undertaken the planning and execution of a capital program in accordance with the provisions of such section. The adoption of such program is not, in the case of the Town, subject to referendum. At any time after the adoption thereof, the Town Board by the affirmative vote of two-thirds of its total membership, may amend such program by adding, modifying or abandoning the projects, or by modifying the methods of financing.

The Capital program serves as an excellent tool for monitoring municipal spending in accordance with a justified and coordinated program within the overall context of future planning. Annual revisions can be expected in order to update

and refine major capital needs for the present and future. The program, designed to meet current and future needs of the Town, is financed through long-term borrowing so that the cost is shared not only with current taxpayers, but also with the future taxpayers who will derive the long range benefits of the program.

The Capital Budget has been compiled from requests by Town Departments for major and long lasting improvements and facilities throughout the Town.

Below is a summary of the proposed Capital Budget for 2021-2024.

	2021 Capital Request	2022 Capital Request	2023 Capital Request	2024 Capital Request
Planning	\$ 300,000	\$ 440,000	\$ 365,000	\$ 365,000
Data Processing	1,131,000	516,000	500,000	540,000
Public Safety Enforcement	803,000	503,000	405,000	455,000
Town Clerk	45,000	0	0	0
Public Works	15,525,000	14,525,000	13,475,000	13,775,000
Parks and Recreation	5,475,000	12,525,000	8,950,000	9,550,000
Environmental Control	6,780,000	3,843,500	3,450,000	1,815,000
Total Town Capital	<u>\$ 30,059,000</u>	<u>\$ 32,352,500</u>	<u>\$ 27,145,000</u>	<u>\$ 26,500,000</u>
Long Island MacArthur Airport	97,000	50,000	95,000	50,000
Totals	<u><u>\$ 30,156,000</u></u>	<u><u>\$ 32,402,500</u></u>	<u><u>\$ 27,240,000</u></u>	<u><u>\$ 26,550,000</u></u>

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

Following the issuance of the Bonds and the Notes, the Town will have authorized but unissued debt for the following purposes:

On February 12, 2013, the Town Board authorized the issuance of \$19,900,000 of serial bonds for a beach re-nourishment project. The Town is currently working with the Army Corps of Engineers and does not have a timeframe for the issuance of these bonds, or whether bonds will be issued for this project.

On March 19, 2013, the Town Board authorized the issuance of \$250,000 for the purchase of computer software. It is not known when, or if, the Town will be issuing debt for this purpose.

On February 12, 2019, the Town Board authorized the issuance of \$6,000,000 for the preparation of design plans and specifications for proposed improvements to Long Island MacArthur Airport. It is not known when the Town will be issuing debt for this purpose.

On February 11, 2020, the Town Board authorized the issuance of \$9,781,000 for various purposes which remain unissued. It is not known when the Town will be issuing debt for these purposes.

### ***Installment Purchase Debt***

The Town does not have any installment debt obligations.

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## ECONOMIC AND DEMOGRAPHIC DATA

### *Economy*

While the Town is primarily residential, more than 5,600 acres of the Town are zoned for industrial use. The Town has more than 3,400 listed businesses and more than 89,000 occupied dwelling units. Some of the major employers in the Town and the approximate number of persons employed by each include the following:

<u>Name</u>	<u>Primary Business Activity</u>	<u>Approximate Number of Employees</u>
Good Samaritan Hospital	Hospital	3,500
Southside Hospital	Hospital	2,500
Nature's Bounty	Vitamins, Minerals, & Nutrients	2,100
Broadridge Financial Services	Payroll/ Date Services	1,700
Positive Promotions	Manufacturer of Promotional Products	600
Sysco	Food Product Distributor	600
Creative Bath	Manufacturer of Generic Pharmaceuticals	550
Wenner Bread Products	Food Products	550
Data Device	Electronic Components	500
Ascent Pharmaceuticals	Manufacturer of Generic Pharmaceuticals	460
Allstate	Regional Headquarters	385
David Peysner Sportswear	Manufacturer/Distributor of Sportswear	350
Whitson's	Manufacturer of Prepared Foods	350
Blackman Plumbing Supplies	Distributor	340
Noris Food Services	Manufacturer of Prepared Foods	320
Century Direct	Direct Mail	310
Land Tek	Construction	305
Verizon	Communications/Call Center	300
G.E. Aviation	Electronic Test-Equipment & Aircraft Systems	250

Source: Town of Islip-Economic Development Division.

The growth of economic development in the Town is largely the result of expansion of planned industrial parks and an aggressive marketing campaign undertaken by the Town government. There are 30 such industrial parks located within the Town, encompassing over 2,100 acres with 30,000,000 square feet of building space completed.

The Town's Office of Economic Development's aggressive approach towards business retention and expansion has resulted in a tremendous surge in economic activity following the lean years of the Great Recession. Since 2012, the Islip Industrial Development Agency has induced 135 projects representing almost \$1.1 billion in capital investment, while creating and retaining more than 14,100 jobs. Those projects range in size from Broadridge Financial Solutions, a servicing company for the financial industry founded in 2007 as a spin-off from ADP to MultiDyne Electronics, a manufacturer of video and fiber optic systems for the transfer of video and audio for broadcast applications. Broadridge was a threat to leave Long Island and take their 1,500 Brentwood based employees with them to New Jersey but the Town IDA partnered with the County and State to successfully keep them in the Town. MultiDyne moved from their previous cramped headquarters in Nassau County into 20,000 square feet in Hauppauge and is expected to double its sales growth and employees in the next few years. Nature's Bounty, the world's largest manufacturer of natural vitamins and supplements and headquartered in Ronkonkoma, considered moving all its manufacturing and distribution off Long Island. Partnering with the State, the Agency induced them to stay, protecting the more than 2,000 Islip-based jobs.

Redevelopment of the former Central Islip State Psychiatric hospital grounds has been a major policy objective of the Town for over 30 years. That redevelopment has been done in accordance with a mixed-use development plan adopted by the Town Board in 1987 and further amended on several occasions. The site contains various uses including industrial, retail, office, education, recreation, municipal, hotel and housing, both owner occupied and rental. In 2015, the Town sold 18 acres of property adjacent to the existing 96-acre Tech Park, to Ascent Pharmaceuticals. Phase 1 of

their development, a 260,000 square foot pharmaceutical manufacturing facility to complement their existing 248,000 square foot generic pharmaceutical manufacturing facility across the street, was completed in 2018 and now employs 235 people. Phase 2 of the 18-acre development, an 80,000 square foot bottle manufacturing plant was completed in late 2018 and employs 28 people. The combined capital investment at this site will be more than \$44 million. When completed, Ascent is expected to employ more than 500 people at their three Central Islip buildings total. Recently, Alpha Med Realty, a related company, broke ground on a 90,000 square foot warehouse facility on 6 acres where they expect to employ an additional 18 people. Also, in the first quarter of 2012, CVD Equipment purchased the former Jasco building for use as their corporate headquarters and manufacturing facility. CVD is a high-tech manufacturer of products for the global semi-conductor, solar, nano and advanced electronics industry. CVD opened their refurbished facilities in the first quarter of 2013. In November 2017, CVD purchased a 178,000 square foot building, also in Tech Park, with the intent of expanding their manufacturing operations. This represents an additional \$18.8 million investment in Central Islip.

In 2005, the Town completed an amendment to the Central Islip Community Revitalization Plan, which included more mixed-use development including housing, office and industrial. As a result of the amendment, several new projects are either completed or underway in Central Islip. Foxgate at Islip is a 287-unit condominium and rental-housing complex with twenty percent of the units set aside for affordable housing. Construction on the condominium complex is now complete and sales have been better than projected. The rental complex is expected to start construction in 2023, following permit and plan approval. A recreational facility opened in spring of 2016 on Town-owned land adjacent to Foxgate and is managed by the Police Athletic League. In 2011, Sysco, the world's largest marketer and distributor of food service products constructed a \$75 million state-of-the-art food distribution center in Central Islip. The facility opened for distribution in May 2012 and Sysco currently employs approximately 250 people.

Gull Haven Commons, a luxury rental-housing complex on 29 acres of the former psychiatric facility, was approved for development by the Town Board in 2017 and is well under construction. The project will preserve the architecturally significant "Sunburst Buildings" and represents an investment of over \$52 million. Phase II of the project was approved for construction in 2020 and will add 24 units to the original plan, bring the total number of units for the project to 292. A 130-room Marriott Courtyard hotel opened in December 2017, immediately adjacent to a Marriott Residence Inn, which opened its doors in Fall 2013. A 21-acre youth sports and training facility broke ground in Fall 2017 and is expected to be open for use in 2021. The \$13 million complex, which is directly across the street from the twin hotel complex, is expected to provide recreational services to local and regional youths and draw participants from outside the Long Island region through tournament play. The New York Institute of Technology has entered into an agreement to sell 87 acres of property in Central Islip to Steel Equities, a Long Island developer, who plans to build another rental-housing complex. The planning department approved that plan in 2020 and the existing buildings will be re-purposed for multi-family housing and will yield over 350 units. Also in Central Islip, O'Shea properties developed a 31-unit multi-tenanted industrial building that was completed then completely leased out during the height of the pandemic.

In addition to Central Islip, the Veteran's Highway Corridor in Bohemia/Ronkonkoma continues to attract development largely due to the influence of Long Island MacArthur Airport. It has been identified as the "fastest growing business hub in Suffolk County" (LI Business News) and the LI Forum for Technology (LIFT) identified the Ronkonkoma/Bohemia/Holbrook area as having the largest concentration of aerospace companies on Long Island. North Atlantic Industries, Data Device Corporation, GE Aviation, Passur Aerospace and Magellan Aerospace are just a few of the companies that make up this significant aerospace cluster. In 2019, the IDA closed on a project with aerospace giant Cobham Plc, to consolidate its two Long Island based properties into one 96,000 square foot manufacturing facility in Bohemia. The company has started moving its 246 employees into the Bohemia facility and expects to add 25 more jobs within two years. Another significant Veteran's Highway Corridor project is the \$25 million Perfume Center of America building in Ronkonkoma, a 220,000 square foot warehouse/distribution/fulfillment facility, employing almost 100 people. In late 2020, North Atlantic Industries relocated down the street on Wilbur Place in Bohemia and expanded their footprint from 31,000 sf to 94,000 sf.

In downtown Bay Shore, many significant projects have occurred over the years. The Town's strategy of encouraging adaptive re-use, high density housing and mixed-use within the defined downtown corridor has resulted in much greater economic activity. The 260-seat Boulton Center for Performing Arts occupies a former vacant theater. The reconstruction of the 34,000 square foot Dominy Building is completely occupied with 17,000 square feet of retail space on the first floor and residential apartments above. The long vacant Vitagraph Studio was restored for luxury

loft apartments and is completely occupied and the Burlington Coat Factory was restored for back-office operations for the Good Samaritan Hospital. Village Place, on the corner of Main Street and Park Avenue, Bay Shore is a mixed-use project containing 5,865 square feet of first floor commercial space and 32 rental units opened in spring of 2016 and is fully occupied. The project replaces 11,590 square feet of dilapidated commercial space. Bay Shore Main and Fourth has recently completed construction, converting an old retail building to a mixed-use facility, adding 29 apartments over first floor retail and office, with an investment of over \$10 million. Finally, three additional mixed-use projects started construction in 2019. Upon completion, Eleven Maple Ave Associates will add 90 residential rental units and 1,800 square feet of retail, while investing more than \$23 million; Park Ave Bay Shore LLC will also add 90 residential rental units and 1,000 square feet of retail; and Bay Shore Senior Housing will add 75 residential units with an 8,000 square foot community center, with an investment of more than \$30 million. The former Southside Hospital in Bay Shore which is part of Northwell Health System, was re-branded as South Shore University Hospital. It continues to be a massive driver of economic activity. In 2020, they completed and cut the ribbon on a 1,000-parking structure. This will allow for the continued expansion of the hospital facility in the near future. The last hurdles have been cleared for the sale of the former Touro School of Health Sciences on Union Blvd in Bay Shore. The Tritec organization plans on developing a 418-unit multi-family, transit oriented development on this 10-acre site.

The Town currently has roughly 4,200 acres of land zoned for industrial uses. This acreage includes the 52-acre Foreign Trade Zone, a site exclusively for duty-free importing firms. Below are some of the major industrial parks located in the Town:

- |   |  |
|---|--|
| 1. Heartland, 380 acres                           | 2. Airport Industrial Plaza, 200 acres     |
| 3. Equi-Park Industrial Mall, 143 acres           | 4. Racanelli Industrial Park, 140 acres    |
| 5. Industrial Air Park, 128 acres                 | 6. Serota Corporate Park, 124 acres        |
| 7. Tech Park (Empire Zone), 100 acres             | 8. MacArthur Center, 90 acres              |
| 9. Gateway Industrial Park, 60 acres              | 10. Motor Parkway, 60 acres                |
| 11. Islip Foreign Trade Zone, 52 acres            | 12. Sherwood Corporate Park, 50 acres      |
| 13. Parkland Commercial Industrial Park, 40 acres | 14. Airport Industrial Plaza II, 38 acres  |
| 15. Parr Islandia Park, 32 acres                  | 16. Acres Aero-Teach Park, 29 acres        |
| 17. Drexel Drive Industrial Park, 28 acres        | 18. Furrows Industrial Center, 26 acres    |
| 19. Speedway Industrial Park, 25 acres            | 20. Expressway Drive South, 25 acres       |
| 21. Ocean Avenue and Veterans Highway, 24 acres   | 22. DaVinci Drive, 22 acres                |
| 23. Brentwood Industrial Park, 22 acres           | 24. Lakeland Industrial Park, 22 acres     |
| 25. Central Islip Industrial Park, 20 acres       | 26. MacArthur Industrial Complex, 19 acres |
| 27. Cardinal Industrial Park, 19 acres            | 28. Central Avenue, 15 acres               |
| 29. Airport Business Center, 14 acres             | 30. Fifth Avenue Industrial Park, 10 acres |
| 31. Church Avenue, 5 acres                        |  |

***Population Trends***

	<u>Town</u>	<u>County</u>	<u>State</u>
1990	299,754	1,321,864	17,990,455
2000	322,612	1,419,369	18,976,457
2010	335,543	1,493,350	19,378,102
2014	336,758	1,500,373	19,594,330
2015	336,747	1,501,373	19,673,174
2016	335,710	1,498,130	19,697,457
2018	330,914	1,477,000	19,530,000

Source: U.S. Census Bureau.

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## ***Unemployment Rate Statistics***

The information set forth below with respect to the County, State and Town is included for information purposes only.

### **Yearly Average Unemployment Rates**

<u>Year</u>	<u>Town</u>	<u>County</u>	<u>State</u>
2016	4.5%	4.4%	4.9%
2017	4.4	4.5	4.6
2018	3.7	3.8	4.1
2019	3.5	3.5	3.8
2020	8.8	8.5	10.0

### **Monthly Unemployment Rates**

<u>Month</u>	<u>Town</u>	<u>County</u>	<u>State</u>
March 2020	4.1%	4.3%	4.4%
April	18.3	17.9	16.2
May	14.1	13.5	15.7
June	13.4	12.9	14.8
July	13.2	12.4	14.8
August	10.2	9.5	11.6
September	6.7	6.4	9.9
October	6.2	5.8	8.3
November	5.9	5.7	8.3
December	5.8	5.8	8.5
January 2021	6.5	6.4	9.4
February	6.9	6.8	9.6

Source: State of New York, Department of Labor. (Note: Figures not seasonally adjusted).

**End of Appendix A**

**APPENDIX B**

**FINANCIAL STATEMENT SUMMARIES**



**Town of Islip**  
 Adopted Budgets - General Fund  
 Fiscal Year Ended December 31:

	<u>2020</u>	<u>2021</u>
Revenues:		
Real Property Taxes	\$ 38,997,701	\$ 44,610,982
Other Tax Items	1,373,000	1,400,000
Non-Property Tax	6,800,000	6,600,000
Departmental Income	9,549,525	10,874,150
Intergovernmental Charges	11,407,146	11,503,828
Use Of Money And Property	1,533,600	1,327,550
Licenses and Permits	590,800	567,400
Fines and Forfeitures	1,294,000	439,000
Sale of Property and Compensation for Loss	702,850	335,075
Miscellaneous	2,193,898	2,177,000
State Aid	11,335,000	12,272,200
Federal Aid	559,000	900,000
Interfund Revenues	4,790,626	5,501,446
Appropriated Fund Balance	<u>11,624,300</u>	<u>4,500,000</u>
 Total Revenue	 <u>\$ 102,751,446</u>	 <u>\$ 103,008,631</u>
Expenditures:		
General Government Support	\$ 24,834,594	\$ 23,969,805
Public Safety	10,455,350	10,263,700
Economic Assistance And Opportunity	2,446,350	2,717,945
Culture And Recreation	15,004,016	14,831,429
Home And Community Services	6,066,005	6,218,175
Employee Benefits	29,030,900	30,409,000
Interfund Transfers	2,290,231	2,200,577
Debt Service	<u>12,624,000</u>	<u>12,398,000</u>
 Total Expenditures	 <u>\$ 102,751,446</u>	 <u>\$ 103,008,631</u>

Source: Adopted Budgets of the Town.

**Town of Islip**  
**Balance Sheet**  
**General Fund**  
**Fiscal Year Ended December 31:**

	<u>2018</u>	<u>2019</u>	<u>2020<sup>(1)</sup></u>
<b>Assets:</b>			
Cash and Cash Equivalents	\$ 43,847,789	\$ 41,128,818	\$ 46,312,615
Accounts Receivable, Net	2,006,186	2,084,875	2,052,549
Due from Federal, State & Other Governments	3,145,238	729,841	2,119,912
Due from Enterprise Funds	1,000,882	1,484,855	1,123,222
Due from Fiduciary Funds	12,117,927	8,202,125	26,025,965
Due from Other Funds	1,219,494	1,313,847	
Prepaid Expenses	<u>1,163,628</u>	<u>1,094,826</u>	<u>1,168,527</u>
<b>Total Assets</b>	<u><u>\$ 64,501,144</u></u>	<u><u>\$ 56,039,187</u></u>	<u><u>\$ 78,802,790</u></u>
<b>Liabilities</b>			
Accounts Payables	\$ 1,652,778	\$ 1,821,327	\$ 1,543,406
Accrued Liabilities	997,065	1,136,726	954,306
Due To Other Governments	-	49,271	49,271
Due to Enterprise Funds	49,271	3,843	-
Due to Other Funds	817,890	2,598	324,357
Unearned/ Deferred Revenues	<u>19,869,683</u>	<u>16,868,123</u>	<u>43,923,712</u>
<b>Total Liabilities</b>	<u><u>\$ 23,386,687</u></u>	<u><u>\$ 19,881,888</u></u>	<u><u>\$ 46,795,052</u></u>
<b>Fund Balance:</b>			
<b>Non-spendable:</b>			
Prepays	\$ 1,163,628	\$ 1,094,826	\$ 1,168,527
<b>Restricted:</b>			
Culture and Recreation	281,606	286,260	287,379
Debt Service	2,611,529	3,713,891	4,080,648
<b>Assigned:</b>			
Purchase on Order or Contractual Obligations	3,262,068	323,737	455,468
Workers' Compensation	7,767,644	7,684,135	7,684,135
Judgements and Claims	5,677,867	5,149,642	5,149,642
Insurance	-	1,035,091	1,034,709
Postemployment Benefits	1,000,000	-	-
Subsequent Year's Budget	10,350,000	10,324,300	4,350,000
<b>Unassigned:</b>			
General Fund	<u>9,000,115</u>	<u>6,545,417</u>	<u>7,797,230</u>
<b>Total Fund Balance</b>	<u><u>\$ 41,114,457</u></u>	<u><u>\$ 36,157,299</u></u>	<u><u>\$ 32,007,738</u></u>
<b>Total Liabilities and Fund Balance</b>	<u><u>\$ 64,501,144</u></u>	<u><u>\$ 56,039,187</u></u>	<u><u>\$ 78,802,790</u></u>

(1) Preliminary unaudited results, subject to change.

Source: Audited and Unaudited Financial Statements of the Town.  
Summary itself is not audited.

**Town of Islip**  
**Combined Statement of Revenues, Expenditures**  
**and Changes in Fund Balance**  
**General Fund**  
**Fiscal Year Ending December 31:**

	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020<sup>(1)</sup></u>
<b>Revenues:</b>						
Real Property Taxes	\$ 37,918,619	\$ 37,673,038	\$ 32,579,153	\$ 34,998,756	\$ 37,525,346	\$ 38,997,701
Real Property Tax Items	1,421,615	1,235,851	1,553,361	1,389,697	1,371,261	1,429,045
Non-Property Tax Items	6,438,852	6,810,391	6,987,282	6,885,947	6,835,389	6,573,295
Departmental Income	9,157,713	9,253,161	9,274,877	9,276,605	9,731,069	8,494,095
Intergovernmental Charges	10,129,673	10,302,321	10,243,630	10,300,289	10,563,598	10,424,078
Use Of Money And Property	1,144,338	1,282,053	1,809,078	2,027,827	2,373,406	1,333,014
Licenses And Permits	629,883	613,625	619,261	531,872	576,178	496,778
Fines And Forfeitures	1,699,395	1,334,284	1,447,055	1,362,701	1,193,692	519,572
Sale Of Property And Compensation For Loss	3,647,855	215,281	829,250	3,658,941	1,817,629	1,045,363
Miscellaneous	3,489,654	3,073,831	3,707,106	3,465,251	4,625,726	3,555,758
Interfund Revenues	4,526,887	4,301,414	4,281,961	4,156,436	4,472,590	4,797,454
State Aid	7,737,427	10,449,304	11,253,477	9,871,437	11,860,507	15,743,308
Federal Aid	269,830	554,050	438,649	519,674	362,171	1,949,246
<b>Total Revenues</b>	<b>\$ 88,211,741</b>	<b>\$ 87,098,604</b>	<b>\$ 85,024,140</b>	<b>\$ 88,445,433</b>	<b>\$ 93,308,562</b>	<b>\$ 95,358,707</b>
<b>Expenditures:</b>						
General Government Support	\$ 20,028,709	\$ 19,897,663	\$ 20,955,143	\$ 21,787,743	\$ 24,870,995	\$ 30,577,594
Public Safety	8,150,414	8,298,387	8,343,248	8,850,585	9,553,647	10,020,884
Health	-	-	-	-	-	-
Transportation	-	-	-	-	-	-
Economic Assistance	1,916,597	1,990,253	2,032,796	2,084,126	2,120,543	2,902,051
Culture And Recreation	12,761,409	12,822,048	13,213,169	13,821,665	15,558,354	14,012,964
Home And Community Services	4,243,963	4,350,356	4,492,148	4,809,012	4,999,616	5,621,542
Employee Benefits	24,725,682	26,009,991	26,311,934	28,148,589	28,480,375	26,191,444
Debt Service	12,468,997	12,680,618	12,159,894	11,852,188	13,163,510	12,081,189
<b>Total Expenditures</b>	<b>\$ 84,295,771</b>	<b>\$ 86,049,316</b>	<b>\$ 87,508,332</b>	<b>\$ 91,353,908</b>	<b>\$ 98,747,040</b>	<b>\$ 101,407,668</b>
<b>Excess (Deciciency) of Revenues Over (Under Expenditures</b>	<b>3,915,970</b>	<b>1,049,288</b>	<b>(2,484,192)</b>	<b>(2,908,475)</b>	<b>(5,438,478)</b>	<b>(6,048,961)</b>
<b>Other Financing Sources (Uses):</b>						
Operating Transfer In	\$ 107,199	\$ 234,616	\$ 645,258	\$ 58,832	\$ 150,768	\$ 1,899,400
Operating Transfer Out	-	(48,800)	(495,138)	(209,972)	-	-
Premiums on Obligations	-	1,992,035	-	1,652,230	330,552	-
Refunding Bonds Issued	-	8,584,569	-	-	-	-
Payments to Refunded Bond Account	-	(9,878,584)	-	-	-	-
<b>Total Other Financing Sources (Uses)</b>	<b>\$ 107,199</b>	<b>\$ 883,836</b>	<b>\$ 150,120</b>	<b>\$ 1,501,090</b>	<b>\$ 481,320</b>	<b>\$ 1,899,400</b>
<b>Excess (Deficiency) of Revenues and Other Sources Over (Under) Expenditures and Other Uses</b>	<b>4,023,169</b>	<b>1,933,124</b>	<b>(2,334,072)</b>	<b>(1,407,385)</b>	<b>(4,957,158)</b>	<b>(4,149,561)</b>
<b>Fund Balance Beginning of Year</b>	<b>\$ 38,899,621</b>	<b>\$ 42,922,790</b>	<b>\$ 44,855,914</b>	<b>\$ 42,521,842</b>	<b>\$ 41,114,457</b>	<b>\$ 36,157,299</b>
<b>Prior Period Adjustments</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Fund Balance End of Year</b>	<b>\$ 42,922,790</b>	<b>\$ 44,855,914</b>	<b>\$ 42,521,842</b>	<b>\$ 41,114,457</b>	<b>\$ 36,157,299</b>	<b>\$ 32,007,738</b>

(1) Preliminary unaudited results, subject to change.

Source: Audited and Unaudited Financial Statements of the Town.  
Summary itself is not audited.

**APPENDIX C**  
**AUDITED FINANCIAL STATEMENTS**  
**FOR THE FISCAL YEAR ENDED DECEMBER 31, 2019\***

**CAN BE ACCESSED ON THE ELECTRONIC MUNICIPAL MARKET ACCESS  
("EMMA") WEBSITE  
OF THE MUNICIPAL SECURITIES RULEMAKING BOARD ("MSRB")  
AT THE FOLLOWING LINK:**

**<https://emma.msrb.org/P21500631.pdf>**

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

**\* Albrecht, Viggiano, Zureck & Company, P.C., Certified Public Accountants has not commented on or approved this Official Statement, has not been requested to perform any procedures on the information in its included report since its date and has not been asked to consent to the inclusion of its report in this Official Statement.**

**APPENDIX D**

**FORMS OF APPROVING LEGAL OPINIONS OF BOND COUNSEL**

FORM OF OPINION OF BOND COUNSEL – SERIES A BONDS

Hawkins Delafield & Wood LLP  
7 World Trade Center  
250 Greenwich Street  
New York, New York 10007

May 11, 2021

The Town Board of the  
Town of Islip, in the  
County of Suffolk, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the Town of Islip (the “Town”), in the County of Suffolk, New York, a municipal corporation of the State of New York, and have examined a record of proceedings relating to the authorization, sale and issuance of the \$33,204,000 Public Improvement Serial Bonds – 2021 Series A (the “Series A Bonds”) of the Town, dated and delivered on the date hereof. The Series A Bonds were sold contemporaneously with the \$4,925,000 Refunding Serial Bonds – 2021 Series B (the “Series B Bonds”) and the \$7,440,000 Refunding Serial Bonds – 2021 Series C (Forward Delivery) (the “Series C Bonds”).

In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof.

The Series A Bonds are treated, together with the Series B Bonds and the Series C Bonds, as a single issue for federal tax purposes. We have served as Bond Counsel with respect to the issuance of the Series B Bonds and on the date hereof, we have rendered our opinion with respect to the exclusion of interest on the Series B Bonds from gross income for federal income tax purposes subject to the same conditions and limitations set forth herein. We have also served as Bond Counsel with regards to the issuance of the Series C Bonds and, on July 19, 2021, expect to render our opinion with respect to the exclusion of interest on the Series C Bonds from gross income for federal income tax purposes subject to the same conditions and limitations set forth herein. Noncompliance with such conditions and limitations may cause interest on the Series A Bonds, the Series B Bonds and the Series C Bonds to become subject to federal income taxation retroactive to their respective dates of issue, irrespective of the date on which such noncompliance occurs or is ascertained.

Based on and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Series A Bonds are valid and legally binding general obligations of the Town for which the Town has validly pledged its faith and credit and, unless paid from other sources, all the taxable real property within the Town is subject to the levy of ad valorem real estate taxes to pay the Series A Bonds and interest thereon, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended. The enforceability of rights

or remedies with respect to such Series A Bonds may be limited by bankruptcy, insolvency or other laws affecting creditors' rights or remedies heretofore or hereafter enacted.

2. Under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series A Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series A Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code.

The Code establishes certain requirements which must be met subsequent to the issuance of the Series A Bonds in order that the interest on the Series A Bonds be and remain excluded from gross income for federal income tax purposes under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to the use and expenditure of proceeds of the Series A Bonds, restrictions on the investment of proceeds of the Series A Bonds prior to expenditure and the requirement that certain earnings be rebated to the federal government. Noncompliance with such requirements may cause the interest on the Series A Bonds to become subject to federal income taxation retroactive to the date of issuance thereof, irrespective of the date on which such noncompliance occurs or is ascertained.

On the date of issuance of the Series A Bonds, the Town will execute a Tax Certificate relating to the Series A Bonds containing provisions and procedures pursuant to which such requirements can be satisfied. In executing the Tax Certificate, the Town represents that it will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure that the interest on the Series A Bonds will, for federal income tax purposes, be excluded from gross income.

In rendering the opinion in this paragraph 2, we have relied upon and assumed (i) the material accuracy of the Town's representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate with respect to matters affecting the status of the interest on the Series A Bonds, and (ii) compliance by the Town with the procedures and representations set forth in the Tax Certificate as to such tax matters.

3. Under existing statutes, interest on the Series A Bonds is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

We express no opinion as to any other federal, state or local tax consequences arising with respect to the Series A Bonds, or the ownership or disposition thereof, except as stated in paragraphs 2 and 3 above. We render our opinion under existing statutes and court decisions as of the date hereof, and assume no obligation to update, revise or supplement our opinion to reflect any action hereafter taken or not taken, any fact or circumstance that may hereafter come to our attention, any change in law or interpretation thereof that may hereafter occur, or for any other reason. We express no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, we express no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Series A Bonds.

We give no assurances as to the adequacy, sufficiency or completeness of the Preliminary Official Statement and/or Official Statement relating to the Series A Bonds or any proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the Town, which have been or may hereafter be furnished or disclosed to purchasers of ownership interests in the Series A Bonds.

Very truly yours,  
Hawkins Delafield & Wood LLP



FORM OF OPINION OF BOND COUNSEL – SERIES B BONDS

Hawkins Delafield & Wood LLP  
7 World Trade Center  
250 Greenwich Street  
New York, New York 10007

May 11, 2021

The Town Board of the  
Town of Islip, in the  
County of Suffolk, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the Town of Islip (the “Town”), in the County of Suffolk, New York, a municipal corporation of the State of New York, and have examined a record of proceedings relating to the authorization, sale and issuance of the \$4,925,000 Refunding Serial Bonds – 2021 Series B (the “Series B Bonds”) of the Town, dated and delivered on the date hereof. The Series B Bonds were sold contemporaneously with the \$33,204,000 Public Improvement Serial Bonds – 2021 Series A (the “Series A Bonds”) and the \$7,440,000 Refunding Serial Bonds – 2021 Series C (Forward Delivery) (the “Series C Bonds”).

In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof.

The Series B Bonds are treated, together with the Series A Bonds and the Series C Bonds, as a single issue for federal tax purposes. We have served as Bond Counsel with respect to the issuance of the Series A Bonds and on the date hereof, we have rendered our opinion with respect to the exclusion of interest on the Series A Bonds from gross income for federal income tax purposes subject to the same conditions and limitations set forth herein. We have also served as Bond Counsel with regards to the issuance of the Series C Bonds and, on July 19, 2021, expect to render our opinion with respect to the exclusion of interest on the Series C Bonds from gross income for federal income tax purposes subject to the same conditions and limitations set forth herein. Noncompliance with such conditions and limitations may cause interest on the Series B Bonds, the Series A Bonds and the Series C Bonds to become subject to federal income taxation retroactive to their respective dates of issue, irrespective of the date on which such noncompliance occurs or is ascertained.

Based on and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Series B Bonds are valid and legally binding general obligations of the Town for which the Town has validly pledged its faith and credit and, unless paid from other sources, all the taxable real property within the Town is subject to the levy of ad valorem real estate taxes to pay the Series B Bonds and interest thereon, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended. The enforceability of rights

or remedies with respect to such Series B Bonds may be limited by bankruptcy, insolvency or other laws affecting creditors' rights or remedies heretofore or hereafter enacted.

2. Under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series B Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series B Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code.

The Code establishes certain requirements which must be met subsequent to the issuance of the Series B Bonds in order that the interest on the Series B Bonds be and remain excluded from gross income for federal income tax purposes under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to the use and expenditure of proceeds of the Series B Bonds, restrictions on the investment of proceeds of the Series B Bonds prior to expenditure and the requirement that certain earnings be rebated to the federal government. Noncompliance with such requirements may cause the interest on the Series B Bonds to become subject to federal income taxation retroactive to the date of issuance thereof, irrespective of the date on which such noncompliance occurs or is ascertained.

On the date of issuance of the Series B Bonds, the Town will execute a Tax Certificate relating to the Series B Bonds containing provisions and procedures pursuant to which such requirements can be satisfied. In executing the Tax Certificate, the Town represents that it will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure that the interest on the Series B Bonds will, for federal income tax purposes, be excluded from gross income.

In rendering the opinion in this paragraph 2, we have relied upon and assumed (i) the material accuracy of the Town's representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate with respect to matters affecting the status of the interest on the Series B Bonds, and (ii) compliance by the Town with the procedures and representations set forth in the Tax Certificate as to such tax matters.

3. Under existing statutes, interest on the Series B Bonds is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

We express no opinion as to any other federal, state or local tax consequences arising with respect to the Series B Bonds, or the ownership or disposition thereof, except as stated in paragraphs 2 and 3 above. We render our opinion under existing statutes and court decisions as of the date hereof, and assume no obligation to update, revise or supplement our opinion to reflect any action hereafter taken or not taken, any fact or circumstance that may hereafter come to our attention, any change in law or interpretation thereof that may hereafter occur, or for any other reason. We express no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, we express no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Series B Bonds.

We give no assurances as to the adequacy, sufficiency or completeness of the Preliminary Official Statement and/or Official Statement relating to the Series B Bonds or any proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the Town, which have been or may hereafter be furnished or disclosed to purchasers of ownership interests in the Series B Bonds.

Very truly yours,  
Hawkins Delafield & Wood LLP

FORM OF OPINION OF BOND COUNSEL – SERIES C BONDS

Hawkins Delafield & Wood LLP  
7 World Trade Center  
250 Greenwich Street  
New York, New York 10007

July 19, 2021

The Town Board of the  
Town of Islip, in the  
County of Suffolk, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the Town of Islip (the “Town”), in the County of Suffolk, New York, a municipal corporation of the State of New York, and have examined a record of proceedings relating to the authorization, sale and issuance of the \$7,440,000 Refunding Serial Bonds – 2021 Series C (Forward Delivery) (the “Series C Bonds”) of the Town, dated and delivered on the date hereof. The Series C Bonds were sold contemporaneously with the \$33,204,000 Public Improvement Serial Bonds – 2021 Series A (the "Series A Bonds") and the \$4,925,000 Refunding Serial Bonds – 2021 Series B (the "Series B Bonds").

In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof.

The Series C Bonds are treated, together with the Series A Bonds and the Series B Bonds, as a single issue for federal tax purposes. We have served as bond counsel with respect to the issuance of the Series A Bonds and the Series B Bonds. On May 11, 2021, we rendered our opinion with respect to the exclusion of interest on the Series A Bonds and the Series B Bonds from gross income for federal income tax purposes subject to the same conditions and limitations set forth herein. Noncompliance with such conditions and limitations may cause interest on the Series C Bonds, the Series A Bonds and the Series B Bonds to become subject to federal income taxation retroactive to their respective dates of issue, irrespective of the date on which such noncompliance occurs or is ascertained.

Based on and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Series C Bonds are valid and legally binding general obligations of the Town for which the Town has validly pledged its faith and credit and, unless paid from other sources, all the taxable real property within the Town is subject to the levy of ad valorem real estate taxes to pay the Series C Bonds and interest thereon, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended. The enforceability of rights or remedies with respect to such Series C Bonds may be limited by bankruptcy, insolvency or other laws affecting creditors’ rights or remedies heretofore or hereafter enacted.

2. Under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Series C Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), and (ii) interest on the Series C Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code.

The Code establishes certain requirements which must be met subsequent to the issuance of the Series C Bonds in order that the interest on the Series C Bonds be and remain excluded from gross income for federal income tax purposes under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to the use and expenditure of proceeds of the Series C Bonds, restrictions on the investment of proceeds of the Series C Bonds prior to expenditure and the requirement that certain earnings be rebated to the federal government. Noncompliance with such requirements may cause the interest on the Series C Bonds to become subject to federal income taxation retroactive to the date of issuance thereof, irrespective of the date on which such noncompliance occurs or is ascertained.

On the date of issuance of the Series C Bonds, the Town will execute a Tax Certificate relating to the Series C Bonds containing provisions and procedures pursuant to which such requirements can be satisfied. In executing the Tax Certificate, the Town represents that it will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure that the interest on the Series C Bonds will, for federal income tax purposes, be excluded from gross income.

In rendering the opinion in this paragraph 2, we have relied upon and assumed (i) the material accuracy of the Town’s representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate with respect to matters affecting the status of the interest on the Series C Bonds, and (ii) compliance by the Town with the procedures and representations set forth in the Tax Certificate as to such tax matters.

3. Under existing statutes, interest on the Series C Bonds is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

We express no opinion as to any other federal, state or local tax consequences arising with respect to the Series C Bonds, or the ownership or disposition thereof, except as stated in paragraphs 2 and 3 above. We render our opinion under existing statutes and court decisions as of the date hereof, and assume no obligation to update, revise or supplement our opinion to reflect any action hereafter taken or not taken, any fact or circumstance that may hereafter come to our attention, any change in law or interpretation thereof that may hereafter occur, or for any other reason. We express no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, we express no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Series C Bonds.

We give no assurances as to the adequacy, sufficiency or completeness of the Preliminary Official Statement and/or Official Statement relating to the Series C Bonds or any

proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the Town, which have been or may hereafter be furnished or disclosed to purchasers of ownership interests in the Series C Bonds.

Very truly yours,  
Hawkins Delafield & Wood LLP

FORM OF OPINION OF BOND COUNSEL - NOTES

Hawkins Delafield & Wood LLP  
7 World Trade Center  
250 Greenwich Street  
New York, New York 10007

May 11, 2021

The Town Board of the  
Town of Islip, in the  
County of Suffolk, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the Town of Islip (the “Town”), in the County of Suffolk, New York, a municipal corporation of the State of New York, and have examined a record of proceedings relating to the authorization, sale and issuance of the \$2,860,000 Bond Anticipation Notes – 2021 Series B (Federally Taxable) (the “Notes”), dated and delivered on the date hereof.

In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof. Based on and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Notes are valid and legally binding general obligations of the Town for which the Town has validly pledged its faith and credit and, unless paid from other sources, all the taxable real property within the Town is subject to the levy of ad valorem real estate taxes to pay the Notes and interest thereon, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended. The enforceability of rights or remedies with respect to such Notes may be limited by bankruptcy, insolvency or other laws affecting creditors’ rights or remedies heretofore or hereafter enacted.

2. Interest on the Notes is included in gross income for federal income tax purposes pursuant to the Code.

3. Under existing statutes, interest on the Notes is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

Except as stated above, we express no opinion as to any other federal, state or local tax consequences arising with respect to the Notes or the ownership or disposition thereof. We render our opinion under existing statutes and court decisions as of the date hereof, and we assume no obligation to update, revise or supplement this opinion to reflect any action hereafter taken or not taken, for any facts or circumstances that may hereafter come to our attention, for any changes in law or in interpretations thereof that may hereafter occur or for any other reason.

We give no assurances as to the adequacy, sufficiency or completeness of the Preliminary Official Statement and/or Official Statement relating to the Notes or any proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the Town, which have been or may hereafter be furnished or disclosed to purchasers of ownership interests in the Notes.

Very truly yours,



**APPENDIX E**

**FORM OF DISCLOSURE UNDERTAKING  
FOR THE BONDS**

## UNDERTAKING TO PROVIDE CONTINUING DISCLOSURE

### Section 1. Definitions

“Annual Information” shall mean the information specified in Section 3 hereof.

“EMMA” shall mean the Electronic Municipal Market Access System implemented by the MSRB.

“Financial Obligation” shall mean “financial obligation” as such term is defined in the Rule.

“GAAP” shall mean generally accepted accounting principles as in effect from time to time in the United States.

“Holder” shall mean any registered owner of the Securities and any beneficial owner of Securities within the meaning of Rule 13d-3 under the Securities Exchange Act of 1934.

“Issuer” shall mean the **Town of Islip**, in the County of Suffolk, a municipal corporation of the State of New York.

“MSRB” shall mean the Municipal Securities Rulemaking Board established in accordance with the provisions of Section 15B(b)(1) of the Securities Exchange Act of 1934, or any successor thereto or to the functions of the MSRB contemplated by this Agreement.

“Purchaser” shall mean the financial institution referred to in the Certificate of Award, executed by the Supervisor as of the date hereof.

“Rule” shall mean Rule 15c2-12 promulgated by the SEC under the Securities Exchange Act of 1934 (17 CFR Part 240, §240.15c2-12), as amended, as in effect on the date of this Undertaking, including any official interpretations thereof issued either before or after the effective date of this Undertaking which are applicable to this Undertaking.

“Securities” shall mean the Issuer’s [**\$33,204,000 Public Improvement Serial Bonds-2021 Series A**][**\$4,925,000 Refunding Serial Bonds-2021 Series B**][**\$7,440,000 Public Improvement Serial Bonds-2021 Series C (Forward Delivery)**], dated [May 11, 2021][May 11, 2021][July 19, 2021], maturing in various principal amounts on [May 1][August 1][October 15] in each of the years [2022 through 2037, inclusive][2022 through 2025, inclusive][2022 through 2027, inclusive], and delivered on the date hereof.

Section 2. Obligation to Provide Continuing Disclosure. (a) The Issuer hereby undertakes, for the benefit of Holders of the Securities, to provide or cause to be provided either directly or through Capital Markets Advisors, LLC, 11 Grace Avenue, Suite 308, Great Neck, New York, to the EMMA System:

- (i) (A) no later than six (6) months after the end of each fiscal year, commencing with the fiscal year ending December 31, 2021, the Annual Information relating to such fiscal year, and (B) no later than six (6) months

after the end of each fiscal year, commencing with the fiscal year ending December 31, 2021, the audited financial statements of the Issuer for each fiscal year, if audited financial statements are prepared by the Issuer and then available; provided, however, that if audited financial statements are not prepared or are not then available, unaudited financial statements shall be provided and audited financial statements, if any, shall be delivered to the EMMA System within sixty (60) days after they become available and in no event later than one (1) year after the end of each fiscal year; provided further, however, that the unaudited financial statement shall be provided for any fiscal year only if the Issuer has made a determination that providing such unaudited financial statement would be compliant with 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; and

- (ii) in a timely manner, not in excess of ten (10) business days after the occurrence of such event, notice of any of the following events with respect to the Securities:
  - (1) principal and interest payment delinquencies;
  - (2) non-payment related defaults, if material;
  - (3) unscheduled draws on debt service reserves reflecting financial difficulties;
  - (4) unscheduled draws on credit enhancements reflecting financial difficulties;
  - (5) substitution of credit or liquidity providers, or their failure to perform;
  - (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Securities, or other events affecting the tax status of the Securities;
  - (7) modifications to rights of Securities holders, if material;
  - (8) Bond calls, if material, and tender offers;
  - (9) defeasances;
  - (10) release, substitution, or sale of property securing repayment of the Securities, if material;
  - (11) rating changes;
  - (12) bankruptcy, insolvency, receivership or similar event of the Issuer;

Note to clause (12): For the purposes of the event identified in clause (12) 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 Issuer 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 Issuer, 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 Issuer;

- (13) the consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
- (14) appointment of a successor or additional trustee or the change of name of a trustee, if material;
- (15) incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect security holders, if material; and
- (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the Issuer, any of which reflect financial difficulties.

- (iii) in a timely manner, not in excess of ten (10) business days after the occurrence of such event, notice of a failure to provide by the date set forth in Section 2(a)(i) hereof any Annual Information required by Section 3 hereof.

(b) Nothing herein shall be deemed to prevent the Issuer from disseminating any other information in addition to that required hereby in the manner set forth herein or in any other manner. If the Issuer disseminates any such additional information, the Issuer shall have no obligation to update such information or include it in any future materials disseminated hereunder.

(c) Nothing herein shall be deemed to prevent the Issuer from providing notice of the occurrence of certain other events, in addition to those listed above, if the Issuer determines that any such other event is material with respect to the Securities; but the Issuer does not undertake

to commit to provide any such notice of the occurrence of any event except those events listed above.

Section 3. Annual Information. (a) The required Annual Information shall consist of the financial information and operating data for the preceding fiscal year, in a form generally consistent with the information contained or cross-referenced in the Issuer's final official statement relating to the Securities under the heading "LITIGATION" and in Appendix A under the headings: "THE TOWN," "FINANCIAL FACTORS," "TAX INFORMATION," "TOWN INDEBTEDNESS" and "ECONOMIC AND DEMOGRAPHIC DATA" and in Appendix B.

(b) All or any portion of the Annual Information may be incorporated in the Annual Information by cross reference to any other documents which are (i) available to the public on the EMMA System or (ii) filed with the SEC. If such a document is a final official statement, it also must be available from the EMMA System.

(c) Annual Information for any fiscal year containing any modified operating data or financial information (as contemplated by Section 7(e) hereof) for such fiscal year shall explain, in narrative form, the reasons for such modification and the effect of such modification on the Annual Information being provided for such fiscal year. If a change in accounting principles is included in any such modification, such Annual Information shall present a comparison between the financial statements or information prepared on the basis of the modified accounting principles and those prepared on the basis of the former accounting principles.

Section 4. Financial Statements. The Issuer's annual financial statements for each fiscal year, if prepared, shall be prepared in accordance with GAAP or New York State regulatory requirements as in effect from time to time. Such financial statements, if prepared, shall be audited by an independent accounting firm. The Issuer's Annual Financial Report Update Document prepared by the Issuer and filed annually with New York State in accordance with applicable law, shall not be subject to the foregoing requirements.

Section 5. Remedies. If the Issuer shall fail to comply with any provision of this Undertaking, then any Holder of Securities may enforce, for the equal benefit and protection of all Holders similarly situated, by mandamus or other suit or proceeding at law or in equity, this Undertaking against the Issuer and any of the officers, agents and employees of the Issuer, and may compel the Issuer or any such officers, agents or employees to perform and carry out their duties under this Undertaking; provided that the sole and exclusive remedy for breach of this Undertaking shall be an action to compel specific performance of the obligations of the Issuer hereunder and no person or entity shall be entitled to recover monetary damages hereunder under any circumstances. Failure to comply with any provision of this Undertaking shall not constitute an event of default on the Securities.

Section 6. Parties in Interest. This Undertaking is executed to assist the Purchaser to comply with paragraph (b)(5) of the Rule and is delivered for the benefit of the Holders. No other person shall have any right to enforce the provisions hereof or any other rights hereunder.

Section 7. Amendments. Without the consent of any holders of Securities, the Issuer at any time and from time to time may enter into any amendments or changes to this Undertaking for any of the following purposes:

- (a) to comply with or conform to any changes in Rule 15c2-12 (whether required or optional);
- (b) to add a dissemination agent for the information required to be provided hereby and to make any necessary or desirable provisions with respect thereto;
- (c) to evidence the succession of another person to the Issuer and the assumption of any such successor of the duties of the Issuer hereunder;
- (d) to add to the duties of the Issuer for the benefit of the Holders, or to surrender any right or power herein conferred upon the Issuer;
- (e) to modify the contents, presentation and format of the Annual Information from time to time to conform to changes in accounting or disclosure principles or practices and legal requirements followed by or applicable to the Issuer or to reflect changes in the identity, nature or status of the Issuer or in the business, structure or operations of the Issuer or any mergers, consolidations, acquisitions or dispositions made by or affecting any such person; provided that any such modifications shall comply with the requirements of Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such modification; or
- (f) to cure any ambiguity, to correct or supplement any provision hereof which may be inconsistent with any other provision hereof, or to make any other provisions with respect to matters or questions arising under this Undertaking which, in each case, comply with Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such amendment or change;

provided that no such action pursuant to this Section 7 shall adversely affect the interests of the Holders in any material respect. In making such determination, the Issuer shall rely upon an opinion of nationally recognized bond counsel.

Section 8. Termination. This Undertaking shall remain in full force and effect until such time as all principal, redemption premiums, if any, and interest on the Securities shall have been paid in full or the Securities shall have otherwise been paid or legally defeased pursuant to their terms. Upon any such legal defeasance, the Issuer shall provide notice of such defeasance to the EMMA System. Such notice shall state whether the Securities have been defeased to maturity or to redemption and the timing of such maturity or redemption.

In addition, this Agreement, or any provision hereof, shall be null and void in the event that those portions of the Rule which require this Agreement, or such provision, as the case may be, do not or no longer apply to the Securities, whether because such portions of the Rule are invalid, have been repealed, or otherwise.

Section 9. Undertaking to Constitute Written Agreement or Contract. This Undertaking shall constitute the written agreement or contract for the benefit of Holders of Securities, as contemplated under Rule 15c2-12.

Section 10. Governing Law. This Undertaking shall be governed by the laws of the State of New York determined without regard to principles of conflict of law.

IN WITNESS WHEREOF, the undersigned has duly authorized, executed and delivered this Undertaking as of [May 11, 2021][July 19, 2021].

TOWN OF ISLIP

By \_\_\_\_\_  
Supervisor and Chief Fiscal Officer

**APPENDIX F**

**FORM OF UNDERTAKING TO PROVIDE NOTICES OF EVENTS  
FOR THE NOTES**



## UNDERTAKING TO PROVIDE NOTICES OF EVENTS FOR THE NOTES

### Section 1. Definitions

“EMMA” shall mean the Electronic Municipal Market Access System implemented by the MSRB.

“Financial Obligation” shall mean “financial obligation” as such term is defined in the Rule.

“GAAP” shall mean generally accepted accounting principles as in effect from time to time in the United States.

“Holder” shall mean any registered owner of the Securities and any beneficial owner of Securities within the meaning of Rule 13d-3 under the Securities Exchange Act of 1934.

“Issuer” shall mean the Town of Islip, in the County of Suffolk, a municipal corporation of the State of New York.

“MSRB” shall mean the Municipal Securities Rulemaking Board established in accordance with the provisions of Section 15B(b)(1) of the Securities Exchange Act of 1934.

“Purchaser” shall mean the financial institution(s) referred to in the Certificate of Determination, executed by the Town Supervisor as of April 28, 2021.

“Rule 15c2-12” shall mean Rule 15c2-12 under the Securities Exchange Act of 1934, as amended through the date of this Undertaking, including any official interpretations thereof.

“Securities” shall mean the Issuer’s \$2,860,000 Bond Anticipation Notes-2021 Series B (Federally Taxable), dated May 11, 2021 maturing on May 11, 2022, and delivered on the date hereof.

Section 2. Obligation to Provide Notices of Events. (a) The Issuer hereby undertakes, for the benefit of Holders of the Securities, to provide or cause to be provided either directly or through Capital Markets Advisors, LLC, 11 Grace Avenue, Suite 308, Great Neck, New York 11021 to the Electronic Municipal Market Access (“EMMA”) System implemented by the Municipal Securities Rulemaking Board established pursuant to Section 15B(b)(1) of the Securities Exchange Act of 1934, or any successor thereto or to the functions of such Board contemplated by the Undertaking, in a timely manner, not in excess of ten (10) business days after the occurrence of any such event, notice of any of the following events with respect to the Securities:

- (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 Securities, or other events affecting the tax status of the Securities;
- (vii) modifications to rights of Securities holders, if material;
- (viii) Bond calls, if material, and tender offers;
- (ix) defeasances;
- (x) release, substitution, or sale of property securing repayment of the Securities, if material;
- (xi) rating changes;
- (xii) bankruptcy, insolvency, receivership or similar event of the Issuer;

Note to clause (xii): For the purposes of the event identified in clause (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 Issuer 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 Issuer, 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 Issuer;

- (xiii) the consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

- (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material;
- (xv) incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect security holders, if material; and
- (xvi) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the Issuer, any of which reflect financial difficulties.

(b) Nothing herein shall be deemed to prevent the Issuer from disseminating any other information in addition to that required hereby in the manner set forth herein or in any other manner. If the Issuer disseminates any such additional information, the Issuer shall have no obligation to update such information or include it in any future materials disseminated hereunder.

(c) Nothing herein shall be deemed to prevent the Issuer from providing notice of the occurrence of certain other events, in addition to those listed above, if the Issuer determines that any such other event is material with respect to the Securities; but the Issuer does not undertake to commit to provide any such notice of the occurrence of any event except those events listed above.

Section 3. Remedies. If the Issuer shall fail to comply with any provision of this Undertaking, then any Holder of Securities may enforce, for the equal benefit and protection of all Holders similarly situated, by mandamus or other suit or proceeding at law or in equity, this Undertaking against the Issuer and any of the officers, agents and employees of the Issuer, and may compel the Issuer or any such officers, agents or employees to perform and carry out their duties under this Undertaking; provided that the sole and exclusive remedy for breach of this Undertaking shall be an action to compel specific performance of the obligations of the Issuer hereunder and no person or entity shall be entitled to recover monetary damages hereunder under any circumstances. Failure to comply with any provision of this Undertaking shall not constitute an event of default on the Securities.

Section 4. Parties in Interest. This Undertaking is executed to assist the Purchaser to comply with (b)(5) of the Rule and is delivered for the benefit of the Holders. No other person shall have any right to enforce the provisions hereof or any other rights hereunder.

Section 5. Amendments. Without the consent of any holders of Securities, the Issuer at any time and from time to time may enter into any amendments or changes to this Undertaking for any of the following purposes:

- (a) to comply with or conform to any changes in Rule 15c2-12 (whether required or optional);
- (b) to add a dissemination agent for the information required to be provided hereby and to make any necessary or desirable provisions with respect thereto;

- (c) to evidence the succession of another person to the Issuer and the assumption of any such successor of the duties of the Issuer hereunder;
- (d) to add to the duties of the Issuer for the benefit of the Holders, or to surrender any right or power herein conferred upon the Issuer;
- (e) to cure any ambiguity, to correct or supplement any provision hereof which may be inconsistent with any other provision hereof, or to make any other provisions with respect to matters or questions arising under this Undertaking which, in each case, comply with Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such amendment or change;

provided that no such action pursuant to this Section 5 shall adversely affect the interests of the Holders in any material respect. In making such determination, the Issuer shall rely upon an opinion of nationally recognized bond counsel.

Section 6. Termination. This Undertaking shall remain in full force and effect until such time as all principal, redemption premiums, if any, and interest on the Securities shall have been paid in full or the Securities shall have otherwise been paid or legally defeased in accordance with their terms. Upon any such legal defeasance, the Issuer shall provide notice of such defeasance to the EMMA System. Such notice shall state whether the Securities have been defeased to maturity or to redemption and the timing of such maturity or redemption.

Section 7. Undertaking to Constitute Written Agreement or Contract. This Undertaking shall constitute the written agreement or contract for the benefit of Holders of Securities, as contemplated under Rule 15c2-12.

Section 8. Governing Law. This Undertaking shall be governed by the laws of the State of New York determined without regard to principles of conflict of law.

IN WITNESS WHEREOF, the undersigned has duly authorized, executed and delivered this Undertaking as of May 11, 2021.

**TOWN OF ISLIP, NEW YORK**

By \_\_\_\_\_  
**TOWN SUPERVISOR**

**APPENDIX G**

**FORWARD DELIVERY CONTRACT  
FOR THE SERIES C BONDS**

## FORM OF FORWARD DELIVERY CONTRACT

July 19, 2021

D.A. Davidson & Co.  
757 Third Avenue, Suite 1902  
New York, NY 10017

Re: \$7,440,000 Town of Islip, New York, Refunding Serial Bonds – 2021 Series C (Forward Delivery) (the “Bonds”).

Ladies and Gentlemen:

The undersigned (the “Purchaser”) hereby agrees to purchase from D.A. Davidson & Co. (the “Underwriter”) the portion of the Bonds listed below (the “Purchased Bonds”), when, as and if issued and delivered to the Underwriter by the Town of Islip, New York (the “Issuer”).

<b>Par Amount</b>	<b>Maturity Date</b>	<b>Interest Rate</b>	<b>CUSIP Number</b>	<b>Yield</b>	<b>Price</b>
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The Bonds are being offered by the Issuer pursuant to the Preliminary Official Statement, dated April \_\_, 2021 (the “Preliminary Official Statement”), and the Official Statement, dated April \_\_ 2021 (the “Official Statement”) (receipt and review of copies of which is hereby acknowledged), at a purchase price (plus accrued interest, if any, from the date of initial delivery of the Bonds), with the interest rates and maturity dates, and in the principal amounts as shown on the inside cover of the Official Statement and on the further terms and conditions set forth in the Bond Purchase Agreement (the “Purchase Agreement”) between the Issuer and the Underwriter (the “Underwriter”). The Purchased Bonds are subject to the further terms and conditions set forth in this Forward Delivery Contract.

The Purchaser hereby confirms that it has reviewed the Preliminary Official Statement and the Official Statement (including, without limitation, the section entitled “CERTAIN FORWARD DELIVERY CONSIDERATIONS OF THE SERIES C BONDS”), has considered the risks associated with purchasing the Purchased Bonds and is duly authorized to purchase the Purchased Bonds. The Purchaser acknowledges and agrees that the Purchased Bonds are being sold on a “forward” basis, and the Purchaser hereby purchases and agrees to accept delivery of the Purchased Bonds from the Underwriter on or about July 19, 2021 (the “Closing Date”) as they may be issued and delivered in accordance with the Purchase Agreement.

Payment for the Purchased Bonds which the Purchaser has agreed to purchase on the Closing Date shall be made to the Underwriter or upon its order by wire transfer to a bank account specified by the Underwriter, on the Closing Date upon delivery to the Purchaser of the Bonds then to be purchased by the Purchaser through the book-entry system of The Depository Trust Company.

Upon issuance by the Issuer of the Bonds and purchase thereof by the Underwriter, the obligation of the Purchaser to take delivery of the Purchased Bonds hereunder shall be unconditional except in the extent that between the date of this Forward Delivery Contract and the Closing Date, (a) there has been a Change in Law (as defined below), (b) legislation is enacted, or a decision by a court of the United States is rendered, or any action is taken by, or on behalf of, the Securities and Exchange Commission which has the effect of requiring the Bonds to be registered under, or the sale thereof to be in violation of, the Securities Act of 1933, as amended or, in each case, any law analogous thereto relating to governmental bodies; (c) as a result of any legislation, regulation, ruling, order, release, court decision or judgment or action by the U.S. Department of Treasury, the Internal Revenue Service, or any agency of the State of New York either enacted, issued, effective, adopted or proposed, or for any other reason Bond Counsel cannot issue an

opinion to the effect that (i) the interest on the Bonds is not subject to subject to federal income tax under Section 103 of the Code (or comparable provisions of any successor federal tax laws) and (ii) the interest on the Bonds is exempt from the State of New York income taxation; (d) the Official Statement, as amended, if applicable, as of the Delivery Date (as defined in the Purchase Agreement) contained any untrue statement of a material fact or omits to state a material fact necessary in order to make the statements contained therein not misleading; (e) the declaration of a general banking moratorium by federal, New York authorities, or the general suspension of trading on any national securities exchange or (f) the evidence of rating(s) on the Bonds required to be delivered by the Closing Date is not delivered.

A "Change in Law" means (i) any change in or addition to applicable federal or state law, whether statutory or as interjected by the courts or by federal or state agencies, including any changes in or new rules, regulations or other pronouncements or interpretations by federal or state agencies; (ii) any legislation enacted by the Congress of the United States (if such enacted legislation has an effective date which is on or before the Closing Date), (iii) any law, rule or regulation enacted by any governmental body, department or agency (if such enacted law, rule or regulation has an effective date which is on or before the Closing Date) or (iv) any judgment, ruling or order issued by any court or administrative body, which in any such case would (A) prohibit the Underwriter or any of the underwriters from completing the underwriting of the Bonds or selling the Bonds or beneficial ownership interests therein to the public, or (B) make the completion of the issuance, sale or delivery of the Bonds illegal.

If the Change of Law involves the enactment of legislation which only diminishes the value of, as opposed to eliminating the exclusion from gross income for federal income tax purposes of interest payable on "state or local bonds," the Issuer may, nonetheless, be able to satisfy the requirements for the delivery of the Bonds. In such event, the Underwriter would be obligated to purchase the Bonds from the Issuer and the Purchaser would be required to accept delivery of the Purchased Bonds from the Underwriter.

The Purchaser acknowledges and agrees that the Bonds are being sold on a "forward" or "delayed delivery" basis for delivery on the Closing Date and that, except as described above, the Purchaser is obligated to take up and pay for the Purchased Bonds on the Closing Date unless the Underwriter terminates the Purchase Agreement as described herein. The Purchaser is not a third party beneficiary under the Purchase Agreement and has no rights to enforce, or cause the Underwriter to enforce, any of the terms thereof. The Purchaser acknowledges that it will not be able to withdraw its order except as permitted for the reasons set forth above, and will not otherwise be excused from performance of its obligations to take up and pay for the Purchased Bonds on the Closing Date because of market or credit changes, including specifically, but not limited to (a) changes in the rating(s) assigned to the Bonds between the Delivery Date and the Closing Date or changes in the credit associated with the Bonds generally, and (b) changes in the financial condition, operations, performance, properties or prospects of the Issuer from the date hereof to the Closing Date. The Purchaser acknowledges and agrees that it will remain obligated to purchase the Purchased Bonds in accordance with the terms hereof, even if the Purchaser decides to sell Purchased Bonds following the date hereof, unless the Purchaser sells Purchased Bonds to another institution with the prior written consent of the Underwriter and such institution provides a written acknowledgement of confirmation of purchase order and a delayed delivery contract in the same respective forms as that executed by the Purchaser.

The Purchaser represents and warrants that, as of the date of this Forward Delivery Contract, the Purchaser is not prohibited from purchasing the Purchased Bonds hereby agreed to be purchased by it under the laws of the jurisdiction to which the Purchaser is subject. Each of the undersigned parties represents and warrants that it has the power and authority to enter into this Forward Delivery Contract and to perform its obligations hereunder.

This Forward Delivery Contract will inure to the benefit of and be binding upon the parties hereto and their respective successors, but will not be assignable by either party without the written consent of the other.

The Purchaser acknowledges that the Underwriter is entering into the Purchase Agreement with the Issuer to purchase the Bonds in reliance in part on the performance by the Purchaser of its obligations hereunder.

The Purchaser agrees that it will at all times satisfy the minimum initial and maintenance margin requirements of Regulation T of the Board of Governors of the Federal Reserve System, Rule 431 of the New York Stock Exchange, Inc., and any other margin regulations applicable to the Underwriter.

This Forward Delivery Contract may be executed by either of the parties hereto in any number of counterparts, each of which shall be deemed to be an original, but all such counterparts shall together constitute one and the same instrument.

It is understood that the acceptance by the Underwriter of any Forward Delivery Contract (including this one) is in the Underwriter's sole discretion and that, without limiting the foregoing, acceptances of such contracts need not be on a first-come, first-served basis. If this Forward Delivery Contract is acceptable to the Underwriter it is requested that the Underwriter sign the form of acceptance below and mail, e-mail or otherwise deliver one of the counterparts hereto to the Purchaser at its address set forth below. This will become a binding contract between the Underwriter and the Purchaser when such counterpart is so mailed, e-mailed or otherwise delivered by the Underwriter. This Forward Delivery Contract does not constitute a customer confirmation pursuant to Rule G-15 of the Municipal Securities Rulemaking Board.



This Forward Delivery Contract shall be construed and administered under the laws of the State of New York.

**[PURCHASER]**

By:  
Name:  
Title:

Notice Address:

Attention:  
Telephone:  
Facsimile  
E-mail:

Accepted:

D.A. Davidson & Co.

By:  
Name:  
Title: