PRELIMINARY OFFICIAL STATEMENT DATED SEPTEMBER 2, 2021

NEW AND RENEWAL ISSUES | **REFUNDING SERIAL BONDS**
BOND ANTICIPATION NOTES

In the opinion of Orrick, Herrington & Sutcliffe LLP, Bond Counsel, based upon an analysis of existing laws, regulations, rulings and court decisions, and assuming among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986. In the further opinion of Bond Counsel, interest on the Bonds and the Notes is not a specific preference item for purposes of the federal alternative minimum tax. Bond Counsel is also of the opinion that interest on the Bonds and the Notes is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York). Bond Counsel expresses no opinion regarding any other tax consequences related to the ownership or disposition of, or the amount, accrual or receipt of interest on, the Bonds and the Notes. (See "TAX MATTERS" herein.)

The Bonds and the Notes ***will not*** *be "qualified tax-exempt obligations" pursuant to Section 265 (b)(3) of the Internal Revenue Code of 1986.*

VILLAGE OF OSSINING
WESTCHESTER COUNTY, NEW YORK

$4,570,000*
PUBLIC IMPROVEMENT REFUNDING (SERIAL) BONDS, 2021
(the "Bonds")

Date of Issue: Date of Delivery | **Maturity Dates: November 1, 2021-2033**

$8,998,526
BOND ANTICIPATION NOTES, 2021
(the "Notes")

Date of Issue: September 23, 2021 | **Maturity Date: September 23, 2022**

The Bonds and the Notes are general obligations of the Village of Ossining, Westchester County, New York (the "Village"), and will contain a pledge of the faith and credit of the Village for the payment of the principal thereof and interest thereon and, unless paid from other sources, the Bonds and the Notes are payable from ad valorem taxes which may be levied upon all the taxable real property within the Village, subject to applicable statutory limitations. (See "NATURE OF OBLIGATION" and "*Tax Levy Limitation Law*," herein.)

The Bonds are dated their Date of Delivery and will bear interest from that date until maturity at the annual rate or rates as specified by the purchaser of the Bonds, payable on November 1, 2021, and semiannually thereafter on May 1 and November 1 in each year until maturity. The Bonds shall mature on November 1 in each year in the principal amounts specified on the inside cover page hereof. The Bonds are not subject to redemption prior to maturity. (See *"No Optional Redemption"* herein.).

The Notes are dated their Date of Delivery and will 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.

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, New York, New York ("DTC") as book entry notes.

If the Notes are issued in registered form 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 Village, at such bank or trust company located and authorized to do business in the State of New York as selected by the successful bidders.

If the Notes are issued in book-entry form, such notes will be delivered to DTC, which will act as securities depository for the Bonds and for those Notes issued in book-entry form issued as registered to Cede & Co. Individual purchases 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 Notes which is or includes $8,526. Purchasers will not receive certificates representing their ownership interests in the Bonds and the Notes issued as book-entry-only Bonds and the Notes. Payment of the principal of and interest on such Bonds and the Notes will be made by the Village to DTC, which will in turn remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of such Bonds and the Notes as described herein. (See *"Book-Entry-Only System"*, herein.)

The Bonds and the Notes are offered when, as and if issued and received by the purchaser(s) subject to the receipt of the respective final approving opinions of Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel. It is anticipated that the Bonds and the Notes will be available for delivery through the facilities of DTC in Jersey City, New Jersey or as otherwise agreed with the purchaser(s) on or about September 23, 2021.

THIS OFFICIAL STATEMENT IS IN A FORM DEEMED FINAL BY THE VILLAGE FOR PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12 (THE "RULE") EXCEPT FOR CERTAIN INFORMATION THAT HAS BEEN OMITTED HEREFROM IN ACCORDANCE WITH THE RULE AND THAT WILL BE SUPPLIED WHEN THIS OFFICIAL STATEMENT IS UPDATED FOLLOWING THE SALE OF THE BONDS AND THE NOTES. FOR A DESCRIPTION OF THE VILLAGE'S AGREEMENT TO PROVIDE CONTINUING DISCLOSURE AS DESCRIBED IN THE RULE, SEE "DISCLOSURE UNDERTAKING FOR THE BONDS" AND "DISCLOSURE UNDERTAKING FOR THE NOTES," HEREIN.

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* Preliminary, subject to change.

DATED: September , 2021

The Bonds will mature on November 1, without the option of prior redemption, in the following years and principal amounts:

Year	Principal Amount*	Interest Rate	Yield	CUSIP**
2021	460,000			
2022	375,000			
2023	375,000			
2024	400,000			
2025	410,000			
2026	425,000			
2027	385,000			
2028	340,000			
2029	335,000			
2030	345,000			
2031	345,000			
2032	250,000			
2033	125,000			

* The principal amounts of the Bonds are subject to adjustment following the sale of the Bonds, pursuant to the terms of the Notice of Bond Sale accompanying the Bonds.

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

VILLAGE OF OSSINING
WESTCHESTER COUNTY, NEW YORK

RIKA LEVIN
Mayor

VILLAGE BOARD

Manual R. Quezada .... Village Trustee

Robert M. Fritsche .... Village Trustee

Omar Lopez .... Village Trustee

Dana White .... Village Trustee

Karen D'Attore .... Village Manager

Dale Brennan .... Village Treasurer

Susanne Donnelly .... Village Clerk

Stuart E. Kahan .... Corporation Counsel

INDEPENDENT AUDITORS

PKF O'Connor Davies, LLP
Harrison, New York

BOND COUNSEL

Orrick, Herrington & Sutcliffe LLP
New York, New York

MUNICIPAL ADVISOR

Capital Markets Advisors, LLC
Hudson Valley * Long Island * Southern Tier * Western New York
(845) 227-8678

No person has been authorized by the Village of Ossining to give any information or to make any representations not 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, estimates 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 Village of Ossining since the date hereof.

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APPENDIX A

OFFICIAL STATEMENT

VILLAGE OF OSSINING, WESTCHESTER COUNTY, NEW YORK

relating to

$4,570,000* PUBLIC IMPROVEMENT REFUNDING (SERIAL) BONDS, 2021

(the "Bonds")

and

$8,998,526 BOND ANTICIPATION NOTES, 2021

(the "Notes")

This Official Statement (the "Official Statement"), which includes the cover pages and appendices hereto, presents certain information relating to the Village of Ossining in the County of Westchester, in the State of New York (the "Village," "County," and "State," respectively), in connection with the sale of $4,570,000* Public Improvement Refunding (Serial) Bonds, 2021 (the "Bonds") and $8,998,526 Bond Anticipation Notes, 2021 (the "Notes").

All quotations from and summaries and explanations of the provisions of the Constitution and Laws of the State and acts and proceedings of the Village contained herein do not purport to be complete and are qualified in their entirety by reference to the official compilation thereof, and all references to the Bonds and the Notes and the proceedings of the Village 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 Village's overall economic situation and outlook (and all of the specific Village 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. (See "MARKET FACTORS" herein.)

THE BONDS

Description of the Bonds

The Bonds are dated their Date of Delivery and will bear interest from that date until maturity, payable on November 1, 2021 and semiannually thereafter on May1 and November 1 in each year until maturity. The Bonds shall mature on November 1 in each year in the principal amounts specified on the inside cover page hereof. The Bonds will not be subject to redemption prior to maturity. (See *"Optional Redemption"* herein.)

The record payment date for the payment of principal and interest on the Bonds will be the fifteenth day of the calendar month preceding each interest payment date.

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* Preliminary, subject to change.

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 (defined herein) for the Bonds. Individual purchases may be made in book-entry form only, in principal amounts of $5,000 and integral multiples thereof. Purchasers will not receive certificates representing their ownership interests in the Bonds. Principal and interest on the Bonds will be made by the Village to DTC, which will in turn remit such principal and interest to its Participants (defined herein), for subsequent disbursement to the Beneficial Owners of the Bonds as described under *"Book-Entry-Only System,"* herein. The Bonds may be transferred in the manner described on the Bonds and as referenced in certain proceedings of the Village referred to therein.

Authorization and the Refunding Plan for the Bonds

The Bonds are being issued to refund up to $1,310,000 of the outstanding principal of the Village's Public Improvement (Serial) Bonds, 2011 Series A which mature in the years 2021 to 2031, inclusive (the "2011 Refunded Bonds"), $1,870,000 of outstanding principal of the Village's Public Improvement (Serial) Bonds, 2012 Series A which mature in years 2021 to 2032, inclusive (the "2012 Refunded Bonds"), and $2,040,000 of outstanding principal of the Village's Public Improvement (Serial) Bonds, 2013 which mature in years 2021 to 2033, inclusive (the "2013 Refunded Bonds" and together with the 2011 Refunded Bonds and the 2012 Refunded Bonds, the "Refunded Bonds"). Under the Refunding Plan, the Refunded Bonds are to be called and redeemed as detailed in the chart on the following page.

The net proceeds from the sale of the Bonds (after payment of the underwriting fee and other costs of issuance relating to the 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 Bonds, will be placed in an irrevocable trust fund (the "Escrow Fund") to be held by Manufacturers Traders Trust Company Corporate Trust Services (the "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 Village and the Escrow Holder, dated as of the delivery date of the Bonds (the "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 Refunded Bonds on the date of their redemption. The Refunding Plan requires the Escrow Holder, pursuant to the Bond resolution of the Village and the Escrow Contract, to pay the 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 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 Escrow Fund. The Escrow Contract shall terminate upon final payment by the Escrow Holder to the paying agents/fiscal agent for the Refunded Bonds amounts from the Escrow Fund adequate for the payment, in full, of the Refunded Bonds, including interest and any redemption premium payable with respect thereto.

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

Under the Refunding Plan, the Refunded Bonds will continue to be general obligations of the Village. However, inasmuch as the Government Obligations held in the 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.

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THE FOLLOWING IS A SUMMARY OF THE REFUNDED BONDS:

Refunded 2011 Bonds*:

Maturity Date:	Principal*	Coupon	CUSIP	Redemption Date/Price
November 15, 2021	$125,000	2.500%	688579 UH2	October 23, 2021 @ 100%
November 15, 2022	130,000	2.750	688579 UJ8	October 23, 2021 @ 100%
November 15, 2023	130,000	2.875	688579 UK5	October 23, 2021 @ 100%
November 15, 2024	140,000	3.000	688579 UL3	October 23, 2021 @ 100%
November 15, 2025	140,000	3.125	688579 UM1	October 23, 2021 @ 100%
November 15, 2026	145,000	3.250	688579 UN9	October 23, 2021 @ 100%
November 15, 2027	95,000	3.375	688579 UP4	October 23, 2021 @ 100%
November 15, 2028	95,000	3.500	688579 UQ2	October 23, 2021 @ 100%
November 15, 2029	100,000	3.625	688579 UR0	October 23, 2021 @ 100%
November 15, 2030	105,000	3.750	688579 US8	October 23, 2021 @ 100%
November 15, 2031	105,000	3.750	688579 UT6	October 23, 2021 @ 100%
Total:	$1,310,000			

Refunded 2012 Bonds*:

Maturity Date:	Principal*	Coupon	CUSIP	Redemption Date/Price
November 15, 2021	$195,000	2.000%	688579 VR9	October 23, 2021 @ 100%
November 15, 2022	175,000	2.000	688579 VS7	October 23, 2021 @ 100%
November 15, 2023	175,000	2.000	688579 VT5	October 23, 2021 @ 100%
November 15, 2024	175,000	2.000	688579 VU2	October 23, 2021 @ 100%
November 15, 2025	175,000	2.125	688579 VV0	October 23, 2021 @ 100%
November 15, 2026	175,000	2.250	688579 VW8	October 23, 2021 @ 100%
November 15, 2027	175,000	2.250	688579 VX6	October 23, 2021 @ 100%
November 15, 2028	125,000	2.375	688579 VY4	October 23, 2021 @ 100%
November 15, 2029	125,000	3.000	688579 VZ1	October 23, 2021 @ 100%
November 15, 2030	125,000	3.000	688579 WA5	October 23, 2021 @ 100%
November 15, 2031	125,000	3.000	688579 WB3	October 23, 2021 @ 100%
November 15, 2032	125,000	3.000	688579 WC1	October 23, 2021 @ 100%
Total:	$1,870,000			

Refunded 2013 Bonds*:

Maturity Date:	Principal*	Coupon	CUSIP	Redemption Date/Price
November 1, 2021	$155,000	3.000%	688579 WM9	--
November 1, 2022	155,000	3.000	688579 WN7	November 1, 2021 @ 100%
November 1, 2023	155,000	3.000	688579 WP2	November 1, 2021 @ 100%
November 1, 2024	160,000	3.000	688579 WQ0	November 1, 2021 @ 100%
November 1, 2025	160,000	3.000	688579 WR8	November 1, 2021 @ 100%
November 1, 2026	160,000	3.250	688579 WS6	November 1, 2021 @ 100%
November 1, 2027	165,000	3.375	688579 WT4	November 1, 2021 @ 100%
November 1, 2028	165,000	3.500	688579 WU1	November 1, 2021 @ 100%
November 1, 2029	155,000	3.625	688579 WV9	November 1, 2021 @ 100%
November 1, 2030	155,000	4.000	688579 WW7	November 1, 2021 @ 100%
November 1, 2031	155,000	4.000	688579 WX5	November 1, 2021 @ 100%
November 1, 2032	155,000	4.000	688579 WY3	November 1, 2021 @ 100%
November 1, 2033	145,000	4.000	688579 WZ0	November 1, 2021 @ 100%
Total:	$2,040,000			

* Preliminary, subject to change.

Sources and Uses of Proceeds of the Bonds

Sources:	
Bond Proceeds:	
Par Amount	
Original Issue Premium	
Total:	
Uses:	
Refunding Escrow Deposits:	
Delivery Date Expenses:	
Underwriter's Fee	
Costs of Issuance and Contingency:	
Total:	

Verification of Mathematical Computations

PFK O'Connor Davies, LLP will verify from the information provided to them, the mathematical accuracy, as of the date of the closing of the 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 Bonds, and (2) the computations of the yield on both the Government Obligations and the Bonds contained in the provided schedules to be used by Bond Counsel in its determination that the interest on the Bonds is excludable from gross income for Federal income tax purposes.

THE NOTES

Description of the Notes

The Notes will be dated and will mature as reflected on the cover page hereof.

The Notes will not be subject to redemption prior to maturity. Interest will be calculated on a 30-day month and 360-day year basis, payable at maturity.

At the option of the purchaser, the Notes will be issued in registered form registered to Cede & Co, as the partnership nominee for DTC. The Village will act as Paying Agent for the Notes. The Village contact information is as follows: Dale Brennan, Village Treasurer, 16 Croton Avenue, Ossining, NY 10562, (914) 941-2581, e-mail: dbrennan@villageofossining.org.

Authority for and Purpose of the Notes

The Notes are issued pursuant to the State Constitution and statutes of the State, including among others, the Village Law, the Local Finance Law, and other proceedings and determinations relating thereto, including bond resolutions adopted by the Village Board on various dates.

A portion of the proceeds of the Notes in the amount of $5,926,426, together with $1,181,020 in available funds, will be used to redeem the Village's outstanding $7,107,446 Bond Anticipation Notes, 2020 at maturity on September 24, 2021. The remainder of the proceeds from the sale of the Notes, in the amount of $3,072,100, will be used to provide additional original financing for the projects shown below:

Authorization Date	Purpose	Amount Outstanding	Principal Paydown	New Money	Amount to the Notes
11/18/15	IBWTP Phase 1 Engineering Costs	572,994	572,994	$ 0	0
11/18/15	IBWTP Phase 2 Engineering Costs	964,665	56,745	0	907,920
11/18/15	IBWTP Phase 3 Engineering Costs	1,643,120	86,480	0	1,556,640
02/21/18	Broadway Bridge Reconstruction	540,000	212,401	0	327,599
02/06/19	Heavy Equipment	606,667	43,333	0	563,334
02/06/19	Garbage Truck	84,000	6,000	0	78,000
02/06/19	HVAC Upgrades	225,000	25,000	0	200,000
02/06/19	Fire Apparatus	700,000	35,000	0	665,000
02/05/20	DPW Bucket Truck	121,000	8,067	459,000	571,933
04/15/20	Water Storage Tank Mixing Equip.	1,300,000	65,000	0	1,235,000
07/01/20	Parking Meters	350,000	70,000	0	280,000
03/03/21	Fire Apparatus	0	0	738,100	738,100
03/03/21	Streets and Sidewalks	0	0	350,000	350,000
03/03/21	Sidewalk Improvements	0	0	200,000	200,000
01/20/21	Water Main Replacement - McCarthy Drive	0	0	625,000	625,000
01/20/21	Water Main Replacement - Snowden/Westerly RR Bridge	0	0	700,000	700,000
		$7,107,466	$1,181,020	$3,072,100	$8,998,526

THE BONDS AND THE NOTES

No Optional Redemption

Neither the Bonds nor the Notes will be subject to redemption prior to maturity.

Book-Entry-Only System

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds and if so requested, for the Notes. The Bonds and, if so requested, the Notes will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered bond certificate will be issued for each maturity of the Bonds and will be deposited with DTC. One fully registered note certificate will be issued for the Notes bearing the same rate of interest and CUSIP and 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 and 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.

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 Money Market Instruments (MMI) Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Village as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Bonds and the Notes are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Redemption notices shall be sent to DTC. If less than all of the Bonds and the Notes 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.

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

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

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

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

Source: The Depository Trust Company

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

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

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

NATURE OF OBLIGATION

Each Bond and Note, when duly issued and paid for, will constitute a contract between the Village and the holder thereof.

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

The Bonds and the Notes will be general obligations of the Village and will contain a pledge of the faith and credit of the Village for the payment of the principal thereof and the interest thereon as required by the Constitution and laws of the State. For the payment of such principal and interest, the Village has power and statutory authorization to levy ad valorem taxes on all real property within the Village, subject to applicable statutory limitations.

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

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

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

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

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

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

In addition, the Constitution of the State requires that every county, city, town, village, and school district in the State provide annually by appropriation for the payment of all interest and principal on its Bonds and certain other obligations, and that, if at any time the respective appropriating authorities shall fail to make such appropriation, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes. In the event that an appropriating authority were to make an appropriation for debt service and then decline to expend it for that purpose, this provision would not apply. However, the Constitution of the State does also provide that the fiscal officer of any county, city, town, , or school district may be required to set apart and apply such first revenues at the suit of any holder of any such obligations.

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

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

Tax Levy Limitation Law

On June 24, 2011, Chapter 97 of the New York Laws of 2011 was signed into law by the Governor (as amended, the “Tax Levy Limitation Law”). The Tax Levy Limitation Law applies to all local governments, including school districts (with the exception of New York City, the counties comprising New York City and school districts in New York City, Buffalo, Rochester, Syracuse and Yonkers, the latter four of which are affected indirectly by applicability to their respective city). It also applies to independent special districts and to town and county improvement districts as part of their parent municipalities tax levies.

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

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

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

SPECIAL PROVISIONS AFFECTING REMEDIES UPON DEFAULT

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

In 2013, the State established a new state advisory board to assist counties, cities, towns and villages in financial distress. The Financial Restructuring Board for Local Governments (the "FRB"), is authorized to conduct a comprehensive review of the finances and operations of any such municipality deemed by the FRB to be fiscally eligible for its services upon request by resolution of the municipal legislative body and concurrence of its chief executive. The FRB is authorized to make recommendations 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, 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 Village has not applied to the FRB and does not reasonably expect to do so in the foreseeable future. School districts and fire districts are not eligible for FRB assistance.

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

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

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

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

Cybersecurity

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

MARKET FACTORS

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

The Village 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 Village'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. 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 novel coronavirus ("COVID-19") outbreak and other circumstances, including State fiscal stress. Should the Village 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 Village 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 Village will have market access for any such borrowing on a cost effective basis. (See also "*State Aid*" herein.)

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

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

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

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 Village's financial condition and operating results. Currently, the COVID-19 outbreak 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 continue to affect economic growth worldwide. The outbreak caused the Federal government to declare a national state of emergency, which was followed by the enactment of a variety of stimulus measures designed to address financial stability and liquidity issues caused by the outbreak. The State also 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. Efforts to contain the spread of COVID-19 has reduced the spread of the virus in some areas and there have been recent efforts to relax some of the restrictions put in place following the initial outbreak. Nevertheless, the outbreak of COVID-19 and the dramatic steps taken by the Federal government and State to address it are expected to negatively impact federal and local economies, including the economy of the State. The full impact of COVID-19 on the State's operations and financial condition is not expected to be known for some time. Similarly, the degree of the impact on the Village's operations and finances as a result of COVID-19 is extremely difficult to predict due to 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 spread of the outbreak or resurface later in the year could have a material adverse effect on the State and municipalities, including the Village. The Village is continuously monitoring the situation and will take such proactive measures as may be required to maintain its operations and meet its obligations.

THE STATE COMPTROLLER'S FISCAL STRESS MONITORING SYSTEM AND MONITORING SYSTEMS

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 for 2019 data of the State Comptroller designates the Village as "No Designation," with a fiscal score of 0.0% and an environmental score of 23.3%.

See the State Comptroller's official website for more information on FSMS. Reference to this website implies no warranty of accuracy of information therein, nor inclusion herein by reference.

The financial affairs of the Village are subject to periodic compliance reviews by OSC to ascertain whether the Village has complied with the requirements of various State and federal statutes. The Village was subject to review of its adopted budget for the 2021 fiscal year. The purpose of such review was to provide an independent evaluation of the Village's budget with respect to the impact of the COVID-19 pandemic. Key findings of the report concluded that Village officials adequately assessed the impact of the pandemic on financial operations while developing estimates for significant expenditures. The complete report dated May 14, 2021 can be obtained from OSC's website. An audit was also conducted to determine whether an adequate system was in place to collect outstanding parking tickets for the period January 1, 2016 through September 18, 2017. Key findings of the report concluded that the Village Board of Trustees had not adopted adequate policies and practices for collecting unpaid parking fines. The complete report dated February 9, 2018 can be obtained from OSC's website. Reference to this website implies no warranty of accuracy of information therein, nor inclusion herein by reference.

LITIGATION

General Information. There are presently pending against the Village claims which seek damages for alleged negligent acts or omissions. These claims are in various stages of litigation from the filing of Notice of Claim to the same commencement of formal legal proceedings. There are currently pending a number of claims against the Village some of which in the opinion of legal counsel, could result in monetary damages. See below for a description of certain cases currently pending against the Village. Village officials, however, have indicated such damages will be covered by insurance, which has self-insured retention provisions as noted below, and are not expected to have an adverse effect on the financial position of the Village.

The Village is a party in litigation involving improper inspections of property in which the claimant seeks damages in excess of $100,000. The Village also is a party in cases involving alleged use of excessive force by uniformed officers of the village's police department. Additionally, the village is a defendant in a multi-party litigation resulting from the collapse of a retaining wall in August 2018. The village's exposure on these matters would be limited to its self-insured retention of $100,000.

Risk Management. The Village's policies for general liability, automobile liability, property and public officials errors and omissions coverage have self-insured retention levels of $100,000 per occurrence for the January 1 to December 31, 2020 policy year. Primary insurance coverage is purchased for losses in excess of the retention levels, to a maximum limit of $900,000. Excess insurance policies have been secured for losses in excess of $1 million

($100,000 retention plus $900,000 primary insurance policy) to a maximum of $10 million per occurrence for all liability losses and $76,364,298 for property. The Workers' Compensation self-insured retention level is $500,000. Excess Workers' Compensation insurance is purchased for losses in excess of $500,000. Excess Workers' Compensation is written for Statutory Limits (unlimited in New York), with a $1 million cap on employer's liability claims. The governmental funds are charged premiums by the respective internal service fund. Claims payable in the internal service funds include provisions for claims reported and claims incurred but not reported.

The Village is also self-insured for health benefits. A Plan Administrator has been retained to review and approve all claims. The Village has specific stop-loss insurance which establishes a maximum exposure limit of $175,000 for each individual covered in the plan up to a maximum of $1 million reimbursement to the Village. The Village also has aggregate stop-loss insurance which established a maximum exposure limit of $7,074,962 for the 2020 plan year.

Settled claims resulting from these risks have not exceeded commercial coverage in any of the past three fiscal years.

Tax Certiorari Claims. There is also pending against the Village various proceedings brought pursuant to Article 7 of the Real Property Tax Law to review and reduce real estate assessments and obtain a refund for alleged overpayments of real estate taxes. The Village, with minor adjustments, adopts the assessment roll prepared by the Village of Ossining (the "Village"). Proceedings to review real estate assessments are defended by the Village. Adjustments to the Village's assessment roll are made to reflect changes resulting from stipulations of judgment for any such proceeding to which the Village is also a party.

As of August 2, 2021 the Village has not been served with any tax certiorari judgments for the current year. For the year ending December 31, 2020, there are currently pending various certiorari claims which were filed seeking assessment reductions and Small Claims Assessment Reviews ("SCARs"). The results of tax certiorari proceedings cannot be ascertained at this time; however, future refunds resulting from an adverse pending settlement or judgment will be funded in the year of payment. For 2020, the Village paid $161,075 in direct tax refunds (and $4,993 in SCARs). For the 2021 fiscal year (as of June 4, 2021) the Village has paid $5,831.51 in direct tax refunds (and approved $15,800 in SCARs). Pursuant to the Local Finance Law, the Village in the past has issued bond anticipation notes or used budgetary appropriations to pay tax refunds. It is believed that an adverse decision, in any or all of the tax certiorari proceedings, in whole or in part, whether by stipulation or judgment, will not have a material impact on the financial condition of the Village.

There is no action, suit, proceedings or investigation, at law or in equity, before or by any court, public board or body pending or, to the best knowledge of the Village, threatened against or affecting the Village to restrain or enjoin the issuance, sale or delivery of the Bonds and the Notes or the levy and collection of taxes or assessments to pay same, or in any way contesting or affecting the validity of the Bonds or the Notes or any proceedings or authority of the Village taken with respect to the authorization, issuance or sale of the Bonds or the Notes or contesting the corporate existence or boundaries of the Village.

TAX MATTERS

In the opinion of Orrick, Herrington & Sutcliffe LLP ("Bond Counsel"), based upon an analysis of existing laws, regulations, rulings, and court decisions, and assuming, among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986 (the "Code") and is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York). Bond Counsel is of the further opinion that interest on the Bonds and the Notes is not a specific preference item for purposes of the federal alternative minimum tax. Complete copies of the proposed forms of opinion of Bond Counsel are set forth in Appendices D and E hereto.

The Code imposes various restrictions, conditions and requirements relating to the exclusion from gross income for federal income tax purposes of interest on obligations such as the Bonds and the Notes. The Village has covenanted to comply with certain restrictions designed to insure that interest on the Bonds and the Notes will not be included in federal gross income. Failure to comply with these covenants may result in interest on the Bonds and the Notes being included in gross income for federal income tax purposes, possibly from the date of original issuance of the Bonds and the Notes. The opinion of Bond Counsel assumes compliance with these covenants. Bond Counsel has not undertaken to determine (or to inform any person) whether any actions taken (or not taken) or events occurring (or not occurring) after the date of issuance of the Bonds and the Notes may adversely affect the value of, or the tax status of interest on, the Bonds and the Notes. Further, no assurance can be given that pending or future legislation or amendments to the Code, if enacted into law, or any proposed legislation or amendments to the Code, will not adversely affect the value of, or the tax status of interest on, the Bonds and the Notes.

Certain requirements and procedures contained or referred to in the Arbitrage Certificate, and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Bonds and the Notes) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents. Bond Counsel expresses no opinion as to any Bonds and the Notes or the interest thereon if any such change occurs or action is taken or omitted.

Although Bond Counsel is of the opinion that interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes and is exempt from income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York), the ownership or disposition of, or the amount, accrual or receipt of interest on, the Bonds and the Notes may otherwise affect an Owner's federal or state tax liability. The nature and extent of these other tax consequences will depend upon the particular tax status of the Owner or the Owner's other items of income or deduction. Bond Counsel expresses no opinion regarding any such other tax consequences.

Legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the Bonds and the Notes to be subject, directly or indirectly, to federal income taxation or to be subject to or exempted from state income taxation, or otherwise prevent Beneficial Owners from realizing the full current benefit of the tax status of such interest. For example, certain legislative proposals in recent years have been made that would limit the exclusion from gross income of interest on obligations like the Bonds and the Notes to some extent for taxpayers who are individuals and whose income is subject to higher marginal income tax rates. The introduction or enactment of any such legislative proposals or clarification of the Code or court decisions may also affect, perhaps significantly, the market price for, or marketability of, the Bonds and the Notes.

Prospective purchasers of the Bonds and the Notes should consult their own tax advisors regarding the potential impact of any pending or proposed federal or state tax legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

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 Orrick, Herrington & Sutcliffe LLP, Bond Counsel. Bond Counsel's respective opinions will be in substantially the forms attached hereto as Appendices D and E.

DISCLOSURE UNDERTAKINGS

Disclosure Undertaking for the Bonds

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

(1) to the Electronic Municipal Market Access ("EMMA") system of the Municipal Securities Rulemaking Board ("MSRB") or any other entity designated or authorized by the Commission to receive reports pursuant to the Rule, during each fiscal year in which the Bonds are outstanding, (i) certain annual financial information and operating data for the preceding fiscal year in a form generally consistent with the information contained or cross-referenced in the final Official Statement anticipated to be dated September 14, 2021 of the Village relating to the Bonds under the headings "Litigation" and in Appendix A under the headings "The Village", "Financial Factors", "Real Property Taxes", "Village Indebtedness" and "Economic and Demographic Data" and Appendix B by the end of the sixth month following the end of each succeeding fiscal year, commencing with the fiscal year ending December 31, 2021, and (ii) a copy of the audited financial statement, if any, (prepared in accordance with accounting principles generally accepted in the United States of America in effect at the time of the audit) for the preceding fiscal year, commencing with the fiscal year ending December 31, 2021; such audit (prepared in accordance with the accounting principles the Village may be required to employ pursuant to State law or regulation), if any, will be so provided on or prior to the later of either the end of the sixth month of each such succeeding fiscal year or, if an audited financial statement is not available at that time, within sixty days following receipt by the Village of its audited financial statement for the preceding fiscal year, but, in any event, not later than the last business day of each such succeeding fiscal year; and provided further, in the event that the audited financial statement for any fiscal year is not available by the end of the sixth month following the end of any such succeeding fiscal year, unaudited financial statements in the form provided to the State, if available, will be provided no later than said date; provided however, that provision of unaudited financial statements in any year shall be further conditioned upon a determination by the Village of whether such provision is compliant with the requirements of federal securities laws including Rule 10b-5 of the Securities Exchange Act of 1934 and Rule 17(a)(2) of the Securities Act of 1933;

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

(i) principal and interest payment delinquencies; (ii) non-payment related defaults, if material; (iii) unscheduled draws on debt service reserves reflecting financial difficulties; (iv) unscheduled draws on credit enhancements reflecting financial difficulties; (v) substitution of credit or liquidity providers, or their failure to perform; (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds; (vii) modifications to rights of Bondholders, if material; (viii) Bond calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Bonds, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the Village; (xiii) the consummation of a merger, consolidation, or acquisition involving the Village or the sale of all or substantially all of the assets of the Village, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a "financial obligation" (as defined in the Rule) of the Village, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation, any of which affect security holders, if material; (xvi) default, event of acceleration, termination event, modification of terms or other similar events under a financial obligation of the Village, if any such event reflects financial difficulties.

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

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

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

With respect to events (xv) and (xvi) above, the term "Financial Obligation" means a (a) debt obligation; (b) derivative instrument entered into with, or pledged as security or source of payment for, an existing or planned debt obligation; or (c) guarantee of (a) or (b). The term Financial Obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

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

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

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

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

Disclosure Undertaking for the Notes

This Official Statement is in a form "deemed final" by the Village for the purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule"). At the time of the delivery of the Notes, the Village will provide an executed copy of its "Undertaking to Provide Notice of Certain Material Events" (the "Undertaking"). Said Undertaking will constitute a written agreement or contract of the Village for the benefit of holders of and owners of beneficial interests in the Notes, to provide, or cause to be provided, timely notice not in excess of ten (10) business days after the occurrence of any of the following events with respect to the Notes:

> (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 Notes, or other material events affecting the tax status of the Notes; (vii) modifications to rights of Noteholders, if material; (viii) Note calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Notes, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the Village; (xiii) the consummation of a merger, consolidation, or acquisition involving the Village or the sale of all or substantially all of the assets of the Village, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (xiv) appointment of a

successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a "financial obligation" (as defined in the Rule) of the Village, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation, any of which affect security holders, if material; and (xvi) default, event of acceleration, termination event, modification of terms or other similar events under a financial obligation of the Village, if any such event reflects financial difficulties.

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

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

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

With respect to events (xv) and (xvi) above, the term "Financial Obligation" means a (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) guarantee of (a) or (b). The term Financial Obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

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

The Village's Undertaking shall remain in full force and effect until such time as the principal of, redemption premiums, if any, and interest on the Notes shall have been paid in full. The sole and exclusive remedy for breach or default under the Undertaking is an action to compel specific performance of the undertakings of the Village, and no person or entity, including a holder of the Notes, shall be entitled to recover monetary damages thereunder under any circumstances. Any failure by the Village to comply with the Undertaking will not constitute a default with respect to the Notes.

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

MUNICIPAL ADVISOR

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

In preparing the Official Statement, the Municipal Advisor has relied upon governmental officials, and other sources, who have access to relevant data to provide accurate information for the Official Statement. The Municipal Advisor has not been engaged, nor has it undertaken, to independently verify the accuracy of such information. The Municipal

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

RATING

The Village has applied to Moody's Investors Service, Inc. ("Moody's") for a rating on the Bonds. Such application is pending at this time.

The Village did not apply for a rating on the Notes.

The Village's underlying rating by Moody's Investors Service ("Moody's") is "Aa2."

With respect to the Moody's rating applicable to uninsured debt, such rating reflects only the views of Moody's and any desired explanation of the significance of such rating should be obtained from Moody's, at the following address: Moody's Investors Service, Inc., 7 World Trade Center at 250 Greenwich Street, New York, New York 10007. There can be no assurance that such rating will continue for any specified period of time or that such rating will not be revised or withdrawn, if in the judgment of Moody's circumstances so warrant. Any such change or withdrawal of such rating 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.

ADDITIONAL INFORMATION

Additional information may be obtained from Dale Brennan, Treasurer, 16 Croton Avenue, Ossining, New York 10562, (914) 941-2581, e-mail: dbrennan@villageofossining.org or from the Village's Municipal Advisor, Capital Markets Advisors, LLC, 11 Grace Avenue – Suite 308, Great Neck, New York, 11021, (516) 570- 0340.

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

Statements in the Official Statement, and the documents included by specific reference, that are not historical facts are "forward-looking statements", within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and as defined in the Private Securities Litigation Reform Act of 1995, which involve a number of risks and uncertainties, and which are based on the Village management's beliefs as well as assumptions made by, and information currently available to the Village's management and staff. Because the statements are based on expectations about future events and economic performance and are not statements of fact, actual results may differ materially from those projected. Important factors that could cause future results to differ include legislative and regulatory changes, changes in the economy, and other factors discussed in this and other documents that the Village's files with the MSRB. When used in Village documents or oral presentations, the words "anticipate," "believe," "intend," "plan," "foresee," "likely," "estimate," "expect," "objective," "projection," "forecast," "goal," "will," or "should," or similar words or phrases are intended to identify forward-looking statements.

To the extent any statements made in this Official Statement involve matters of opinion or estimates, whether or not expressly stated, they are set forth as such and not as representations of fact, and no representation is made that any of the statements will be realized. Neither this Official Statement nor any statement which may have been made verbally or in writing is to be construed as a contract with the holder of the Bonds and the Notes.

Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel to the Village, expresses no opinion as to the accuracy or completeness of information in any documents prepared by or on behalf of the Village for use in connection with the offer and sale of the Bonds and the Notes, including but not limited to, the financial or statistical information in this Official Statement.

References herein to the Constitution of the State and various State and federal laws are only brief outlines of certain provisions thereof and do not purport to summarize or describe all of such provisions.

Concurrently with the delivery of the Bond and Notes, the Village will furnish a certificate to the effect that as of the date of the Official Statement, the Official Statement did not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements herein, in the light of the circumstances under which they were made, not misleading, subject to limitation as to information in the Official Statement obtained from sources other than the Village, as to which no representation can be made.

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

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

VILLAGE OF OSSINING
WESTCHESTER COUNTY, NEW YORK

By: /s/______________________________
Dale Brennan
Treasurer and Chief Fiscal Officer

DATED: September __, 2021

<u>APPENDIX A</u>

THE VILLAGE

THE VILLAGE

There follows in this document a brief description of the Village together with certain information concerning its governmental organization, economy, indebtedness and finances.

General Information

The Village was incorporated in 1813 and encompasses approximately 3.0 square miles within the Town of Ossining (the "Town"). The Village is situated on the eastern bank of the Hudson River, approximately 30 miles north of New York City.

The Village's population, according to U.S. Census data, is estimated to be 25,086 for 2019. Except for a decline of 6.75% recorded by the 1980 census, population in the Village has increased steadily with each official decennial census since 1950. Population trends for the County and State are generally comparable to the trends experienced by the Village during this period of time. (See "ECONOMIC AND DEMOGRAPHIC DATA," herein.)

Wealth levels in the Village are below County and State levels as a whole. According to the US Census Bureau data, median family income in the Village for 2019 was $80,991 compared to $124,670 and $84,385 for families in the County and State, respectively. Approximately 42.3% of all families in the Village had annual incomes greater than $100,000. More than 59.4% of all families living in the County had incomes in excess of $100,000 for 2019. The percentage of families in the entire State reporting annual incomes of more than $100,000 in 2019 was 42.1%. Per capita income in the Village for 2019 was $37,438 compared to $57,049 for the County and $39,326 for the State as a whole. (See "ECONOMIC AND DEMOGRAPHIC DATA," herein.)

Form of Government

The Village was established as a municipal government by the State and is vested with such powers and responsibilities inherent in the operation of municipal government, including the adoption of rules and regulations to govern its affairs. In addition, the Village may tax real property situated in its boundaries and issue debt subject to the provision of the Local Finance Law. There is one independent school district operating in the Village, which possesses the same powers with respect to taxation and debt issuance. Village residents also pay real property taxes to the Town and County to support programs administered by these governmental bodies.

Government operations of the Village are subject to the provisions of the State Constitution and various statutes affecting village governments including Village Law, the General Municipal Law and the Local Finance Law. The Village has a special charter, which in many instances takes precedence over general statutory requirements. Real property assessment, collection, and enforcement procedures are determined by the Real Property Tax Law.

Elected and Appointed Officials

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

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

Appointed Officials. Pursuant to a public referendum held in 1968, the Village has a Village Manager who is appointed by the Village Board of Trustees and serves at its pleasure. The Manager is the Chief Executive Officer of the Village and is responsible for the day-to-day operations. The Manager appoints certain department heads and hires employees. The Manager serves as the Budget Officer of the Village.

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

The Village Treasurer is appointed by the Village Manager subject to confirmation by the Board of Trustees. The Treasurer is the Chief Fiscal Officer of the Village and also serves as the Comptroller for the Town pursuant to an inter-municipal agreement. Duties and responsibilities of the position are as follows: maintain the Village's accounting systems and records including the responsibility to prepare and file an annual financial report with the State Comptroller, custody and investment of Village funds, and debt management. In addition, the Treasurer is the tax collector responsible for collecting and enforcing delinquent Village taxes.

Services

The Village provides its residents with many of the services traditionally provided by village governments in the State. In addition, the Town and County furnish certain other services. A list of the services provided by the Village are as follows: police protection and law enforcement; water and sewer services; refuse collection (the Village is a member of County Refuse District No. 1); highway and public facilities maintenance; cultural and recreational activities; building code enforcement and planning and zoning administration. The Ossining Public Library, sponsored by the Ossining School District, provides library services to Village residents. Fire protection is furnished by a volunteer fire department, which is funded as a Village function.

Pursuant to State law, the County, not the Village, is responsible for funding and providing various social service and health care programs such as Medicaid, aid to the families with dependent children, home relief and mental health programs. The County is also responsible for certain sewer services for which purpose special county districts were established. A two-year community college, which is a member of the State University system, is sponsored by the County.

Employees

The Village employs 180 full-time employees and approximately 140 part-time and seasonal employees. Certain employees are represented by one of two unions. Clerical and certain laborers belong to the Civil Service Employees Association. The Ossining Police Benevolent Association is the collective bargaining agent for the police officers. The following tables summarize the contract status of each unit.

Number of Employees	Union Representation	Contract Expiration Date
57	Ossining Police Benevolent Assoc.	12-31-19 (1)
106	Civil Service Employees Assoc.	12-31-24

(1) Currently in negotiations.

Source: Village Officials.

Employee Benefits

Substantially all employees of the Village are members of the New York State and Local Employees Retirement System ("ERS") or the New York State and Local Police and Fire Retirement System ("PFRS") (ERS and PFRS are referred to collectively hereinafter as the "Retirement System" where appropriate). The Retirement System is a cost-sharing multiple public employer retirement system. The obligation of employers and employees to contribute and the benefits to employees are governed by the New York State Retirement and Social Security Law (the "Retirement

System Law"). The Retirement System offers a wide range of plans and benefits which are related to years of service and final average salary, vesting of retirement benefits, death and disability benefits and optional methods of benefit payments. All benefits generally vest after five years of credited service, except for members hired on or after January 1, 2010 whose benefits vest after ten years of credited service. The Retirement System Law generally provides that all participating employers in the Retirement System are jointly and severally liable for any unfunded amounts. Such amounts are collected through annual billings to all participating employers. Generally, all employees, except certain part-time employees, participate in the Retirement System. The Retirement System is non-contributory with respect to members hired prior to July 27, 1976. All members hired on or after July 27, 1976 through and including December 31, 2009, must contribute three percent of their gross annual salary toward the costs of retirement programs until they attain ten years in the Retirement System, at such time contributions become voluntary. Members hired on or after January 1, 2010 must contribute three or more percent of their gross annual salary toward the costs of retirement programs for the duration of their employment.

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

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

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

The New York State Retirement System allows municipalities to make employer contribution payments in December of each year, at a discount, or the following February, as required. The Village generally opts to make its pension payments in December in order to take advantage of the discount rate.

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

The Village does not currently amortize any 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 spikes in Actuarially Required Contribution rates ("ARCs"). The plan allows municipalities to pay the SCO amount in lieu of the ARC amount. The Village pays its ERS and PFRS contributions on a pay as you go basis and does not expect to participate in the SCO in the foreseeable future.

On August 29, 2019, the State Comptroller announced that for fiscal year 2020-21, the average contribution rates for ERS will remain the same and the average contribution rates for PFRS will increase 0.9% from 23.5% to 24.4% when compared to the current fiscal year 2019-20. Projections of required contributions will vary by employer depending on factors such as retirement plans, salaries and the distribution of their employees among the six retirement tiers.

Uncertainty regarding the short, medium and long-term effects of the COVID-19 pandemic has caused extreme volatility across all financial markets, including those markets in which the Retirement System funds are invested. While State Comptroller DiNapoli has made recent comments that the Common Retirement Fund is well-positioned to withstand current market disruption, the impacts of such volatility on future contribution rates, if any, cannot be known at this time. (See "MARKET FACTORS" herein.)

ERS and PFRS Contributions. For the years ended December 31, 2016 through 2020, and budgeted for 2021, the Village's contributions to the ERS and PFRS are as follows:

Fiscal Year Ended December 31:	ERS	PFRS
2016	$1,396,969	$1,645,851
2017	1,431,297	1,711,252
2018	1,422,116	1,680,865
2019	1,431,081	1,750,803
2020	1,479,477	1,971,270
2021 (Budget) (1)	1,883,379	2,377,086

(1) Inclusive of contributions in the General Fund, Water Fund, and Sewer Fund and Voluntary Defined Contribution Plan (Refer to Note 2F)

Source: Annual audited financial statements and the 2021 adopted budget. The summary itself is not audited.

Other Postemployment Benefits

For fiscal years beginning after June 15, 2017, the Village is subject to GASB Statement No. 75 ("GASB 75") which replaces GASB 45. GASB 75 requires state and local governments to account for and report their costs associated with post-retirement healthcare benefits and OPEB. GASB 75 generally requires that employers account for and report the annual cost of the OPEB and the outstanding obligations and commitments related to OPEB similarly to GASB Statement NO. 68 reporting requirements for pensions.

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

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

The Village's total OPEB liability as of December 31, 2020 was $150,997,760 using a discount rate of 1.93% and actuarial assumptions and other inputs as described in the Village's December 31, 2020 audited financial statements.

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

Legislation has been introduced from time-to-time to create an optional investment pool to help the State and local governments fund retiree health insurance and other post-employment benefits. Such proposed 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. Under such proposed legislation, there would be no limits on how much a local government can deposit into the trust. The Village cannot predict whether any such legislation will be enacted into law in the foreseeable future.

FINANCIAL FACTORS

Impacts of COVID-19

The Village 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 Village has paid such costs from budgetary appropriations and/or available funds. The Village's State Aid for the 2020 fiscal year was not reduced and the Village does not expect a reduction in State aid during the 2021 fiscal year. The Village has also experience revenue losses from interest earnings, permit fees, fines and various recreation revenues due to the COVID-19 pandemic. The Village 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 Village.

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.

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 Village is eligible to receive $2,534,465 and received the first tranche of funding on July 22, 2021 in the amount of $1,267,232. The Village 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.

Budgetary Procedure

The Village Manager, who is also the Budget Officer of the Village, submits the tentative budget for the next fiscal year to the Board of Trustees during the first week of November. The Board of Trustees may make such changes or revisions as they deem appropriate subject to the provision of law. A public hearing is held on the budget at the second regularly scheduled board meeting in November. Members of the public may express their views on the budget but there is no provision for a formal vote on the budget. Following the public hearing and on or before the first Wednesday of December the Board of Trustees adopts the final budget. A copy of such budget must be filed with the Village Clerk and is available for public inspection.

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

A summary of the adopted budget for the fiscal year ending December 31, 2021 is presented in Appendix B hereto.

Independent Audits

The Village retained the firm of PKF O'Connor Davies, LLP, to audit its financial statements for the fiscal year ended December 31, 2020. Appendix B, attached hereto, presents excerpts from the Village's most recent audited reports covering the last five fiscal years. Appendix C contains a link to the 2020 fiscal year audit.

State Audits. In addition, the Village is subject to audit by the State Comptroller to review compliance with legal requirements and the rules and regulations established by the State. On May 14, 2021, a report with the purpose to provide an independent evaluation of the Village's adopted budget for the 2021 fiscal year was released. On February 9, 2018, a report reviewing parking ticket collections over the period January 1, 2016 through September 18, 2017 was released. Full copies of the reports may be obtained by visiting the official website of the Office of the New York State Comptroller, by request of the Village or by request of the Village's Municipal Advisor. (See also, "THE STATE COMPTROLLER'S FISCAL STRESS MONITORING SYSTEM AND COMPLIANCE REVIEWS," herein.)

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

Certain Information Obtained from Financial Statements

Summary financial statements for the five years ended December 31, 2016 through December 31, 2020 are presented in Appendix B hereto. Such statements were compiled from the audited financial statements of the Village, however, the presentation of these statements has not been audited. The statements are not considered audited under auditing standards generally accepted in the United States of America because the notes to the statements and the auditors' report thereon have been omitted. Copies of the Village's audited financial statements will be made available upon request to the Village's Municipal Advisor.

Investment Policy

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

Authorized Investments. The Village has designated fourteen banks or trust companies which are located and authorized to conduct business in the State to receive deposits of money, including certificates of deposits, from the Village. In addition, the Village is authorized to invest through an investment cooperative. Deposit limits of $5,000,000 to $15,000,000 have been established for these institutions.

In addition to bank deposits, the Village is permitted to invest moneys in direct obligations of the United States of America, obligations guaranteed by agencies of the United States where the payment of principal and interest are further guaranteed by the United States of America and obligations of the State. Other eligible investments for the Village include: revenue and tax anticipation notes issued by any municipality, school district or district corporation other than the Village (investment subject to approval of the State Comptroller); obligations of certain public authorities or agencies; obligations issued pursuant to Section 109(b) of the General Municipal Law (certificates of participation) and certain obligations of the Village, but only with respect to moneys of a reserve fund established pursuant to Section 6 of the General Municipal Law. The Village is also authorized to invest moneys with an investment cooperative program. Effective for 2019, the Village removed use of repurchase agreements from the adopted investment policy.

Collateral Requirements. All Village deposits in excess of the applicable insurance coverage provided by the Federal Deposit Insurance Act must be secured in accordance with the provisions of and subject to the limitations of Section

10 of the General Municipal Law of the State. Such collateral must consist of the “eligible securities,” “eligible surety bonds” or “eligible letter of credit” as described in the Law.

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

An eligible irrevocable letter or credit may be issued, in favor of the Village, by a qualified bank other than the depository bank. Such letters may have a term not to exceed 90 days and must have an aggregate value equal to 140% of the deposit obligations and the agreed upon interest. Qualified banks include those with commercial paper or other unsecured or short-term debt ratings within one of the three highest categories assigned by at least one nationally recognized statistical rating organization or a bank that is in compliance with applicable Federal minimum risk-based capital requirements.

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

Results of Operations - Fiscal Year Ended December 31, 2020

General Fund. For the year ended December 31, 2020, the General Fund recorded a surplus of $2,014,313 and ended the year with a fund balance of $18,379,523. The Village’s 2021 adopted budget provides for a planned draw down of $1,046,901 in fund balance and reserves. The 2020 General Fund balance consisted of unassigned funds of $16,038,551, assigned funds of $1,181,224, non-spendable funds of $790,325, restricted funds of $351,610 and committed funds of $17,813. Unassigned funds represented approximately 87.3% of fund balance in the General Fund at December 31, 2020.

The sum of all revenue and other financing sources for the General Fund in 2020 was $37,066,276. Real property tax revenue was $22,864,356 or approximately 61.7% of this total. The Village receives a share of the County sales tax pursuant to special State legislation enacted in 1991. For 2020, the Village reported sales tax revenue of $5,194,677 which accounted for approximately 14.0% of the General Fund’s total revenue and other financing sources for the year. State aid to the Village of $334,761 made up only approximately 0.90% of all General Fund revenue and other financing sources in 2020. Certain other significant municipally generated revenues for 2020 included: intergovernmental charges of $3,672,631, departmental income of $1,340,368, fines and forfeitures of $333,716. Other financing sources totaled $307,091, which includes a $133,435 transfer from the debt service fund and $173,656 from insurance recoveries.

General Fund expenditures and other financing uses were $35,051,963 for the year ended December 31, 2020. The Village police department, excluding employee benefits, accounted for $9,266,652 or approximately 26.4% of this total. Other major expenditures for the Village during 2020 were: employee benefits of $10,295,101; general government support of $3,855,684, culture and recreation of $2,310,706; transportation of $2,080,543; and home and community services of $2,146,379. Other financing uses for the year were $2,736,593, of which $1,532,068 represented a transfer to the debt service fund.

Water Fund. For the year ended December 31, 2020, the Water Fund recorded a surplus of $2,068,257 and ended the year with a total fund balance of $7,579,925. For the year ended December 31,2020, fund balance consisted of

$7,260,944 in assigned funds, $223,425 in restricted funds, and $95,556 in non-spendable funds. The assigned portion of the fund balance made up approximately 95.8% of total fund balance for 2020.

Water Fund operations are financed primarily through user charges to customers. Total revenue and other financing sources for the Water Fund in 2020 was $11,953,652 of which $11,625,669 was derived from departmental charges. The adopted budget for 2020 included a 5.0% increase in water rates.

Delinquent water rents are assessed a 5% penalty. The Village also may terminate water service for non-payment. Current water rent bills which are unpaid for at least six months are relevied as a part of the property owners real property tax in the following year, and the Water Fund is reimbursed 100% by the General Fund. Thereafter, such items are collected and enforced in the same manner as real property taxes (see “Real Property Taxes,” below). The Village relevied $391,583 of delinquent water rents in 2016, $362,748 in 2017, $365,052 in 2018, $375,127 in 2019, and $386,234 in 2020.

Sewer Fund. The Sewer Fund recorded an operating surplus of $286,362 for year ended December 31, 2020 and concluded the year with a total fund balance of $1,823,033. At December 31, 2020 fund balance consisted of $1,802,628 in assigned funds and $20,405 in non-spendable funds.

Total revenue recorded by the Sewer Fund in 2020 was $1,910,513. The primary source of income for the fund is generated by departmental fees which totaled $1,902,719 during 2020. The adopted budget for 2020 included a 5.0% increase in sewer rates.

Delinquent sewer bills are assessed a penalty of 5%. Current sewer rent billings which are unpaid for at least one year are relevied on the property owner's tax bill for the next year. The Sewer Fund receives 100% reimbursement from the General Fund for all amounts relevied. Following the relevy, sewer delinquencies are treated and enforced as real property taxes (see “Real Property Taxes,” below). The Village relevied $84,296 of delinquent sewer rents in 2016, $88,408 in 2017, $88,912 in 2018, $91,836 2019 and $95,405 in 2020.

Revenues

The Village derives its revenues primarily from real property taxes and special assessments, State aid and departmental fees and charges. A summary of such revenues for the years 2016-2020 is presented in Appendix B, hereto. Information for said fiscal years has been excerpted from the Village’s audited financial reports, however, such presentation has not been audited.

Property Taxes. The Village derives a major portion of its revenues from a tax on real property (see “Statement of Revenues, Expenditures and Changes in Fund Balance” in Appendix B.) Property taxes accounted for 61.7% of total General Fund revenues for the fiscal year ended December 31, 2020.

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

General Fund Revenues & Real Property Taxes

Year Ended December 31:	Total General Fund Revenue [(1)]	Real Property Taxes	Real Property Taxes/ General Fund Revenue (%)
2016	$34,355,422	$21,540,922	62.7%
2017	35,049,636	21,857,353	62.4
2018	35,483,013	21,913,826	61.8
2019	37,070,390	22,538,021	60.8
2020	37,066,276	22,864,356	61.7
2021 (Budget)	37,168,983	23,305,571	62.7

(1) Includes other financing sources.
Source: The annual audited financial statements for 2016 through 2020 and 2021 adopted budget of the Village. The summary itself is not audited.

State Aid. The Village receives financial assistance from the State. Including other financing sources, State Aid of $334,761 accounted for approximately 0.9% of total General Fund revenue, including other financing sources, during the 2020 fiscal year. If the State should experience difficulty in borrowing funds in anticipation of the receipt of State taxes in order to pay State aid to municipalities and school districts in the State, including the Village, in any year or future years, the Village may be affected by a delay in the receipt of State aid until sufficient State taxes have been received by the State to make State aid payments. Additionally, if the State should not adopt its budget in a timely manner, municipalities and school districts in the State, including the Village, may be affected by a delay in the payment of State aid.

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

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

General Fund Revenue & State Aid Revenue

Fiscal Year Ended December 31:	Total General Fund Revenue [(1)]	State Aid	State Aid to General Fund Revenue
2016	$34,355,422	$474,194	1.4%
2017	35,049,636	613,888	1.8
2018	35,483,013	460,870	1.3
2019	37,070,390	235,455	0.6
2020	37,066,276	334,761	0.9
2021 (Budget)	37,228,983	201,000	0.5

(1) Includes other financing sources.
Source: The annual audited financial statements for 2016 through 2020 and 2021 adopted budget of the Village. The summary itself is not audited.

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

In July 1991, the State Legislature authorized an additional 1% sales tax for the County to impose in localities other than cities which have their own sales tax. This additional 1% sales tax became effective on October 15, 1991 and has been extended through May 31, 2020. The additional 1% sales tax is to be apportioned between the County (33 1/3%), school districts in the County (16 2/3%) and towns, villages and cities in the County which have imposed sales taxes (50%)

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

In April of 2019, the State Legislature authorized an increase of 1% to the County sales tax, raising the rate to 8.375% in County localities other than cities. The County will retain 70% of the 1% point increase, the municipalities retain 20% and school districts retain 10%. The rate increase is effective as of August 1, 2019 and expires on November 30, 2023.

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The following table sets forth total General Fund revenues and sales taxes received for each of the past five fiscal years and the amounts budgeted for the current fiscal year. The table does not reflect the impact on sales tax in the County which drastically decreased in March 2020 due to the COVID-19 global pandemic.

General Fund Revenues & Sales Tax

Year Ended December 31:	Total General Fund Revenue [1]	Sales Tax	Sales Tax/ General Fund Revenue (%)
2015	$34,404,297	$3,613,936	10.5%
2016	34,355,422	3,659,102	10.7
2017	35,049,636	3,823,530	10.9
2018	35,483,013	4,012,240	11.3
2019	37,070,390	4,594,920	12.4
2020	37,066,276	5,194,677	14.1
2021 (Budget)	37,228,983	4,600,000	12.6

(1) Includes other financing sources.
Source: The annual audited financial statements for 2016 through 2020 and 2021 adopted budget of the Village. The summary itself is not audited.

REAL PROPERTY TAXES

The Village derives its power to levy an ad valorem real property tax from the Constitution of the State. The Village's power to levy real property taxes, other than for debt service and certain other purposes, are limited by the State Constitution to two percent of the five-year average full valuation of taxable property of the Village.

Computation of Real Estate Property Tax Levying Limitation
Year Ending December 31, 2021

Year Ended December 31:	Full Valuation Of Real Estate
2017	$2,008,310,352
2018	2,030,229,539
2019	2,094,660,971
2020	2,109,379,276
2021	2,223,109,990
Total of Full Valuations	10,465,690,128
Five-Year Average Full Valuation	2,093,138,026
Tax Limit (2% of Average Full Valuation)	41,862,761
2021 Tax Levy for General Village Purposes	23,305,571
Total of Items Excluded from Tax Limit [1]	3,637,052
Tax Levy Subject to Tax Limit	19,247,988
Percentage of Tax Limit Exhausted	47.11%
Constitutional Tax Margin	$40,853,904

(1) Debt service exclusion.
Source: Statement of Constitutional Tax Limit for the year ending December 31, 2020.

Real Property Taxes, Assessments and Rates

Real Property taxes accounted for approximately 62.2% of total General Fund revenue (including other financing sources) for the fiscal year ended December 31, 2020 (See "*Revenues*," herein). The following table shows the trend during the last five years for real property assessments, real property tax and assessment levies, general purpose tax rates.

Valuations, Tax Rates and Tax Levies
2017-2021

Years Ended December 31:	Assessed Valuation	State Equalization Rate (1)	Full Valuation	Tax Rate Per $1,000 Assessed Valuation	Gross Tax Levy
2017(2)	$2,008,310,352	100.00%	$2,008,310,352	10.85	$21,788,528
2018	2,030,229,539	100.00	2,030,229,539	10.85	22,026,440
2019	2,094,660,971	100.00	2,094,660,971	10.85	22,725,364
2020	2,109,379,276	100.00	2,109,379,276	10.85	22,885,040
2021	2,223,109,990	100.00	2,223,109,990	10.48	23,305,571

(1) The State Office of Real Property Tax Services (the "ORPTS").
(2) Revaluation.

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

Tax Collection Procedures

The Village Board of Trustees levies real property taxes pursuant to resolution and such taxes become a lien on the first day of January. Taxes may be paid in two installments in the months of January and July. The first installment may be paid without penalty through January 31. The second installment must be paid by July 31 in order to avoid the penalty. Payments made after the due dates must include a 5% penalty for the first month or fraction thereof and an additional 1% penalty for each month or part of a month thereafter.

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

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The following table sets forth the annual real property tax levy and the record of current tax collections of the Village for the last five completed years.

Real Property Tax Levies and Collections
2016 – 2021

Years Ended December 31:	Gross Tax Levy (1)	Taxes Collected During Current Year (2)	Collected Current Basis (%)	Uncollected At Tax Lien Date (3)	% Uncollected Tax Lien Date
2016	$21,869,352	$21,627,122	98.89%	$152,166	0.70%
2017	22,257,426	22,065,502	99.14	101,012	0.45
2018	22,493,674	22,253,587	98.93	191,574	0.85
2019	23,201,917	22,939,434	98.87	249,383	1.07
2020 (4)	23,376,682	23,157,239	99.06	259,137	1.11
2021(4)	23,800,470	22,246,262	93.47	NA	NA

(1) Includes water and sewer rent relevies and miscellaneous levies.
(2) Includes only principal amount of the current year tax warrant collected – the Village extended the penalty date from July 31, 2020 to August 21, 2020 with executive order 202.45.
(3) For 2019, this amount only accounts for the uncollected principal amount and for the 2019 open Taxes and 2020 Tax Liens the Village could not file until July 15, 2020 due to the COVID-19 Pandemic – normally the Lien date is May 25 following the year of the tax levy.
(4) As of August 2, 2021.

Source: Village Officials.

Ten of the Largest Taxpayers

The following table set forth the property assessments of the Village's larger taxpayers as shown on the 2020 tax roll, which was used to levy real property taxes for 2021.

Larger Taxable Properties in the Village
2020 Assessment Roll (For the Collection of 2021 Taxes)

Taxpayer	Classification	Assessed Valuation (1)	Percent of Total Assessed Valuation
Con Edison Co. of NY	Utility	$ 94,008,700	4.23%
Urstadt Biddle Properties Inc	Shopping Center	34,277,400	1.54
Avalon Ossining LLC (2)	Apartments	33,240,400	1.50
Scarborough Manor Owners (2)	Co-op Apartments	33,066,706	1.49
Parkview Apartments Corp	Co-op Apartments	20,654,222	0.93
High Meadow Coop No 1	Co-op Apartments	20,046,031	0.90
OLSL Hudson LLC (2)	Senior Citizens Housing	18,937,600	0.85
Cortland Fee I LLC	Apartments	18,179,400	0.82
Highland Terrace Owners Corp (2)	Co-op Apartments	14,969,331	0.67
70 Croton LLC	Apartments	11,897,200	0.54
Total		$299,276,990	13.46%

(1) Total taxable assessed valuations for 2021 are $2,223,109,990.
(2) See “Litigation” herein for a discussion of pending tax certiorari claims. Many Village taxpayers have had claims pending for one or multiple years.

Source: Village Officials.

VILLAGE INDEBTEDNESS

Constitutional Requirements

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

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

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

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

Debt Limit. The Village has the power to contract indebtedness for various authorized Village purposes so long as the principal amount thereof shall not exceed seven per centum of average full valuation of taxable real estate of the Village, subject to certain enumerated exclusions and deductions such as water and revenue producing facilities and cash or appropriations for current debt service. The constitutional method for determining full valuation consists of dividing the total assessed valuation of taxable real estate for a specified assessment roll by the final equalization rate established for such assessment roll by the State Office of Real Property Tax Services ("ORPTS"). The State Legislature is required to prescribe the manner by which such rate shall be determined. Average full valuation is determined by taking the sum of the full valuation of such last completed assessment roll and the four preceding completed assessment rolls and dividing such sum by five.

Statutory Procedure

In general, the State Legislature has authorized the power and procedure for the Village to borrow and incur indebtedness subject, of course, to the constitutional provisions set forth above. The power to spend money, however, generally derives from other law, including the Village Law and the General Municipal Law.

Pursuant to the Local Finance Law, the Village 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 Village Board of Trustees, the finance board of the Village. Certain such resolutions may be subject to permissive referendum, or may be submitted to the Village voters at the discretion of the Village Board of Trustees.

The Local Finance Law also provides for a twenty-day statute of limitations after publication of a bond resolution (in summary or in full), together with a statutory notice which, in effect, estops thereafter legal challenges to the validity of obligations authorized by such bond resolution, except for alleged constitutional violations. The Village is currently in the process of complying with such procedure for the validation of the bond resolutions adopted in connection with this issuance.

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

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

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

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

Constitutional Debt-Contracting Limitation

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

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

Computation of Constitutional
Debt Contracting Limitation
As of September 2, 2021

For Fiscal Year Ended December 31:	Assessed Valuations	Equalization Rate [1]	Full Valuations
2017	$2,008,310,352	100.00%	$2,008,310,352
2018	2,030,229,539	100.00	2,030,229,539
2019	2,094,660,971	100.00	2,094,660,971
2020	2,109,379,276	100.00	2,109,379,276
2021	2,223,109,990	100.00	2,223,109,990
Total Five-Year Full Valuation			$10,465,690,128
Five-Year Average Full Valuation			2,093,138,026
Debt Contracting Limitations: 7% of Five-Year Average Full Valuation			$ 146,519,662

(1) Final rates as established by the New York State ORPTS.

Statutory Debt Limit and Net Indebtedness

The following table, based on information furnished by the Village, presents the debt-incurring power of the Village and shows that the Village is within its constitutional debt limit.

Statement of Debt Contracting Power
As of September 2, 2021

	Amount	Percentage
Debt Contracting Limitation	$146,519,662	100.00%
Gross debt:		
Serial Bonds [1]	$24,455,000	16.69
Bond Anticipation Notes	7,107,446	4.85
Total Gross Debt	$31,562,446	21.67
Less Exclusions:		
Unexpended Appropriations To		
Pay Non-Exempt Principal Debt	0	0.00
Water Indebtedness [2]		
Bonds	8,946,584	6.11
Total Exclusions	8,946,584	6.11
Net Indebtedness	22,615,862	15.44
Net Debt Contracting Margin	$123,903,800	84.56

(1) Exclusive of energy performance contracts.
(2) Exempt under Article VIII Section 5(b) of the State Constitution.

Short-Term Indebtedness

The Village is authorized under Local Finance Law to issue short-term notes for various purposes including temporary financing of capital projects, the anticipation of certain operating revenues and emergency funds for budgetary expenditures. Subject to the provisions of the law, notes generally may be renewed from time to time and must be retired within specific time limits which vary, according to the type of note, from one year to five years in the case of bond anticipation notes. The Village has not issued tax anticipation notes or revenue anticipation notes during the last five years and does not anticipate a need for such financing in the foreseeable future. Budget notes have not been issued since 1982.

The following table presents a summary of short-term notes outstanding at the end of each fiscal year 2016 through 2020.

Short-Term Indebtedness
For Year Ended December 31:

Note Type	2016	2017	2018	2019	2020
Bond Anticipation Notes	$2,079,372	$4,752,869	$2,344,699	$4,930,779	$7,107,446

Energy Performance Contract Debt

The Village, in 2012, entered into a contractual agreement to install energy saving equipment and/or upgrade existing facilities in order to assist the Village in reducing its ongoing energy costs. The terms of the agreement provide for monthly installments of $8,450 through 2024. The payments include interest which is based on a variable rate that is re-set every January. Currently, the applicable interest rate is 2.79%. The balance due at December 31, 2020 was $314,689.

In addition to the above reference contract, the Village has also entered into an energy performance contract for conversion of streetlights to LED bulbs. This contract is payable in annual installments of $100,524 including interest. The balance due at December 31, 2020 is $433,299.

Trend of Capital Debt

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

Bonded Debt History
2016 - 2020

Years Ended December 31:	Bonded Debt [1]
2016	$31,640,000
2017	28,840,000
2018	30,446,518
2019	27,490,000
2020	24,650,000

(1) Exclusive of energy performance contract obligation and unamortized premium.

Capital Improvement Plan. The five-year capital plan submitted to the Village Board of Trustees for the years 2021 through 2025 estimates total capital spending for General, Water, and Sewer purposes will be approximately $27.0 million. Village officials expect the capital improvements will be paid from a combination of debt ($19.6 million), operating funds ($4.8 million), and grants or other funds ($2.6 million). Although debt issued for water and sewer purposes are paid from water and sewer user charges, such debt is general obligation debt of the Village that is backed by a pledge of the faith and credit of the Village for the payment of principal and interest. A summary of the five-year plan is presented in the table below. Full copies of the capital improvement plan can be found in the Village's 2021 adopted budget.

Fund	2021 [1]	2022	2023	2024	2025	Total
General	$3,054,643	$3,626,795	$2,826,449	1,752,099	$2,051,749	$13,311,735
Water	2,221,595	714,250	2,319,250	5,264,250	324,250	10,843,595
Sewer	55,873	55,400	55,400	55,400	55,400	277,473
Other	440,000	1,440,000	240,000	240,000	240,000	2,600,000
	$5,772,111	$5,836,445	$5,441,099	$7,311,749	$2,671,399	$27,032,803

(1) Board Approved. Amounts includes $34,495,552 established for new Indian Brook Water Treatment Plant in September 2018.

Source: The 2021 adopted budget of the Village and Village Officials.

Overlapping Debt

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

<u>Statement of Net Direct and Overlapping Indebtedness</u>

Gross Direct Indebtedness	$ 31,562,446
Exclusions and Deductions	8,946,584
Net Direct Indebtedness	$ 22,615,862

Overlapping Units	Date of Report	Net Overlapping Debt	Percentage Applicable	Applicable Net Overlapping Debt
Westchester County:	03/31/21	$903,852,566	1.20%	$10,846,231
Town	07/20/21	3,997,918	42.23	1,688,321
Ossining UFSD	12-27-20	38,080,000	36.11	13,750,688
Total				$ 26,285,240

Source County, Town officials and the Municipal Securities Rulemaking Board.

Debt Ratios

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

Direct and Overlapping Debt Ratios
<u>As of September 2, 2021</u>

	Amount	Debt Per Capita (1)	Ratio Debt To Full Value (2)	Ratio Debt Per Capita To Per Capita Income (3)
Net Direct Debt	$ 22,615,852	$ 901	1.02%	2.41%
Net Direct and Overlapping Debt	48,901,102	1,949	2.20	5.21

(1) The Village's population for 2019 was estimated to be 25,086 according to interim U.S. Census data.
(2) The full valuation of the Village for 2021 is $ 2,223,109,990.
(3) According to the US Census Bureau the per capita income of Village residents for 2019 was $37,438.

Authorized but Unissued Debt

In addition, as part of a grant application, the Board of Trustees, by resolution in September 2018, authorized appropriations of $34,495,552 for estimated construction costs associated with the new Indian Brook Water Treatment Plant and subsequent resolutions have amended the project cost to $38,375,552. However, as of the date of this Official Statement, the Village has not adopted a bond resolution to provide the debt funding for this project. The Village anticipates that such a bond resolution will be adopted in conjunction with the competitive bidding of this project within the next six to eight months, and that construction of the new water treatment plant will begin in 2022.

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Debt Service Schedule

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

	Outstanding Bonds:			
Years Ending Dec. 31:	Principal Payment	Interest Payment	Total Debt Service	Cumulative % Principal Paid
2021 (1)	$2,700,000	$738,999	$3,438,999	10.95%
2022	2,430,000	664,165	3,094,165	20.81
2023	2,410,000	595,238	3,005,238	30.59
2024	2,420,000	521,007	2,941,007	40.41
2025	1,905,000	446,070	2,351,070	48.13
2026	1,920,000	390,416	2,310,416	55.92
2027	1,795,000	332,256	2,127,256	63.20
2028	1,545,000	276,594	1,821,594	69.47
2029	1,550,000	229,525	1,779,525	75.76
2030	1,485,000	181,031	1,666,031	81.78
2031	1,080,000	133,644	1,213,644	86.17
2032	910,000	102,056	1,012,056	89.86
2033	725,000	74,607	799,607	92.80
2034	580,000	52,244	632,244	95.15
2035	435,000	35,269	470,269	96.92
2036	440,000	23,006	463,006	98.70
2037	175,000	10,581	185,581	99.41
2038	145,000	4,894	149,894	100.00
	$24,650,000	$4,811,602	$29,461,602	

(1) For entire fiscal year.

ECONOMIC AND DEMOGRAPHIC DATA

Population

Population Trend

	2000	2010	2019	% Change 2000-10	% Change 2010-19
Village	24,010	25,060	25,086	4.4%	0.1%
County	923,459	949,113	968,890	2.8	2.8
State	18,976,457	19,378,102	19,572,319	2.1	1.0

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

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Income

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

Per Capita Money Income

	2010	2019	% Change
Village	$31,192	$37,438	20.0 %
County	47,814	57,049	19.3
State	30,948	39,326	27.1

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

Median Income of Families - 2019

		Income Groups - % of Families				
	Median Income	Under $25,000	$25.000 -49,999	$50.000 -74,999	$75.000 -99,999	$100.000 Or More
Village	$80,991	15.2%	15.4%	17.2%	10.1%	42.3%
County	124,670	8.1	11.7	11.1	9.9	59.4
State	84,385	12.8	16.7	15.3	13.0	42.1

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

Employment

The following tables provide information concerning employment and unemployment in the Town, County and State. Data provided for the Town, County and State are not necessarily representative of the Village. Unemployment has drastically increased since mid-March due to the COVID-19 global pandemic.

Average Employed Civilian Labor Force
2000 - 2020

				% Change	
	2000	2010	2020	2000-2010	2010-2020
Town of Ossining	17,600	18,100	17,600	2.8%	(2.8)%
County	445,400	443,500	437,800	(0.4)	(1.3)
State	8,718,700	8,769,700	8,361,000	0.6	(4.7)

Source: The New York State Department of Labor.

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Average Unemployment Rates

Year	Town	County	State	United States
2014	4.6%	5.1%	6.3%	6.2%
2015	4.0	4.6	5.3	5.3
2016	3.9	4.2	4.8	4.9
2017	4.3	4.6	4.7	4.4
2018	3.8	4.1	4.1	3.9
2019	3.3	3.8	4.0	3.7
2020:	7.2	8.4	10.0	8.1
2021				
Jan	6.4%	6.6%	9.4%	6.3%
Feb	6.6	7.0	9.7	6.2
Mar	5.9	6.2	8.4	6.0
Apr	4.9	5.6	7.8	6.1
May	4.4	4.9	7.0	5.8
Jun	4.9	5.2	7.3	5.9

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

The largest employer located in the Village is the State Department of Corrections Facility at Sing-Sing which employs approximately 1,000 persons. In addition, there are various other companies or organizations in the Village employing more than 100 persons each.

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

Major Private Sector Employers in the County

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

Source: Westchester Business Journal as of April 2018.

Financial Institutions

There are ten commercial banks within the Village. Commercial banks include branches of: Citibank, JPMorgan Chase Bank, Emigrant Bank, Key Bank, Mahopac Bank, M&T Bank, People's United Bank, TD Bank, The Westchester Bank and Wells Fargo.

Utilities

The residents of the Village receive electric and natural gas services from the Consolidated Edison Company. Under an agreement with the Power Authority of the State of New York, this agency supplies electricity to meet the operational needs of the Village government. Verizon provides telephone and other communication services in the Village. Cablevision and Verizon FIOS provide cable and internet services in the Village.

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

The Village operates a municipal water system. Sewage collection is a Village function, the County provides sewage treatment.

Construction Activity

Major Construction Projects

Waterfront Development The Village has a Local Waterfront Redevelopment Plan (LWRP) to guide development of its Hudson River Waterfront that was adopted in 2009 and amended in 2011. The plan provides guidance for the residential and commercial development as well as public infrastructure improvements.

Hudson Steppe Hudson Steppe involves the proposed development of one hundred eighty-nine (189) multi-family condominium or rental dwelling units designed to substantially conform to the requirements of the Village's Planned Waterfront zoning, with the applicant receiving a waiver from the Zoning Code to allow construction on steep slopes and a variance to allow a 5-story, 38-foot building. The proposed mix of dwellings includes studio, one-, and two-bedroom units. Nineteen (19) units will be marketed at affordable prices. In addition, the renovated Smith-Robinson House will accommodate three floors (7,500 SF) of live/work office space (consistent with the prior approval). The office space will be marketed primarily to the project tenants for small offices within a short walk from their units.

The project includes a small amount of surface parking and features an underground, fully-automated parking facility for most of the parking. The state-of-the-art parking system will allow the site plan to avoid well over an acre of impervious pavement. Site amenities will include a recreation center for project residents with a swimming pool, private garden areas, a 0.5-acre landscaped plaza space in the center of the site, indoor exercise/fitness room, clubhouse and media room, a bicycle storage facility, and green roofs. This project will also include historic restoration of the Smith-Robinson House, streetscape improvement, storm water improvements and water main improvements. Demolition of the vacant buildings on the site has been completed, and excavation of the site has begun.

Hidden Cove on Hudson Hidden Cove involves the proposed development of 137 one- and two-bedroom apartments, including 14 affordable housing units, on the five-acre site of the former historic Brandreth Pill Factory which once stood along the banks of the Hudson River. The proposal includes a parking level under the apartments, enclosed swimming pool, exercise room, outdoor recreation facilities, and "green initiatives" such as solar panels. The Village will also receive 1.25 acres of open space that could connect to the Crawbuckie Nature Preserve. An open air pavilion will be built on the site as a tribute to the Brandreth Pill Factory, will incorporate architectural elements of the buildings once existing on the site, and will serve as an inviting waterfront destination for the general public to enjoy and learn about the site's history. Roadway and sidewalk improvements will also be included on the North Water Street access road. Village officials and the developer consider the project a key part of the Village's goal to revitalize the northern waterfront district. The applicant has received its site plan approval, necessary zoning variances, and a special use permit, and is waiting for a certificate of appropriateness from the Historic Preservation Commission.

70A Croton Avenue
70A Croton Avenue is a 12 unit, mixed-use apartment building with two floors of apartments above parking and small retail store. The property is currently mid-construction and returning to the Board of Architectural Review for amendments to the exterior as well as the addition of a patio covering the parking lot in the rear of the site.

Former DPW Site on Water Street The Village Board recently renewed preferred developer status on a Village-owned parcel of 3.3 acres on Water Street that formerly housed the former Department of Public Works facility prior to 2000. Land use approvals are expected to be completed by early 2022. The developer proposes a combination of residential and retail use.

Other Proposed and Recent Development in the Village The following new construction projects in the Village have been recently completed, are in progress, or are proposed:

14 Water Street
A developer is proposing construction of a 3 unit mixed use building with rentable commercial office suites on the bottom floor and half of the second floor. Approvals are pending.

5-9 Water Street
A developer is proposing the conversion of an existing 2 and a half story office building by adding a 4^{th} floor to the building and using the top three stories for residential (4 units) and the bottom story for office space. All land use approvals have been granted for the project and it is now awaiting a building permit application.

Atria Expansion
The developer is proposing the expansion of the site to add 39 units of senior housing to the existing facility. All land use approvals have been received and the developer recently received an extension to allow them time to submit for the building permit.

173-175 North Highland
The Developer is proposing the construction of a new Gas Station and Snack shop on land that previously had a house on it but has since been knocked down. Approvals are pending.

Ossining Children's Center Construction was completed in 2020 of a new three story, 27,000 sq. ft. building on a 2.5 acre site on State Street housing the relocated Ossining Children's Center, and allowing the consolidation of their programs for infant, toddler, pre-school and after-school care at a central location.

Snowden House Apartments With assistance from the Westchester County Industrial Development Agency, the Snowden House Apartments were extensively renovated in 2017 at a cost of about $4.2 million. Snowden House consists of 124 affordable section 8 rental apartments. Interior renovations included kitchens, bathrooms and living areas, as well as upgrades to the hallways, community and amenity spaces, and improvements to the HVAC and security building systems.

Maple House Apartments The Maple House Apartments, a 6-story, 105 unit facility in the Village's downtown area, received assistance from the Westchester County Industrial Development Agency in the form of a serial bond for interior and exterior repairs and renovations, including roof, elevator replacement, and upgrade to mechanical systems. Also included are new management office, business center, fitness center, and library/game room, and kitchen cabinets/appliances and bathroom fixtures/vanities in apartments as needed. The total estimated cost of the project was $3.6 million, and the renovations were completed in 2018. Maple House is designed as "enriched housing" for the disabled and seniors who qualify for a federal Section 8 housing subsidy.

80 Main Street On the site of the old Elks Lodge, with views of the Hudson River, a developer built a 25-unit apartment building for residents aged 55 and above. Construction was completed in 2018 at a cost of about $2.0 million. Since then a retaining wall on the edge of the property collapsed and the property was damaged by a flood. The property is currently unoccupied without a certificate of occupancy and is in receivership after the property defaulted on loans.

Harbor Square Pursuant to the land acquisition and disposition agreement for the Harbor Square project, the developer provided certain infrastructure improvements. Such improvements include, among other things, a waterfront park, promenade, beach area, a fishing pier, sidewalks, public parking and river bank stabilization. In addition, the developer replaced and upgraded 2600 linear feet of water main. The developer's revised land acquisition and disposition agreement (LADA) provides for $25,000 for affordable housing in the Village (since the project now includes 19 affordable housing units), and has also contributed $650,000 to the Village for downtown development. The project's construction of a 188-unit luxury waterfront rental apartment building, including a parking garage, was completed in years 2016-18, at a cost of $67.5 million. The building is approximately 95% occupied, including all of the affordable housing units. The project also included a 5,000 square foot restaurant on the waterfront, which was completed and opened for business in 2017. Village officials and the developer consider the project a key part of the Village's revitalization at the Hudson River and the Village's historic downtown.

Hudson Crossings at Market Square In 2015, after being a vacant lot and parking lot along the Main Street crescent in the central business district for twenty years, a new five story, mixed use residential and commercial building was completed at a cost of $8.0 million. The street level space includes 1,200 sq. ft. of retail use and 3,200 sq. ft. of restaurant space, and the upper floors includes 31 market rate and affordable housing apartments.

Avalon Bay Communities, Inc. In 2014, Avalon Bay Communities, Inc. completed construction of 168 luxury rental apartment homes on an approximately 21 acre site on U.S. Route 9 in the Village of Ossining at an estimated cost of $14 million. The existing historic Kane House building on the site was rehabilitated and adaptively re-used as leasing and administrative offices for the complex and a club house for residents. Approximately eight acres of open space west of the Kane House was permanently preserved and donated to the Village as additional parkland. Furthermore, Avalon Bay also provided additional parking and a walking trail to connect the public to the Village's already existing trail network found in its Edward M. Wheeler Crawbuckie Nature Reserve and the Old Croton Aqueduct, which traverses the Avalon Bay project. Avalon also upgraded the sidewalks and undertook repairs to the sewer line that fronts its property.

Snowden Woods Snowden Woods involves the proposed development on 14.12 acres of one hundred ninety-eight (198) multi-family rental dwelling units in four 5-story residential buildings with associated parking and amenities for its residents such as a trail and bicycle path. The parcel is located between Snowden Ave., the Old Croton Aqueduct, Beach Road, and public/private property to the west along the Crawbuckie Nature Preserve. The proposal is expected to have stunning views of the Hudson River, and includes construction of a new firehouse more or less on the site of the existing firehouse on Snowden Ave. The applicant seeks a zoning text amendment change to allow for cluster housing on the site, and the proposal is currently undergoing SEQRA.

Secor Road Mixed-Use Development Talks are underway for a developer to build mixed-use housing and retail space, with parking, along the Main Street/Secor Road corridor. This road serves as the traffic connection between downtown and the waterfront/train station, and the parcels are currently underutilized.

Sing Sing Prison Museum Historic Hudson River Towns has been working with the New York State Department of Corrections and Community Services (DOCCS), the Village and Town of Ossining, and multiple stakeholders to develop the Sing Sing Prison Museum (SSPM). In 2016, a new volunteer Board of Trustees was formed, the organization received a charter from the NYS Department of Education in 2017, and was designated by the Internal Revenue Service as a 501(c)3 non-profit organization. The Museum Board has established four goals for the project: (1) become the best prison museum in the U.S. in a facility of architectural distinction with a reputation of outstanding programs; (2) become a leader in the national conversation about social and criminal justice; (3) stimulate local and regional economic development; and, (4) have a positive impact on prisoners, workers, victims and their families. The major themes of the proposed museum will include: the history of punishment in America and the creation and development of the penitentiary system and associated reform movements in America; and, the social, political and cultural context of prison history as seen through the perspective of Sing Sing Prison as well as the stories of individual inmates, guards, superintendents, reformers and critics that will shape the collections, exhibitions, and programs of the museum. The museum will also serve as an education center for programs that address contemporary issues in criminal justice, including inmate rehabilitation and reentry programs and continuing education for correctional facility employees. The museum will be located in the historic Sing Sing Prison Powerhouse (c. 1936), a state-owned building located outside the present security wall of Sing Sing Correctional Facility (SSCF) that will continue to exist as a maximum-security correctional facility. Currently, the SSPM is looking for a municipal partner to lease the Powerhouse from the State of NY as development of the museum begins. Title to the building will eventually be transferred to the municipal partner and the SSPM will have an operating agreement with the partner to develop, operate and maintain the museum. In addition to the Powerhouse, DOCCS is reviewing the development of a connecting corridor between the Powerhouse and the original 1825 Prison Cellblock. The museum design will provide visitors with virtual and physical access to the Cellblock located within the SSCF boundaries.

Source: Village Officials.

END OF APPENDIX A

APPENDIX B

UNAUDITED SUMMARY OF FINANCIAL STATEMENTS AND BUDGETS

VILLAGE OF OSSINING
GENERAL FUND
BALANCE SHEET

	YEARS ENDED DECEMBER 31:				
	2016	2017	2018	2019	2020
ASSETS					
Cash and Equivalents	$ 10,728,934	$ 15,288,801	$ 15,426,975	$ 16,595,164	$ 18,146,147
Investments	0	0	0	0	0
Accounts Receivable	292,930	391,549	269,417	201,297	235,277
Taxes Receivable (Net)	305,275	230,465	315,195	494,418	649,521
Other Receivables	0	0	0	0	0
Other Governments	1,196,678	1,242,153	1,146,118	1,453,219	1,485,453
Due From Other Funds	22,374	20,343	12,356	8,169	15,470
Due from Fiduciary Fund	455	2,476	3,508	0	0
Inventory	18,765	20,134	15,836	19,855	13,140
State and Federal Aid Receivable	0	0	0	130,729	186,303
Prepaid Expenditures	645,692	671,736	646,066	686,288	777,185
Other	0	0	0	0	0
Restricted Assets	0	0	0	0	0
Total Assets	$ 13,211,103	$ 17,867,657	$ 17,835,471	$ 19,589,139	$ 21,508,496
LIABILITIES AND FUND BALANCE					
Liabilities:					
Accounts Payable	$ 1,459,402	$ 1,425,190	$ 1,287,993	$ 1,191,728	$ 1,281,228
Accrued Liabilities	0	0	0	371,794	892,448
Deposits	0	0	2,653	231,994	253,409
Employee Payroll Deductions	0	0	0	23,755	66,422
Due to Other Liabilities	0	0	0	0	0
Due to Other Funds	0	67,813	0	2,075	3,266
Due to Internal Service Funds	3,825	65,312	9,393	0	0
Unearned Revenue	291,149	304,520	341,189	327,076	128,515
Total Liabilities	1,754,376	1,862,835	1,641,228	2,148,422	2,625,288
Deferred Inflows of Resources	493,743	2,297,280	518,793	1,075,507	503,685
Total Liabilities & Deferred Inflows of Resources	2,248,119	4,160,115	2,160,021	3,223,929	3,128,973
Fund Balance:					
Nonspendable	664,457	691,870	661,902	706,143	790,325
Restricted	144,429	165,762	235,848	293,272	351,610
Committed	11,864	13,650	15,544	17,564	17,813
Assigned	1,026,468	1,267,128	1,168,772	1,134,006	1,181,224
Unassigned	9,115,766	11,569,132	13,593,384	14,214,225	16,038,551
Total Fund Balance	10,962,984	13,707,542	15,675,450	16,365,210	18,379,523
Total Liabilities and Fund Balance	$ 13,211,103	$ 17,867,657	$ 17,835,471	$ 19,589,139	$ 21,508,496

The financial data presented on this page has been excerpted from the audited financial statements of the Village.
Such presentation, however, has not been audited. Complete copies of the Village's audited financial statements are available upon request to the Village.

VILLAGE OF OSSINING
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

	FISCAL YEAR ENDED DECEMBER 31				
	2016	2017	2018	2019	2020
REVENUES:					
Real Property Taxes	$ 21,540,922	$ 21,857,353	$ 21,913,826	$ 22,538,021	$ 22,864,356
Real Property Tax Items	279,595	265,072	234,095	248,210	340,273
Non-PropertyTaxes	4,449,367	4,563,499	4,756,757	5,321,544	5,892,590
Departmental Income	1,804,773	1,916,554	2,066,680	2,082,596	1,340,368
Intergovermental Charges	3,053,352	3,212,844	3,389,356	3,593,948	3,672,631
Use Of Money and Property	859,295	456,630	568,991	732,272	567,125
Licenses And Permits	445,460	389,217	391,633	484,794	378,141
Fines and Forfeitures	526,967	526,118	607,107	502,966	333,716
Sale of Property and Compensation for Loss	354,179	205,650	118,564	9,637	107,178
Miscellaneous	154,814	119,761	26,939	296,221	211,189
Interfund Revenues	362,504	873,050	898,195	920,426	716,857
State Aid	474,194	613,888	460,870	235,455	334,761
Federal Aid	0	0	0	4,244	0
Total Revenues	34,305,422	34,999,636	35,433,013	36,970,334	36,759,185
EXPENDITURES:					
Current:					
General Government Support	3,165,660	3,054,988	3,239,947	3,710,061	3,855,684
Public Safety	9,714,522	10,141,483	10,830,857	11,805,604	11,558,341
Health	1,630	2,033	2,364	1,016	8,107
Transportation	2,111,540	2,143,526	2,232,971	2,270,677	2,080,543
Economic Opportunity and Development	48,295	19,065	45,951	35,843	39,678
Culture and Recreation	2,570,466	2,600,247	2,805,195	2,894,280	2,310,706
Home and Community Services	1,804,270	1,860,483	1,817,332	1,834,741	2,146,379
Employee Benefits	9,512,870	9,021,716	8,799,285	9,956,777	10,295,101
Capital Outlays	398,901	282,572	182,279	0	0
Debt Service	179,980	203,655	391,349	10,080	20,831
Total Expenditures	29,508,134	29,329,768	30,347,530	32,519,079	32,315,370
Excess of Revenues Over Expenditures	4,797,288	5,669,868	5,085,483	4,451,255	4,443,815
OTHER FINANCING SOURCES (USES):					
Bonds Issued	0	0	0	0	0
Insurance Recoveries	0	0	0	50,056	173,656
Transfers - In	50,000	50,000	50,000	50,000	133,435
Transfers - Out	(2,618,316)	(2,975,310)	(3,167,575)	(3,861,551)	(2,736,593)
Total Other Financing Sources (Uses)	(2,568,316)	(2,925,310)	(3,117,575)	(3,761,495)	(2,429,502)
Excess of Revenues and Other Sources Over Expenditures and Other Uses	2,228,972	2,744,558	1,967,908	689,760	2,014,313
Fund Balance - Beginning of Year	8,734,012	10,962,984	13,707,542	15,675,450	16,365,210
Fund Balance - End of Year	10,962,984	13,707,542	15,675,450	16,365,210	18,379,523

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VILLAGE OF OSSINING
WATER FUND
BALANCE SHEET

	AS OF DECEMBER 31:				
	2016	2017	2018	2019	2020
ASSETS					
Cash and Equivalents	$ 3,390,789	$ 1,620,959	$ 2,993,082	$ 3,341,607	$ 4,430,162
Accounts Receivables	3,308,166	3,292,963	3,098,874	3,214,396	3,614,075
State and Federal Aid	0	0	0	5,477	0
Due From Other Funds	0	0	0	0	0
Due From Other Governments	10,849	12,166	1,881	173	119,413
Restricted Assets	0	0	0	0	0
Prepaid Expenditures	90,359	91,282	92,197	93,496	95,556
Total Assets	$ 6,800,163	$ 5,017,370	$ 6,186,034	$ 6,655,149	$ 8,259,206
LIABILITIES AND FUND BALANCES					
Liabilities:					
Accounts Payable	$ 627,117	$ 636,461	$ 1,187,347	$ 1,077,523	$ 539,019
Accrued Liabilities	0	0	0	49,121	87,312
Due To Other Funds	0	10,350	1,591	0	17,778
Due to Other Governments	0	0	0	0	212
Unearned Revenue	15,953	24,796	16,007	16,837	34,960
Total Liabilities	643,070	671,607	1,204,945	1,143,481	679,281
Fund Balance:					
Nonspendable	90,359	91,282	92,197	93,496	95,556
Restricted	216,434	216,801	218,741	222,301	223,425
Assigned	5,850,300	4,037,680	4,670,151	5,195,871	7,260,944
Total Fund Balance	6,157,093	4,345,763	4,981,089	5,511,668	7,579,925
Total Liabilities and Fund Balance	$ 6,800,163	$ 5,017,370	$ 6,186,034	$ 6,655,149	$ 8,259,206

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VILLAGE OF OSSINING
WATER FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

	FISCAL YEAR ENDED DECEMBER 31				
	2016	2017	2018	2019	2020
REVENUES:					
Departmental Income	$ 10,474,078	$ 10,393,845	$ 10,853,362	$ 11,182,169	$ 11,625,669
Use of Money and Property	4,399	6,979	17,240	32,358	24,284
Sale of Property and Compensation for Loss	21,597	11,312	6,316	2,578	13,176
State Aid	0	0	0	0	0
Federal aid	0	0	0	0	0
Miscellaneous	30,534	29,898	24,310	28,661	221,721
Total Revenues	10,530,608	10,442,034	10,901,228	11,245,766	11,884,850
EXPENDITURES:					
Current:					
General Government Support	470,893	558,793	428,228	676,304	475,181
Home and Community Services	6,460,385	6,377,276	6,379,319	7,084,834	6,564,786
Employee Benefits	1,086,245	1,026,912	1,020,534	1,125,548	1,074,623
Capital Outlays	51,714	65,819	166,363	29,311	0
Debt Service	295,177	168,202	421,777	0	57,137
Total Expenditures	8,364,414	8,197,002	8,416,221	8,915,997	8,171,727
Excess of Revenues Over Expenditures	2,166,194	2,245,032	2,485,007	2,329,769	3,713,123
OTHER FINANCING SOURCES (USES):					
Transfers - In	75,000	75,000	75,000	40,000	68,802
Transfers - Out	(1,843,804)	(4,131,362)	(1,924,681)	(1,839,190)	(1,713,668)
Total Other Financing Uses	(1,768,804)	(4,056,362)	(1,849,681)	(1,799,190)	(1,644,866)
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	397,390	(1,811,330)	635,326	530,579	2,068,257
Fund Balances - Beginning of Year	5,759,703	6,157,093	4,345,763	4,981,089	5,511,668
Fund Balances - End of Year	$ 6,157,093	$ 4,345,763	$ 4,981,089	$ 5,511,668	$ 7,579,925

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VILLAGE OF OSSINING
SEWER FUND
BALANCE SHEET

	AS OF DECEMBER 31:				
	2016	2017	2018	2019	2020
ASSETS					
Cash and Equivalents	$ 859,153	$ 862,497	$ 875,699	$ 893,843	$ 1,143,005
Accounts Receivable	473,558	489,095	499,766	525,633	556,926
Due From State and Federal Aid	0	0	0	1,956	0
Due From Other Governments	143,977	149,447	149,216	155,352	166,760
Prepaid Expenditures	18,215	18,166	19,283	18,882	20,405
Total Assets	$ 1,494,903	$ 1,519,205	$ 1,543,964	$ 1,595,666	$ 1,887,096
LIABILITIES AND FUND BALANCE					
Liabilities:					
Accounts Payable	$ 50,292	$ 44,987	$ 44,932	$ 52,174	$ 50,135
Due to Other Funds	0	3,121	504	6,821	13,928
Total Liabilities	50,292	48,108	45,436	58,995	64,063
Fund Balance:					
Nonspendable	18,215	18,166	19,283	18,882	20,405
Assigned	1,426,396	1,452,931	1,479,245	1,517,789	1,802,628
Total Fund Balance	1,444,611	1,471,097	1,498,528	1,536,671	1,823,033
Total Liabilities and Fund Balance	$ 1,494,903	$ 1,519,205	$ 1,543,964	$ 1,595,666	$ 1,887,096

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VILLAGE OF OSSINING
SEWER FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

	FISCAL YEAR ENDED DECEMBER 31:				
	2016	2017	2018	2019	2020
REVENUES:					
Departmental Income	$ 1,595,789	$ 1,612,965	$ 1,684,101	$ 1,762,269	$ 1,902,719
Intergovernmental Charges	0	0	0	0	0
Use of Money and Property	1,412	1,419	3,763	9,426	3,088
Sale of Property and Compensation for Loss	7,713	5,013	2,256	921	4,706
Federal Aid	0	0	0	0	0
Miscellaneous	1,872	0	465	1,956	0
Total Revenues	1,606,786	1,619,397	1,690,585	1,774,572	1,910,513
EXPENDITURES:					
Current:					
General Government Support	102,496	111,405	122,282	167,089	98,017
Home and Community Services	774,427	763,363	860,186	874,885	846,012
Employee Benefits	296,872	275,962	285,162	303,384	289,605
Debt Service	0	0	3,392	0	1,042
Total Expenditures	1,173,795	1,150,730	1,271,022	1,345,358	1,234,676
Excess of Revenues Over Expenditures	432,991	468,667	419,563	429,214	675,837
OTHER FINANCING SOURCES (USES):					
Transfers - In	0	0	0	0	0
Transfers - Out	(459,140)	(442,181)	(392,132)	(391,071)	(389,475)
Total Other Financing Uses	(459,140)	(442,181)	(392,132)	(391,071)	(389,475)
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	(26,149)	26,486	27,431	38,143	286,362
Fund Balances - Beginning of Year	1,470,760	1,444,611	1,471,097	1,498,528	1,536,671
Fund Balances - End of Year	$ 1,444,611	$ 1,471,097	$ 1,498,528	$ 1,536,671	$ 1,823,033

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VILLAGE OF OSSINING
2020 OPERATING BUDGET

	General Fund	Water Fund	Sewer Fund	Combined Totals
ESTIMATED REVENUES:				
Real Property Taxes	$ 22,885,040	0	0	22,885,040
Real Property Tax Overlay	0	0	0	0
Real Property Tax Items	357,773	0	0	357,773
Non-Property Tax Items	5,299,565	0	0	5,299,565
Departmental Income	2,015,150	10,541,025	1,616,542	14,172,717
Intergovernmental Services	3,705,885	0	145,000	3,850,885
Use of Money and Property	552,889	3,000	1,500	557,389
Licenses and Permits	297,800	0	0	297,800
Fines and Forfeitures	544,000	0	0	544,000
Sale of Property and				0
Compensation for Loss	8,000	3,850	1,375	13,225
Interfund Revenues	716,857	0	0	716,857
State Aid	403,408	0	0	403,408
Federal Aid	4,000	0	0	4,000
Miscellaneous	68,000	10,000	1,500	79,500
Total Estimated Revenues	36,858,367	10,557,875	1,765,917	49,182,159
APPROPRIATIONS:				
Current:				
General Government Support	$ 4,440,916	600,092	211,576	5,252,584
Public Safety	11,954,788		0	11,954,788
Health	9,700	0	0	9,700
Transportation	2,319,794	0	0	2,319,794
Economic Assistance and Opportunity	261,044	0	0	261,044
Culture and Recreation	3,190,154	0	0	3,190,154
Home and Community Services	2,176,274	6,923,399	823,392	9,923,065
Employee Benefits	11,371,018	1,280,833	340,474	12,992,325
Debt Service	244,540	346,341	5,375	596,256
Total Appropriations	35,968,228	9,150,665	1,380,817	46,499,710
Excess Of Estimated Revenues Over Appropriations	890,139	1,407,210	385,100	2,682,449
OTHER FINANCING SOURCES (USES):				
Insurance Recoveries	32,000	0	0	0
Transfers - Out (2)	(1,934,766)	(1,407,210)	(385,100)	(3,727,076)
Total Other Financing Sources (Uses)	(1,902,766)	(1,407,210)	(385,100)	(3,727,076)
Excess (Deficiency) of Estimated Revenues and Other Financing Sources Over Appropriations and Other Financing Uses	(1,012,627)	0	0	(1,044,627)
APPROPRIATED FUND BALANCE	$ 1,012,627	$ 0	$ 0	$ 1,044,627

(2) Includes debt service transfers.

VILLAGE OF OSSINING
2021 OPERATING BUDGET

		General Fund	Water Fund	Sewer Fund	Combined Totals
ESTIMATED REVENUES:					
Real Property Taxes	$	23,305,571	0	0	23,305,571
Real Property Tax Overlay		0	0	0	0
Real Property Tax Items		419,655	0	0	419,655
Non-Property Tax Items		5,340,000	0	0	5,340,000
Departmental Income		1,802,034	11,172,236	1,622,631	14,596,901
Intergovernmental Services		3,810,415	0	145,000	3,955,415
Use of Money and Property		949,960	2,761	1,000	953,721
Licenses and Permits		298,800	0	0	298,800
Fines and Forfeitures		426,000	0	0	426,000
Sale of Property and					0
Compensation for Loss		0	3,850	1,375	5,225
Interfund Revenues		252,140	0	0	252,140
State Aid		201,000	0	0	201,000
Federal Aid		4,000	0	0	4,000
Miscellaneous		359,408	10,000	1,500	370,908
Total Estimated Revenues		37,168,983	11,188,847	1,771,506	50,129,336
APPROPRIATIONS:					
Current:					
General Government Support	$	4,543,891	775,109	194,540	5,513,540
Public Safety		11,982,315		0	11,982,315
Health		15,500	0	0	15,500
Transportation		2,363,188	0	0	2,363,188
Economic Assistance and Opportunity		58,975	0	0	58,975
Culture and Recreation		3,079,987	0	0	3,079,987
Home and Community Services		2,217,979	7,346,837	839,881	10,404,697
Employee Benefits		11,921,897	1,342,116	353,996	13,618,009
Debt Service		2,013,458	352,347	4,550	2,370,355
Total Appropriations		38,197,190	9,816,409	1,392,967	49,406,566
Excess (Deficiency) Of Estimated Revenues Over Appropriations		(1,028,207)	1,372,438	378,539	722,770
OTHER FINANCING SOURCES (USES):					
Transfers - In		60,000	0	0	60,000
Transfers - Out (2)		(78,694)	(1,372,438)	(378,539)	(1,829,671)
Total Other Financing Sources (Uses)		(18,694)	(1,372,438)	(378,539)	(1,769,671)
Excess (Deficiency) of Estimated Revenues and Other Financing Sources Over Appropriations and Other Financing Uses		(1,046,901)	0	0	(1,046,901)
APPROPRIATED FUND BALANCE	$	1,046,901	$ 0	$ 0	$ 1,046,901

(2) Includes debt service transfers.

APPENDIX C

LINK TO
INDEPENDENT AUDITORS' REPORT
FOR THE FISCAL YEAR ENDED
DECEMBER 31, 2020

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/P21563402.pdf

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

*** Such Financial Statements and opinion are intended to be representative only as of the date thereof. PKF O'Connor Davies, LLP has not been engaged to perform, and has not performed, any procedures on the financial statements since the date of its report. PKF O'Connor Davies, LLP has not has not been involved in the preparation and dissemination relating to this Official Statement.**

APPENDIX D

FORM OF LEGAL OPINION OF BOND COUNSEL FOR THE BONDS

September 23, 2021

Village of Ossining,
County of Westchester,
State of New York

RE: VILLAGE OF OSSINING, WESTCHESTER COUNTY, NEW YORK
$4,570,000* PUBLIC IMPROVEMENT REFUNDING (SERIAL) BONDS, 2021

Ladies and Gentlemen:

We have been requested to render our opinion as to the validity of an issue of $4,570,000* Public Improvement Refunding (Serial) Bonds, 2021 (the “Obligations”), of the Village of Ossining, Westchester County, New York (the “Obligor”), dated September 23, 2021, initially issued in registered form in denominations such that one bond shall be issued for each maturity of bonds in such amounts as hereinafter set forth, bearing interest at the rate of ______________________ per centum (__________%) per annum as to bonds maturing in each of the years 2021 to 20__, both inclusive, payable on November 1, 2021 and semi-annually thereafter on May 1 and November 1, and maturing in the amount of $_________ on November 1 in each of the years 2021 to 2033, both inclusive.

We have examined:

(1) the Constitution and statutes of the State of New York;

(2) the Internal Revenue Code of 1986, including particularly Sections 103 and 141 through 150 thereof, and the applicable regulations of the United States Treasury Department promulgated thereunder (collectively, the “Code”);

(3) an arbitrage certificate executed on behalf of the Obligor which includes, among other things, covenants, relating to compliance with the Code, with the owners of the Obligations that the Obligor will, among other things, (i) take all actions on its part necessary to cause interest on the Obligations not to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, restricting, to the extent necessary, the yield on investments made with the proceeds of the Obligations and investment earnings thereon, making required payments to the Federal government, if any, and maintaining books and records in a specified manner, where appropriate, and (ii) refrain from taking any action which would cause interest on the Obligations to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, refraining from spending the proceeds of the Obligations and investment earnings thereon on certain specified purposes (the “Arbitrage Certificate”); and

(4) a certificate executed on behalf of the Obligor which includes, among other things, a statement that compliance with such covenants is not prohibited by, or violative of, any provision of local or special law, regulation or resolution applicable to the Obligor.

We also have examined a certified copy of proceedings of the finance board of the Obligor and other proofs authorizing and relating to the issuance of the Obligations, including the form of the Obligations. In rendering the opinions expressed herein we have assumed (i) the accuracy and truthfulness of all public records, documents and proceedings, including factual information, expectations and statements contained therein, examined by us which have been executed or certified by public officials acting within the scope of

* Subject to change.

their official capacities, and have not verified the accuracy or truthfulness thereof, and (ii) compliance by the Obligor with the covenants contained in the Arbitrage Certificate. We also have assumed the genuineness of the signatures appearing upon such public records, documents and proceedings and the certifications thereof.

In our opinion:

(a) The Obligations have been authorized and issued in accordance with the Constitution and statutes of the State of New York and constitute valid and legally binding general obligations of the Obligor, all the taxable real property within which is subject to the levy of ad valorem taxes to pay the Obligations and interest thereon, subject to applicable statutory limitations; provided, however, that the enforceability (but not the validity) of the Obligations: (i) may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights, and (ii) may be subject to the exercise of judicial discretion in appropriate cases.

(b) The Obligor has the power to comply with its covenants with respect to compliance with the Code as such covenants relate to the Obligations; provided, however, that the enforceability (but not the validity) of such covenants may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights.

(c) Interest on the Obligations is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, and is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Interest on the Obligations is not a specific preference item for purposes of the federal alternative minimum tax. We express no opinion regarding other tax consequences related to the ownership or disposition of, or the amount, accrual or receipt of interest on, the Obligations.

Certain agreements, requirements and procedures contained or referred to in the Arbitrage Certificate and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Obligations) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents.

The opinions expressed herein are based on an analysis of existing laws, regulations, rulings and court decisions and cover certain matters not directly addressed by such authorities. Such opinions may be affected by actions taken or omitted or events occurring after the date hereof. Accordingly, this opinion is not intended to, and may not, be relied upon in connection with any such actions, events or matters. Our engagement with respect to the Obligations has concluded with their issuance, and we disclaim any obligation to update this opinion. We have assumed, without undertaking to verify, the accuracy of the factual matters represented, warranted or certified in the documents. Furthermore, we have assumed compliance with all covenants and agreements contained in the Arbitrage Certificate, including without limitation covenants and agreements compliance with which is necessary to assure that future actions, omissions or events will not cause interest on the Obligations to be included in gross income for federal income tax purposes. We call attention to the fact that the rights and obligations under the Obligations and the Arbitrage Certificate and their enforceability may be subject to bankruptcy, insolvency, reorganization, arrangement, fraudulent conveyance, moratorium or other laws relating to or affecting creditors’ rights, to the application of equitable principles, to the exercise of judicial discretion in appropriate cases and to the limitations on legal remedies against municipal corporations such as the Obligor in the State of New York. We express no opinion with respect to any indemnification, contribution, penalty, choice of law, choice of forum, choice of venue, or waiver provisions contained in the foregoing documents.

The scope of our engagement in relation to the issuance of the Obligations has extended solely to the examination of the facts and law incident to rendering the opinions expressed herein. Such opinions are not intended and should not be construed to express or imply any conclusion that the amount of real property subject to taxation within the boundaries of the Obligor, together with other legally available sources of revenue, if any, will be sufficient to enable the Obligor to pay the principal of or interest on the Obligations as the same respectively become due and payable. Reference should be made to the Official Statement prepared by the Obligor in relation to the Obligations for factual information which, in the judgment of the Obligor, could materially affect the ability of the Obligor to pay such principal and interest. While we have participated in the preparation of such Official Statement, we have not verified the accuracy, completeness or fairness of the factual information contained therein and, accordingly, we express no opinion as to whether the Obligor, in connection with the sale of the Obligations, has made any untrue statement of a material fact or omitted to state a material fact necessary in order to make any statements made, in the light of the circumstances under which they were made, not misleading.

Very truly yours,

/s/ ORRICK, HERRINGTON & SUTCLIFFE LLP

APPENDIX E

FORM OF LEGAL OPINION OF BOND COUNSEL FOR THE NOTES

September 23, 2021

Village of Ossining
County of Westchester,
State of New York

Re: Village of Ossining, Westchester County, New York
$8,998,526 Bond Anticipation Notes, 2021

Ladies and Gentlemen:

We have been requested to render our opinion as to the validity of $8,998,526 Bond Anticipation Notes, 2021 (the "Obligation"), of the Village of Ossining, Westchester County, New York (the "Obligor"), dated September 23, 2021, numbered ___, of the denomination of $8,998,526, bearing interest at the rate of _______% per annum, payable at maturity, and maturing September 23, 2022.

We have examined:

(1) the Constitution and statutes of the State of New York;

(2) the Internal Revenue Code of 1986, including particularly Sections 103 and 141 through 150 thereof, and the applicable regulations of the United States Treasury Department promulgated thereunder (collectively, the "Code");

(3) an arbitrage certificate executed on behalf of the Obligor which includes, among other things, covenants, relating to compliance with the Code, with the owners of the Obligation that the Obligor will, among other things, (i) take all actions on its part necessary to cause interest on the Obligation not to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, restricting, to the extent necessary, the yield on investments made with the proceeds of the Obligation and investment earnings thereon, making required payments to the Federal government, if any, and maintaining books and records in a specified manner, where appropriate, and (ii) refrain from taking any action which would cause interest on the Obligation to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, refraining from spending the proceeds of the Obligation and investment earnings thereon on certain specified purposes (the "Arbitrage Certificate"); and

(4) a certificate executed on behalf of the Obligor which includes, among other things, a statement that compliance with such covenants is not prohibited by, or violative of, any provision of local or special law, regulation or resolution applicable to the Obligor.

We also have examined a certified copy of proceedings of the finance board of the Obligor and other proofs authorizing and relating to the issuance of the Obligation, including the form of the Obligation. In rendering the opinions expressed herein we have assumed (i) the accuracy and truthfulness of all public records, documents and proceedings, including factual information, expectations and statements contained therein, examined by us which have been executed or certified by public officials acting within the scope of their official capacities, and have not verified the accuracy or truthfulness thereof, and (ii) compliance by the Obligor with the covenants contained in the Arbitrage Certificate. We also have assumed the genuineness of the signatures appearing upon such public records, documents and proceedings and the certifications thereof.

In our opinion:

(a) The Obligation has been authorized and issued in accordance with the Constitution and statutes of the State of New York and constitutes a valid and legally binding general obligation of the Obligor, all the taxable real property within which is subject to the levy of ad valorem taxes to pay the Obligation and interest thereon, subject to applicable statutory limitations; provided, however, that the enforceability (but not the validity) of the Obligation: (i) may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights, and (ii) may be subject to the exercise of judicial discretion in appropriate cases.

(b) The Obligor has the power to comply with its covenants with respect to compliance with the Code as such covenants relate to the Obligation; provided, however, that the enforceability (but not the validity) of such covenants may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights.

(c) Interest on the Obligation is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, and is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Interest on the Obligation is not a specific preference item for purposes of the federal alternative minimum tax. We express no opinion regarding other tax consequences related to the ownership or disposition of, or the amount, accrual or receipt of interest on, the Obligation.

Certain agreements, requirements and procedures contained or referred to in the Arbitrage Certificate and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Obligation) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents.

The opinions expressed herein are based on an analysis of existing laws, regulations, rulings and court decisions and cover certain matters not directly addressed by such authorities. Such opinions may be affected by actions taken or omitted or events occurring after the date hereof. Accordingly, this opinion is not intended to, and may not, be relied upon in connection with any such actions, events or matters. Our engagement with respect to the Obligation has concluded with their issuance, and we disclaim any obligation to update this opinion. We have assumed, without undertaking to verify, the accuracy of the factual matters represented, warranted or certified in the documents. Furthermore, we have assumed compliance with all covenants and agreements contained in the Arbitrage Certificate, including without limitation covenants and agreements compliance with which is necessary to assure that future actions, omissions or events will not cause interest on the Obligation to be included in gross income for federal income tax purposes. We call attention to the fact that the rights and obligations under the Obligation and the Arbitrage Certificate and their enforceability may be subject to bankruptcy, insolvency, reorganization, arrangement, fraudulent conveyance, moratorium or other laws relating to or affecting creditors' rights, to the application of equitable principles, to the exercise of judicial discretion in appropriate cases and to the limitations on legal remedies against municipal corporations such as the Obligor in the State of New York. We express no opinion with respect to any indemnification, contribution, penalty, choice of law, choice of forum, choice of venue, or waiver provisions contained in the foregoing documents.

The scope of our engagement in relation to the issuance of the Obligation has extended solely to the examination of the facts and law incident to rendering the opinions expressed herein. Such opinions are not intended and should not be construed to express or imply any conclusion that the amount of revenues or moneys of the Obligor legally available will be sufficient to enable the Obligor to pay the principal of or interest on the Obligation as the same respectively become due and payable. Reference should be made to the Official Statement prepared by the Obligor in relation to the Obligation for factual information which, in the judgment of the Obligor, could materially affect the ability of the Obligor to pay such principal and interest. While we have participated in the preparation of such Official Statement, we have not verified the accuracy, completeness or fairness of the factual information contained therein and, accordingly, we express no opinion as to whether the Obligor, in connection with the sale of the Obligation, has made any untrue statement of a material fact or omitted to state a material fact necessary in order to make any statements made, in the light of the circumstances under which they were made, not misleading.

Very truly yours,

/s/ ORRICK, HERRINGTON & SUTCLIFFE LLP