

## PRELIMINARY OFFICIAL STATEMENT DATED MAY 3, 2023

### RENEWAL ISSUE

### BOND ANTICIPATION NOTES

*In the opinion of FitzGerald Morris Baker Firth, P.C., 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 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 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 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 Notes. (See "TAX MATTERS" herein.)*

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

## WARREN COUNTY, NEW YORK

**\$6,320,000**

### BOND ANTICIPATION NOTES, 2023

(the "Notes")

**Date of Issue: May 23, 2023**

**Maturity Date: May 23, 2024**

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

The Notes will be dated their Date of Issue and bear interest from that date until their respective Maturity Dates, 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 issued in (i) certificated registered form registered in the name of the successful bidder or (ii) registered book-entry form registered to Cede & Co., as the partnership nominee for The Depository Trust Company, New York, New York ("DTC").

If the Notes are issued registered in the name of the successful bidder, a single note certificate will be issued for those Notes bearing the same rate of interest in the aggregate principal amount awarded to such purchaser at such interest rates. Principal of and interest on such Notes will be payable in Federal Funds by the County to the registered owner.

If the Notes are issued in book-entry-only form, such Notes will be delivered to DTC, which will act as securities depository for the Notes. Beneficial owners will not receive certificates representing their interest in the Notes. Individual purchases may be made in denominations of \$5,000 or integral multiples thereof. A single note certificate will be issued for those Notes bearing the same rate of interest and CUSIP number in the aggregate principal amount awarded to such purchaser at such interest rate. Principal of and interest on said Notes will be paid in federal funds by the County to Cede & Co., as nominee for DTC, which will in turn remit such principal and interest to its participants for subsequent distribution to the beneficial owners of the Notes as described herein. Transfer of principal and interest payments to beneficial owners by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The County will not be responsible or liable for payments by DTC to its participants or by DTC participants to beneficial owners or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants. (See "*Book-Entry-Only System*" herein.)

The Notes are offered when, as and if issued and received by the purchaser(s) and subject to the receipt of the final approving opinion of FitzGerald Morris Baker Firth, P.C., Glens Falls, New York, Bond Counsel. It is anticipated that 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 the Date of Issue.

THIS OFFICIAL STATEMENT IS IN A FORM DEEMED FINAL BY THE COUNTY 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 NOTES. FOR A DESCRIPTION OF THE COUNTY'S AGREEMENT TO PROVIDE NOTICE OF EVENTS AS DEFINED IN THE RULE, SEE "DISCLOSURE UNDERTAKING" HEREIN.

Dated: May \_\_, 2023

# COUNTY OF WARREN, NEW YORK

## BOARD OF SUPERVISORS

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**Chairman**

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Amanda Allen, *Clerk of the Board*  
Jason M. Carusone, *District Attorney*  
Timothy E. Murphy, *Coroner*  
Jim Lafarr, *Sheriff*  
Michael Swan, *County Treasurer*  
Larry Elmen, *County Attorney*  
Pamela J. Vogel, *County Clerk*  
William VanNess, *Election Commissioner*  
Beth McLaughlin, *Election Commissioner*

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## BOND COUNSEL

**FitzGerald Morris Baker Firth, P.C.**  
**Glens Falls, New York**

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## MUNICIPAL ADVISOR



**Capital Markets Advisors, LLC**  
**Hudson Valley \* Long Island \* Southern Tier \* Western New York**  
**(516) 364-6363**

No person has been authorized by the County of Warren to give any information or to make any representations, other than those contained in this Official Statement and if given or made, such other information or representations must not be relied upon as having been authorized. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy any of the Notes any jurisdiction to any person to whom it is unlawful to make such offer or solicitation in such jurisdiction. 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 County of Warren since the date hereof.

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**OFFICIAL STATEMENT**

**WARREN COUNTY, NEW YORK**

relating to

**\$6,320,000**

**BOND ANTICIPATION NOTES, 2023**  
**(the “Notes”)**

This Official Statement (the “Official Statement”), which includes the cover page and appendices hereto, presents certain information relating to the County of Warren, in the State of New York (the “County” and “State,” respectively), in connection with the sale of \$6,320,000 Bond Anticipation Notes, 2023 (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 County 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 Notes and the proceedings of the County relating thereto are qualified in their entirety by reference to the definitive form of the Notes and such proceedings.

This Official Statement should be read with the understanding that the ongoing COVID-19 global pandemic, which emerged in early 2020, has affected education, travel, commerce, financial markets globally and economic growth worldwide. Accordingly, the County’s overall economic situation and outlook (and all of the specific County-related information contained herein) should be carefully reviewed, evaluated and understood in the full light of this worldwide event. (See “*RISK FACTORS*” and “*Impact of COVID-19*” herein.)

**THE NOTES**

***Description***

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.

The County will act as Paying Agent for the Notes. The County contact information is as follows: Michael Swan, County Treasurer, 1340 State Route 9, Lake George, New York 12845, Phone: (518) 761-6375, E-mail: swanm@warrencountyny.gov.

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

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

The Notes are issued pursuant to the State Constitution and statutes of the State and various bond resolutions duly adopted by the County Board of Supervisors on their respective dates authorizing the issuance of bonds or notes to pay the cost of certain improvements as indicated below. The proceeds from the sale of the Notes, together with \$1,580,000 in available funds, will be used to redeem the County's outstanding \$7,900,000 Bond Anticipation Notes, 2022 maturing on May 24, 2023.

<u>Date Authorized</u>	<u>Purpose</u>	<u>Notes Outstanding</u>	<u>Principal Paydown</u>	<u>Amount of the Notes</u>
04/27/2021	Capital Improvements at Countryside Adult House	\$1,000,000	\$200,000	\$800,000
04/27/2021	Reconstruction of Retaining Wall on Lake George	700,000	140,000	560,000
06/29/2021	Paving Projects	<u>6,200,000</u>	<u>1,240,000</u>	<u>4,960,000</u>
		<u>\$7,900,000</u>	<u>\$1,580,000</u>	<u>\$6,320,000</u>

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

If book-entry-only format is chosen, the Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Notes. Such Notes will be issued as fully-registered notes registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully registered note certificate will be issued for each note bearing the same rate of interest and CUSIP and deposited with DTC.

DTC is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com) and [www.dtc.org](http://www.dtc.org).

Purchases of the Notes under the DTC system must be made by or through Direct Participants, which will receive a credit for the Notes on DTC's records. The ownership interest of each actual purchaser of each 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 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 Notes, except in the event that use of the book-entry system for the Notes is discontinued.

To facilitate subsequent transfers, all 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 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 Notes; DTC's records reflect only the identity of the Direct Participants to whose accounts such 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 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 County as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Notes are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Payment of principal and interest on the Notes registered to DTC will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the County, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC or the County, 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 County, 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 Notes at any time by giving reasonable notice to the County. Under such circumstances, in the event that a successor depository is not obtained, note certificates are required to be printed and delivered.

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

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the County believes to be reliable, but the County 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 COUNTY TAKES NO RESPONSIBILITY FOR THE ACCURACY THEREOF. IN ADDITION, THE COUNTY 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 NOTES OR (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO NOTEOWNERS.

THE COUNTY CANNOT AND DOES NOT GIVE ANY ASSURANCES THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC WILL DISTRIBUTE TO THE BENEFICIAL OWNERS OF THE

NOTES (1) PAYMENTS OF PRINCIPAL OF OR INTEREST OR REDEMPTION PREMIUM ON THE NOTES (2) CONFIRMATIONS OF THEIR OWNERSHIP INTERESTS IN THE NOTES OR (3) OTHER NOTICES SENT TO DTC OR CEDE & CO., ITS PARTNERSHIP NOMINEE, AS THE REGISTERED OWNER OF 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 COUNTY WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO DTC, THE DIRECT PARTICIPANTS, THE INDIRECT PARTICIPANTS OF DTC OR THE BENEFICIAL OWNERS WITH RESPECT TO (1) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC; (2) THE PAYMENT BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL AMOUNT OF OR INTEREST OR REDEMPTION PREMIUM ON THE 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 NOTES.

### **NATURE OF OBLIGATION**

Each Note, when duly issued and paid for, will constitute a contract between the County and the holder thereof. Holders of any series of notes or bonds of the County 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 Notes will be general obligations of the County and will contain a pledge of the faith and credit of the County 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 County has power and statutory authorization to levy ad valorem taxes on all real property within the County subject to such taxation by the County, subject to applicable statutory limitations. (See “*The Tax Levy Limit Law*” herein.)

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

Under the Constitution of the State, the County is required to pledge its faith and credit for the payment of the principal of and interest on 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 Limit Law imposes a statutory limitation on the County’s power to increase its annual tax levy with the amount of such increase limited by the formulas set forth in the Tax Levy Limit Law, it also provides the procedural method to surmount that limitation. (See “*The Tax Levy Limit Law*,” herein.)

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

“A pledge of the City’s faith and credit is both a commitment to pay and a commitment of the City’s revenue generating powers to produce the funds to pay. Hence, an obligation containing a pledge of the City’s “faith and credit” is secured by a promise both to pay and to use in good faith the City’s general revenue powers to produce sufficient funds to pay the principal and interest of the obligation

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

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

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

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

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

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

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

**General Municipal Law Contract Creditors’ Provision.** Each Note when duly issued and paid for will constitute a contract between the County and the holder thereof. Under current law, provision is made for contract creditors of the County 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 County 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 Notes in the event of a default in the payment of the principal of and interest on 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 County may not be enforced by levy and execution against property owned by the County.

**Authority to File for Municipal Bankruptcy.** The Federal Bankruptcy Code allows public bodies, such as the 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 Notes should the County 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 Notes to receive interest and principal from the County could be adversely affected by the restructuring of the County'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 County (including 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 County under the Federal Bankruptcy Code or pursuant to other subsequently enacted laws relating to creditors' rights; such monies might, under such circumstances, be paid to satisfy the claims of all creditors generally.

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

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

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

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

**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 County 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, 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 County indebtedness is past due. The County has never defaulted in the payment of the principal of and interest on any indebtedness.

### ***Cybersecurity***

The County, like many other public and private entities, relies on a large and complex technology environment to conduct its operations. As such, it may face multiple cybersecurity threats including but not limited to, hacking, viruses, malware and other attacks on computer or other sensitive digital systems and networks. To mitigate the risks of impact on the County operations and/or damage from cyber incidents or cyber-attacks, the County has invested in cybersecurity and other operational controls including insurance provided by AIG Illinois National Insurance Company. While the County continues to review its policies and practices in this regard, there can be no assurances that such security and operational control measures will be completely successful to guard against and prevent cyber threats and attacks. The result of any such attacks could impact business operations and/or digital networks. To date, the County has not experienced any cyber-attacks.

## **RISK FACTORS**

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

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

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

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

The County is dependent in part upon financial assistance from the State in the form of State aid as well as grants and loans to be received ("State Aid"). The availability of such monies and the timeliness of such payment may be affected by a delay in the adoption of the State budget, the impact to the State's economy and financial condition due to the COVID-19 outbreak and other circumstances, including State fiscal stress. State aid appropriated and apportioned to the County can be paid only if the State has such monies available therefore. The County's receipt of State aid may be delayed as a result of the State's failure to adopt its budget timely and/or to appropriate State Aid to municipalities and school districts. Should the County 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 County 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 County will have market access for any such borrowing on a cost effective basis. (See also "*Impacts of COVID-19*" and "*State Aid*" herein.)

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

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

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

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 by potentially delaying the receipt of real property taxes or resulting in a delay or reduction by the State in the payment of State aid. Currently, 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 caused the Federal government to declare a national state of emergency. The State also initially declared a state of emergency and the Governor took steps designed to mitigate the spread and impacts of COVID-19. The outbreak of COVID-19 and the dramatic steps taken by the State to address it negatively impacted the State’s economy and financial condition, The continued spread of the outbreak could have a material adverse effect on the State and municipalities and school districts located in the State, including the Village. The Village is monitoring the situation and will take proactive measure as may be required to maintain its operations and meet its obligation. (See “*Impact of COVID-19*” and “*State Aid*” herein.)

## LITIGATION

The County, in common with other municipalities, receives from time-to-time notices of claim and is party to litigation. In the legal opinion of the County Attorney, unless otherwise set forth herein and apart from matters provided for by applicable insurance coverage, there are no claims or lawsuits during the fiscal period from January 1, 2022 through December 31, 2022 which are now pending or in process which have been settled since December 31, 2022 which would materially affect the County, except as noted herein.

Child Victim’s Act Claims. Three lawsuits have been commenced against the County under the Child Victim’s Act. The plaintiffs in each case allege instances of sexual assault by non-County employees through various theories of liability to include negligence, negligent hiring, retention and supervision of the non-County employees, intentional infliction of emotional distress, and breach of statutory duty to report child abuse. The County denies all allegations and liability in each lawsuit. Discovery is ongoing and one case is pending an interlocutory appeal by the County which seeks to reverse the denial of the County’s pre-answer motion to dismiss by the trial court. The County is in the process of prosecuting two declaratory judgment actions to determine insurance coverage from its prior carrier for two of the three Child Victim Act cases and obtained partial insurance coverage for the third case.

Employment Law. One lawsuit was commenced against the County under the Americans with Disabilities Act which alleges the County was a joint employer with plaintiff’s employer and that plaintiff’s termination by her employer was unlawful. A pre-answer motion to dismiss is pending for decision before the trial court. The matter is not covered by a policy of insurance. Should the plaintiffs be successful in any of these actions against the County, any award of damages which is in excess of any insurance coverage that may be available cannot be reasonably predicted but could have an adverse material effect on the financial condition of the County and would be a County charge that would be funded either through budgetary appropriations or through the issuance of bonds.

## **TAX MATTERS**

In the opinion of FitzGerald Morris Baker Firth, P.C. (“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 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 Notes is not a specific preference item for purposes of the federal alternative minimum tax. Complete copies of the proposed form of opinion of Bond Counsel is set forth in Appendix D 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 Notes. The County has covenanted to comply with certain restrictions designed to insure that interest on the Notes will not be included in federal gross income. Failure to comply with these covenants may result in interest on the Notes being included in gross income for federal income tax purposes, possibly from the date of original issuance of 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 Notes may adversely affect the value of, or the tax status of interest on, 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 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 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 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 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 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 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 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 Notes. Tax reform legislation is presently under consideration in Congress.

Prospective purchasers of 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 Notes are subject to the approving legal opinion of FitzGerald Morris Baker Firth, P.C., Bond Counsel. Bond Counsel’s opinion will be in substantially the form attached hereto as Appendix D.

## DISCLOSURE UNDERTAKING

This Official Statement is in a form “deemed final” by the County for the purposes of Securities and Exchange Commission Rule 15c2-12 (the “Rule”). At the time of the delivery of the Notes, the County 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 County 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 County; (xiii) the consummation of a merger, consolidation, or acquisition involving the County or the sale of all or substantially all of the assets of the County, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a "financial obligation" of the County (as defined in the Rule), if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation, any of which affect Note holders, if material; and (xvi) default, event of acceleration, termination event, modification of terms or other similar events under a financial obligation of the County, 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 County 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 County 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 County, 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 County.

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 County 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 County does not undertake to commit to provide any such notice of the occurrence of any material event except those events listed above.

The County'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 County, 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 County to comply with the Undertaking will not constitute a default with respect to the Notes.

The County 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 as then in effect.

Under current continuing disclosure obligations, the County must provide certain operating data and financial information together with its audited financial statements within 180 days after the end of each fiscal year. The County was not timely in submitting such information for the fiscal year ended December 31, 2018. Such information and material event notice has since been filed.

### **MUNICIPAL ADVISOR**

Capital Markets Advisors, LLC (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 County 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 County 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 County. 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 Notes.

### **RATING**

The County did not apply for a rating of the Notes.

On February 3, 2020, Standard & Poor's Global Ratings ("S&P") affirmed the County's underlying credit rating of "AA" with stable outlook.

Such rating reflects only the view of such organization, and an explanation of the significance of such rating may be obtained from S&P. There is no assurance that such rating will continue for any given period of time or that it will not be revised or withdrawn by such rating agency, if in its judgment, circumstances so warrant. A revision or withdrawal of such rating may have an effect on the market price of the Notes.

### **ADDITIONAL INFORMATION**

Additional information may be obtained from Mr. Michael Swan, County Treasurer, 1340 State Route 9, Lake George, New York, (518) 761-6375 or from the County's Municipal Advisor, Capital Markets Advisors, LLC at (516) 274-4502.

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 County and the original purchasers or holders of any of 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 County management’s beliefs as well as assumptions made by, and information currently available to the County’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 County files with the EMMA system. or MSRB. When used in County 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 Notes.

FitzGerald Morris Baker Firth, P.C., Glens Falls, New York, Bond Counsel to the County, expresses no opinion as to the accuracy or completeness of information in any documents prepared by or on behalf of the County for use in connection with the offer and sale of 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 Notes, the County 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 County, 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](http://www.capmark.org). Unless this Official Statement specifically indicates otherwise, no statement on such website is included by specific reference or constitutes a part of this Official Statement. Capital Markets Advisors, LLC has prepared such website information for convenience, but no decisions should be made in reliance upon that information. Typographical or other errors may have occurred in converting original source documents to digital format, and neither the County nor Capital Markets Advisors, LLC assumes any liability or responsibility for errors or omissions on such website. Further, Capital Markets Advisors, LLC and the County 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 County 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 Notes by the County and may not be reproduced or used in whole or in part for any other purpose.

WARREN COUNTY, NEW YORK

By: /s/  
Michael Swan  
County Treasurer

DATED: May \_\_, 2023

**APPENDIX A**

**THE COUNTY**

## **THE COUNTY**

### ***General Information***

The County of Warren in the State of New York, named after Revolutionary War hero General Joseph Warren, was officially established on March 12, 1813, when it was split off from the County of Washington. The County encompasses 883 square miles, and has a population of 65,599 (see “*Population Trends*”, herein). The County is located 200 miles north of the City of New York. The County is bounded by the County of Essex to the north, the County of Saratoga to the south, the County of Washington to the east, and the County of Hamilton to the west.

The County’s employment base is quite diverse. A large portion of the County’s workforce is employed in the education, service, and health industries. According to the U.S. Census Bureau, the education, service, and health industry accounts for approximately 28.8% of employment in the area (2021 American Community Survey 5-Year Estimate).

The County also attracts many visitors each year who travel to the area for its natural scenery. Situated in the middle of the Adirondack Mountains, the County offers tourists numerous lakes, ponds, hiking trails and campgrounds. In particular, the Town of Queensbury boasts many town parks, while the Town of Lake George is home to one of the cleanest bodies of water in the U.S., Lake George.

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

A twenty-member Board of Supervisors that represents each of the eleven towns and the City of Glens Falls (the “City”) governs Warren County, possessing both legislative and executive powers. The members are assigned weighted voting powers based on population in each respective election district. Each member of the Board is elected bi-annually. The Town of Queensbury and the City each have five representatives on the Board. The Chairman of the Board is the chief elected official of the County. The Chairman is elected annually.

### ***Financial Organization***

The County Legislature meets at both regular and special meetings throughout the year. The County Board of Supervisors reviews and adopts the annual County budget, levies taxes, reviews and approves any modifications to the budget, and authorizes the incurrence of all indebtedness of the County. The County Treasurer is the Chief Fiscal Officer of the County. The County Administrator is the Budget Officer.

### ***Economic Development***

The Economic Development Corporation, Warren County (“EDCWC”) is a private, not-for-profit organization governed by an independent board of directors. The Corporation’s mission is to improve the quality of life of the County’s residents by helping business and industry grow and prosper.

The EDCWC holds an annually executed contract for services with Warren County to perform economic development services including but not limited to the following:

1. Support existing companies through technical and regulatory assistance and act as a liaison between business and government;
2. Market County and regional assets to prospective investors, employers and site selectors;
3. Coordinate incentive and assistance programs that include interaction with local, state and federal agencies;
4. Assist and advocate on behalf of Warren County businesses and municipalities to recruit funding and grant opportunities that are available from sources such as the federal government, the NYS Consolidated Funding Application, NYS agencies, private investment sources, not for profit organizations and public utilities;
5. Offer site selection and/or available space and buildings assistance for new incoming prospective businesses as well as existing companies seeking to expand and grow;
6. Assist the County and its municipalities with planning for future growth, infrastructure needs and in supporting and participating in workforce development initiatives.

EDCWC has been a leader in efforts to revitalize Warren County’s urban centers and rural hamlets through a variety of programs available through NYS and Federal sources. In the City of Glen Falls, EDCWC helped to obtain a \$10 million award through the Governor’s Downtown Revitalization Initiative (“DRI”) in 2016 which has generated new investment and

activity in addition to addressing an approved list of improvements and upgrades to defined areas within the City. EDCWC also assisted the City in accessing help from the Restore New York program through Empire State Development (“ESD”) for several key restoration projects that have helped to attract new business and residents to the downtown area. Over the past decade, EDCWC has conservatively estimated that new public and private investments in the downtown Glen Falls area has exceeded \$200 million.

In 2018, EDCWC was able to assist in the establishment of two new federal opportunity zones in a portion of the City of Glen Falls and in the Town of Johnsbury to offer targeted investments. EDCWC also recognized that the County’s three major medical device manufacturing firms would be negatively impacted by the continuation of the Affordable Care Act, which imposed a 2.3% medical device excise tax, and worked with federal legislators to seek elimination of this tax which occurred in December 2019 after the passing of bipartisan legislation.

EDCWC identifies and strives to maximize major employment sectors in the County including professional services, manufacturing, finance and banking, healthcare, hospitality and destination tourism to name a few. The County enjoys a high level of sports and recreation venues. A recent study released by NYS ESD indicates that the County accounts for over \$500 million of the \$1.5 billion of visitor spending that is generated annually in the Adirondack Region.

EDCWC’s extensive outreach and connection to local business has helped to spark new investment from several entities with the County. Some recent projects over recent years include:

- Etain Health – New women-owned medical marijuana manufacturing company that also cultivates and dispenses their products as one of only four NYS approved medical marijuana licensed businesses.
- Bonacio/Galesi – Construction and development of \$32 million mixed-use development in Glens Falls.
- Flomaton Valve – Plant expansion of existing manufacturer of high-quality valves.
- Finch Paper – Plant and equipment modernization and upgrades for a fully integrated paper mill.
- Angio Dynamics – Plant restructuring and upgrades, elimination of excise tax advocacy and sale of a plant.
- BD Becton Dickinson – Acquisition of CR Bard which designs, develops, manufactures, distributes and markets medical technologies in the fields of vascular, urological, oncological and surgical specialty products.
- Martha’s Ice Cream – New facility expansion and new equipment for expanded line of products.
- Nettle Meadows Cheese – Expanded internationally know artisan cheese manufacturer with plans for facilities and equipment.
- JUST Water – Acquisition of additional space for increased demand in products shipped nationally and internationally.

EDCWC’s list of areas of focus for the coming year include:

- Infrastructure development and capacity enhancement for water and waste water.
- Broadband and cell coverage expansion and capacity.
- Targeted industry support.
- Business retention and expansion.
- Continued recruitment and advocacy for NYS and Federal funding of key projects.
- Workforce development with emphasis on business services.
- Affordable housing and childcare.

### ***Municipal Services***

The County provides a full range of services typical of county governments in New York State, which include higher education (SUNY Adirondack), health, aging, youth, and mental health services, and job training. The County also maintains a highway department and road network, Sheriff’s road patrols, and a jail facility.

With the exception of the City of Glens Falls and the Town of Bolton, all communities in the County have merged their police forces with the County Sheriff. This has proven to be a cost-effective means for smaller communities to have local police services, while taking advantage of the resources available in larger agencies. In some cases, such as the Village of Lake George and the Town of Queensbury, municipalities have elected to contract additional law enforcement services from the Sheriff’s Department beyond those already provided.

## Community College

The County provides access to higher education via SUNY Adirondack, a public, two-year, co-educational institution located in the Town of Queensbury. Sponsored by Warren and Washington Counties, SUNY Adirondack is part of the State University of New York system, and is governed by local and State trustees.

Founded in 1961, the SUNY Adirondack campus occupies 141 acres at the foothills of the Adirondack Mountains. There are approximately 2,900 full-time students and 2,750 part-time students attending classes. SUNY Adirondack employs approximately 95 full-time and 125 part-time instructors, creating a student-to-faculty ratio of 21:1. Students are also provided with a variety of services outside of the classroom, such as career planning and job placement, childcare, and educational and personal counseling. Additionally, there are 25 different academic and special interest organizations in which students can elect to participate.

While tuition for in-State full-time students is approximately \$3,400 per year, 60% of full-time students receive financial aid. This aid comes in the form of federal grants, State and local scholarships and grants, institutional scholarships, and loans.

SUNY Adirondack awards A.A., A.S., and A.A.S degrees in over thirty subjects, and offers nine certificate programs. It is accredited by the Middle States Association of Colleges and Secondary Schools. In addition, SUNY Adirondack has completed a major expansion project, adding a new NSTEM building and remodeling several other buildings. The total cost was approximately \$20,000,000.

## Solid Waste

On November 1, 2011, the bonds issued by the Counties of Warren and Washington Industrial Development Agency (the "IDA") to finance the construction of the Hudson Falls Resource Recovery Project ("HFRRP") were fully repaid. At that time, a variety of contractual obligations of the County terminated including agreements obligating the County and Washington County to deliver solid waste to HFRRP for disposal and to pay for that service. The closure of this project lifted a large financial burden from the County. In 2012, the HFRRP plant was sold and the County received \$2,907,141 which was added to the County fund balance.

The County currently provides funds for certain solid waste services to the Towns including the purchase of containers, container maintenance, salaries, and hazardous waste and battery disposal. For 2023, the Department of Public Works budgeted \$224,493 for such services.

## Transportation

### *Highway*

The County is served by an excellent highway system, which promotes commerce and facilitates the movement of goods. Because the County is located equidistant to New York City, Montreal, and Boston, products manufactured in the County are within a day's delivery to 52% of the combined U.S. – Canadian population. Interstate 87 is a six-lane expressway that services areas between Warren County and the Canadian Border. This area is part of the Champlain-Hudson Gateway and Trade Corridor, which is one of five officially recognized cross-border economic regions evolving along the north-south transportation systems linking the U.S. and Canada. The core zone from Montreal to Albany has seen substantial new commerce and economic activity, with north-south trade along the Corridor almost doubling each year. Six major motor carriers service the County area.

### *Rail*

Warren County purchased the D&H railroad tracks from the Town of Johnsbury in northern Warren County, south to Corinth in Saratoga County, in July of 1996. Currently the Rail Line is not being used as Iowa Pacific terminated its lease in the summer of 2018. The County is currently evaluating options for the line which include selling it, leasing it again or turning it into a recreation trail.

Amtrak's Adirondack line that runs from New York City to Montreal services the City of Glens Falls at the Fort Edward/ Glen Falls station located in the neighboring Town of Fort Edward.

## *Water*

The County is 42 miles away from the Port of Albany, 175 miles away from the Port of Montreal (the second busiest port in Canada), and 200 miles away from the Port of New York (the busiest port on the United States East Coast).

## *Air*

Commercial airline service is available nearby at Albany International Airport, which has approximately 145 scheduled flights per day. Major carriers include Air Canada, Continental Express, Jet Blue Airline/Express, Cape Air, Southwest Airlines, United Airlines, and American Airlines.

Floyd Bennett Memorial Airport (“Warren County Airport”) is a newly upgraded and enhanced facility that is owned and maintained by the Warren County Department of Public Works. There are two runways of 4,000 and 5,000 feet, five taxiways, a large corporate apron, a parking apron for 25 transient aircrafts, and an apron with room for 33 additional planes. The airport can accommodate the most modern corporate aircraft. Rich Air, Inc. is the fixed base operator and offers flight lessons, scenic rides, charters, fuel and aircraft maintenance.

## Education

Primary and secondary education is the responsibility of the public school districts located in the Towns of Bolton Landing, City of Glens Falls, Lake Luzerne, North Creek, Lake George, Queensbury, and Warrensburg. Higher education is available at the State University of New York Adirondack Community College located in the Town of Queensbury (see “The County” herein), awarding associate degrees in a number of fields. The College also offers distance learning by providing students with courses via the Internet.

## Recreation and Culture

The County offers a variety of recreational and cultural activities to its residents and visitors. An extensive network of State, County, and municipal parks provide an array of outdoor activities, such as biking, boating, hiking, golfing, fishing, skiing, and snowboarding.

The Lake George Region, named one of the "five best family travel spots in the country" according to NBC'S Today Show, provides attractions for individuals with diverse interests. Known as "The Queen of the American Lakes," its water is so clean it can be used for drinking water. Lake George is approximately 32 miles long and is nearly 3 miles wide. In addition to the area's beauty that can be seen via land, water and air, visitors can enjoy art and history museums, amusement parks, as well as sporting activities such as horseback riding, kayaking, and baseball. Patrons of the Adirondack Museum, called the "best of its kind in the world" by the New York Times, can learn about the history of the area from twenty buildings of exhibits and programs that tell stories of the Adirondacks from the mid-1800s to the present.

The County has numerous museums dedicated to preserving the history of the area. The Chapman Historic Museum, dedicated to the history of Glens Falls, Queensbury, and the Southern Adirondacks, consists of the restored Victorian home of the DeLong family, a changing exhibition gallery, and a research archive. Visitors to the Fort William Henry Museum can relive the battles fought on its grounds. In addition to history museums, the County has museums dedicated to family entertainment, such as the House of Frankenstein Wax Museum, the Lake George Antique Boat and Auto Museum, and the Marcella Sembrich Opera Museum.

Numerous art galleries can be found throughout the County. The Blackburn Museum features works by local artist Loren Blackburn, whose watercolors capture rural life, architecture and landscapes of New England and Northern New York State. The Hyde Collection Art Museum portrays the result of 50 years of avid and highly informed art collecting during the first half of the twentieth century by Louis and Charlotte Hyde. In addition, the Lower Adirondack Regional Arts Council, an arts service organization for Warren, Washington and northern Saratoga Counties, was formed to unify the arts and cultural community and establish a cultural identity.

In addition, the residents of the County have available for their use many public parks maintained by the County and other government entities.

## Medical

County residents are provided with a wide range of inpatient and outpatient medical services through Glens Falls Hospital, which is the sole, comprehensive, acute care community hospital in the area. Glens Falls Hospital provides a comprehensive continuum of services, which includes medicine/surgery, intensive care, coronary care, obstetrics, gynecology, pediatrics,

ambulatory surgery, emergency care, cardiac catheterization, an integrated cancer treatment program, a chronic dialysis maintenance and training program, primary care, home infusion services, and a continuum of behavioral health services.

In addition, the Warren County Health Services group was organized to promote physical and mental health and prevent disease, injury, and disability. Programs administered by the group include an immunization clinic, a sexually transmitted diseases clinic, childbirth classes, as well as certified home health care agencies.

AIM Services is a residential facility for the disabled that services Saratoga, Warren and Washington Counties. Senior citizens can find care through the Glen at Hiland Meadows, a full-service senior retirement community in Warren County and the Adirondacks area created through a joint venture of the Glens Falls Home and the Eddy, two leading providers of senior care services in the region. There are also four state-run adult care facilities in the County.

***Financial Institutions***

There are several financial and investment advisory companies and savings banks present in the County. The following is a list of the financial institutions that service the community:

Financial and Investment Advisory

- Adirondack Mortgage Service
- American Express Financial Advisors
- Edward Jones Investments
- Equitable and AXA Advisors
- Ewealth
- Financial 2000
- H&R Block
- Kensington Management
- L.P.L. Financial Services
- North American Mortgage Company
- North-East Life & Annuity Brokerage Company
- Northgate Funding
- Sagemark Consulting
- The Legend Group
- Waddell & Reed Financial Planning

Banks and Other Lending Institutions

- Adirondack Trust Company
- Beneficial of New York, Inc.
- Citizens Bank
- Glens Falls National Bank & Trust Company
- Hudson River Credit Union
- Key Bank, N.A.
- NMP Northern Area Federal Credit Union
- TCT Federal Credit Union
- TD Banknorth
- Trustco Bank
- NBT Bank, N.A.

***Utilities***

National GRID PLC services the entire County’s electricity needs, and provides natural gas to Glens Falls and Queensbury.

***Communications***

The County is served by Albany newspapers, radio and television stations. In addition, the County has a local daily newspaper, The Glens Falls Post-Star, and a weekly publication, The Chronicle, as well as local radio and television stations.

***Employees***

The County has approximately 862 employees to provide services to its citizens. Most employees, other than management and certain professional positions, are represented by three major labor organizations recognized by the County and certified by the State Public Employees Relations Board under the provisions of the State’s Taylor Law.

<u>Labor Organization</u>	<u>Number of Members</u>	<u>Term of Contract</u>
Civil Service Employees Association	235	December 31, 2023
Police Benevolent Association	69	December 31, 2025
Sheriff’s Employees Alliance	37	December 31, 2024
Correction’s Supervisor’s Association	2	December 31, 2022*
Warren County Police Supervisors Benev. Assoc.	3	December 31, 2025
Warren County Correction Officers Assoc.	77	December 31, 2024

\*Contract currently in negotiations.

## ***State Aid***

The County receives financial assistance from the State. In its budget for the 2023 fiscal year, approximately 12.3% of the revenues of the County are estimated to be received in the form of State aid. 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 County, in any year, the County 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 County, may be affected by a delay in the payment of State aid.

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

Raising the age for criminal responsibility to 18 years of age was included as part of the State's 2017 budget legislation. The County anticipates incurring additional costs relating to juvenile offenders, including Family Court and Social Services. The State will reimburse the County for such costs only if the County stays within the Tax Cap. (See "*Tax Levy Limitation Law*," herein.)

## ***Status and Financing of Employee Pension Benefits***

The County participates in the New York State and local Employees' Retirement System (ERS) and the Public Employees' Group Life Insurance Plan (Systems). These are cost-sharing multiple-employer retirement systems. The Systems provide retirement benefits as well as death and disability benefits. Obligations of employers and employees to contribute and benefits to employees are governed by the New York State Retirement and Social Security Law (NYSRSSL). As set forth in the NYSRSSL, the Comptroller of the State of New York (Comptroller) serves as sole trustee and administrative head of the Systems. The Comptroller shall adopt and may amend rules and regulations for the administration and transaction of the business of the Systems and for the custody and control of their funds. The Systems issue a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained by writing to the New York State and Local Retirement Systems, Gov. Alfred E. Smith State Office Building, Albany, NY 12244.

Contributions equal to 3% of salary are required of employees, except for employees who joined prior to July 27, 1976, and for those who have ten or more years of credited service. Under the authority of the NYSRSSL, the Comptroller shall certify annually the rates expressed as proportions of payroll of members, which shall be used in computing the contributions required to be made by employers to the pension accumulation fund.

The County is required to contribute at an actuarially determined rate. The required contributions for the following years were:

<u>Year</u>	<u>ERS</u>
2017	\$5,610,011
2018	5,520,418
2019	5,572,084
2020	5,741,812
2021	6,334,443
2022 (Unaudited)	5,406,359
2023 (Budgeted)	6,311,198

Historically, there has been a State mandate requiring full (100%) funding of the annual actuarially required local governmental contribution out of current budgetary appropriations. With the strong performance of the System in the 1990s, the locally required annual contribution declined to zero. However, with the subsequent decline in the equity markets, the pension system became underfunded. As a result, required contributions increased substantially to 15% to 20% of payroll for the employees' and the police and fire retirement systems, respectively. Wide swings in the contribution rate resulted in budgetary planning problems for many participating local governments.

On March 16, 2012, Governor Cuomo signed into law Chapter 18 of the Laws of 2012, which provides for a new Tier VI for employees hired after April 1, 2012. The Division of the Budget estimates the new tier will save the State and local governments outside of New York City \$80 billion over the next thirty years. The new pension tier has progressive contribution rates between 3% and 6%; it increases the retirement age for new employees from 62 to 63 and includes provisions allowing early retirement with penalties. Under Tier VI, the pension multiplier is 1.75% for the first 20 years of



service and 2% thereafter; As of April 9, 2022, Tier 5 and 6 members only need five years of service credit to be vested. This affects members of both ERS and PFRS. Previously, Tier 5 and 6 members needed 10 years of service to be eligible for a service retirement benefit.; the time period for calculation of final average salary is increased from three years to five years; and the amount of overtime used to determine an employee’s pension is capped at \$15,000, indexed for inflation, for civilian and non-uniform employees and at 15% of base pay for uniformed employees outside of New York City. It also includes a voluntary, portable, defined contribution plan for new non-union employees with salaries of \$75,000 or more.

**Other Post-Employment Benefits**

Accounting rule, GASB Statement No. 45 (“GASB 45”) of the Governmental Accounting Standards Board (“GASB”) has been replaced by GASB Statement No. 75 (“GASB 75”), which requires state and local governments to account for and report their costs associated with post-retirement healthcare benefits and other non-pension benefits (“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 in essentially the same manner as they currently do for pensions. Under previous rules, these benefits have generally been administered on a pay-as-you-go basis and have not been reported as a liability on governmental financial statements. Only current payments to existing retirees were recorded as an expense.

GASB 75 requires that state and local governments adopt the actuarial methodologies to determine annual OPEB costs. Annual OPEB cost for most employers will be based on actuarially determined amounts that, if paid on an ongoing basis, generally would provide sufficient resources to pay benefits as they come due.

Under GASB 75, based on actuarial valuation, an annual required contribution (“ARC”) will be determined for each state or local government. The ARC is the sum of (a) the normal cost for the year (the present value of future benefits being earned by current employees) plus (b) amortization of the unfunded accrued liability (benefits already earned by current and former employees but not yet provided for), using an amortization period of not more than 30 years. If a municipality contributes an amount less than the ARC, a net OPEB obligation will result, which is required to be recorded as a liability on its financial statements. There is no longer an amortized liability like under GASB 45, but now reflects the full liability.

GASB 75 does not require that the unfunded liabilities actually be funded, only that the County account for its unfunded accrued liability and compliance in meeting its ARC. Actuarial valuation will be required every 2 years for the County.

The County is in compliance with the requirements of GASB 75 as was required by the end of the County’s 2021 fiscal year. It has been determined that the County’s total OPEB liability as of December 31, 2021 was approximately \$118,296,988 assuming a discount rate of 2.05%.

**Population Trends**

<u>Year</u>	<u>Warren County</u>	<u>State</u>	<u>United States</u>
1960	44,002	16,782,304	179,323,175
1970	49,402	18,236,967	203,211,926
1980	54,854	17,558,072	226,545,805
1990	59,209	17,990,455	248,709,873
2000	63,303	18,976,457	282,124,631
2010	65,707	19,378,102	308,745,538
2020	65,737	20,201,249	331,449,281
2022	65,999	19,677,151	333,287,557

Source: U.S. Bureau of the Census, 1960-2020 Census and 2022 Estimates.

**Comparative Income Data**

	<u>Per Capita Income</u>					
	<u>2010</u>	<u>2020</u>	<u>2021</u>	<u>Percent Change</u> <u>2010-2020</u>	<u>Percent Change</u> <u>2020-2021</u>	
County	\$27,744	\$38,740	\$41,247	39.63%	11.53%	
State	\$30,948	\$40,898	\$43,208	32.15%	(7.97)%	

Source: U.S. Census Bureau, 2000-2020 Census and 2021 American Community Survey 5-Year Estimate.

**Median Family Income**

	<u>2010</u>	<u>2020</u>	<u>2021</u>	<u>Percent Change</u> <u>2010-2020</u>	<u>Percent Change</u> <u>2020-2021</u>
County	\$64,195	\$86,250	\$93,058	34.63%	7.89%
State	\$67,405	\$87,270	\$92,731	29.47%	6.26%

Source: U.S. Census Bureau, 2021 American Community Survey 5-Year Estimates.

***Employment***

**Largest Non-Governmental Employers**

<u>Name of Employer</u>	<u>Nature of Business</u>	<u>Number of Employees</u>
Glens Falls Hospital	Health Care	1901
BD Medical Device Mfg.	Medical Device Manufacturing	785
Hudson Headwaters Health Care	Health Care	635
Finch Paper	Paper Manufacturing	560
Angiodynamics Medical Device Mfg	Medical Device Manufacturing	550
Sagamore Resort	Resort/Hospitality	500
Glens Falls National Bank	Banking	470
Community Work Independence (CWI )	Trading/Processing	450
Walmart	Retail	400
Nielsen/Gracenote Media Data	News Paper Syndicates	375

Source: Economic Development Corporation, Warren County.

**Labor Force Participation**

	<u>2010</u>	<u>2020</u>	<u>2022</u>	<u>% Change</u> <u>2010-2020</u>	<u>% Change</u> <u>2020-2022</u>
County	34,200	31,600	31,300	(7.60)%	(0.95)%
State	9,630,300	9,580,000	9,617,000	(0.52)%	0.39%

Source: New York State Department of Labor.

**Unemployment Rate Statistics**

	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>
County	4.6%	4.4%	8.1%	4.9%	3.4%
State	4.1%	3.9%	9.8%	7.0%	4.3%

Source: New York State Department of Labor.

***Housing***

**Housing Stock**

	<u>2010</u>	<u>2020</u>	<u>2021</u>	<u>Change</u> <u>2010-2020</u>	<u>Change</u> <u>2020-2021</u>
County	38,343	39,928	40,144	4.13%	0.54%
State	8,050,835	8,488,066	8,531,063	5.43%	0.51%

Source: U.S. Census Bureau, 2021 American Community Survey 5-Year Estimates.

## Median Housing Values and Rent

	<u>County</u>	<u>State</u>
Median Value- Owner Occupied Units	\$214,300	\$340,600
Median Value of Rent	\$969	\$1,390

Source: U.S. Census Bureau, 2021 American Community Survey 5-Year Estimates.

## FINANCIAL INFORMATION

### *Impacts of COVID-19*

Due to the State imposed shutdown in April 2020, the County estimates the incurrence of a revenue loss of approximately \$10,000,000. The County cut its 2020 budget by \$5,500,000 and put a hiring freeze in place, along with an order to only spend for necessary items. The County then re-evaluated the revenue loss in August of 2020 to see if more cuts were needed. However, sales tax revenue rebounded in the second half of 2020 and the County finished the year with a deficit of \$150,000. Since its unencumbered fund balance at the end of 2020 was approximately \$26,000,000, there was no material adverse impact to the County. Since then, the County has seen record increases in sales tax revenue. 2021 was 25% higher than 2019 allowing the County to add \$5,000,000 to the unencumbered fund balance, for a balance of approximately \$31,000,000. This amount gives the County the ability to cover approximately two months of operating costs, if needed.

At this point in time there has been no negative effect on the financial state of the County due to the COVID-19 pandemic. In fact, the County has seen its financial situation improve over the last two years.

On March 11, 2021, the federal government signed into law The American Rescue Plan (ARP) that addresses issues related to the ongoing COVID-19 pandemic. The ARP Act also creates new programs to address continuing pandemic related crisis and fund recovery efforts. It provides significant funding to local governments and school districts in the State. The County has been allocated \$12,400,000 of which the first tranche of \$6,200,000 was received on May 19, 2021, and the second tranche of \$6,200,000 was received on June 9, 2022. The County formed an ARPA committee to review the continually changing guidance and to come up with a plan for how to best spend the funds for the County and its residents. All of the funds have been allocated to various programs and projects and must be fully spent by December 31, 2026.

### *Budgetary Procedure*

During July of each year budget request forms are sent to department heads, who must return them by September. On or before November 1, the Budget Officer files the Tentative Budget with the Clerk of the Board of Supervisors. In the third week of November, the Board of Supervisors reviews and may revise the Tentative Budget. A public hearing is held in the third week of November, and the Board of Supervisors adopts the budget by the third week of November. The budget is not subject to referendum. The fiscal year of the County is the calendar year.

### *Investment Policy*

Pursuant to the statutes of the State of New York, the County is permitted to invest only in the following investments: (1) special time deposits accounts in or certificates of deposit issued by a bank or trust company located and authorized to do business in the State of New York; (2) obligations of the United States of America; (3) obligations guaranteed by agencies of the United States of America where the payment of principal and interest is guaranteed by the United States of America; (4) obligations of the State of New York; (5) with the approval of the New York State Comptroller, tax anticipation notes and revenue anticipation notes issued by any New York municipality or district corporation, other than the County; (6) obligations of New York public benefit corporations which are made lawful investments by the County pursuant to another provision of law; (7) certain certificates of participation issued on behalf of political subdivisions of the State of New York; and (8) in the case of County moneys held in certain reserve funds established pursuant to law, obligations issued by the County. These statutes further require that all bank deposits in excess of the amount insured under the Federal Deposit Insurance Act be secured by either a pledge of eligible securities or by a surety bond or an eligible letter of credit, as those terms are defined in the law.

Consistent with the above statutory limitations, it is the County's current policy to invest in: (1) certificates of deposit or time deposit accounts that are fully secured as required by statute; (2) obligations of the United States of America; and (3) obligations guaranteed by agencies of the United States of America where the payment of principal and interest is guaranteed by the United States of America. In the case of the United States government, the County may purchase such obligations pursuant to a written repurchase agreement that requires the purchased securities to be delivered to a third-party custodian.

## ***Financial Statements***

The County retains Drescher & Malecki LLP, Buffalo, New York, Independent Certified Public Accountants, to conduct audits of its financial affairs. The last audit covers the fiscal year ended December 31, 2021.

The County complies with the Uniform System of Accounts as prescribed for counties in New York State by the State Comptroller. Except for the accounting for fixed assets, this system conforms to the generally accepted accounting principles as prescribed by the American Institute of Certified Public Accountants' Industry Audit Guide, "Audits of State and Local Governmental Units", and codified in Government Accounting, Auditing and Financial Reporting (GAAFR), published by the Governmental Accounting Standards Board (GASB). The County has implemented GASB #34 beginning with the 2003 audited financial statements.

Beginning with the fiscal year ending December 31, 2002, the County was required to issue its financial statements in accordance with GASB Statement No. 34. This statement includes reporting of all assets including infrastructure and depreciation in the Government Wide Statement of Activities, as well as the Management's Discussion and Analysis. The County is currently in full compliance with GASB Statement No. 34.

Summary statements of the results of operations for various funds, shown in the Appendices of this Official Statement, have been derived from the annual and audited financial reports of the County and are provided in memorandum form for information only. It is not implied by inclusion of these statements that the individual funds included were performed individually in accordance therewith. Reference should be made to the actual audit reports, which are available for inspection at the County offices.

## ***Fiscal Stress Monitoring System***

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

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

The current applicable report of the State Comptroller designates the County as "No Designation" with a fiscal score of 3.3% and Environmental Score of 13.3%.

The financial affairs of the County are subject to periodic compliance reviews by OSC to ascertain whether the County has complied with the requirements of various state and federal statutes. The last audit conducted by OSC was released on December 22, 2021 to determine whether the County Local Development Corporation officials provided adequate oversight to the revolving loan program.

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.

## TAX INFORMATION

### *Valuations*

<u>Years Ending December 31:</u>	<u>Taxable Assessed Valuation</u>	<u>New York State Equalization Rate</u>	<u>Full Valuation</u>
2019	\$10,002,661,862	89.15%	\$11,220,035,740
2020	10,072,225,419	88.52	11,378,474,265
2021	10,716,339,993	91.00	11,776,197,795
2022	10,943,229,417	91.10	12,012,326,473
2023	12,265,588,507	90.53	<u>13,579,821,375</u>
Total Five-Year Valuation			\$59,966,855,648
Average Five-Year Valuation			11,993,371,130
Debt Limit - 7% of Average Full Valuation			839,535,979

### *Tax Rates Per \$1,000 Assessed:*

<u>Years Ending December 31</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>
	\$47.61	\$48.00	\$48.75	\$48.85	\$48.81

### *Tax Collection Record*

	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>
Total Tax Levy	\$67,584,880	\$69,094,435	\$69,822,216	\$70,647,064	\$72,258,963
Uncollected December 31	3,149,735	3,063,455	2,830,315	2,370,294	2,495,960
% Uncollected December 31	4.66%	4.43%	4.05%	3.36%	3.45%

### *Real Estate Taxes and Tax Collection Procedure*

The County-wide property tax is levied by the County upon the taxable real property in the towns and cities in the County. The levy is effective January 1, the lien date, and is based on the assessed valuation of property located in the County as of the preceding March 31. Such taxes are collected by the respective collection officers in each town and city.

County taxes are due by February 1, and penalties are imposed as follows: 1% prior to March 1, and 1% additional each month thereafter. All towns first retain their share of taxes from collections and remit the balance to the County. Also, a 5% penalty is charged when the taxes are returned to the County by the tax collectors on March 31 of each year. The City of Glens Falls and the Village of Lake George each levy and collect their taxes. County taxes collected by these municipalities are remitted to the County periodically.

### *Tax Levy Limitation Law*

On June 24, 2011, Chapter 97 of the Laws of 2011 was signed into law by the Governor (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, and the counties comprising New York). 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. 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 or changes in physical or quantity growth in the real property base as defined in Section 1220 of the Real Property Tax Law. A municipality may exceed the tax levy limitation for the coming fiscal year only if the governing body of such municipality first enacts, by at least a sixty percent vote of the total voting strength of the board, a local law (resolution in the case of fire districts and certain special districts) to override such limitation for such coming fiscal year only. There are 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 ERS, the PFRS, 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).

Article 8 Section 2 of the State Constitution requires every issuer of general obligation notes and bonds in the State to pledge its faith and credit for the payment of the principal thereof and the interest thereon. This 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 that is what courts have held they mean."

Article 8 Section 12 of the State Constitution specifically provides as follows:

"It shall be the duty of the legislature, subject to the provisions of this constitution, to restrict the power of taxation, assessment, borrowing money, contracting indebtedness, and loaning the credit of counties, cities, towns and villages, so as to prevent abuses in taxation and assessments and in contracting of indebtedness by them. Nothing in this article shall be construed to prevent the legislature from further restricting the powers herein specified of any county, city, town, village or school district to contract indebtedness or to levy taxes on real estate. The legislature shall not, however, restrict the power to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted."

On the relationship of the Article 8 Section 2 requirement to pledge the faith and credit and the Article 8 Section 12 protection of the levy of real property taxes to pay debt service on bonds subject to the general obligation pledge, the Court of Appeals in the Flushing National Bank case stated:

"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 of faith and credit, express a constitutional imperative: debt obligations must be paid, even if tax limits be exceeded".

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

Therefore, 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 statutory tax levy limitation is not clear.

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## ***Largest Taxpayers – 2023 Assessment Roll***

<u>Name</u>	<u>Type</u>	<u>Estimated Full Valuation</u>
New York State Government	State Land	\$ 647,947,702
National Grid	Utility	208,581,270
Sagbolt, LLC	Commercial	99,580,690
Erie Boulevard	Utility	86,952,474
Finch Paper, LLC	Commercial	78,722,790
HWP Development, LLC	Commercial	19,499,834
Fort William Henry Corp.	Commercial	21,435,387
Schermerhorn Warren I	Commercial	19,237,392
Great Escape Theme Park, LLC	Amusement Park	19,165,362
Aviation Mall NewCo, LLC	Commercial	15,487,776
		<u>\$1,216,610,950</u>

## ***Constitutional Tax Limit***

Computation of Constitutional Tax Limit for Years Ending December 31:

	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>
Tax Limit	\$162,382,849	\$165,049,637	\$168,596,298	\$172,052,814	\$179,897,854
Add Exclusions	4,386,242	4,336,834	1,196,554	3,809,554	5,488,682
Total Taxing Power	166,769,091	169,386,471	169,782,852	175,862,368	185,386,536
Less: Tax Levy <sup>(1)</sup>	39,295,504	40,072,519	45,162,307	45,883,611	47,657,438
Tax Margin	127,473,587	129,313,952	124,630,545	129,978,757	137,729,098
Percent of Unused Taxing Power	76.44%	76.34%	73.40%	73.91%	74.29%

(1) Tax levy subject to tax limit for County, City, and villages.

## **COUNTY INDEBTEDNESS**

### ***Constitutional Requirements***

The New York State Constitution limits the power of the County (and other municipalities and certain 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 County and its obligations.

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

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

Payment and Maturity. Except for certain short-term indebtedness contracted in anticipation of taxes or to be paid in one of the two fiscal years immediately succeeding the fiscal year in which such indebtedness was contracted; indebtedness shall be paid in annual installments commencing no later than two years after the date such indebtedness shall have been contracted and ending no later than the expiration of the period of probable usefulness of the object or purpose as determined by statute and unless substantially level or declining annual debt service is authorized by the County Board of Supervisors and utilized, no installment may be more than fifty per centum in excess of the smallest prior installment. The County 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 bonds.

Debt Limit. The County has the power to contract indebtedness for any County purpose so long as the principal amount thereof shall not exceed seven per centum of the average full valuation of taxable real estate of the County and subject to certain enumerated exclusions and deductions such as water, electric and certain sewer facilities and cash or appropriations for current debt service. The constitutional method for determining average full valuation is by taking the assessed valuations of taxable real estate as shown upon the latest completed assessment roll and dividing the same by the equalization rate as determined by the State Office of Real Property Services. The State Legislature is required to prescribe the manner by which

such ratio shall be determined. Average full valuation is determined by taking the sum of the full valuations of such last completed assessment roll and the four preceding assessment rolls and dividing such sum by five.

Pursuant to Article VIII of the Constitution and Title 9 of Article 2 of the Local Finance Law, the debt limit of the County is calculated by taking 7 per centum of the latest five-year average of the full valuation of all taxable real property.

***Statutory Procedure***

In general, the State Legislature has authorized the powers and procedures for the County to borrow and incur indebtedness by the enactment of the Local Finance Law subject to the constitutional provisions set forth above. The power to spend money, however, generally derives from other law, including the County Law and the General Municipal Law of the State and the County Charter.

Pursuant to the County Charter and the Local Finance Law, as applicable, the County 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 a two-thirds vote of the County Board of Supervisors, which body as a whole constitutes the finance board of the County. Such resolutions are not subject to referendum. Each bond resolution usually authorizes the construction, acquisition, or installment of the object or purpose to be financed, sets forth the plan of financing, the estimated maximum cost thereof and specifies the maximum maturity of the bonds subject to the legal 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 bonds. Statutory law in the State permits notes to be renewed each year provided that principal reductions are made and provided that such renewals, except in the case of assessable improvement financing, generally do not extend five years beyond the original date of borrowing. The County Board of Supervisors has delegated certain of its power in relation to the sale of bonds and any notes issued in anticipation thereof to the County Treasurer as the Chief Fiscal Officer of the County.

The County Board of Supervisors, as the finance board of the County, has the power to adopt tax and revenue anticipation note resolutions by majority vote. Such resolutions may authorize the issuance of tax or revenue anticipation notes in an aggregate principal amount necessary to fund anticipated cash flow deficits but in no event exceeding the amount of taxes or moneys estimated to be received by the County, less any tax or revenue anticipation note previously issued and less the amount of such taxes or moneys previously received by the County.

***Outstanding Debt***

Fiscal Year Ending 12/31:	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022<sup>(1)</sup></u>
Bonds	\$45,418,765	\$42,590,000	\$39,865,000	\$34,570,000	\$31,850,000	29,090,000
Bond Anticipation Notes	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>7,900,000</u>
Total	\$45,418,765	\$42,590,000	\$39,865,000	\$34,570,000	\$31,850,000	36,990,000

(1) Unaudited.

***Constitutional Debt Limit***

Pursuant to the Local Finance Law, the County has the power to contract indebtedness for any County purpose authorized by the Legislature of the State of New York, provided that the aggregate principal amount thereof shall not exceed seven per centum of the average full valuation of the taxable real estate located in the County and subject to certain enumerated exclusions and deductions such as debt contracted to provide water, self-liquidating facilities and certain sewer facilities and cash or appropriations to pay the principal of outstanding debt. The constitutional method for determining average full valuation consists of taking the assessed valuation of taxable real estate for the last five completed assessment rolls and applying thereto the ratio (equalization rate) which such assessed valuation bears to the full valuations. Such ratio is determined by the State Office of Real Property Services. The State Legislature is also required to prescribe the manner by which such ratio shall be determined by such authority.

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Summary of Indebtedness, Debt Limit and Net Debt-Contracting Margin as shown on Debt Statement prepared as of May 3, 2023.

Five-Year Average Full Valuation	\$11,993,371,130	
Debt Limit 7% Thereof		\$839,535,979
Inclusions:		
Outstanding Bonds	\$28,080,000	
Bond Anticipation Notes	<u>7,900,000</u>	
Total Inclusions	\$35,980,000	
Exclusions:		
Appropriations <sup>(1)</sup>	\$1,815,000	
Water Indebtedness <sup>(2)</sup>	-	
Sewer Debt	<u>-</u>	
Total Exclusions	\$1,815,000	
Total Net Indebtedness		\$34,165,000
Net Debt Contracting Margin		\$805,370,979
Percentage of Debt Contracting Power Exhausted		4.07%

(1) Appropriations are excluded pursuant to Section 136.00 of the Local Finance Law.

(2) Water indebtedness exempt from Constitutional Debt Limit.

***Capital Project Plans***

The County Board has approved a \$9.2 million runway extension project at the Warren County Airport. However, in 2019, the FAA determined that the runway extension was not necessary and the project has been terminated. The County no longer has any authorized but unissued debt.

***Bond Principal and Interest***

Fiscal Year Ending	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
<u>December 31</u>			
2023 <sup>(1)</sup>	\$2,825,000	\$993,613	\$3,818,613
2024	1,790,000	883,413	2,673,413
2025	1,840,000	825,438	2,665,438
2026	1,905,000	765,244	2,670,244
2027	1,955,000	702,744	2,657,744
2028	2,020,000	637,750	2,657,750
2029	2,080,000	568,988	2,648,988
2030	2,145,000	497,113	2,642,113
2031	2,215,000	422,738	2,637,738
2032	2,300,000	335,988	2,635,988
2033	2,400,000	245,863	2,645,863
2034	2,485,000	161,656	2,646,656
2035	1,370,000	74,013	1,444,013
2036	865,000	39,825	904,825
2037	<u>895,000</u>	<u>13,425</u>	<u>908,425</u>
	<u>\$29,090,000</u>	<u>\$7,167,811</u>	<u>\$36,257,811</u>

(1) For entire fiscal year.

### ***Estimated Underlying Indebtedness***

In addition to the County, various other political units within the County have the power to incur indebtedness payable from property taxes in property located in the County. The following table sets forth both the total outstanding principal amount of debt issued by other political units within the County.

	<u>Net Underlying Indebtedness</u>
Towns and Villages	\$36,593,561
Cities	50,935,801
School Districts	122,127,202
Fire Districts	<u>3,380,000</u>
Total Underlying Debt	\$213,036,564

Source: Office of the State Comptroller.

### ***Debt Ratios***

The following table presents certain debt ratios relative to the County's indebtedness as of May 3, 2023:

	<u>Amount of Indebtedness</u>	<u>Debt Per Capita<sup>(1)</sup></u>	<u>Debt to Full Value<sup>(2)</sup></u>
Net Direct Debt	\$34,165,000	\$520.82	0.25%
Net Direct and Overlapping Debt	\$247,201,564	3,768.37	1.82%

(1) The County currently has a population of 65,599 (see "*Population Trends*" herein).

(2) The County's Full Valuation for the 2023 fiscal year is \$13,579,821,375 (see "*Valuations*" herein).

**End of Appendix A**

**APPENDIX B**

**UNAUDITED SUMMARY OF FINANCIAL STATEMENTS AND BUDGETS**

**County of Warren, New York**  
**Statement of Budgeted Revenues and Expenditures**  
**Fiscal Year Ending December 31:**

	2022 Adopted Budget	2023 Adopted Budget
	<hr/>	<hr/>
<b><u>ESTIMATED REVENUES</u></b>		
Real Property Taxes	\$35,309,407	\$33,827,494
Real Property Tax Items	2,140,700	2,249,970
Non-Property Tax Items	63,411,754	72,535,990
Departmental Income	12,529,591	12,155,062
Intergovernmental Charges	1,192,940	1,303,704
Licenses and Permits	689,570	797,497
Fines and Forfeitures	248,816	247,316
Use of Money and Property	1,423,717	1,825,520
Sale of Property and Compensation for Loss	411,450	452,300
Miscellaneous and Local Sources	408,400	507,842
Interfund Revenues	0	0
State Aid	16,266,898	19,463,608
Federal Aid	11,463,772	12,725,500
	<hr/>	<hr/>
Total Estimated Revenues	145,497,015	158,091,803
	<hr/>	<hr/>
<b><u>ESTIMATED OTHER SOURCES</u></b>		
Appropriated Reserve	765,067	970,687
Appropriated Fund Balance	1,000,000	1,879,163
	<hr/>	<hr/>
Total Estimated Other Sources	1,765,067	2,849,850
	<hr/>	<hr/>
Total Estimated Revenues and Other Sources	\$147,262,082	\$160,941,653
	<hr/> <hr/>	<hr/> <hr/>
<b><u>APPROPRIATIONS</u></b>		
General Government Support	\$45,621,903	\$52,500,116
Education	2,680,466	2,748,075
Public Safety	29,088,943	30,581,742
Health	16,675,399	17,870,674
Transportation	572,407	610,422
Economic Assistance and Opportunity	44,544,139	48,279,459
Culture and Recreation	1,354,051	1,478,116
Home and Community Services	1,580,039	1,820,742
Employee Benefits - Unallocated	61,300	61,500
Debt Service	297,921	223,880
	<hr/>	<hr/>
Total Appropriations	142,476,568	156,174,726
	<hr/>	<hr/>
<b><u>OTHER USES</u></b>		
Interfund Transfer	3,989,514	3,970,927
Other Budgetary Purposes	796,000	796,000
	<hr/>	<hr/>
Total Other Uses	4,785,514	4,766,927
	<hr/>	<hr/>
Total Appropriations and Other Uses	\$147,262,082	\$160,941,653
	<hr/> <hr/>	<hr/> <hr/>

**County of Warren, New York**  
**Comparative Balance Sheet - General Fund**  
**Fiscal Years Ended December 31:**

	2017	2018	2019	2020	2021
<b><u>ASSETS</u></b>					
Unrestricted Cash	\$19,839,071	\$22,567,223	\$20,983,775	\$24,132,666	\$39,566,672
Restricted Cash	12,276,651	11,605,449	12,375,814	12,289,749	21,906,053
Taxes Receivable	12,546,028	12,415,120	11,550,296	11,775,932	10,748,179
Other Receivables	1,955,132	1,955,994	1,571,851	1,471,818	1,314,710
Intergovernmental Receivables	11,562,329	11,964,988	12,525,648	15,814,953	14,929,690
Due from Other Funds	5,062,089	5,920,957	4,547,596	5,810,025	5,891,952
Inventories	110,024	120,844	113,048	115,798	110,626
Prepaid Items	1,669,652	1,676,456	1,463,458	1,627,400	1,795,815
<b>TOTAL ASSETS</b>	<b><u>\$65,020,976</u></b>	<b><u>\$68,227,031</u></b>	<b><u>\$65,131,486</u></b>	<b><u>\$73,038,341</u></b>	<b><u>\$96,263,697</u></b>
<b><u>LIABILITIES</u></b>					
Accounts Payable	\$3,980,625	\$3,298,953	\$4,741,616	\$3,910,961	\$6,184,661
Accrued Liabilities	2,946,958	3,219,805	3,484,377	8,184,254	9,046,013
Intergovernmental Payables	15,754,578	16,369,050	11,384,682	11,793,714	13,253,002
Due to Other Funds	1,039,413	1,315,046	1,276,174	999,580	1,189,374
Unearned Revenue	2,408,238	2,470,507	2,877,921	2,891,002	10,500,356
<b>TOTAL LIABILITIES</b>	<b><u>26,129,812</u></b>	<b><u>26,673,361</u></b>	<b><u>23,764,770</u></b>	<b><u>27,779,511</u></b>	<b><u>40,173,406</u></b>
<b><u>DEFERRED INFLOWS OF RESOURCES</u></b>					
Unavailable Revenue - Property Taxes	6,265,997	6,127,030	5,739,738	5,816,276	5,072,066
<b>TOTAL DEFERRED INFLOWS OF RESOURCES</b>	<b><u>6,265,997</u></b>	<b><u>6,127,030</u></b>	<b><u>5,739,738</u></b>	<b><u>5,816,276</u></b>	<b><u>5,072,066</u></b>
<b><u>FUND BALANCES</u></b>					
Nonspendable:	1,779,676	1,797,300	1,576,506	1,743,198	1,906,441
Restricted:	9,868,413	9,134,942	9,497,893	9,398,747	11,405,697
Assigned:	1,506,864	1,533,545	1,397,155	1,468,518	1,698,962
Unassigned:	19,470,214	22,960,853	23,155,424	26,832,091	36,007,125
<b>TOTAL FUND BALANCES</b>	<b><u>32,625,167</u></b>	<b><u>35,426,640</u></b>	<b><u>35,626,978</u></b>	<b><u>39,442,554</u></b>	<b><u>51,018,225</u></b>
<b>TOTAL LIABILITIES AND FUND BALANCES</b>	<b><u>\$65,020,976</u></b>	<b><u>\$68,227,031</u></b>	<b><u>\$65,131,486</u></b>	<b><u>\$73,038,341</u></b>	<b><u>\$96,263,697</u></b>

Source: Information for this appendix has been extracted from the audited financial statements of the County of Warren.  
This summary itself has not been audited. Reference should be made to the complete audit reports on file at the County office.

**County of Warren, New York**  
**Statement of Revenues, Expenditures, and Changes in Fund Balance - General Fund**  
**Fiscal Year Ended December 31:**

	2017	2018	2019	2020	2021
<b>REVENUES</b>					
Real Property Taxes	\$31,906,144	\$33,588,929	\$34,379,011	\$33,953,803	\$34,695,945
Real Property Tax Items	2,234,630	2,033,175	2,749,411	1,879,850	2,367,162
Non-Property Tax Items	58,296,389	61,348,972	62,799,232	61,344,518	73,660,265
Departmental Income	10,787,610	11,004,543	10,695,594	10,390,960	11,226,080
Intergovernmental Charges	796,215	866,730	1,079,059	1,271,481	1,553,521
Licenses and Permits	654,570	621,263	231,985	200,589	253,230
Fines and Forfeitures	296,300	287,599	329,940	267,616	204,823
Use of Money and Property	861,852	909,815	1,636,040	1,348,402	2,084,518
Sale of Property and Compensation for Loss	489,589	130,395	577,671	112,803	46,355
Miscellaneous	1,052,308	609,840	1,078,644	2,882,879	580,347
Interfund Revenues	2,667	0	0	0	0
State Aid	13,381,322	13,745,381	14,889,157	14,160,571	16,255,143
Federal Aid	9,560,911	9,692,296	10,535,505	9,887,318	10,600,770
<b>Total Revenues</b>	<b>130,320,507</b>	<b>134,838,938</b>	<b>140,981,249</b>	<b>137,700,790</b>	<b>153,528,159</b>
<b>EXPENDITURES</b>					
General Government Support	39,319,339	41,299,886	42,387,091	42,558,531	47,967,728
Education	2,244,302	2,286,635	2,393,564	2,541,154	2,659,788
Public Safety	27,382,141	27,697,308	29,782,295	29,139,628	29,568,186
Health	14,099,215	14,389,910	15,438,508	14,094,399	14,959,460
Transportation	880,287	572,882	552,173	506,927	701,076
Economic Assistance and Opportunity	39,349,209	39,181,939	41,787,528	38,398,564	39,813,070
Culture and Recreation	1,318,874	1,541,945	1,468,949	1,336,832	1,286,696
Home and Community Services	1,202,139	1,228,462	1,206,306	1,359,341	1,298,666
Employee Benefits - Unallocated	46,705	72,526	32,324	7,192	19,315
Debt Service	531,203	280,340	290,738	300,738	310,738
<b>Total Expenditures</b>	<b>126,373,414</b>	<b>128,551,833</b>	<b>135,339,476</b>	<b>130,243,306</b>	<b>138,584,723</b>
Excess (Deficiency) of Revenues Over Expenditures	3,947,093	6,287,105	5,641,773	7,457,484	14,943,436
Other Financing Sources (Uses):					
Operating Transfers In	1,387,227	403,342	594,818	508,185	565,673
Operating Transfers Out	(4,358,869)	(3,888,974)	(6,036,253)	(4,150,093)	(3,933,438)
Special Item - Residual Equity Transfer	-	-	-	-	-
<b>Total Other Financing Sources</b>	<b>(2,971,642)</b>	<b>(3,485,632)</b>	<b>(5,441,435)</b>	<b>(3,641,908)</b>	<b>(3,367,765)</b>
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	975,451	2,801,473	200,338	3,815,576	11,575,671
Fund Balances (Deficits) - Beginning of Year	31,649,716	32,625,167	35,426,640	35,626,978	39,442,554
<b>Fund Balances - End of Year</b>	<b>\$32,625,167</b>	<b>\$35,426,640</b>	<b>\$35,626,978</b>	<b>\$39,442,554</b>	<b>\$51,018,225</b>

Source: Information for this appendix has been extracted from the audited financial statements of the County of Warren.  
This summary itself has not been audited. Reference should be made to the complete audit reports on file at the County office.

**APPENDIX C**

**LINK TO  
INDEPENDENT AUDITORS' REPORT  
FOR THE FISCAL YEAR ENDED  
DECEMBER 31, 2021**

**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/P21668144.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. Drescher & Malecki LLP, has not been requested by the County to further review and/or update such Financial Statements or opinion in connection with the preparation and dissemination of this Official Statement.**

**APPENDIX D**

**FORM OF BOND COUNSEL'S OPINION**



Kara I. Lais  
*Partner*  
kil@fmbf-law.com

May 23, 2023

Michael R. Swan, Treasurer  
County of Warren  
Warren County Municipal Center  
1340 State Route 9  
Lake George, New York 12845-9803

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Re: \$6,320,000 Bond Anticipation Notes, 2023

Ladies and Gentlemen:

We have been requested to render our opinion as to the validity of a \$6,320,00 Bond Anticipation Notes, 2023 (the "Obligation"), issued by the County of Warren, New York (the "Obligor"), dated May 23, 2023, numbered \_\_\_\_\_, bearing interest at the rate of \_\_\_\_\_ per annum, and maturing on May 23, 2024.

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 and under the Internal Revenue Code of 1954, as amended (collectively, the "Code");
- (3) an arbitrage certificate executed on behalf of the Obligor which includes, among other things, covenant, 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; 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 Board of Supervisors 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 constitute a valid and legally binding general obligation of the Obligor, payable from any revenues or moneys of the Obligor legally available therefor.
- (b) Interest on the Obligation is not includable in the gross income of the owners thereof for Federal income tax purposes under existing statutes and court decisions. Moreover, interest on the Obligation is not an "item of tax preference" for purposes of the individual and corporate alternative minimum taxes and the corporate environmental tax imposed by the Code. However, interest on the Obligation is includable in the "adjusted current earnings" of a corporate owner and 75% of the interest on the Obligation is thus includable in the tax base for computing a corporation's liability with respect to the 20% alternative minimum tax and the 0.12% environmental tax imposed on corporations by the Code. Moreover, interest on the Obligation may be subject to a branch profits tax of up to 30% when owned by certain foreign corporations. Furthermore, the United States Treasury Department has promulgated regulations which might have the effect of imposing a tax at ordinary income rates with respect to interest on the Obligation when owned by "S Corporations" in certain cases. We express no opinion regarding other Federal tax consequences arising with respect to the Obligation.
- (c) Interest on the Obligation is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York).

It is to be understood that the rights of the holders of the Obligation and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted to the extent constitutionally applicable and that their enforcement may also be subject to the exercise of judicial discretion in appropriate cases.

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 becomes due and payable. We have not examined, reviewed or passed upon the accuracy, completeness or fairness of any factual information which may have been furnished to any purchaser of the Obligation by or on behalf of the Obligor 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 affect the accuracy of any statements made herein.

This opinion is given as of the date hereof and we assume no obligation to update, revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention or any changes in law that may hereafter occur.

Very truly yours,

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FitzGerald Morris Baker Firth P.C.