

NOTICE OF BOND SALE
\$425,000
GENERAL OBLIGATION (SERIAL) BONDS, 2020
TOWN OF PATTERSON
PUTNAM COUNTY, NEW YORK

Facsimile (631-331-8834) or electronic proposals via iPreo’s Parity Electronic Bonds Submission System (“Parity”) will be received and considered by the Supervisor of the Town of Patterson, Putnam County, New York (the “Town”), at the offices of Munistat Services, Inc., 12 Roosevelt Avenue, Port Jefferson Station, New York 11776 until **11:00 a.m.**, Prevailing Time, on **Tuesday, November 10, 2020**, at which time and place the bids will be publicly opened and announced, for the purchase IN FEDERAL FUNDS at not less than par and accrued interest of \$425,000 General Obligation (Serial) Bonds, 2020 (the “Bonds”), dated November 18, 2020, maturing on January 15 of each year as follows:

<u>Year</u>	<u>Amount**</u>	<u>Year</u>	<u>Amount**</u>
2021	\$30,000	2028	\$35,000
2022	30,000	2029*	35,000
2023	30,000	2030*	35,000
2024	30,000	2031*	35,000
2025	30,000	2032*	35,000
2026	30,000	2033*	35,000
2027	35,000		

* *The Bonds maturing in the years 2029-2033 are subject to redemption prior to maturity as described below.*

** *The Town may, after selecting the low bidder, adjust the principal payments to the extent necessary in order to meet the requirements of the Local Finance Law relating to substantially level or declining debt service and the Premium Bid over Par must remain unchanged after such possible changes. Such adjustments will be made within 24 hours following the opening of the bids. The successful bidder may neither withdraw nor modify its bid as a result of any such post-bid adjustment. Any such adjustment shall be conclusive, shall be promptly communicated to the successful bidder, and shall be binding upon the successful bidder. The Bonds of each maturity, as adjusted, will bear interest at the same interest rate as specified for that maturity in the Proposal for Bonds submitted by the successful bidder for the Bonds, and must have the same initial reoffering yields as thereafter specified by such bidder. The Town may, after selecting the low bidder, decrease the aggregate principal amount of the Bonds, in order that the total proceeds, which include the total principal amount of the Bonds plus the original issue premium, if any, received by the Town does not exceed the maximum amount permitted under applicable provisions of the Internal revenue Code of 1986, as amended (the “Code”). Notwithstanding any post-bid adjustment, and provided the Town will receive at the time of delivery of such Bonds an amount at least equal to the par amount of the Bonds, the Town will hold constant, on a per Bond basis, the successful bidder's underwriting spread with respect to such Bonds. However, the award shall be made to the bidder whose bid produces the lowest net interest cost solely on the basis of the Bonds offered, without taking into account any adjustment in the amount of the Bonds pursuant to this paragraph.*

PROCEDURES FOR BIDDING

Submission of Bids

Bids may be submitted via facsimile or electronically via Parity in accordance with this Notice of Sale, until the time specified herein. No other form of electronic bidding services will be accepted. No bid will be accepted after the time for receiving bids specified above. **Bids also may be submitted by facsimile at (631) 331-8834.** Once the bids are communicated via facsimile or electronically via Parity to the Town, each bid will constitute an irrevocable offer to purchase the Bonds pursuant to the terms therein provided.

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

Registration to Bid

Prospective bidders wishing to submit electronic bids must be contracted customers of Parity. Prospective bidders who are not customers of Parity may call (212) 404-8102 to become a customer. By submitting an electronic bid for the Bonds, a bidder represents and warrants to the Town that such bidder's bid for the purchase of the Bonds is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the bidder to a legal, valid and enforceable contract for the purchase of the Bonds.

If any provisions of this Notice of Sale shall conflict with information provided by Parity, as approved provider of electronic bidding services, this Notice of Sale shall control. Further information about Parity, including any fee charged, may be obtained from Parity at (212) 404-8102.

The time maintained by Parity shall constitute the official time with respect to all bids submitted.

Disclaimer

Each prospective bidder who wishes to submit electronic bids shall be solely responsible to register to bid via Parity. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access Parity for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the Town nor Parity shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the Town nor Parity shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by Parity. The Town is using Parity as a communications mechanism, and not as the Town's agent, to conduct the electronic bidding for the Town's Bonds. The Town is not bound by any advice or determination of Parity as to whether any bid complies with the terms of this Notice of Sale and in particular the "Procedures for Bidding" set forth herein. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via Parity are the sole responsibility of the bidders, and the Town is not responsible, directly or indirectly, for any such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid, or submitting or modifying a bid for the Bonds, it should telephone Parity and notify the Town's Financial Advisor at (631) 331-8888 (provided that the Town shall have no obligation to take any action whatsoever upon receipt of such notice). After receipt of bids is closed, the Town through Parity or by telephone will indicate the apparent successful bidder. Such message is a courtesy only for bidders, and does not constitute the award of the Bonds. The Parity bids will be compared with bids received outside of Parity, if any, before the award is made. Each bid will remain subject to review by the Town to determine its net interest cost and compliance with the terms of this Notice of Sale.

Bid

Each bid must be for all of said \$425,000 serial bonds. One or more rates of interest may be bid, provided, however, that only one rate of interest may be bid for Bonds of the same maturity and the interest rate for each maturity shall not be less than the interest rate for any prior maturity. Such rate shall be stated in a multiple of one-hundredth or one-eighth of one percentum per annum. Unless all bids are rejected, the award will be made to the bidder or bidders complying with the terms of sale and offering to purchase the Bonds at such rate or rates of interest as will produce the lowest interest cost over the life of the Bonds, computed in accordance with the net interest cost method. The Town reserves the right, in its sole discretion, after selecting the low bidder, to adjust the aforesaid maturity installments to the extent necessary to meet the requirements of substantially level or declining debt service and to meet the requirements of the Code. The right is reserved to reject any or all bids, and any bid not complying with this Notice of Sale, except as provided above, will be rejected.

No Good Faith Deposit is required.

The closing will take place in Albany or Patterson, New York, or, if the Bonds are issued in book-entry form, in Jersey City, New Jersey, or at such other place as may be agreed upon with the purchaser, on or about November 18, 2020 (the "Closing Date") upon payment of the purchase price by the delivery to the Town of a wire advance of credit payable to "Town of Patterson" in Federal Funds, in an aggregate sum equal to the purchase price plus accrued interest, if any.

Issue Price

By submitting a bid, each bidder is certifying that its bid is a firm offer to purchase the Bonds, is a good faith offer which the bidder believes reflects current market conditions, and is not a "courtesy bid" being submitted for the

purpose of assisting in meeting the competitive sale requirements relating to the establishment of the “issue price” of the Bonds pursuant to Section 148 of the Code, including the requirement that bids be received from at least three (3) underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds (the “Competitive Sale Requirements”). The Municipal Advisor will advise the winning bidder if the Competitive Sale Requirements were met at the same time it notifies the winning bidder of the award of the Bonds. Bids will not be subject to cancellation in the event that the Competitive Sale Requirements are not satisfied.

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

By submitting a bid, the winning bidder agrees (unless the winning bidder is purchasing the Bonds for its own account and not with a view to distribution or resale to the public) that if the Competitive Sale Requirements are not met, it will elect and satisfy either option (1) or option (2) described below. *Such election must be made on the bid form submitted by each bidder. In the event a bidder(s) submits a bid pursuant via Parity, such bidder must notify the Municipal Advisor via email (jnocerino@munistat.com) as to such election at the time such bid is submitted.*

(1) Hold the Price. The winning bidder:

(a) will make a bona fide offering to the public of all of the Bonds at the Initial Reoffering Prices and provide Bond Counsel with reasonable supporting documentation, such as a copy of the pricing wire or equivalent communication, the form of which is acceptable to Bond Counsel,

(b) will neither offer nor sell to any person any Bonds within a maturity at a price that is higher, or a yield that is lower, than the Initial Reoffering Price of such maturity until the earlier of (i) the date on which the winning bidder has sold to the public at least 10 percent of the Bonds of such maturity at a price that is no higher, or a yield that is no lower, than the Initial Reoffering Price of such maturity or (ii) the close of business on the 5th business day after the date of the award of the Bonds, and

(c) has or will include within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the winning bidder is a party) relating to the initial sale of the Bonds to the public, together with the related pricing wires, language obligating each underwriter to comply with the limitations on the sale of the Bonds as set forth above.

(2) Follow the Price. The winning bidder:

(a) will make a bona fide offering to the public of all of the Bonds at the Initial Reoffering Prices and provide the Issuer with reasonable supporting documentation, such as a copy of the pricing wire or equivalent communication, the form of which is acceptable to Bond Counsel,

(b) will report to the Town information regarding the actual prices at which at least 10 percent of the Bonds within each maturity of the Bonds have been sold to the public,

(c) will provide the Town with reasonable supporting documentation or certifications of such sale prices the form of which is acceptable to Bond Counsel. This reporting requirement, which may extend beyond the closing date of the Bonds, will continue until such date that 10 percent of each maturity of the Bonds has been sold to the public, and

(d) has or will include within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the winning bidder is a party) relating to the initial sale of the Bonds to the public, together with the related pricing wires, language obligating each underwriter to comply with the reporting requirement described above.

For purposes of the “hold the price” or “follow the price” requirement, a “maturity” refers to Bonds that have the same maturity date, interest rate, credit and payment terms.

Regardless of whether or not the Competitive Sale Requirements were met, the winning bidder shall submit to the Town a certificate (the “Reoffering Price Certificate”), satisfactory to Bond Counsel, prior to the delivery of the Bonds stating the applicable facts as described above. The form of Reoffering Price Certificate is available by contacting Bond Counsel or the Municipal Advisor.

If the winning bidder has purchased the Bonds for its own account and not with a view to distribution or resale to the public, then, whether or not the Competitive Sale Requirements were met, the Reoffering Price Certificate will recite such facts and identify the price or prices at which the purchase of the Bonds was made.

For purposes of this Notice of Sale, the “public” does not include the winning bidder or any person that agrees pursuant to a written contract with the winning bidder to participate in the initial sale of the Bonds to the public (such as a retail distribution agreement between a national lead underwriter and a regional firm under which the regional firm participates in the initial sale of the Bonds to the public). In making the representations described above, the winning bidder must reflect the effect on the offering prices of any “derivative products” (e.g., a tender option) used by the bidder in connection with the initial sale of any of the Bonds.

The Bonds

Interest on the Bonds will be payable on January 15, 2021 and July 15, 2021 and semi-annually thereafter on January 15 and July 15 in each year until maturity. The delivery of the Bonds will take place on or about November 18, 2020.

The Bonds will be issued as fully-registered securities in denominations of \$5,000 or integral multiples thereof. The purchaser shall have the option of having the Bonds issued in (i) registered certificated form, registered in the name of the purchaser(s) or (ii) registered book-entry-only form registered to Cede & Co., as the partnership nominee for The Depository Trust Company, New York, New York (“DTC”). If issued in registered certificated form, the Town will act as paying agent. If issued in book-entry-only form, principal and interest on the Bonds will be payable by check or draft mailed by the Town to DTC or its nominee, Cede & Co., as the registered owner of the Bonds. One fully registered Bond certificate will be issued for each maturity of the Bonds, each in the aggregate principal amount of such maturity.

CUSIP identification numbers will be printed on the Bonds if the purchaser provides Bond Counsel with such numbers by facsimile or any other mode of written communication (verbal advice will not be accepted) by 3:00 o’clock P.M. on the day following the date of sale of the Bonds, but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Bonds in accordance with the terms of the purchase contract. All expenses in relation to the printing of CUSIP numbers on the Bonds shall be paid for by the Town, provided, however, that the CUSIP Service Bureau charge for the assignment of said numbers shall be the responsibility of and shall be paid for by the purchaser.

The Bonds maturing on or before January 15, 2028 are not subject to redemption prior to maturity. The Bonds maturing on January 15, 2029 and thereafter will be subject to redemption, at the option of the Town prior to maturity, in whole or in part, and if in part in any order of their maturity and in any amount within a maturity (selected by lot within a maturity) on any date on or after January 15, 2028, at the redemption price of par, plus accrued interest to the date of redemption.

Notice of redemption shall be given to the registered holders of such Bonds not less than thirty (30) days nor more than sixty (60) days prior to the date fixed for redemption. Such notice shall be to the owners of such Bonds at their respective addresses as they last appear on the registration books kept for that purpose by the Town or a duly appointed Fiscal Agent. Notice of redemption having been given as aforesaid, the Bonds so called for redemption shall, on the date for redemption set forth in such call for redemption, become due and payable, together with interest to such redemption date, and interest shall cease to be paid thereon after such redemption date.

The Bonds will be valid and legally binding general obligations of the Town, and all the taxable real property within the Town will be subject to the levy of ad valorem taxes to pay the Bonds and the interest thereon, without limitation as to rate or amount, subject to the statutory limitations of Chapter 97 of the Laws of 2011 of the State of New York.

The Bonds will be issued pursuant to the Constitution and statutes of the State of New York, including among others, the Local Finance Law and a bond resolution adopted by the Town Board of the Town on August 22, 2018 to finance the acquisition of approximately .81 acres of land located at 22 Liebell Place and the buildings thereon, in the Town of Patterson, the renovation and reconstruction of said buildings, including costs incidental thereto, and the acquisition of original furnishings, equipment, machinery or apparatus required for the purpose for which such building is to be used.

Each bid must be at not less than par and accrued interest for all \$425,000 of Bonds. One or more rates of interest may be bid, provided, however, that only one rate of interest may be bid for Bonds of the same maturity and the interest rate for each maturity shall not be less than the interest rate for any prior maturity. Such rate shall be stated in a multiple of one-hundredth or one-eighth of one percentum per annum. Unless all bids are rejected, the award will be made to the bidder or bidders complying with the terms of sale and offering to purchase the Bonds at such rate or rates of interest as will produce the lowest interest cost over the life of the Bonds, computed in accordance with the net interest cost method. The right is reserved to reject any or all bids.

No Good Faith Deposit is required.

The closing will take place in Albany or Patterson, New York, or, if the Bonds are issued in book-entry form, in Jersey City, New Jersey, or at such other place as may be agreed upon with the purchaser, on or about November 18, 2020 (the "Closing Date") upon payment of the purchase price by the delivery to the Town of a wire advance of credit payable to "Town of Patterson" in Federal Funds, in an aggregate sum equal to the purchase price plus accrued interest, if any.

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

The purchaser shall be required to furnish to the Town, on or prior to the date of issuance of the Bonds, the offering price(s)/yield(s) of the Bonds (including, without limitation, the "issue price" of the Bonds as defined in Section 1273 of the Code).

As a condition to the purchaser's obligation to accept delivery of and pay for the Bonds, the purchaser will be furnished, without cost, the following, dated as of the date of delivery of and payment for the Bonds: (a) the usual closing certificate of the Town in form satisfactory to Barclay Damon, LLP, Albany, New York, Bond Counsel, evidencing, among other things, the proper execution and delivery of the Bonds, the receipt of payment therefor and the fact that the Bonds will not be arbitrage obligations within the meaning of the Code; (b) a certificate, in form satisfactory to Bond Counsel and dated as of the closing date, to the effect that there is no litigation pending or, to the knowledge of the signers, threatened affecting the Bonds; and (c) the approving opinion of Bond Counsel to the effect that the Bonds are valid and legally binding obligations of the Town, that all the taxable real property therein will be subject to the levy of ad valorem taxes to pay the Bonds and the interest thereon without limitation as to rate or amount, subject to the statutory limitations of Chapter 97, that interest on the Bonds is excluded from gross income of the owners thereof for Federal income tax purposes and is not an "item of tax preference" for purposes of the individual and corporate alternative minimum taxes imposed by the Code, except that Section 56 of the Code provides that for purposes of calculating the alternative minimum tax on corporations (as defined for Federal income tax purposes), interest on the Bonds is taken into account in determining adjusted current earnings, and interest on the Bonds is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York). Such opinion also will state that: (a) the rights of the owners of the Bonds and the enforceability of the Bonds may be limited by bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights generally and by equitable principles, whether considered at law or in equity; and (b) such opinion is given as of its dated date and that Bond Counsel assumes no obligation to update or supplement their opinion to reflect any facts or circumstances that may thereafter come to their attention or any changes in law that may occur thereafter.

There is no Official Statement which accompanies the Notice of Sale. Rule 15c2-12 promulgated by the U.S. Securities and Exchange Commission does not require the distribution of an offering document in connection with the sale of the municipal securities offered through this Notice of Sale.

The Town reserves the right to change the time and/or date for the opening of bids.

Notice of such change shall be provided not less than 24 hours prior to the time set forth above for the opening of bids by means of a supplemental notice of sale to be transmitted over the Thompson Municipal Wire.

In the event that prior to the delivery of the Bonds, the income received by private holders from bonds of the same type and character shall be taxable by the terms of any Federal income tax law, the successful bidder may, at its election, be relieved of its obligation under the contract to purchase the Bonds.

Copies of the Notice of Sale are available in electronic format on the website of the Town's municipal advisor, Munistat Services, Inc., 12 Roosevelt Avenue, Port Jefferson Station, New York 11776, (631-331-8888). The Official S Notice of Sale also is available at www.munistat.com

Dated: October 29, 2020
Patterson, New York

Richard Williams, Sr.
Supervisor

PROPOSAL FOR BONDS

Mr. Richard Williams, Sr.
Supervisor
Town of Patterson
c/of Munistat Services, Inc.
12 Roosevelt Avenue
Port Jefferson Station, New York 11776

**SALE DATE: November 10, 2020
11:00 a.m., Prevailing Time**

\$425,000 General Obligation (Serial) Bonds, 2020

Dated: November 18, 2020

Due: January 15, 2017-2033

Dear Mr. Williams:

For the \$425,000 General Obligation (Serial) Bonds, 2020 of the Town of Patterson, New York, subject to the subject to the annexed Notice of Bond Sale, which is hereby made a part of this bid, we will pay par value FOUR HUNDRED TWENTY-FIVE THOUSAND DOLLARS plus a premium of _____ Dollars (\$ _____) and accrued interest to date of delivery, provided that the bonds maturing in the several years set forth below shall bear interest from their date until maturity at the respective rates per annum stated in the following table:

<u>Year</u>	<u>Amount*</u>	<u>Year</u>	<u>Amount*</u>
2021	\$30,000	2028	\$35,000
2022	30,000	2029	35,000
2023	30,000	2030	35,000
2024	30,000	2031	35,000
2025	30,000	2032	35,000
2026	30,000	2033	35,000
2027	35,000		

The following is our computation of the net interest cost, made as provided in the above mentioned Notice of Bond Sale, but not constituting any part of the foregoing proposal for the purchase of the \$425,000 Bonds therein described:

Gross Interest	\$ _____
Premium Bid Over Par	\$ _____
Net Interest Cost (NIC)	\$ _____
Effective Net Rate (four decimals)	_____ %

Print Name of Bidder

Telephone () _____
Telefax () _____

Check ONE of the following:

- We elect to have the Bonds issued as book-entry only bonds.
- We elect to have the Bonds issued in registered, certificated form, registered as follows: _____

ISSUE PRICE:

A) If the Competitive Sale Requirements are not met, the Bidder will use one or more of the following methods to determine the issue price of the Bonds:

Please select one of the following:

(if none are selected, then the method shall be assumed to be Follow the Price for each maturity with at least 10% sold on the Sale Date at the Initial Reoffering Price and Hold the Price for all unsold maturities):

- Follow the Price; or
- Hold the Price

B) TO BE COMPLETED BY BIDDERS WHO ARE PURCHASING BONDS FOR THEIR OWN ACCOUNT:

The Bidder is not acting as an underwriter with respect to the Bond nor is it a related party to an underwriter with respect to the Bonds and has no present intention to sell, reoffer or otherwise dispose of the Bonds.

- Confirmed

Print Name of Bidder
Telephone () _____
Telefax () _____
Email _____