

Capital Markets Advisors, LLC

Independent Financial Advisors

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DOBBS FERRY UNION FREE SCHOOL DISTRICT WESTCHESTER COUNTY, NEW YORK TERM SHEET

- Issuer:** Dobbs Ferry Union Free School District, Westchester County, New York (the "District")
- Issue:** \$3,000,000 Bond Anticipation Notes for School Construction - 2017 (the "Notes")
- Sale Date:** Thursday, April 20, 2017 at 11:00 am
- Dated Date:** May 2, 2017
- Delivery:** Delivery of the Notes will be in Dobbs Ferry, New York or New York, New York on or about May 2, 2017 or as otherwise mutually agreed upon by the City and the purchaser.
- Maturity Date:** July 28, 2017
- Call Provision:** The Notes are not subject to optional redemption prior to maturity.
- Legal Opinion:** Provided by Hawkins Delafield & Wood LLP.
- Tax-Exempt Status:** The opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the District, shall state that under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described in the Tax Certificate executed by the District, (i) interest on the Notes is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Note is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In addition, the opinion of Bond Counsel to the District shall also state that under existing statutes, interest on the Note is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

**Nature of
Obligation:**

The Notes are general obligations of the District and the faith and credit of the District shall be pledged for payment of the principal of and interest on the Notes. All the taxable real property in the District will be subject to the levy of ad valorem taxes without limitation as to rate or amount sufficient to pay the principal of and interest on the Notes.

Designation:

The District will designate the Notes as qualified tax-exempt obligations pursuant to Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

**Authority For and
Purpose of Issue:**

The Notes are issued pursuant to the Constitution and laws of the State, and a bond resolution adopted by the Board of Education of the District on November 6, 2014, and amended on June 18, 2015 following approval of a proposition by a majority of the voters of the District voting thereon at a Special District Meeting held on October 21, 2014, and the Annual District Meeting held on May 19, 2015 authorizing the issuance of \$14,269,145 of bonds by the District to finance the construction of improvements to District buildings and sites. The District issued \$7,500,000 of notes pursuant to said resolution on July 28, 2016, which mature on July 28, 2017. Proceeds from the sale of the Notes in the amount of \$3,000,000 will provide additional original financing under the bond resolution.

Form:

At the option of the purchaser, the Notes will be issued in (i) 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 rate. Principal of and interest on such Notes will be payable in Federal Funds by the District, at such bank or trust company located and authorized to do business in the State of New York as selected by the successful bidder.

If the Notes are issued in book-entry 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 \$100,000 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 District 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 District 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.

Official Statement: The District has not prepared an Official Statement in connection with the sale of the Notes. The District's most recent official statement is dated July 19, 2016 and was prepared in connection with the issuance of \$7,500,000 Bond Anticipation Notes for School Construction -2016. A copy of that Official Statement is available upon request to Capital Markets Advisors, LLC, the District's Financial Advisor, at (516) 570-0340.

Credit Rating: The District has not applied for a rating on the Notes. The District's underlying, uninsured credit rating from Moody's is "Aa2".

Bond Counsel: Hawkins Delafield & Wood LLP
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Financial Advisor: Capital Markets Advisors, LLC
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**Issuer/
Paying Agent:** Dobbs Ferry Union Free School District
505 Broadway
Dobbs Ferry, New York 10522

Sylvia Fassler-Wallach
Assistant Superintendent of Finance, Facilities & Operations,
Tel: (914) 693-1500
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Dated: April 11, 2017

PROPOSAL FOR NOTES

Tracy Baron
President of the Board of Education
Dobbs Ferry Union Free School District
c/o Capital Markets Advisors, LLC
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DOBBS FERRY UNION FREE SCHOOL DISTRICT
WESTCHESTER COUNTY, NEW YORK

\$3,000,000 BOND ANTICIPATION NOTES FOR SCHOOL CONSTRUCTION - 2017
(the "Notes")

DATED: May 2, 2017

MATURITY: July 28, 2017

	Amount	Interest Rate	Premium	Net Interest Cost*
Bid	\$ 3,000,000	%	\$	%

Please select one of the following (if no option is selected, the book-entry-only option will be assumed to have been selected by the purchaser):

- Book-Entry-Only registered to Cede & Co.
- Non Book-Entry Registered to Purchaser

* The computation of the net interest cost is made as provided in the above-mentioned Term Sheet, but does not constitute any part of the foregoing Proposal for the purchase of the Notes therein described.

Signature: _____

Name of Bidder: _____

Address: _____

Telephone (Area Code): _____

Fax (Area Code): _____