

NOTICE OF BOND SALE
\$20,200,000
TOWN OF ORCHARD PARK
ERIE COUNTY, NEW YORK
VARIOUS PURPOSE (SERIAL) BONDS, 2018
(BOOK ENTRY ONLY) (CALLABLE)

Facsimile (716-662-6684) or electronic proposals via iPreo's Parity Electronic Bonds Submission System ("Parity") will be received and considered by the Supervisor of the Town of Orchard Park, Erie County, New York (the "Town"), at the offices of Capital Markets Advisors LLC, 4211 N Buffalo Rd. Suite 19, Orchard Park, NY 14127 until 11:15 a.m., Prevailing Time, on the 17th day of July, 2018, at which time and place the bids will be opened, for the purchase at not less than par and accrued interest of \$20,200,000 Various Purpose (Serial) Bonds, 2018 (the "Bonds"), dated July 26, 2018 and maturing on July 15th of each year as follows:

<u>Year</u>	<u>Amount**</u>	<u>Year</u>	<u>Amount**</u>	<u>Year</u>	<u>Amount**</u>
2019	\$255,000	2029*	\$770,000	2039*	\$655,000
2020	655,000	2030*	770,000	2040*	680,000
2021	655,000	2031*	775,000	2041*	680,000
2022	660,000	2032*	775,000	2042*	680,000
2023	695,000	2033*	635,000	2043*	670,000
2024	695,000	2034*	635,000	2044*	675,000
2025	695,000	2035*	635,000	2045*	675,000
2026	725,000	2036*	660,000	2046*	700,000
2027*	735,000	2037*	660,000	2047*	700,000
2028*	740,000	2038*	660,000	2048*	600,000

* The Bonds maturing in the years indicated 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. 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. Notwithstanding any post-bid adjustment, and provided the Town will receive at the time of delivery of such Bonds an amount which together with the amount of the good faith deposit theretofore received is at least equal to the par amount of the Bonds 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 true interest cost rate 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 (716) 662-6684.** 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 "Bidding Rules" 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 (716) 662-3910 (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 true interest cost and compliance with the terms of this Notice of Sale.

Bid

Each bid must be for all of said \$20,200,000 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 true interest cost method that being the rate or rates of interest which compounded semi-annually is necessary to discount all principal and interest payments on the Bonds to the purchase price of the Bonds. The true interest cost shall be calculated from the dated date of the Bonds. In the event the Town receives two or more bids specifying the same lowest true interest cost, then the successful bidder shall be selected by the Supervisor of the Town by lot from among all such bidders. 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. 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.

Each proposal for the Bonds must be accompanied by a good faith deposit (the "Deposit") in the form of a certified check or cashier's check drawn upon an incorporated bank or trust company or wire transfer, payable to the order of "Town of Orchard Park", for \$404,000 to secure the Town against any loss resulting from the failure of the bidder to comply with the terms of its bid. If a wire transfer is used, it must be sent to the account so designated by the Town for such purpose, not later than 10:00 a.m. on the date of the sale; however, the Town reserves the right to award the Bonds to a successful bidder whose wire transfer is initiated but not received by such time provided that such successful bidders fed wire reference number has been received. A wire reference number must be provided on

the "Proposal for Bonds" when submitted. Bidders must contact Capital Markets Advisors LLC, 4211 N Buffalo Rd. Suite 19, Orchard Park, NY 14127 (telephone: 716-662-3910), no later than 24 hours prior to the sale date to obtain the Town's wire instructions. The Deposit of the successful bidder will be credited against the purchase price, and checks and wires of unsuccessful bidders will be returned on the award of the Bonds. The proceeds of the Deposit received by the Town may be invested by the Town pending application of the proceeds of such Deposit against the purchase price of the Bonds on the closing date of the Bonds. No interest will be allowed to the bidders on Deposits accompanying bids. The closing will take place in Albany, New York, or at such other place as may be agreed upon with the purchaser, on or about July 26, 2018 (the "Closing Date") upon payment of the purchase price by: (a) the retention of the amount of the Deposit and (b) the delivery to the Town of a wire advance of credit payable to "Town of Orchard Park" in Federal Funds, in an aggregate sum equal to the purchase price plus accrued interest, to the date of delivery of the Bonds, if any, less the amount of the Deposit.

The Bonds

Interest on the Bonds will be payable on July 15, 2019 and semi-annually thereafter on January 15 and July 15 of each year until maturity.

The Bonds maturing on or after July 15, 2027 will be subject to redemption prior to maturity, at the option of the Town, on any date on or after July 15, 2026, in whole or in part, and if in part in any order of their maturity and in any amount within a maturity (selected by lot within a maturity), at the redemption price of 100% of the par amount of the Bonds to be redeemed, plus accrued interest to the date of redemption.

The Bonds will be issued in the form of book-entry-only bonds registered in the name of Cede & Co., as nominee for The Depository Trust Company ("DTC"), New York, New York. Principal and interest 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. Reference should be made to the Official Statement of the Town for a complete description of DTC and the book-entry system.

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 will be issued pursuant to the Constitution and statutes of the State of New York, including among others, the Town Law and the Local Finance Law, (1) together with current funds, to redeem the Town's \$5,700,000 outstanding bond anticipation notes maturing on July 27, 2018, and (2) to provide new money to finance various capital projects in and for the Town.

The Bonds are general obligations of the Town, all the taxable real property within which is 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 applicable statutory limits imposed by Chapter 97 of the Laws of 2011 of the State of New York. The State Constitution requires the Town to pledge its faith and credit for the payment of the principal of the Bonds and the interest thereon and to make annual appropriations for the amounts required for the payment of such interest and the redemption of the Bonds. The State Constitution also provides that if, at any time, the appropriating authorities fail to make the required appropriations for the annual debt service on the Bonds and certain other obligations of the Town, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied for such purposes; also, that the fiscal officer of the Town may be required to set apart and apply such revenues as aforesaid at the suit of any owner of such obligations.

The Bonds will **NOT** 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").

Issue Price Determination

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 U.S. Treasury Regulation Section 1.148-1(f)(3)(i), including the requirement that bids be received from at least three (3) underwriters (as defined below) of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds (the “Competitive Sale Requirements”). The Financial 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 Financial 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 (as defined below)) 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 submits a bid via Parity, such bidder must notify the Financial Advisor by email (rganci@capmark.org) 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 the Financial Advisor and 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 any Bonds within a maturity to any person 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 or cause to be included within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which either the winning bidder or another member of any underwriting syndicate established by the winning bidder for the Bonds is a party) relating to the initial sale of the Bonds to the public, and in the related pricing wire, 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 the Bonds at the Initial Reoffering Prices and provide the Financial Advisor and 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 report to the Financial Advisor and Bond Counsel 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 Financial Advisor and Bond Counsel 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 or cause to be included within any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which either the winning bidder or another member of any underwriting syndicate established by the winning bidder for the Bonds is a party) relating to the initial sale of the Bonds to the public and in the related pricing wires, language obligating each underwriter to comply with the reporting requirement described above.

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

Regardless of whether or not the Competitive Sale Requirements were met, the winning bidder shall submit to the Issuer 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 Financial 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 following terms shall have the following respective meanings:

(A) the “public” means any person other than an underwriter or a related party (as defined below) to an underwriter;

(B) an “underwriter” means (i) the winning bidder (unless the winning bidder is purchasing the Bonds for its own account and not with a view to distribution or resale to the public), (ii) any person that agrees pursuant to a written contract with the winning bidder to form an underwriting syndicate to participate in the initial sale of the Bonds to the public, and (iii) any person that agrees pursuant to a written agreement with either the winning bidder or any other member of an underwriting syndicate for the Bonds 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); and

(C) a “related party” (as defined in U.S. Treasury Regulation 1.150-1(b)) to an underwriter generally means any person who has greater than 50 percent common ownership, directly or indirectly, with such underwriter.

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.

If the Bonds qualify for issuance of any policy of municipal bond insurance or commitment thereof at the option of the bidder, the purchase of any such insurance policy or the issuance of any such commitment therefor shall be at the sole option and expense of such bidder and any increased costs of issuance of the Bonds resulting by reason of the same, unless otherwise paid, shall be paid by such bidder. Any failure of the Bonds to be so insured or of any such policy of insurance to be issued, shall not constitute cause for a failure or refusal by the purchaser of the Bonds to accept delivery of and pay for said Bonds in accordance with the terms of its proposal.

The population of the Town is estimated to be 29,054. The debt statement to be filed pursuant to law in connection with the sale of the Bonds, prepared as of July 3, 2018, will show the five-year average full valuation of real property subject to taxation by the Town to be \$2,820,314,049, its debt limit to be \$197,421,983, and its net bonded indebtedness to be \$19,475,000 (not taking into account the issuance of the Bonds).

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 (i) there is no litigation pending or, to the knowledge of the signers, threatened affecting the Bonds, (ii) at the time of the sale of the Bonds on July 17, 2018, the Official Statement did not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading, subject to the condition that while information in said Official Statement obtained from sources other than the Town is not guaranteed as to accuracy, completeness or fairness, the Town has no reason to believe and does not believe that such information is materially inaccurate or misleading, and (iii) to the Town’s knowledge, since the date of said Official Statement, there have been no material transactions not in the ordinary course of affairs entered into by the Town and no material adverse changes in the general affairs of the Town or in its financial condition as shown in said Official Statement other than as disclosed in or contemplated by said Official Statement; and (c) the approving

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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 applicable statutory limits imposed by Chapter 97 of the Laws of 2011 of the State of New York, that among other things, the Code includes certain requirements that must be met subsequent to the issuance of the Bonds in order that interest thereon be and remain excluded from gross income to the recipients thereof, and that under existing law and assuming compliance with certain covenants, interest on the Bonds is excluded from gross income for Federal income tax purposes and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals. In addition, Bond Counsel will opine that, by virtue of the Local Finance Law, interest on the Bonds is exempt from personal income taxes of the State of New York and its political subdivisions. Such opinion also will state that: (a) the rights of the owners of the Bonds and the enforceability of the Bonds may be limited to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditor's rights generally and by equitable principals, 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.

In addition, the purchaser will be furnished with a copy of the Town's written agreement or contract for the benefit of the holders of the Bonds to provide, subject to annual appropriation therefor: (a) to the Electronic Municipal Market Access system maintained by the Municipal Securities Rulemaking Board (the "MSRB") annual financial information and operating data regarding the Town and, if not submitted as part of its annual financial information, then when and if available, its audited financial statements, (b) in a timely manner (not less than ten business days' after the occurrence of certain events), to the MSRB, notice of events required by SEC Rule 15c2-12, and (c) in a timely manner, to the MSRB notice of a failure to provide required annual financial information on or before the date specified in the written agreement or contract.

Failure of the Town to comply with the above-described secondary market disclosure undertaking shall not be considered a default under the Bonds and shall have solely the following consequences: (1) the obligation of the Town to deliver annual financial information, audited financial statements and an event notice pursuant to SEC Rule 15c2-12(b)(5)(i)(C), and (2) the obligation of the Town to include notice of such breach in all final official statements delivered in connection with an offering of securities in accordance with SEC Rule 15c2-12(f)(3). The right to enforce the provisions of this undertaking shall be limited to a right to obtain specific performance of the obligations specified and no other remedies shall be available, including without limitation, any claim for money damages, as a consequence of such a failure.

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, and in such case, the Deposit accompanying its bid will be returned.

A preliminary Official Statement has been prepared and disseminated by the Town. The preliminary Official Statement is deemed to be a "final official statement", as of its date, within the meaning of Rule 15c2-12 of the Securities and Exchange Commission ("SEC"), but is subject to (a) completion with certain price and other information to be made available by the successful bidder for the Bonds and (b) amendment. The preliminary Official Statement, as so revised, will constitute the "final Official Statement". By the submission of a bid for the Bonds, the successful bidder contracts for the receipt of a reasonable number of copies of the final Official Statement within seven business days of the award of the Bonds. In order to complete the final Official Statement, the successful bidder must furnish on behalf of the underwriters of the Bonds the following information to Bond Counsel and the Town by electronic or facsimile transmission or overnight delivery received by Bond Counsel and the Town within 24 hours after the award of the Bonds: (a) initial offering prices or yields (expressed as percentages), (b) selling compensation (aggregate total anticipated compensation to the underwriters expressed in dollars), (c) the identity of the underwriters if the successful bidder is part of a group or syndicate and (d) any other material information necessary for the final Official Statement, but not known to the Town (such as the bidders purchase of credit enhancement). The Town shall not be responsible or liable in any manner for the successful bidders determination of information necessary to comply with SEC Rule 15c2-12 or the accuracy of any such information provided by the successful bidder or failure to furnish such Official Statements as described above which results from a failure by the successful bidder to provide the aforementioned information within the time

specified. Acceptance by the successful bidder of such final Official Statement shall be conclusive evidence of the satisfactory completion of the obligations of said Town with respect to the preparation and delivery thereof.

Requests for the Official Statement referenced herein, additional copies of the Notice of Sale or other additional information may be directed to: Capital Markets Advisors LLC, 4211 N Buffalo Rd. Suite 19, Orchard Park, NY 14127, (716) 662-3910. The Official Statement and the Notice of Sale are also available at www.capmark.org

Dated: July 10, 2018
Orchard Park, New York

Patrick J. Keem
Supervisor

PROPOSAL FOR BONDS

Mr. Patrick J. Keem
 Supervisor
 Town of Orchard Park, Erie County, New York
 c/o Capital Markets Advisors LLC
 4211 N Buffalo Rd. Suite 19
 Orchard Park, NY 14127
 Telephone # 716-662-3910
 Telefax # 716-662-6684

**SALE DATE: July 17, 2018
 11:15 a.m., Prevailing Time**

\$20,200,000 Various Purpose (Serial) Bonds, 2018

Dated: July 26, 2018

Due: July 15, 2019-2048

Dear Mr. Keem:

For the \$20,200,000 Various Purpose (Serial) Bonds, 2018 of the Town of Orchard Park, Erie County, New York, subject to the annexed Notice of Bond Sale, which is hereby made a part of this bid, we will pay par value TWENTY MILLION TWO HUNDRED THOUSAND DOLLARS plus a premium of _____ DOLLARS (\$_____) and accrued interest to date of delivery, if any, 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>Interest Rate</u>	<u>Year</u>	<u>Interest Rate</u>	<u>Year</u>	<u>Interest Rate</u>
2019		2029		2039	
2020		2030		2040	
2021		2031		2041	
2022		2032		2042	
2023		2033		2043	
2024		2034		2044	
2025		2035		2045	
2026		2036		2046	
2027		2037		2047	
2028		2038		2048	

The following is our computation of the true 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 \$20,200,000 Bonds therein described:

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

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 for all maturities; or
 - Hold the Price for all maturities; or
 - Follow the Price for each maturity with at least 10% sold on the Sale Date at the Initial Reoffering Price and Hold the Price Rule for all other maturities

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 Bonds or is not 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

Check ONE of the following:

- We enclose herewith a cashier's or certified check for \$404,000 payable to the order of the Town of Orchard Park, Erie County, New York, to be returned to the undersigned upon the award of said Bonds provided this Bid is not accepted; or, the amount of said check to be retained as and for liquidated damages in case of the failure of the undersigned to make payment as agreed.
- We have wired \$404,000 in Federal Funds to the account of the Town of Orchard Park, Erie County, New York, which is to be applied in accordance with the Official Notice of Bond Sale against any loss resulting from the successful bidder failing to comply with the terms of this bid. The federal wire reference number for such wire is: _____

Print Name of Bidder

Telephone ()

Telefax ()