

**PRELIMINARY OFFICIAL STATEMENT DATED SEPTEMBER 19, 2018**

**NEW ISSUE  
BOND ANTICIPATION NOTES**

**RATINGS:** (See “RATINGS” herein)

*In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the City, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (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 Notes is not treated as a preference item in calculating the alternative minimum tax 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 for taxable years beginning prior to January 1, 2018. In addition, in the opinion of Bond Counsel to the City, under existing statutes, interest on the Notes is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York. See “Tax Matters” herein.*

*The Notes WILL be designated by the City as “qualified tax-exempt obligations” pursuant to Section 265(b)(3) of the Code.*

**CITY OF PORT JERVIS  
ORANGE COUNTY, NEW YORK**

**\$5,000,000\*  
BOND ANTICIPATION NOTES – 2018  
(the “Notes”)**

**Date of Issue: October 10, 2018**

**Maturity Date: October 10, 2019**

The Notes are general obligations of the City of Port Jervis, Orange County, New York, (the “City”) and will contain a pledge of the faith and credit of the City 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 City, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended (the “Tax Levy Limit Law”). (See “Tax Levy Limitation Law” herein).

The Notes are dated their Date of Issue and bear interest from such date until the Maturity Date, at the annual rate(s) of interest 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) registered form registered in the name of the successful bidder(s) or (ii) registered book-entry form registered to Cede & Co., as the partnership nominee for The Depository Trust Company (“DTC”).

If the Notes are issued registered in the name of the successful bidder(s), a single note certificate will be issued for those Notes bearing the same rate of interest in the aggregate principal amount awarded to such purchaser at such interest rate. Principal of and interest on such Notes will be payable in Federal Funds by the City, at such bank or trust company located and authorized to do business in the State of New York as selected by the successful bidder(s).

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 \$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(s) at such interest rate. Principal of and interest on said Notes will be paid in Federal Funds by the City 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 City 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).

Capital Markets Advisors, LLC has served as the Municipal Advisor to the City in connection with the issuance of the Notes.

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 Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. It is anticipated that the Notes will be available for delivery through the offices of DTC on or about October 10, 2018.

THIS PRELIMINARY OFFICIAL STATEMENT IS IN A FORM DEEMED FINAL BY THE CITY FOR PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12 (THE “RULE”). FOR A DESCRIPTION OF THE CITY’S AGREEMENT TO PROVIDE CONTINUING DISCLOSURE FOR THE NOTES AS DESCRIBED IN THE RULE, SEE “DISCLOSURE UNDERTAKING” HEREIN.

Dated: September \_\_, 2018

This Preliminary Official Statement and the information contained in it are subject to completion and amendment in a final Official Statement. This Preliminary Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, and there may not be any sale of the Notes, in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of that jurisdiction.

**CITY OF PORT JERVIS  
ORANGE COUNTY, NEW YORK**

**KELLY DECKER  
Mayor**

**CITY COUNCIL**

DAVID W. BAVOSO..... COUNCILMAN-AT-LARGE  
REGIS FOSTER ..... COUNCILMAN  
DOMINICK SANTINI ..... COUNCILMAN  
GEORGE BELCHER ..... COUNCILMAN  
LISA M. RANDAZZO ..... COUNCILWOMAN  
GINA FITZPATRICK ..... COUNCILWOMAN  
KRISTIN TROVEL..... COUNCILWOMAN  
MARIA MANN ..... COUNCILWOMAN  
STANLEY SIEGEL ..... COUNCILMAN

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ROBIN WAIZENEGGER ..... CITY CLERK-TREASURER  
WILLIAM D. BAVOSO..... CORPORATION COUNSEL

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**BOND COUNSEL**

Hawkins Delafield & Wood LLP  
New York, New York

**MUNICIPAL ADVISOR**



**CAPITAL MARKETS ADVISORS, LLC**  
*Long Island \* Hudson Valley \* Southern Tier \* Western New York*  
**(516) 487-9818**

No dealer, broker, salesman or other person has been authorized by the City 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 by the City. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Notes by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. The information set forth herein has been obtained by the City from sources which are believed to be reliable but it is not guaranteed as to accuracy or completeness. The information 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 City since the date hereof.

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**OFFICIAL STATEMENT**  
**CITY OF PORT JERVIS**  
**ORANGE COUNTY, NEW YORK**

**Relating to**  
**\$5,000,000**  
**BOND ANTICIPATION NOTES – 2018**  
**(the “Notes”)**

This Official Statement including the cover page and appendices hereto, has been prepared by the City of Port Jervis, Orange County, New York, (the “City”, “County”, and “State”, respectively) and presents certain information relating to the City’s \$5,000,000 Bond Anticipation Notes – 2018 (the “Notes”).

All quotations from and summaries and explanations of provisions of the Constitution and laws of the State of New York (the “State”) contained herein do not purport to be complete and are qualified in their entirety by reference to the official compilations thereof and all references to the Notes and the proceedings of the City relating thereto are qualified in their entirety by reference to the definitive forms of the Bond and Notes and such proceedings.

**THE NOTES**

***Description of the Notes***

The Notes are general obligations of the City and will contain a pledge of the faith and credit of the City 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 City, subject to certain statutory limitations imposed by the Tax Levy Limit Law. (See “*Tax Levy Limit Law*” herein). The Notes will be dated and will mature, without option of prior redemption, as stated on the cover page hereof.

The City will act as Fiscal Agent for the Notes. The City’s contact information is as follows: Robin Waizenegger, City Clerk-Treasurer, 20 Hammond Street, Port Jervis, NY 12771, Phone: (845) 858-4000, Fax: (845) 856-0322.

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

The Notes are issued pursuant to the Constitution and Laws of the State, including among others, the General Municipal Law, the Local Finance Law, the City Law, the City Charter and a bond resolution duly adopted by the Common Council on August 27, 2018. The proceeds of the Notes will be used to provide original financing for the construction of road improvements and other related improvements.

***Optional Redemption of the Notes***

The Notes will not be subject to redemption prior to maturity.

***Nature of Obligation***

The Notes when duly issued and paid for will constitute a contract between the City and the holder thereof.

The Notes will be general obligations of the City and will contain a pledge of the faith and credit of the City for the payment of the principal thereof and the interest thereon. For the payment of such principal of and interest on the Notes, the City has the power and statutory authorization to levy ad valorem taxes on all taxable real property in the

City, subject to certain statutory limitations imposed by the Tax Levy Limit Law. (See “*Tax Levy Limit Law*” herein.)

Under the Constitution of the State, the City is required to pledge its faith and credit for the payment of the principal of and interest on the Notes, and the State is specifically precluded from restricting the power of the City to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted. However, the Tax Levy Limit Law imposes a statutory limitation on the City’s power to increase its annual tax levy. As a result, the power of the City to levy real estate taxes on all the taxable real property within the City is subject to statutory limitations set forth in Tax Levy Limit Law, unless the City complies with certain procedural requirements to permit the City to levy certain year-to-year increases in real property taxes. (See “*Tax Levy Limit Law*” herein.)

### **BOOK-ENTRY-ONLY SYSTEM**

The Depository Trust Company (“DTC”), New York, New York, will act as securities depository for those Notes issued as book-entry only notes (hereinafter in this section referred to as the “Securities”). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered note certificate will be issued for all of the Notes that bear the same rate of interest and CUSIP number and will be 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 Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC’s records. The ownership interest of each actual purchaser of each Security (“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 Securities 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 Securities, except in the event that use of the book-entry system for the Securities is discontinued.

To facilitate subsequent transfers, all Securities 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 Securities 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 Securities; DTC’s records reflect only the identity of the Direct Participants to whose

accounts such Securities 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.

Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (or any other DTC nominee) will consent or vote with respect to the Securities unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the City 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 securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Securities 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 City, on the 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 City, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of City or Agent, 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 securities depository with respect to the Securities at any time by giving reasonable notice to the City. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.

The City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Security 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 City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

Source: The Depository Trust and Clearing Company.

THE CITY 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 INDIRECT PARTICIPANT OF ANY AMOUNT WITH RESPECT TO THE PRINCIPAL OF, OR PREMIUM, IF ANY, OR INTEREST ON THE NOTES; (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO NOTEHOLDERS; (IV) THE SELECTION BY DTC OR ANY PARTICIPANT OR INDIRECT PARTICIPANT OF ANY PERSON TO RECEIVE PAYMENT IN THE EVENT OF A PARTIAL REDEMPTION OF THE NOTES; OR (V) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS NOTEOWNER.

### **REMEDIES UPON DEFAULT**

Neither the Notes, nor the proceedings with respect thereto, specifically provide any remedies which would be available to owners of the Notes should the City default in the payment of principal of or interest on the Notes, nor

do they contain any provisions for the appointment of a trustee to enforce the interests of the owners of the Notes upon the occurrence of any such default. The Notes are general obligation contracts between the City and the owners for which the faith and credit of the City are pledged and while remedies for enforcement of payment are not expressly included in the City's contract with such owners, any permanent repeal by statute or constitutional amendment of a bondholder's and/or noteholder's remedial right to judicial enforcement of the contract should, in the opinion of Bond Counsel, be held unconstitutional.

Upon default in the payment of principal of or interest on the Notes at the suit of the owner, a Court has the power, in proper and appropriate proceedings, to render judgment against the City. The present statute limits interest on the amount adjudged due to contract creditors to nine per centum per annum from the date due to the date of payment. 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. A Court also has the power, in proper and appropriate proceedings, to order payment of a judgment on such bonds or notes from funds lawfully available therefor or, in the absence thereof, to order the City to take all lawful action to obtain the same, including the raising of the required amount in the next annual tax levy. In exercising its discretion as to whether to issue such an order, the Court may take into account all relevant factors, including the current operating needs of the City and the availability and adequacy of other remedies. Upon any default in the payment of the principal of or interest on the Notes, the owners of such Notes could, among other remedies, seek to obtain a writ of mandamus from a Court ordering the governing body of the City to assess, levy and collect an ad valorem tax, upon all taxable property of the City subject to taxation by the City sufficient to pay the principal of and interest on the Notes as the same shall come due and payable (and interest from the due date to date of payment) and otherwise to observe the covenants contained in the Notes and the proceedings with respect thereto all of which are included in the contract with the owners of the Notes. The mandamus remedy, however, may be impracticable and difficult to enforce. Further, the right to enforce payment of the principal of or interest on the Notes may be limited by bankruptcy, insolvency, reorganization, moratorium and similar laws and equitable principles, which may limit the specific enforcement of certain remedies.

In 1976, the New York Court of Appeals, the State's highest court, held in *Flushing National Bank v. Municipal Assistance Corporation for the City of New York*, 40 N.Y.2d 731 (1976), that the New York State legislation purporting to postpone the payment of debt service on New York City obligations was an unconstitutional moratorium in violation of the New York State constitutional faith and credit mandate included in all municipal debt obligations. While that case can be viewed as a precedent for protecting the remedies of Noteholders, there can be no assurance as to what a Court may determine with respect to future events, including financial crises as they may occur in the State and in municipalities of the State, that require the exercise by the State of its emergency and police powers to assure the continuation of essential public services. (See also, *Flushing National Bank v. Municipal Assistance Corporation for the City of New York*, 40 N.Y. 2d 1088 (1977), where the Court of Appeals described the pledge as a direct Constitutional mandate.)

As a result of the Court of Appeals decision, the constitutionality of that portion of Title 6-A of Article 2 of the Local Finance Law 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 City.

Pursuant to Article VIII, Section 2 of the State Constitution, the City is required to provide an annual appropriation of monies for the payment of due and payable principal of and interest on indebtedness. Specifically this constitutional provision states: "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. In *Quirk v. Municipal Assistance Corp.*, 41 N.Y.2d 644 (1977), 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 the 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 or may not be interpreted by a court of competent jurisdiction to include a constitutional or statutory lien upon any particular revenues. The Constitutional provision providing for first revenue set asides does not apply to tax anticipation notes, revenue anticipation notes or bond anticipation notes.

While the courts in the 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.

In prior years, certain events and legislation affecting a holder’s remedies upon default have resulted in litigation. While courts of final jurisdiction have generally upheld and sustained the rights of bondholders and/or noteholders, such courts might hold that future events, including a financial crisis as such may occur in the State or in political subdivisions of the State, may 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.

### **NO PAST DUE DEBT**

No principal or interest payment on City indebtedness is past due. The City has never defaulted in the payment of the principal of and/or interest on any indebtedness.

### **MUNICIPAL BANKRUPTCY**

The undertakings of the City should be considered with reference, specifically, to Chapter IX of the Bankruptcy Act, 11 U.S.C. §401, et seq., as amended (“Chapter IX”) and, in general, to other bankruptcy laws affecting creditors’ rights and municipalities. Chapter IX permits any political subdivision, public agency or instrumentality that is insolvent or unable to meet its debts (i) to file a petition in a Court of Bankruptcy for the purpose of effecting a plan to adjust its debts provided such entity is authorized to do so by applicable state law; (ii) directs such a petitioner to file with the court a list of a petitioner’s creditors; (iii) provides that a petition filed under such chapter shall operate as a stay of the commencement or continuation of any judicial or other proceeding against the petitioner; (iv) grants priority to debt owed for services or material actually provided within three (3) months of the filing of the petition; (v) directs a petitioner to file a plan for the adjustment of its debts; and (vi) provides that the plan must be accepted in writing by or on behalf of creditors holding at least two-thirds (2/3) in amount or more than one-half (1/2) in number of the listed creditors.

Bankruptcy proceedings by the City could have adverse effects on holders of bonds or notes including (a) delay in the enforcement of their remedies, (b) subordination of their claims to those supplying goods and services to the City after the initiation of bankruptcy proceedings and to the administrative expenses of bankruptcy proceedings and (c) imposition without their consent of a reorganization plan reducing or delaying payment of the Notes. The Bankruptcy Code contains provisions intended to ensure that, in any reorganization plan not accepted by at least a majority of a class of creditors such as the holders of general obligation bonds, such creditors will have the benefit of their original claim or the “indubitable equivalent”. The effect of these and other provisions of the Bankruptcy Code cannot be predicted and may be significantly affected by judicial interpretation.

Accordingly, enforceability of the rights and remedies of the owners of the Notes, and the obligations incurred by the City, may become subject to Chapter IX and applicable bankruptcy, insolvency, reorganization, moratorium, or similar laws relating to or affecting the enforcement of creditor’s rights generally, now or hereafter in effect, equity principles which may limit the specific enforcement under State law of certain remedies, the exercise by the United States of America of the powers delegated to it by the Constitution, the reasonable and necessary exercise, in certain exceptional situations, of the police powers inherent in the sovereignty of the State and its governmental bodies in the interest of serving a significant and legitimate public purpose and the limitations on remedies against public agencies in the State. Bankruptcy proceedings, or the exercise of powers by the federal or State government, if



initiated, could subject the owners of the Notes to judicial discretion, interpretation and of their rights in bankruptcy or otherwise, and consequently may entail risks of delay, limitation, or modification of their rights.

The State has consented (see Title 6-A of the Local Finance Law) that any municipality in the State may file a petition with any 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. However, it is noted that there is no record of any recent filings by a New York municipality. Since the New York City fiscal crisis in 1975, the State has legislated a finance control or review board and assistance corporations to monitor and restructure finance matters in addition to New York City, for the Cities of Yonkers, Troy and Buffalo and for the Counties of Nassau and Erie. Similar active intervention pursuant to State legislation to relieve fiscal stress for the City in the future cannot be assured.

No current state law purports to create any priority for holders of the Notes should the City 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 above references to the Bankruptcy Act are not to be construed as an indication that the City is currently considering or expects to resort to the provisions of the Bankruptcy Act.

## **FINANCIAL CONTROL BOARDS**

Pursuant to Article IX Section 2(b)(2) of the State Constitution, any municipality 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 in certain cases approve or disapprove collective bargaining agreements. Implementation is generally 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, upon the issuance of a certificate of necessity of the Governor reciting facts which in the judgment of the 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 a 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 in the finances and operations of entities 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 City has not applied to the FRB and does not reasonably anticipate submission of a request to the FRB for a comprehensive review of its finances and operations. School districts and fire districts are not eligible for FRB assistance.

## **MARKET MATTERS AFFECTING FINANCINGS OF THE MUNICIPALITIES OF THE STATE**

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 City's credit rating could be affected by circumstances beyond the City'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 City 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 City'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 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 its 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 City 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 City 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 City'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 City 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 City 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 City will have market access for any such borrowing on a cost effective basis. The elimination of or any substantial reduction in State Aid would likely have a materially adverse effect upon the City requiring either a counterbalancing increase in revenues from other sources to the extent available or a curtailment of expenditures. (See also "*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 City, 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 City could impair the financial condition of such entities, including the City and the ability of such entities, including the City to pay debt service on their respective obligations.

### ***Cybersecurity***

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

## **LITIGATION**

The City, in common with other municipalities, receives numerous notices of claims for money damages arising from false arrest, property damage or personal injury or other types of claims. Of the claims pending, none are expected to have a material effect on the City, if adversely settled.

The City is a defendant in pending certiorari proceedings, the results of which could require the payment of future tax refunds by the City, if existing assessment rolls are modified based on the outcome of the litigation proceedings. The amount of the possible refunds cannot be determined at the present time. Any payments pursuant to such judgments will be funded in the year in which the payment is made.

## **TAX MATTERS**

### ***Opinion of Bond Counsel***

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the City, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (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 Notes is not treated as a preference item in calculating the alternative minimum 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 for taxable years beginning prior to January 1, 2018. The Tax Certificate of the City (the “Tax Certificate”), which will be delivered concurrently with the delivery of the Notes, will contain provisions and procedures relating to compliance with applicable requirements of the Code. In rendering its opinion, Bond Counsel has relied on certain representations, certifications of fact, and statements of reasonable expectations made by the City and others in connection with the Notes, and Bond Counsel has assumed compliance by the City with certain ongoing provisions and procedures set forth in the Tax Certificate relating to compliance with applicable requirements of the Code to assure the exclusion of interest on the Notes from gross income under Section 103 of the Code.

In addition, in the opinion of Bond Counsel to the City, under existing statutes, interest on the Notes is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

Bond Counsel expresses no opinion as to any other federal, state or local tax consequences arising with respect to the Notes, or the ownership or disposition thereof, except as stated above. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date, and assumes no obligation to update, revise or supplement its opinion to reflect any action thereafter taken or not taken, any fact or circumstance that may thereafter come to its attention, any change in law or interpretation thereof that may thereafter occur, or for any other reason. Bond Counsel expresses no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, Bond Counsel expresses no opinion on the effect of any action taken or

not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Notes.

### ***Certain Ongoing Federal Tax Requirements and Certifications***

The Code establishes certain ongoing requirements that must be met subsequent to the issuance and delivery of the Notes in order that interest on such Notes be and remain excluded from gross income under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to use and expenditure of gross proceeds of the Notes, yield and other restrictions on investments of gross proceeds, and the arbitrage rebate requirement that certain excess earnings on gross proceeds be rebated to the federal government. Noncompliance with such requirements may cause interest on the Notes to become included in gross income for federal income tax purposes retroactive to their issue date, irrespective of the date on which such noncompliance occurs or is discovered. The City, in executing the Tax Certificate, will certify to the effect that the City will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure the exclusion of interest on the Notes from gross income under Section 103 of the Code.

### ***Certain Collateral Federal Tax Consequences***

The following is a brief discussion of certain collateral federal income tax matters with respect to the Notes. It does not purport to address all aspects of federal taxation that may be relevant to a particular owner of a Notes. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the federal tax consequences of owning and disposing of the Notes.

Prospective owners of the Notes should be aware that the ownership of such obligations may result in collateral federal income tax consequences to various categories of persons, such as corporations (including S corporations and foreign corporations), financial institutions, property and casualty and life insurance companies, individual recipients of Social Security and railroad retirement benefits, individuals otherwise eligible for the earned income tax credit, and taxpayers deemed to have incurred or continued indebtedness to purchase or carry obligations the interest on which is excluded from gross income for federal income tax purposes. Interest on the Notes may be taken into account in determining the tax liability of foreign corporations subject to the branch profits tax imposed by Section 884 of the Code.

### ***Original Issue Discount***

Original issue discount (“OID”) is the excess of the sum of all amounts payable at the stated maturity of a Note (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the “issue price” of a maturity (a bond with the same maturity date, interest rate, and credit terms) means the first price at which at least 10 percent of such maturity was sold to the public, i.e., a purchaser who is not, directly or indirectly, a signatory to a written contract to participate in the initial sale of the Notes. In general, the issue price for each maturity of Notes is expected to be the initial public offering price set forth on the cover page of the Official Statement. Bond Counsel further is of the opinion that, for any Notes having OID (a “Discount Note”), OID that has accrued and is properly allocable to the owners of the Discount Notes under Section 1288 of the Code is excludable from gross income for federal income tax purposes to the same extent as other interest on the Notes.

In general, under Section 1288 of the Code, OID on a Discount Note accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Note. An owner’s adjusted basis in a Discount Note is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Note. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Note even though there will not be a corresponding cash payment.

Owners of Discount Notes should consult their own tax advisors with respect to the treatment of original issue discount for federal income tax purposes, including various special rules relating thereto, and the state and local tax consequences of acquiring, holding, and disposing of Discount Notes.

### ***Note Premium***

In general, if an owner acquires a note for a purchase price (excluding accrued interest) or otherwise at a tax basis that reflects a premium over the sum of all amounts payable on the note after the acquisition date (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates), that premium constitutes “bond premium” on that note (a “Premium Note”). In general, under Section 171 of the Code, an owner of a Premium Note must amortize the bond premium over the remaining term of the Premium Note, based on the owner’s yield over the remaining term of the Premium Note, determined based on constant yield principles (in certain cases involving a Premium Note callable prior to its stated maturity date, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on such bond). An owner of a Premium Note must amortize the bond premium by offsetting the qualified stated interest allocable to each interest accrual period under the owner’s regular method of accounting against the bond premium allocable to that period. In the case of a Premium Note, if the bond premium allocable to an accrual period exceeds the qualified stated interest allocable to that accrual period, the excess is a nondeductible loss. Under certain circumstances, the owner of a Premium Note may realize a taxable gain upon disposition of the Premium Note even though it is sold or redeemed for an amount less than or equal to the owner’s original acquisition cost. Owners of any Premium Note should consult their own tax advisors regarding the treatment of bond premium for federal income tax purposes, including various special rules relating thereto, and state and local tax consequences, in connection with the acquisition, ownership, amortization of bond premium on, sale, exchange, or other disposition of Premium Notes.

### ***Information Reporting and Backup Withholding***

Information reporting requirements will apply to interest on tax-exempt obligations, including the Notes. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, “Request for Taxpayer Identification Number and Certification,” or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient.

If an owner purchasing a Notes through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Notes from gross income for federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s federal income tax once the required information is furnished to the Internal Revenue Service.

### ***Miscellaneous***

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the federal or state level, could adversely affect the tax-exempt status of interest on the Notes under federal or state law or otherwise prevent beneficial owners of the Notes from realizing the full current benefit of the tax status of such interest. In addition, such legislation or actions (whether currently proposed, proposed in the future, or enacted) or such decisions could affect the market price or marketability of the Notes.

Prospective purchasers of the Notes should consult their own tax advisors regarding the foregoing matters.

## **LEGAL MATTERS**

Legal matters incident to the authorization, issuance and sale of the Notes are subject to the approving legal opinion of Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. The opinion of Bond Counsel will be in substantially the form attached hereto in Appendix C.

## **DISCLOSURE UNDERTAKING**

In order to assist the purchaser in complying with Rule 15c2-12 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended (“Rule 15c2-12”) with respect to the Notes, the City will execute an Undertaking to Provide Notices of Events, substantially in the form attached hereto as Appendix D.

### ***Compliance History***

Since 2007, there have been in excess of 50 rating actions reported by Moody’s Investors Service, Standard & Poor’s Rating Corporation and Fitch Ratings affecting the municipal bond insurance companies, some of which had insured bonds previously issued by the City. Due to widespread knowledge of these rating actions, material event notices were not filed by the City in each instance.

The City made late filings of its audited financial statements for the fiscal years ending in 2012 and 2014. The City made late filings of its annual financial information and operating data for the fiscal years ending in 2012 through 2014, inclusive. The City made late filings of its adopted budgets for the fiscal years ending in 2012 through 2014, inclusive. Event notices regarding the late filings of the City’s audited financial statements and annual financial information and operating data have been filed.

The City made late filings of the event notices related to the rating downgrades by Moody’s Investor Service on March 16, 2016 and December 20, 2016. The City filed a failure to timely file notice with respect to these late filings.

For the fiscal year ended December 31, 2015, the City’s audited financial statements was not filed in the timely manner of no later than the last business day of the succeeding fiscal year.

For the fiscal year ended December 31, 2016, the City was unable to provide full updated information for its annual financial information and operating data within 180 days of the close of its fiscal year. The City was six days late in completing the updated information for their continuing disclosure document.

## **RATING**

The City has not applied to Moody’s Investors Service, Inc. (“Moody’s”) for a rating on the Notes.

On August 29, 2017, Moody’s assigned a rating of “Baa1” to the City’s outstanding debt.

These ratings reflect only the view of such rating agencies and an explanation to the significance of such ratings should be obtained from said rating agencies. There can be no assurance that such ratings will not be revised or withdrawn, if in the judgment of such rating agencies circumstances so warrant. Any change or withdrawal of such ratings may have an adverse effect on the market price of the Notes or the availability of a secondary market for the Notes.

## **MUNICIPAL ADVISOR**

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

### **ADDITIONAL INFORMATION**

Additional information may be obtained from the City's Clerk-Treasurer, Ms. Robin Waizenegger, (845) 858-4014, or from the City's financial advisor, Capital Markets Advisors, LLC, 11 Grace Avenue, Suite 308, Great Neck, New York 11021, (516) 487-9818.

So far as any statements made in this Official Statement involve matters 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 other statement which may have been made verbally or in writing is to be construed as a contract with the holders of the Bonds.

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 City nor Capital Markets Advisors, LLC assumes any liability or responsibility for errors or omissions on such website. Further, Capital Markets Advisors, LLC and the City 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 City also assume no liability or responsibility for any errors or omissions or for any updates to dated website information.

Hawkins Delafield & Wood, LLP expresses no opinion as to the accuracy or completeness of any documents prepared by or on behalf of the City for use in connection with the offer or sale of the Notes, including this Official Statement. This Official Statement is submitted only in connection with the sale of the Notes by the City and may not be reproduced or used in whole or in part for any other purpose.

CITY OF PORT JERVIS  
ORANGE COUNTY, NEW YORK

By: \_\_\_\_\_  
Robin Waizenegger  
City Clerk-Treasurer

DATED: September \_\_, 2018

**APPENDIX A**

**THE CITY**



## **THE CITY**

### ***General Information***

The City was incorporated in 1907 and is located in the southwestern part of Orange County at the juncture of the Delaware and Neversink Rivers at that point where the States of New York, New Jersey and Pennsylvania meet, approximately 80 miles northwest of New York City. According to 2016 data from the U.S. Census Bureau, the population of the City is approximately 8,650. The City has a diverse economic base, being one of the retail trading centers for the surrounding rural-suburban area as well as the site of certain industrial, governmental and educational establishments. The City is largely residential in character but has a number of light industries.

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

The City has the powers and responsibilities inherent in the operation of a municipal government, including independent taxing and debt issuance authority. Subject to the provisions of the State constitution, the City operates under the charter adopted on September 18, 1981, and in accordance with other statutes, including the General City Law, the General Municipal Law, the Local Finance Law and the Real Property Tax Law, to the extent that these statutes apply to a city operating pursuant to a charter.

### ***Elected and Appointed Officials***

The Common Council is the legislative body of the City and consists of nine members elected to serve two-year terms, plus the Mayor. It is the responsibility of the Common Council to approve, by resolution, all legislation, including ordinances and local laws, adopt and modify, as required, operating and capital budgets, levy real property taxes and authorize the issuance of all indebtedness.

The Mayor is elected at a general election for a two-year term and there is no restriction on the number of terms that may be served. As a member of the Common Council, the Mayor presides over this body but is not eligible to vote on matters before the Common Council. However, he must approve the resolutions adopted by the Common Council in order for such resolutions to become effective.

The Mayor is the Chief Executive Officer of the City. Appointive officers, including those of the City Clerk-Treasurer, Corporation Council and City Assessor, are nominated by the Mayor and appointed by the Common Council.

### ***City Services***

The City is responsible for and provides the following services: maintains police, fire, sanitation, water, sewer, streets, and various park and recreational facilities. Pursuant to State law, the County, not the City, is responsible for providing health and social services.

Public education is provided by the City School District of the City of Port Jervis (the "School District"), which serves the City and certain areas outside the City. The School District has a separately elected governing body and has independent taxing and debt issuance authority.

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## ***Employees***

The City provides services through 77 full-time and 40 part-time employees, some of which are represented by two unions. The Civil Service Employees Association represents clerical workers and various labor groups including certain supervisory personnel and the Police Benevolent Association is the collective bargaining agent for the City policemen. The following table summarizes the current contract status of each unit.

<b><u>Employees</u></b>		
<b><u>Number of Employees</u></b>	<b><u>Organization</u></b>	<b><u>Contract Expiration Date</u></b>
36	Civil Service Employees Association	12/31/18
31	Policemen's Benevolent Association ("PBA")	12/31/18

## ***Employee Pension Benefits***

Substantially all employees of the City are members of the New York State and Local Employees' Retirement System (the "Retirement System" or "ERS"). The Retirement System is a cost-sharing multiple public employer retirement system. The obligation of employers and employees to contribute and the benefits to employees are governed by the New York State Retirement and Social Security Law (the "Retirement System Law"). The Retirement System offers a wide range of plans and benefits which are related to years of service and final average salary, vesting of retirement benefits, death and disability benefits and optional methods of benefit payments. All benefits generally vest after five years of credited service, except for members hired on or after January 1, 2010 whose benefits vest after ten years of credited service. The Retirement System Law generally provides that all participating employers in the Retirement System are jointly and severally liable for any unfunded amounts. Such amounts are collected through annual billings to all participating employers. Generally, all employees, except certain part-time employees, participate in the Retirement System. The Retirement System is non-contributory with respect to members hired prior to July 27, 1976. All members hired on or after July 27, 1976 through and including December 31, 2009, must contribute three percent of their gross annual salary toward the costs of retirement programs until they attain ten years in the Retirement System, at which time contributions become voluntary. Members hired after January 1, 2010 through and including March 31, 2012 must contribute three percent of their gross annual salary toward the costs of retirement programs for the duration of their employment.

Pension reform enacted by New York State changed the billing cycle for employer contributions to the ERS retirement system to match budget cycles of the City. Under the previous method, the City was not provided with the required payment until after its budget was implemented. Under the reforms implemented, the employer contribution for a given fiscal year will be based on the value of the pension fund on the prior April 1, instead of the following April 1. As a result, the City is notified of and can include the actual cost of the employer contribution in its budget. The pension reform law also required a minimum payment of 4.5% of payroll each year, including years in which investment performance of the fund would make a lower employer contribution possible. The pension payment date for all local governments was changed from December 15 to February 1.

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

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

The New York State Retirement System has advised the City that municipalities can elect to make employer contribution payments in December or the following February, as required. If such payments are made in December prior to the scheduled payment date in February, such payments may be made at a discount amount. The

City has not prepaid its employer contributions in December but has instead made all of its employer contributions in February. The City amortized a portion of its required contributions in the amount of \$1,284,153 for 2014, \$1,248,390 for 2015, \$1,112,738 for 2016, \$1,275,906 for 2017 and, 1,217,924 for 2018. The City has been amortizing a portion of its required contribution each year.

The City’s contributions to ERS and PFRS for the last three fiscal years are as follows:

<u>Year</u>	<u>ERS</u>	<u>PFRS</u>
2015	\$480,534	\$650,430
2016	463,332	714,864
2017	468,249	739,826

Due to significant capital market declines in 2008 and 2009, the State's Retirement System portfolio has experienced negative investment performance and severe downward trends in market earnings. As a result of the foregoing, the employer contribution rate for the State’s Retirement System continues to be higher than the minimum contribution rate established by the pension reform law. The State calculates contribution amounts based upon a five-year rolling average. As a result, contribution rates are expected to remain higher than the minimum contribution rates set by the pension reform law in the near-term. To mitigate the expected increases in the employer contribution rate, legislation was enacted that authorizes local governments and school districts to borrow a portion of their required payments from the State pension plan at an interest rate of 3%. The legislation also required those local governments and school districts, who decide to amortize their pension obligations pursuant to the new law, to establish reserve accounts to fund payment increases that are a result of fluctuations in pension plan performance.

In Spring 2013, the State and ERS approved a Stable Contribution Option (“SCO”), which modified its existing SCO adopted in 2010, that gives municipalities the ability to better manage the spikes in Actuarially Required Contribution rates (“ARCs”). The plan allows municipalities to pay the SCO amount in lieu of the ARC amount. For ERS, the 2013-14 SCO rate is 12%. The City will not be participating in the modified ERS SCO plan at this time.

### ***Other Post Employment Benefits***

GASB Statement No. 45 (“GASB 45”) of the Governmental Accounting Standards Board (“GASB”), 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 45 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 45 requires that state and local governments adopt the actuarial methodologies to determine annual OPEB costs. Annual OPEB costs 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 45, 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.

GASB 45 does not require that the unfunded liabilities actually be funded, only that the City account for its unfunded accrued liability and compliance in meeting its ARC. Actuarial valuation will be required every 2 years for the City.

The City is in compliance with the requirements of GASB 45. The City has determined that its actuarial accrued liability (“AAL”) for OPEB as of December 31, 2017 was approximately \$35,420,047. For financial reporting purposes, the City has elected to amortize the AAL over 30 years. For the year ended December 31, 2017, the City's

ARC was \$3,330,956. At this time, New York State has not developed guidelines for the creation of methods for the funding of OPEB. As a result, the City has decided to continue funding the expenditure on a pay-as-you-go basis.

Should the City be required to fund their unfunded actuarial accrued OPEB liability, it could have a material adverse impact upon the City's finances and could force the City to reduce services, raise taxes or both. At the present time, however, there is no current or planned requirement for the City to partially fund its actuarial accrued OPEB liability. At this time, New York State has not developed guidelines for the creation and use of irrevocable trusts for the funding of OPEB. As a result, the City has decided to continue funding the expenditure on a pay-as-you-go basis.

### ***Related Entities***

***Port Jervis Community Development Agency.*** Pursuant to the General Municipal Law, the City established the Port Jervis Community Development Agency (the "Agency") by Chapter 266 of the Laws of 1964, as amended by Chapter 71a of the Laws of 1968, which added Section 584 to the General Municipal Law. The purpose of the Agency is to manage redevelopment projects which correct blighted conditions existing within the City. By statute, the Agency is a body corporate and politic, perpetual in its duration, and possesses the following powers: to borrow money as provided by the General Municipal Law, acquire real property by purchase, condemnation or otherwise, accept grants or other forms of assistance from the Federal and State governments, as well as from public or private sources, and to provide for demolition and site clearance to effectuate development plans. In addition, the Agency possesses such implied powers as are required to conduct its program which are not otherwise inconsistent with the general provisions of law. The Agency is currently involved in Section 8 Housing Projects and in administering Urban Development Action Grant programs.

An acting Executive Director is responsible for the general supervision of day-to-day operations and administrative matters for the Community Development Agency.

***Port Jervis Industrial Development Agency.*** The Port Jervis Industrial Development Agency (the "IDA") was created by Chapter 475 of the Laws of 1972, which added Section 890-d to the General Municipal Law pursuant to the request of the Common Council as set forth in its resolution adopted January 24, 1972. In accordance with this statute, the IDA promotes, develops and assists in various industrial and commercial projects that advance job opportunities and improve the quality of life for the residents of the City. In furtherance of these objectives, the IDA may issue bonds or notes which are special obligations of the IDA payable solely from revenue derived from the lease, sale or other disposition of a project, subject only to any agreements with holders of particular bonds or notes pledging any particular moneys or revenues. The State has provided that interest income from such obligations shall be exempt from taxation except for transfer and estate taxes. None of the obligations issued by the IDA constitute a debt of the State of New York or the City, and neither the State nor the City is liable for payment of principal or interest thereon.

An Executive Director is responsible for the general supervision of day-to-day operations and administrative matters for the IDA.

***Port Jervis Housing Authority.*** Public housing in the City is the responsibility of the Port Jervis Housing Authority (the "Authority"), an independent governing agency created by Chapter 228 of the Laws of 1969, which added Section 521 to the Public Housing Law. The Authority currently maintains affordable housing units at Minisink Housing on Minisink Avenue and senior citizens' housing at Hillside Terrace at 39 Pennsylvania in the City.

***Port Jervis Parking Authority.*** Pursuant to the Public Authorities Law, the City established the Port Jervis parking Authority by Chapter 707 of the Laws of 1963, as amended by Chapter 972 of the laws of 1969, which added Section 1585-a to the Public Authorities Law.

## FINANCIAL FACTORS

### ***Independent Audit***

The financial statements of the City have been audited by Bonadio & Co. LLP, independent certified public accountants. Appendix B to this Official Statement presents a summary of the audited financial statements for the City's last five fiscal years.

### ***Fund Structures and Accounts***

The City utilizes fund accounting to record and report its various service activities. A fund represents both a legal and an accounting entity which segregates the transactions of specific programs in accordance with special regulations, restrictions or limitations.

There are two broad fund categories: (1) governmental funds that are used to account for basic services and capital projects; and (2) fiduciary funds that account for assets held in a trustee or custodial capacity. Account groups, which do not represent funds, are concerned with the measurement of financial position and not the results of operations.

### ***Revenues***

The City receives a significant portion of its general fund revenues from a tax on real property (see "Statement of Revenues, Expenditures and Changes in Fund Balance" in Appendix B, herein). Property taxes accounted for 40.0% of total general fund revenues for the fiscal year ended December 31, 2017, while State aid accounted for 10.5%.

***Real Property Tax.*** The following table sets forth total general fund revenues and real property tax revenues during the last five audited fiscal years and the amount budgeted for the current fiscal year.

<u>Fiscal Year</u>	<u>Total Revenues<sup>(1)</sup></u>	<u>Real Property Taxes</u>	<u>Percentage Real Property Taxes to Revenues</u>
2013	\$11,011,952	\$4,367,298	39.7%
2014	11,175,790	4,578,295	41.0
2015	11,877,998	4,355,603	36.7
2016	12,898,982	5,207,330	40.4
2017	14,590,128	5,393,520	40.0
2018 (Adopted)	12,619,681	5,623,658	44.6

(1) General Fund.

Source: Audited Financial Statements and Adopted Budget of the City.

### ***State Aid***

The City receives financial assistance from the State. State aid is budgeted to be 12.5% of the total General Fund revenues in 2018.

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 City, in this year or future years, the City 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 City, may be affected by a delay in the payment of State aid. (See also "MARKET FACTORS AFFECTING FINANCINGS OF THE MUNICIPALITIES OF THE STATE" herein.)

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

The following table sets forth total general fund revenues and State aid during the last five audited fiscal years and the amount budgeted for the current fiscal year.

<u>Fiscal Year</u>	<u>Budgeted Amounts</u>		
	<u>Total Revenues<sup>(1)</sup></u>	<u>State Aid</u>	<u>Percentage of State Aid to Revenues</u>
2013	\$11,011,952	\$1,609,490	14.6%
2014	11,175,790	1,558,877	13.9
2015	11,877,997	1,558,428	13.1
2016	12,898,982	1,688,813	13.1
2017	14,590,128	1,535,376	10.5
2018 (Adopted)	12,619,681	1,572,962	12.5

(1) General Fund.

Source: Audited Financial Statements and Adopted Budget of the City.

### ***Budget Process***

The budget process begins in late summer as department heads prepare estimates of revenue and expenditures for the following year. Departmental estimates must be submitted to the City Clerk-Treasurer by October 1.

A tentative budget is submitted to the Mayor, on or before October 15. The Common Council reviews the tentative budget and may make changes or revisions that are not inconsistent with the law. After the review by the Common Council has been completed, notice is given of a public hearing on the tentative budget on or before November 10.

The public hearing on the budget is no later than November 30. Members of the public may express their views; however, there is no formal vote on the budget. Following the public hearing, the Common Council may make whatever additional revisions that they deem necessary. The final budget for the next fiscal year is adopted by resolution of the Common Council not later than December 31.

### **REAL PROPERTY TAXES**

The City is responsible for levying taxes for City purposes. The City's real property tax levying powers, other than for debt service and certain other enumerated purposes, are limited by the State Constitution to two percent of the five-year average full valuation of taxable real property of the City.

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The following table sets forth the computation of the City's real estate tax levying limitation and the determination of its tax margin for the current fiscal year.

**Real Property Tax Assessment and Rates**

Fiscal Year Ending <u>December 31:</u>	<u>Assessed Valuation</u>	State Equalization <u>Ratio</u>	<u>Full Valuation</u>
2013	\$ 164,458,092	0.4100	\$ 401,117,298
2014	166,189,121	0.4500	369,309,158
2015	167,013,002	0.4500	371,140,004
2016	166,348,938	0.4500	369,664,307
2017	169,028,739	0.4400	<u>384,156,225</u>
Total Five-Year Full Valuation			<u>\$1,895,386,992</u>
Five-Year Average Full Valuation			<u>379,077,398</u>
2% of Five-Year Average Full Valuation			<u>7,581,548</u>
Total Tax Levy – General City Purposes			5,876,310
Less: Total Exclusions (Debt Service)			<u>1,135,362</u>
Tax Levy Subject to Tax Limit			<u>4,740,948</u>
Constitutional Tax Margin			<u>\$2,840,600</u>
Percentage of Tax Limit Exhausted			<u>62.53%</u>

Source: City of Port Jervis, Office of the City Clerk-Treasure and the New York State Office of Real Property Services.

***Real Property Tax Collection Procedures and History***

The real property tax rate in the City is comprised of three separate elements: (1) general City purposes, (2) general County purposes and (3) School District purposes. Each rate is established during the budget process to balance total appropriations and estimated revenue. Real property taxes become payable upon the levy of such taxes by the Common Council, County Legislature and Board of Education, respectively.

The taxes levied by the City and County become a lien on the first day of January. County taxes are billed on a single statement and may be paid in-full during the month of January. City taxes are billed on March 15, with 1/2 payable on April 30 and 1/2 payable on June 30. Late April payments are subject to a 6% penalty until June 30, at which time all unpaid taxes are subject to the 7% penalty.

School taxes are levied and collected by the School District until November 1 at which time the unpaid taxes applicable to properties situated in the City are remitted to the City Tax Collector for collection and enforcement. A five percent administrative fee is added to all delinquent School District tax bills in addition to interest expense, which accrues from November 1 at 1% per month.

The City guarantees the County and School District the full amount of their respective tax levies. Prior to the annual tax sale (generally held in November), County taxes are remitted to the County only to the extent they are actually collected by the City. Following the tax sale, the City must make the County whole with respect to the amount of any taxes remaining unpaid.

According to the Real Property Tax Law, unpaid school taxes are paid to the School District as they are collected or at such time as the unpaid tax is included in the tax sale. The law further requires the City to pay the School District any tax remaining uncollected two years after such unpaid tax was presented to the City for collection.

Delinquent City, County and School District taxes are enforced by the City under Article 11, Title 3 of the Real Property Tax Law which provides for foreclosure by “action in rem”. In general, this section of the law permits foreclosure actions to be instituted for all tax liens due and unpaid for a period of at least four years. The statutory period of four years may be reduced to two years by resolution of the governing body. The City has elected to use the two-year period in order to strengthen its real property tax enforcement procedures.

The following table sets for the total amount of taxes levied and collected by the City for the last five fiscal years. The collection period for the current year begins on March 1.

**Tax Levies and Collection**

<u>Year</u>	<u>Tax Levy</u>	<u>Current Collections</u>	<u>Percentage Collected</u>
2014	\$4,609,759	\$4,609,759	100.0%
2015	4,633,605	4,407,529	100.0
2016	4,985,989	4,985,989	100.0
2017	5,876,310	5,604,278	95.4
2018	6,281,432	5,622,540	89.5

Source: City of Port Jervis, Office of the City Clerk-Treasurer.

The table below shows the trend during the last five years for taxable assessed valuations, State equalization rates, full valuations, real property tax levies and real property tax rates.

**Assessed Valuations**

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Assessed Value	\$166,189,121	\$167,013,002	\$166,348,938	\$169,028,739	\$168,631,591
Equal. Ratio	45.00%	45.00%	45.00%	44.00%	42.00%
Full Value	369,309,158	371,140,004	369,664,307	384,156,225	401,503,788
Tax levy	4,523,934	4,580,934	4,963,084	5,461,184	5,879,503
Tax rate <sup>(1)</sup>	\$27.22	\$27.43	\$29.84	\$32.31	\$34.87

(1) Per \$1,000 assessed value, for City purposes.

***Tax Levy Limit Law***

Prior to the enactment of Chapter 97 of the Laws of 2011 (the “Tax Levy Limit Law”) on June 24, 2011, all the taxable real property within the City had been subject to the levy of ad valorem taxes to pay the bonds and notes of the City and interest thereon without limitation as to rate or amount. However, the Tax Levy Limit Law, as amended, imposes a tax levy limitation upon the City for any fiscal year commencing after January 1, 2012 continuing through June 15, 2020 or later as provided in the Tax Levy Limit Law, without providing an exclusion for debt service on obligations issued by the City. As a result, the power of the City to levy real estate taxes on all the taxable real property within the City is subject to statutory limitations set forth in Tax Levy Limit Law.

The following is a brief summary of certain relevant provisions of Tax Levy Limit Law. The summary is not complete and the full text of the Tax Levy Limit Law should be read in order to understand the details and implications thereof.

The Tax Levy Limit Law imposes a limitation on increases in the real property tax levy of the City, subject to certain exceptions. The Tax Levy Limit Law permits the City to increase its overall real property tax levy over the tax levy of the prior year by no more than the “Allowable Levy Growth Factor”, which is the lesser of one and two-hundredths or the sum of one plus the Inflation Factor; provided, however that in no case shall the levy growth factor be less than one. The "Inflation Factor" is the quotient of: (i) the average of the 20 National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior



to the start of the coming fiscal year minus the average of the National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior to the start of the prior fiscal year, divided by: (ii) the average of the National Consumer Price Indexes determined by the United States Department of Labor for the twelve-month period ending six months prior to the start of the prior fiscal year, with the result expressed as a decimal to four places. The City is required to calculate its tax levy limit for the upcoming year in accordance with the provision above and provide all relevant information to the New York State Comptroller prior to adopting its budget. The Tax Levy Limit Law sets forth certain exclusions to the real property tax levy limitation of the City, including exclusions for certain portions of the expenditures for retirement system contributions and tort judgments payable by the City. The City Common Council may adopt a budget that exceeds the tax levy limit for the coming fiscal year, only if the City Common Council first enacts, by a vote of at least sixty percent of the total voting power of the governing board of the City, a local law to override such limit for such coming fiscal year.

The Tax Levy Limit Law does not contain an exception from the levy limitation for the payment of debt service on either outstanding general obligation bonds or notes of the City or such indebtedness incurred after the effective date of the Tax Levy Limit Law. As such, there can be no assurances that the Tax Levy Limit Law will not come under legal challenge for violating (i) Article VIII, Section 12 of the State Constitution for not providing an exception for debt service on obligations issued prior to the enactment of the Tax Levy Limit Law, (ii) Article VIII, Section 10 of the State Constitution by effectively eliminating the exception for debt service to general real estate tax limitations, and (iii) Article VIII, Section 2 of the State Constitution by limiting the pledge of its faith and credit by a municipality or school district for the payment of debt service on obligations issued by such municipality or school district.

***Ten of the Largest Taxpayers***

The following table presents the taxable assessments of ten of the City’s largest taxpayers for the 2018 fiscal year.

<b><u>Taxable Assessments</u></b>			
<u>Taxpayer</u>	<u>Nature of Business</u>	<u>Assessed Valuation</u>	<u>% of Total Valuation<sup>(1)</sup></u>
Orange & Rockland Utilities	Utility	\$ 11,206,474	6.65%
Kolmar Laboratories	Mfg. Cosmetics	3,678,500	2.18
RGMOB LP	Foreign Limited Partnership	1,204,400	0.71
Sutton Tudor Gardens Assoc.	Housing Complex	1,188,050	0.70
McKeeby, D. & Miglionico, L.	Housing Units	1,186,300	0.70
Rose Reality Holding Inc.	Real Estate	682,100	0.40
PJ Housing Preservation LP	Housing Complex	677,250	0.40
Mark Rea Real Estate Corp.	Real Estate	597,200	0.35
Kaltec	Food Packaging	590,000	0.35
Blanton Radtke	Real Estate	<u>564,500</u>	<u>0.34</u>
	Total	<u>\$21,574,824</u>	<u>12.78%</u>

(1) The City’s total assessed value for the 2018 fiscal year is \$168,631,591.

Source: City of Port Jervis, Office of the City Clerk-Treasurer.

**CITY INDEBTEDNESS**

***Constitutional Requirements***

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

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

**Payment and Maturity.** Except for certain short-term indebtedness contracted in anticipation of taxes, or to be paid within one of the two 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) or, in the alternative, the weighted average period of probable usefulness of the several purposes for which it is contracted, unless the City determines to issue debt amortized on the basis of substantially level or declining annual debt service. The City 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 bond anticipation notes.

**General.** The City is further subject to constitutional limitation by the general constitutionally imposed duty of the State Legislature to restrict the power of taxation and contracting indebtedness to prevent abuses in the exercise of such powers. As has been noted under “*Nature of Obligation*”, the State Legislature is prohibited by a specific constitutional provision from restricting the power of the City to levy taxes on real estate for the payment of interest on or principal of indebtedness theretofore contracted. However, the Tax Levy Limit Law imposes a statutory limitation on the City’s power to increase its annual tax levy. As a result, the power of the City to levy real estate taxes on all the taxable real property within the City is subject to statutory limitations set forth in Tax Levy Limit Law, unless the City complies with certain procedural requirements to permit the City to levy certain year-to-year increases in real property taxes. (See “*Tax Levy Limit Law*” herein.)

**Debt Limit.** The City has the power to contract indebtedness for any City purpose so long as the aggregate outstanding principal amount thereof shall not exceed seven per centum of the most recent five-year average full valuation of taxable real estate of the City and subject to certain enumerated exclusions and deductions such as water and certain sewer facilities and cash appropriations for current debt service. The constitutional method for determining full valuation is by taking the assessed valuation of taxable real estate for the last completed assessment roll and applying thereto the final equalization rate as determined by the State Board of Real Property Services. The State Legislature is required to prescribe the manner by which such rate shall be determined. The average full valuation is determined by taking the sum of full valuations of such last completed assessment roll and the four preceding assessment rolls, and dividing such sum by five.

There is no constitutional limitation on the amount that may be raised by the City by tax on real estate in any fiscal year to pay principal of and interest on all indebtedness. However, the Tax Levy Limit Law, imposes a statutory limitation on the power of the City to increase its annual tax levy. (See “*Tax Levy Limit Law*” herein.)

### ***Statutory Procedure***

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

Pursuant to the Local Finance Law, the City authorizes the incurrence of indebtedness, including bonds and bond anticipation notes issued in anticipation of such bonds, by the adoption of a resolution, approved by at least two-thirds of the members of the City Common Council, the finance board of the City. Certain such resolutions may be subject to permissive referendum, or may be submitted to the City voters at the discretion of the City Common Council.

The Local Finance Law also provides for a twenty-day statute of limitations after publication of a bond resolution (in summary or in full), together with a statutory notice which, in effect, estops thereafter legal challenges to the validity of obligations authorized by such bond resolution except for alleged constitutional violations.

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

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

In addition, under each bond resolution, the City Common Council may delegate the power to issue and sell bonds and notes to the Clerk-Treasurer, the chief fiscal officer of the City.

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

***Constitutional Debt Limit***

The following table sets forth the constitutional debt limit of the City.

<b><u>Constitutional Debt Limit</u></b>			
Fiscal Year Ending <u>December 31</u>	Assessed <u>Valuation</u>	State Equalization <u>Ratio</u>	<u>Full Valuation</u>
2014	\$166,189,121	.4500	\$ 369,309,158
2015	167,013,002	.4500	371,140,004
2016	166,348,938	.4500	369,664,307
2017	169,028,739	.4400	384,156,225
2018	168,631,591	.4200	<u>401,503,788</u>
Total Five-Year Full Valuation			\$1,895,773,482
Average Five-Year Average Valuation			379,154,696
Debt Limit - 7% of Average Full Valuation			<u>\$ 26,540,829</u>

Source: City of Port Jervis, Assessor’s Office and the New York State Office of Real Property Services

**Statement of Debt Contracting Power**

**Statutory Debt Limit and Net Indebtedness**  
**(As of September 19, 2018)**

Debt Contracting Limitation		\$26,540,829
Gross Direct Indebtedness:		
Serial Bonds:		
General Purpose	\$6,044,299	
Water <sup>(1)</sup>	7,575,783	
		\$13,620,082
Bond Anticipation Notes:		
General Purpose	\$          0	
Capital Notes	155,412	
Capital Lease/Purchase Debt	1,146,784	
		<u>\$1,302,196</u>
Total Gross Direct Indebtedness		14,922,278
Exclusions and Deductions		
Water Bonds <sup>(1)</sup>	\$7,575,783	
Appropriations in Current Budget to Pay Non-Exempt Debt Maturing During Remainder of Current Fiscal Year	526,764	
		<u>\$8,102,547</u>
Total Net Indebtedness		\$6,819,731
Net Debt-Contracting Margin		\$19,721,098
Percentage of Debt-Contracting Margin Exhausted		<u>25.70%</u>

(1) Inclusive of the New York State Environmental Facilities Loan

***Trend of Outstanding Indebtedness***

The following table provides information relating to the capital indebtedness outstanding at year ended for the last five fiscal years.

	<b><u>Outstanding Indebtedness<sup>(1)</sup></u></b>				
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Serial Bonds	\$7,257,300	\$6,745,434	\$6,190,001	\$9,795,000	\$13,846,285
Bond Anticipation Notes	0	0	4,000,000	0	0
NYS Environmental Facilities Loan <sup>(2)</sup>	430,772	358,977	287,182	215,387	143,592
Capital Notes	<u>210,484</u>	<u>183,636</u>	<u>236,056</u>	<u>163,000</u>	<u>167,325</u>
Totals:	<u>\$7,898,556</u>	<u>\$7,288,047</u>	<u>\$10,713,239</u>	<u>\$10,173,387</u>	<u>\$14,157,202</u>

(1) Exclusive of Installment Purchase Debt.

(2) Zero Interest Loan.

Source: City of Port Jervis, Office of the City Clerk-Treasurer and Audited Financial Statements of the City.

***Bond Anticipation Notes***

The City does not have any outstanding bond anticipation notes.

***Tax and Revenue Anticipation Notes***

The City has not issued tax or revenue anticipation notes in the last five years.

***Installment Purchase Contract***

The City currently has the following installment contracts outstanding:

**Installment Purchase Contract**

<u>Purpose</u>	Amount <u>Outstanding</u> <sup>(1)</sup>	Maturity <u>Date</u>
Fire Truck	\$ 193,773	07/01/22
Energy Lease	587,522	11/22/26
Vehicles	92,619	04/01/20
Vehicles	258,000	8/31/22
Equipment Lease	<u>130,345</u>	12/28/20
Total	<u>\$ 1,262,259</u>	

(1) As of August 22, 2018.

Source: City of Port Jervis, Office of the City Clerk-Treasurer.

***Direct and Overlapping Indebtedness***

The real property taxpayers of the City are responsible for a proportionate share of outstanding debt obligations of the County and the City School District of the City of Port Jervis. Such taxpayers' share of this overlapping debt is based upon the amount of the City's equalized property values taken as a percentage of each separate units' total values. The table below sets forth both the total outstanding principal amount of debt issued by the City and the approximate magnitude of the burden on taxable property in the City of the debt instruments issued and outstanding by such other political units. Authorized but unissued debt has not been included.

**Statement of Direct and Overlapping Indebtedness**

Direct Debt

Gross Direct Debt	\$14,922,278
Exclusions and Deductions	<u>8,102,547</u>
Net Direct Debt	<u>\$ 23,024,825</u>

Overlapping Debt

<u>Issuer</u>	Net Debt <u>Outstanding</u>	<u>As of</u>	City <u>Share</u>	Amount Applicable <u>to City</u>
Orange County	\$309,511,763	11/10/17	1.51%	\$ 4,673,628
City School District of the City of Port Jervis	22,495,0000	05/11/17	42.83	<u>9,634,609</u>
Total Net Overlapping Debt				14,308,236
Total Net Direct Debt				<u>6,819,731</u>
Net Direct and Overlapping Debt				<u>\$21,127,967</u>

Source: Data provided by City and County Officials.

## ***Debt Ratios***

The following table presents certain debt ratios relating to the City's net direct and overlapping indebtedness.

<b><u>Debt Ratios</u></b>			
	<u>Amount</u>	<u>Debt Per Capita<sup>(1)</sup></u>	<u>Debt to Full Value<sup>(2)</sup></u>
Net Direct Debt	\$ 6,819,731	\$ 788.41	1.70%
Net Direct and Overlapping Debt	21,127,967	2,442.54	5.26

(1) The population of the City is 8,650 as of 2016.

(2) The City's full value of taxable real property for fiscal year 2018 is \$401,503,788.

## ***Debt Service Schedule***

The following table sets forth all principal and interest payments required on the City's outstanding bonded indebtedness, inclusive of economically defeased obligations, for each fiscal year.

<b><u>Bond Principal and Interest Maturity<sup>(1)(2)(4)</sup></u></b>			
Fiscal Ending	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service<sup>(3)</sup></u>
December 31:			
2018	\$ 747,285	\$ 472,357	\$1,219,642
2019	763,000	441,949	1,204,949
2020	783,000	406,827	1,189,827
2021	813,000	317,290	1,130,290
2022-2026	3,615,000	1,193,683	4,808,683
2027-2031	2,890,000	624,713	3,514,713
2032-2036	2,275,000	260,844	2,535,844
2037-2041	540,000	119,900	659,900
2042-2046	541,000	83,655	624,655
2047-2051	547,000	46,255	593,255
2052-2054	<u>332,000</u>	<u>9,075</u>	<u>341,075</u>
Totals	<u>\$13,846,285</u>	<u>\$3,976,548</u>	<u>\$17,822,833</u>

(1) Columns may be off slightly due to rounding.

(2) Inclusive of the City's New York State Environmental Facilities loan.

(3) For the entire fiscal year.

(4) Exclusive of lease and installment purchase agreements

Source: City of Port Jervis, Office of the City Clerk-Treasurer and Audited Financial Statements of the City.

## ***Capital Financings and Improvement Programs***

The Capital Improvement Program includes all major maintenance projects for existing public assets, additional maintenance projects and the acquisition of new public facilities and equipment. The City expects to continue the practice of issuance of bond anticipation notes and/or capital notes for the acquisition/replacement of equipment as necessary. Other than the projects being financed with the proceeds of the Notes, there are no capital projects being planned at this time that would require the issuance of long-term debt.

## ECONOMIC AND DEMOGRAPHIC DATA

### *Population*

The following table presents population trends for the City, County and State, based upon recent census data.

	<u>Population Trend</u>		
	<u>2010</u>	<u>2016</u>	Percentage Change <u>2010/2016</u>
City	8,828	8,650	-2.02%
County	372,813	379,210	1.72%
State	19,378,102	19,745,289	1.89%

Source: New York State Department of Commerce; New York State Department of Labor, Division of Research Statistics.

### *Income*

The following table presents per capita money income for the County and State. Data provided for the County and State is not necessarily representative of the City.

	<u>Per Capita Income</u>	
	<u>2011</u>	<u>2015</u>
County	\$28,880	\$31,023
State	31,796	33,236

Source: New York State Department of Labor, Division of Research Statistics.

### *Employment and Unemployment*

The following tables provide information concerning employment and unemployment data for the County and State. Data provided for the County and State is not necessarily representative of the City.

	<u>Civilian Labor Force (Thousands)</u>				
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
County	179.0	176.2	179.0	180.1	181.6
State	9,659.2	9,591.3	9,644.6	9,668.7	9,704.7

Source: New York State Department of Commerce; New York State Department of Labor, Division of Research Statistics.

Unemployment rates are not compiled for the City, but are available for the County and State. Data provided for the County and State is not necessarily representative of the City.

#### Yearly Average Unemployment Rates

<u>Year</u>	<u>County</u>	<u>State</u>
2013	6.8%	7.7%
2014	5.5	6.3
2015	4.7	5.3
2016	4.3	4.8
2017	4.6	4.7

Source: New York State Department of Labor, Bureau of Labor Statistics. Information not seasonally adjusted.

### **Monthly Unemployment Rates**

<u>Month</u>	<u>County</u>	<u>State</u>
August 2017	4.8%	4.9%
September	4.7	4.6
October	4.5	4.4
November	4.5	4.4
December	4.4	4.4
January 2018	5.0	5.1
February	5.3	5.1
March	4.8	4.8
April	4.4	4.3
May	3.9	3.7
June	4.1	4.2
July	4.1	4.2

Source: New York State Department of Labor, Bureau of Labor Statistics. Information not seasonally adjusted.

### **Ten Largest Employers**

<u>Name</u>	<u>Nature of Business</u>	<u>Approx. Number of Employees</u>
Bon Secour Community Hospital	Healthcare	700
Kolmar Laboratories	Cosmetics Manufacturing	500
Port Jervis Central School District	Education	500
City of Port Jervis	Municipality	117
Swimwear Anywhere Inc.	Swimwear Manufacturing	75
Gillinder Bros	Glass Products	65
SUMMITREHEIS/Summit Research Labs	Chemical Manufacturer	65
100 River Road LLC	Shipping Container Manufacturing	40
A&W Manufacturing	School Supply Manufacturing	30
Kalport Industries	Food Processing	25

Source: City of Port Jervis, Office of the City Clerk-Treasurer.

### ***Financial Institutions***

There are six commercial banks serving City residents. The commercial banks are JP Morgan Chase Bank, Bank of America, M & T Bank, TD Bank, Sussex Bank and Charter One. The City is also served by one credit union.

### ***Communication***

The City is served by the major New York metropolitan area newspapers, radio and television stations. In addition, the City has two local newspapers, the Times-Herald Record and the Gazette and one radio station, WTSX. Time-Warner Company, a private corporation, provides cable television service to the City.

### ***Utilities***

Electricity and natural gas are supplied to the City by Consolidated Edison. Telephone service is provided by Frontier Communications. The City provides sewer facilities and water supply distribution to its residents, and is responsible for financing the construction, operation and maintenance of these systems.



### ***Transportation***

The City enjoys the benefits of a favorable transportation system. Interstate 84 serves the City; other major arteries include Routes 23, 97 and 209. There is local and interstate bus service as well as air links from Stewart Airport. The City is located less than two hours from the three major airports that serve the New York City area (Kennedy, LaGuardia, and Newark). The Metro North Railroad also services the City.

### ***Education***

There is a satellite of Orange County Community College located in the City. However, colleges and universities in the area include the United States Military Academy at West Point, Vassar College, and Marist College in Poughkeepsie, State University of New York at New Paltz, Orange County Community College in Middletown and Mt. Saint Mary's College in Newburgh.

**END OF APPENDIX A**

**APPENDIX B**  
**SUMMARY FINANCIAL STATEMENTS**

**CITY OF PORT JERVIS, NEW YORK**  
Statement of Budgeted Revenues and Expenditures - General Fund  
Adopted Budgets for Fiscal Years Ending December 31:

	Adopted Budget <u>2017</u>	Adopted Budget <u>2018</u>
<b><u>Revenues:</u></b>		
Real Property Taxes	\$5,151,083	\$5,623,658
Real Property Tax Items	145,287	161,161
Non-Property Taxes	3,510,000	3,540,000
Departmental Income	1,764,600	1,295,250
Use of Money and Property	160,140	123,350
Licenses and Permits	58,300	59,800
Fines and Forfeitures	174,000	182,000
Sale of Property and Compensation for Loss	50,000	0
Miscellaneous	60,508	61,500
Interfund Transfers	0	0
State and Federal Aid	1,577,962	1,572,962
Capital Reserve	0	0
Appropriated Fund Balance	0	0
	<hr/>	<hr/>
<b>Total Revenues</b>	<b><u><u>\$12,651,880</u></u></b>	<b><u><u>\$12,619,681</u></u></b>
<b><u>Expenditures:</u></b>		
General Government Support	\$1,463,687	\$1,481,476
Public Safety	4,121,330	4,255,194
Transportation	836,040	897,761
Economic Opportunity and Development	165,056	90,750
Culture and Recreation	318,788	291,066
Home and Community Services	897,839	582,387
Employee Benefits	4,106,680	4,209,299
Debt Service	742,460	811,748
Transfer Out	0	0
	<hr/>	<hr/>
<b>Total Expenditures</b>	<b><u><u>\$12,651,880</u></u></b>	<b><u><u>\$12,619,681</u></u></b>

Source: Adopted Budgets of the City.

**CITY OF PORT JERVIS, NEW YORK**  
 Comparative Balance Sheet - General Fund  
 Fiscal Years Ending December 31:

	<u>2016</u>	<u>2017</u>
<b><u>Assets:</u></b>		
Cash and Equivalents	\$250,928	\$504,228
Tax Receivable	1,731,327	2,060,289
Accounts Receivable	502,609	497,238
Due From Other Governments	1,170,056	1,309,947
State and Federal Aid	180,861	862,225
Prepaid Expenditures	256,058	345,617
Due From Other Funds	<u>0</u>	<u>0</u>
<b>Total Assets</b>	<b><u><u>\$4,091,839</u></u></b>	<b><u><u>\$5,579,544</u></u></b>
<b><u>Liabilities:</u></b>		
Accounts Payable	\$922	\$3
Accrued Liabilities	1,170,364	1,450,967
Due to School District	660,691	785,815
Due to Other Funds	435,112	615,528
Due to Other Governments	1,346	0
Deferred Revenues	159,849	151,201
Deferred Tax Revenue	314,917	371,895
Tax Anticipation Notes	<u>69,549</u>	<u>76,961</u>
Total Liabilities	<b><u><u>\$2,812,750</u></u></b>	<b><u><u>\$3,452,370</u></u></b>
<b><u>Fund Balance:</u></b>		
Nonspendable	\$256,058	\$220,630
Restricted	373,101	190,815
Assigned	0	0
Unassigned	649,930	1,715,729
Total Equity and Other Credits	<b><u><u>\$1,279,089</u></u></b>	<b><u><u>\$2,127,174</u></u></b>
<b>Total Liabilities and Fund Balance</b>	<b><u><u>\$4,091,839</u></u></b>	<b><u><u>\$5,579,544</u></u></b>

Source: Audited Financial Statements of the City.

**CITY OF PORT JERVIS, NEW YORK**  
Statement of Revenues, Expenditures and Changes in Fund Balance - General Fund  
Fiscal Years Ending December 31:

	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
<b>Revenues:</b>					
Real Property Taxes	\$4,367,298	\$4,578,295	\$4,355,603	\$5,207,330	\$5,393,520
Other Tax Items	186,116	181,476	239,918	210,994	235,831
Non-Property Taxes	3,869,106	3,930,712	3,918,350	3,639,407	3,783,238
Departmental Income	352,959	263,841	1,105,742	1,521,622	1,633,699
Intergovernmental Charges	0	117,162	70,758	94,547	83,941
Use of Money and Property	90,117	64,749	251,412	185,302	227,774
Licenses and Permits	55,867	46,535	47,863	62,095	103,212
Fines and Forfeitures	136,111	161,412	148,239	151,421	149,661
Sale of Property and Compensation for Loss	318	91,667	46,992	-58,721	107,866
State Aid	1,609,490	1,558,877	1,558,428	1,688,813	1,535,376
Federal Aid	248,887	173,039	133,658	124,833	917,539
Miscellaneous	95,683	8,025	1,034	71,339	418,471
<b>Total Revenues</b>	<u>11,011,952</u>	<u>11,175,790</u>	<u>11,877,997</u>	<u>12,898,982</u>	<u>14,590,128</u>
<b>Expenditures:</b>					
General Government Support	1,543,632	1,633,911	1,578,446	1,613,320	1,419,281
Public Safety	4,001,659	3,943,158	4,096,557	4,087,169	4,312,846
Health	0	2,773	3,528	1,495	5,597
Transportation	1,068,631	1,086,874	968,131	934,861	974,948
Economic Opportunity and Development	158,733	155,603	70,205	51,991	118,682
Culture and Recreation	284,478	303,965	232,044	268,162	285,046
Home Community Services	543,302	621,944	795,029	1,016,936	1,953,714
Employee Benefits	3,357,584	3,392,281	3,484,396	3,768,921	3,924,550
Debt Service	732,062	785,562	779,829	704,384	747,379
<b>Total Expenditures</b>	<u>11,690,081</u>	<u>11,926,071</u>	<u>12,008,165</u>	<u>12,447,239</u>	<u>13,742,043</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(678,129)</u>	<u>(750,281)</u>	<u>(130,168)</u>	<u>451,743</u>	<u>848,085</u>
<b>Other Finance Sources (Uses):</b>					
Insurance Recoveries	57,237	0	0	0	0
Transfers In	0	109,212	210,000	10,957	10,000
Transfers Out	0	0	(182,286)	0	(10,000)
<b>Total Other Finance Sources (Uses)</b>	<u>57,237</u>	<u>109,212</u>	<u>27,714</u>	<u>10,957</u>	<u>0</u>
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	<u>(620,892)</u>	<u>(641,069)</u>	<u>(102,454)</u>	<u>462,700</u>	<u>848,085</u>
Fund Balance - Beginning of Year	2,163,005	1,542,113	918,843	816,389	1,279,089
Adjustments	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
<b>Fund Balance - End of Year</b>	<u>\$1,542,113</u>	<u>\$901,044</u>	<u>\$816,389</u>	<u>\$1,279,089</u>	<u>\$2,127,174</u>

Source: Audited Financial Statements of the City.

**APPENDIX C**

**FORM OF APPROVING LEGAL OPINION OF BOND COUNSEL**

Hawkins Delafield & Wood LLP  
7 World Trade Center  
250 Greenwich Street  
New York, New York 10007

October 10, 2018

The Common Council of the City of  
the City of Port Jervis,  
in the County of Orange, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the City of Port Jervis (the “City”), in the County of Orange, a municipal corporation of the State of New York, and have examined a record of proceedings relating to the authorization, sale and issuance of the City’s \$5,000,000 Bond Anticipation Note-2018 (the “Note”), dated and delivered on the date hereof.

In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof.

Based upon and subject to the foregoing, and in reliance thereon, as of the date hereof, we are of the following opinions:

1. The Note is a valid and legally binding general obligation of the City for which the City has validly pledged its faith and credit and, unless paid from other sources, all the taxable real property within the City is subject to the levy of ad valorem real estate taxes to pay the Note and interest thereon, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended. The enforceability of rights or remedies with respect to such Note may be limited by bankruptcy, insolvency, or other laws affecting creditors’ rights or remedies heretofore or hereafter enacted.

2. Under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Note 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 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 for taxable years beginning prior to January 1, 2018.

The Code establishes certain requirements that must be met subsequent to the issuance of the Note in order that the interest on the Note be and remain excludable from gross income under Section 103 of the Code. These requirements include, but are not limited to,

requirements relating to the use and expenditure of proceeds of the Note, restrictions on the investment of proceeds of the Note prior to expenditure and the requirement that certain earnings be rebated to the federal government. Noncompliance with such requirements may cause the interest on the Note to become subject to federal income taxation retroactive to the date of issuance thereof, irrespective of the date on which such noncompliance occurs or is ascertained.

On the date of issuance of the Note, the City will execute a Tax Certificate relating to the Note containing provisions and procedures pursuant to which such requirements can be satisfied. In executing the Tax Certificate, the City represents that it will comply with the provisions and procedures set forth therein and that it will do and perform all acts and things necessary or desirable to assure that the interest on the Note will, for federal income tax purposes, be excluded from gross income.

In rendering the opinion in this paragraph 2, we have relied upon and assumed (i) the material accuracy of the City's representations, statements of intention and reasonable expectations, and certifications of fact contained in the Tax Certificate with respect to matters affecting the status of the interest on the Note, and (ii) compliance by the City with the procedures and certifications set forth in the Tax Certificate as to such tax matters.

3. 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.

We express no opinion as to any other federal, state or local tax consequences arising with respect to the Note, or the ownership or disposition thereof, except as stated in paragraphs 2 and 3 above. We render our opinion under existing statutes and court decisions as of the date hereof, and assume no obligation to update, revise or supplement our opinion to reflect any action hereafter taken or not taken, any fact or circumstance that may hereafter come to our attention, any change in law or interpretation thereof that may hereafter occur, or for any other reason. We express no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, we express no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Note.

We give no assurances as to the accuracy, sufficiency or completeness of the Preliminary and/or Final Official Statement relating to the Note or any proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the City which have been or may hereafter be furnished or disclosed to purchasers of said Note.

Very truly yours,



**APPENDIX D**

**UNDERTAKING TO PROVIDE NOTICES OF EVENTS**

## UNDERTAKING TO PROVIDE NOTICES OF EVENTS

### Section 1. Definitions

“EMMA” shall mean the Electronic Municipal Market Access System implemented by the MSRB.

“GAAP” shall mean generally accepted accounting principles as in effect from time to time in the United States.

“Holder” shall mean any registered owner of the Securities and any beneficial owner of Securities within the meaning of Rule 13d-3 under the Securities Exchange Act of 1934.

“Issuer” shall mean the City of Port Jervis, in the County of Orange, a municipal corporation of the State of New York.

“MSRB” shall mean the Municipal Securities Rulemaking Board established in accordance with the provisions of Section 15B(b)(1) of the Securities Exchange Act of 1934.

“Purchaser” shall mean the financial institution referred to in the Certificate of Determination, executed by the City Clerk-Treasurer as of October 10, 2018.

“Rule 15c2-12” shall mean Rule 15c2-12 under the Securities Exchange Act of 1934, as amended through the date of this Undertaking, including any official interpretations thereof.

“Securities” shall mean the Issuer’s **\$5,000,000 Bond Anticipation Note-2018**, dated October 10, 2018, maturing October 10, 2019, and delivered on the date hereof.

Section 2. Obligation to Provide Notices of Events. (a) The Issuer hereby undertakes, for the benefit of Holders of the Securities, to provide or cause to be provided either directly or through Capital Markets Advisors LLC, 11 Grace Avenue, Suite 308, Great Neck, New York 11021 to the Electronic Municipal Market Access (“EMMA”) System implemented by the Municipal Securities Rulemaking Board established pursuant to Section 15B(b)(1) of the Securities Exchange Act of 1934, or any successor thereto or to the functions of such Board contemplated by the Undertaking, in a timely manner, not in excess of ten (10) business days after the occurrence of any such event, notice of any of the following events with respect to the Securities:

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults, if material;
- (3) unscheduled draws on debt service reserves reflecting financial difficulties;

- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) substitution of credit or liquidity providers, or their failure to perform;
- (6) 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 Securities, or other material events affecting the tax status of the Securities;
- (7) modifications to rights of Securities holders, if material;
- (8) Bond calls, if material, and tender offers;
- (9) defeasances;
- (10) release, substitution, or sale of property securing repayment of the Securities, if material;
- (11) rating changes;
- (12) bankruptcy, insolvency, receivership or similar event of the Issuer;

Note to clause (12): For the purposes of the event identified in clause (12) 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 Issuer 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 Issuer, 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 Issuer;

- (13) the consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, 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; and
- (14) appointment of a successor or additional trustee or the change of name of a trustee, if material.

(b) Nothing herein shall be deemed to prevent the Issuer from disseminating any other information in addition to that required hereby in the manner set forth herein or in any other manner. If the Issuer disseminates any such additional information, the Issuer shall have no obligation to update such information or include it in any future materials disseminated hereunder.

(c) Nothing herein shall be deemed to prevent the Issuer from providing notice of the occurrence of certain other events, in addition to those listed above, if the Issuer determines that any such other event is material with respect to the Securities; but the Issuer does not undertake to commit to provide any such notice of the occurrence of any event except those events listed above.

Section 3. Remedies. If the Issuer shall fail to comply with any provision of this Undertaking, then any Holder of Securities may enforce, for the equal benefit and protection of all Holders similarly situated, by mandamus or other suit or proceeding at law or in equity, this Undertaking against the Issuer and any of the officers, agents and employees of the Issuer, and may compel the Issuer or any such officers, agents or employees to perform and carry out their duties under this Undertaking; provided that the sole and exclusive remedy for breach of this Undertaking shall be an action to compel specific performance of the obligations of the Issuer hereunder and no person or entity shall be entitled to recover monetary damages hereunder under any circumstances. Failure to comply with any provision of this Undertaking shall not constitute an event of default on the Securities.

Section 4. Parties in Interest. This Undertaking is executed to assist the Purchaser to comply with (b)(5) of the Rule and is delivered for the benefit of the Holders. No other person shall have any right to enforce the provisions hereof or any other rights hereunder.

Section 5. Amendments. Without the consent of any holders of Securities, the Issuer at any time and from time to time may enter into any amendments or changes to this Undertaking for any of the following purposes:

- (a) to comply with or conform to any changes in Rule 15c2-12 (whether required or optional);
- (b) to add a dissemination agent for the information required to be provided hereby and to make any necessary or desirable provisions with respect thereto;
- (c) to evidence the succession of another person to the Issuer and the assumption of any such successor of the duties of the Issuer hereunder;
- (d) to add to the duties of the Issuer for the benefit of the Holders, or to surrender any right or power herein conferred upon the Issuer;
- (e) to cure any ambiguity, to correct or supplement any provision hereof which may be inconsistent with any other provision hereof, or to make any other provisions with respect to matters or questions arising under this

Undertaking which, in each case, comply with Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such amendment or change;

provided that no such action pursuant to this Section 5 shall adversely affect the interests of the Holders in any material respect. In making such determination, the Issuer shall rely upon an opinion of nationally recognized bond counsel.

Section 6. Termination. This Undertaking shall remain in full force and effect until such time as all principal, redemption premiums, if any, and interest on the Securities shall have been paid in full or the Securities shall have otherwise been paid or legally defeased in accordance with their terms. Upon any such legal defeasance, the Issuer shall provide notice of such defeasance to the EMMA System. Such notice shall state whether the Securities have been defeased to maturity or to redemption and the timing of such maturity or redemption.

Section 7. Undertaking to Constitute Written Agreement or Contract. This Undertaking shall constitute the written agreement or contract for the benefit of Holders of Securities, as contemplated under Rule 15c2-12.

Section 8. Governing Law. This Undertaking shall be governed by the laws of the State of New York determined without regard to principles of conflict of law.

IN WITNESS WHEREOF, the undersigned has duly authorized, executed and delivered this Undertaking as of **October 10, 2018**.

**CITY OF PORT JERVIS**

By \_\_\_\_\_  
City Clerk-Treasurer and Chief Fiscal Officer