

PRELIMINARY OFFICIAL STATEMENT DATED NOVEMBER 26, 2024

**NEW ISSUES
BOOK-ENTRY-ONLY BONDS**

**RATING: See "RATING" herein
SERIAL BONDS AND BOND ANTICIPATION NOTES**

In the opinion of Orrick, Herrington & Sutcliffe LLP, Bond Counsel, based upon an analysis of existing laws, regulations, rulings and court decisions, and assuming among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986. In the further opinion of Bond Counsel, interest on the Bonds and the Notes is not a specific preference item for purposes of the federal individual alternative minimum tax. Interest on the Bonds and the Notes included in adjusted financial statement income of certain corporations is not excluded from the federal corporate alternative minimum tax. Bond Counsel is also of the opinion that interest on the Bonds and the Notes is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York). Bond Counsel expresses no opinion regarding any other tax consequences related to the ownership or disposition of, or the amount, accrual or receipt of interest on, the Bonds and the Notes. See "TAX MATTERS" herein.

The Town WILL NOT designate the Bonds and the Notes as "qualified tax-exempt obligations" pursuant to the provisions of Section 265(b)(3) of the Code.

**TOWN OF EAST FISHKILL
DUTCHESS COUNTY, NEW YORK**

\$2,340,000*

**PUBLIC IMPROVEMENT (SERIAL) BONDS, 2024
(the "Bonds")**

Delivery Date: Date of Delivery

Maturity Date: December 15, 2025 - 2042

\$10,800,000

**BOND ANTICIPATION NOTES, 2024
(the "Notes")**

Delivery Date: December 19, 2024

Maturity Date: December 19, 2025

The Bonds and the Notes are general obligations of the Town of East Fishkill, in the County of Dutchess, New York (the "Town"), and will contain a pledge of the faith and credit of the Town for the payment of the principal thereof and interest thereon and, unless paid from other sources, the Bonds and the Notes are payable from ad valorem taxes which may be levied upon all the taxable real property within the Town, subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011, as amended (the "Tax Levy Limit Law"). (See "*The Tax Levy Limit Law*" herein).

The Bonds are dated their Date of Delivery and will bear interest from that date until maturity at the annual rate or rates as specified by the purchaser of the Bonds, payable on December 15, 2025 and semiannually thereafter on June 15 and December 15 in each year until maturity. The Bonds shall mature on December 15 in each year in the principal amounts specified on the inside cover page hereof. The Bonds will be subject to redemption prior to maturity. (See "*Optional Redemption*" herein).

The Notes are dated their Date of Issue and bear interest from that date until the Maturity Date, at the annual rate(s) as specified by the purchaser(s) of the Notes. The Notes will not be subject to redemption prior to maturity.

The Notes will be issued in registered form and, at the option of the purchaser(s), the Notes will be (i) registered in the name of the successful bidder or (ii) registered to Cede & Co., as the partnership nominee for The Depository Trust Company ("DTC") as book-entry notes.

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

The Bonds are issued in book-entry form, such bonds will be delivered to DTC, which will act as securities depository for the Bonds and for those Notes issued in book-entry form issued as registered to Cede & Co. Individual purchases of such Bonds and Notes may be made in book-entry form only, in principal amounts of \$5,000 or integral multiples thereof. Purchasers will not receive certificates representing their ownership interests in the Bonds and the Notes issued as book-entry-only bonds and notes. Payment of the principal of and interest on such Bonds and Notes will be made by the Town to DTC, which will in turn remit such principal and interest to its participants for subsequent disbursement to the beneficial owners of such Bonds and Notes as described herein. (See "*Book-Entry-Only System*" herein.)

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

The Bonds and the Notes are offered when, as and if issued and received by the purchaser(s) and subject to the receipt of the respective final approving opinions of Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel. It is anticipated that the Bonds and the Notes will be available for delivery through the offices of DTC on or about December 19, 2024.

THIS PRELIMINARY OFFICIAL STATEMENT IS IN A FORM DEEMED FINAL BY THE TOWN FOR PURPOSES OF SECURITIES AND EXCHANGE COMMISSION RULE 15c2-12 (THE "RULE"). FOR A DESCRIPTION OF THE TOWN'S AGREEMENT TO PROVIDE CONTINUING DISCLOSURE FOR THE BONDS AND CERTIFICATE TO PROVIDE NOTICES OF EVENTS FOR THE NOTES AS DESCRIBED IN THE RULE, SEE "DISCLOSURE UNDERTAKINGS" HEREIN.

Dated: December __, 2024

* Preliminary, subject to change.

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 Bonds or Notes offered by this Preliminary Official Statement, 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.

The Bonds will mature on December 15, subject to optional redemption, in the following years and principal amounts:

<u>Year</u>	<u>Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP***</u>	<u>Year</u>	<u>Amount*</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP***</u>
2025	\$95,000				2034**	\$1,030,000			
2026	100,000				2035**	1,065,000			
2027	680,000				2036**	1,105,000			
2028	715,000				2037**	1,145,000			
2029	750,000				2038**	1,190,000			
2030	790,000				2039**	1,235,000			
2031	825,000				2040**	1,285,000			
2032	870,000				2041**	1,335,000			
2033**	900,000				2042**	1,390,000			

* The principal maturities of the Bonds are subject to adjustment following their sale, pursuant to the terms of the accompanying Notice of Bond Sale.

** Subject to optional redemption prior to maturity. (See “*Optional Redemption*” herein).

*** CUSIP numbers have been assigned by an independent company not affiliated with the Town and are included solely for the convenience of the holders of the Bonds. The Town is not responsible for the selection or uses of these CUSIP numbers and no representation is made as to their correctness on the Bonds or as indicated above.

**TOWN OF EAST FISHKILL
DUTCHESS COUNTY, NEW YORK**

**Nicholas D'Alessandro
Supervisor**

TOWN BOARD

Tom FrancoCouncil Person
Emanuele MarinaroCouncil Person
Craig ArcoCouncil Person
Marianne Flores.....Council Person

TOWN OFFICIALS

Peter Cassidy Town Clerk
Mark Pozniak Comptroller
Thomas Wood, Esq. Town Attorney

INDEPENDENT AUDITORS

**RBT CPA's, LLP
Hudson, New York**

BOND COUNSEL

**Orrick, Herrington & Sutcliffe LLP
New York, New York**

MUNICIPAL ADVISOR



CAPITAL MARKETS ADVISORS, LLC
*Long Island * Western New York*
(516) 274-4504

No dealer, broker, salesman or other person has been authorized by the Town 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 Town. 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 Bonds or 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 Town 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 Town since the date hereof.

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OFFICIAL STATEMENT
TOWN OF EAST FISHKILL
DUTCHESS COUNTY, NEW YORK

relating to

\$2,340,000*

PUBLIC IMPROVEMENT (SERIAL) BONDS, 2024

and

\$10,800,000

BOND ANTICIPATION NOTES, 2024

This Official Statement, which includes the cover page and appendices hereto, presents certain information relating to the Town of East Fishkill, in the County of Dutchess, in the State of New York (the “Town”, “County” and “State,” respectively) in connection with the sale of \$2,340,000* Public Improvement (Serial) Bonds, 2024 (the “Bonds”) and \$10,800,000 Bond Anticipation Notes, 2024 (the “Notes”).

All quotations from and summaries and explanations of provisions of the Constitution and laws of the State and acts and proceedings of the Town 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 Bonds and the Notes and the proceedings of the Town relating thereto are qualified in their entirety by reference to the definitive form of the Bonds and the Notes and such proceedings.

THE BONDS

Description of the Bonds

The Bonds are dated their Date of Delivery and will bear interest from that date until maturity, payable on December 15, 2025 and semiannually thereafter on June 15 and December 15 in each year until maturity. The Bonds shall mature on December 15 in each year in the principal amounts specified on the inside cover page hereof. The Bonds are subject to optional redemption prior to maturity. (See “Optional Redemption” herein.)

The Bonds will be issued as registered bonds, registered to the Depository Trust Company (“DTC”). The Bonds will be registered in the name of Cede & Co., as nominee of DTC in New York, New York, which will act as securities depository for the Bonds. Individual purchases will be made in book-entry form, in the principal amount of \$5,000 or integral multiples thereof. Purchasers of the Bonds will not receive certificates representing their ownership interest in the Bonds. Payments of principal of and interest on the Bonds will be made by the Town to DTC, which will in turn remit such principal and interest to its Participants, for subsequent distribution to the Beneficial Owners of the Bonds.

The record date for payment of principal of and interest on the Bonds will be the last business day of the calendar month immediately preceding each interest payment date.

* Preliminary, subject to change.

Authority for and Purpose of the Bonds

The Bonds are issued pursuant to the State Constitution and statutes of the State, including among others, the Town Law and the Local Finance Law, constituting Chapter 33-a of the Consolidated Laws of the State of New York and other proceedings and determinations relating thereto, including bond resolutions adopted by the Town Board on their respective dates. Proceeds from the sale of the Bonds will be used to provide original financing as detailed in the table below.

<u>Purpose</u>	<u>Authorization Date</u>	<u>New Money</u>	<u>Amount to Bonds</u>
Highway Paving	08/22/24	\$ 1,500,000	\$ 1,500,000
Highway Equipment	08/22/24	500,000	500,000
Water (Taconic Estates)	11/09/23	<u>340,000</u>	<u>340,000</u>
	Totals:	<u>\$2,340,000</u>	<u>\$2,340,000</u>

THE NOTES

Description of the Notes

The Notes will be dated and will mature, without option of prior redemption, as stated on the cover page hereof.

The Notes will not be subject to redemption prior to maturity. Interest will be calculated on a 30-day month and 360-day year basis, payable at maturity.

At the option of the purchaser(s), the Notes will be (i) registered in the name of the successful bidder(s) or (ii) registered to Cede & Co., as the partnership nominee for The Depository Trust Company, New York, New York (“DTC”) as book entry notes. The Town will act as Paying Agent for the Notes. The Town contact information is as follows: Mark Pozniak, Comptroller, 330 Route 376, Hopewell Junction, New York 12533, (845) 226-2634, e-mail: pozniakm@eastfishkillny.gov.

Authority for and Purpose of the Notes

The Notes are issued pursuant to the State Constitution and statutes of the State, including among others, the Town Law, the Local Finance Law, and bond resolutions adopted by the Town Board on various dates authorizing the issuance of Notes to pay the cost of certain improvements as set forth in the table below.

<u>Purpose</u>	<u>Authorization Date</u>	<u>New Money</u>	<u>Amount to Notes</u>
Water (Multiple Districts)	04/25/24	\$ 5,000,000	\$ 5,000,000
Water (Route 52 Commercial)	02/08/24	800,000	800,000
Bridge (Carol Drive)	02/09/23	2,000,000	2,000,000
Road Improvements (Roundabout)	05/26/22	<u>3,000,000</u>	<u>3,000,000</u>
	Totals:	<u>\$10,800,000</u>	<u>\$10,800,000</u>

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

THE BONDS AND THE NOTES

Optional Redemption

The Bonds maturing on or before December 15, 2032 are not subject to redemption prior to maturity. The Bonds maturing on or after December 15, 2033 will be subject to redemption prior to maturity, at the option of the Town, on any date on or after December 15, 2032, in whole or in part, and if in part in any order of their maturity and in any amount within a maturity (selected by lot within a maturity), at the redemption equal to the principal amount of the Bonds to be redeemed, plus accrued interest to the date of redemption.

The Town may select the maturities of the Bonds to be redeemed and the amount to be redeemed of each maturity selected, as the Town shall determine to be in the best interest of the Town at the time of such redemption. If less than all the Bonds of any maturity are to be redeemed prior to maturity, the particular Bonds of such maturity to be redeemed shall be selected by the Town by lot in any customary manner of selection as determined by the Town Treasurer. Notice of such call for redemption shall be given by mailing such notice to the registered owner not less than thirty (30) days prior to such date. Notice of redemption having been given as aforesaid, the Bonds so called for redemption shall, on the date of redemption set forth in such call for redemption, become due and payable, together with accrued interest to such redemption date, and interest shall cease to be paid thereon after such redemption date.

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

Book-Entry-Only System

The Depository Trust Company (“DTC”), New York, New York, will act as securities depository for the Bonds and those Notes issued in book-entry form. Said Bonds and Notes 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 bond certificate will be issued for each maturity of the Bonds in the aggregate principal amount of such issue, and will be deposited with DTC. One fully-registered note certificate will be issued for notes bearing the same rate of interest and CUSIP number, and will be deposited with DTC.

DTC, the world’s largest depository, 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 and www.dtc.org.

Purchases of the Bonds and the Notes under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds and the Notes on DTC’s records. The ownership interest of each actual purchaser of each bond (“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 Bonds and the Notes are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Bonds and the Notes, except in the event that use of the book-entry system for the Bonds and the Notes is discontinued.

To facilitate subsequent transfers, all Bonds and Notes deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of the Bonds and the Notes with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds and the Notes; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds and Notes are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

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. (nor any other DTC nominee) will consent or vote with respect to the Bonds and the Notes unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Bonds and the Notes are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal and interest payments on the Bonds and the Notes will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the County, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC or the Town, 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 the Town, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds and the Notes at any time by giving reasonable notice to the Town. Under such circumstances, in the event that a successor depository is not obtained, bond and note certificates are required to be printed and delivered.

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

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Town believes to be reliable, but the Town takes no responsibility for the accuracy thereof.

Source: The Depository Trust Company

THE INFORMATION CONTAINED IN THE ABOVE SECTION CONCERNING DTC AND DTC'S BOOK-ENTRY SYSTEM HAS BEEN OBTAINED FROM SAMPLE OFFERING DOCUMENT LANGUAGE SUPPLIED BY DTC, BUT THE TOWN TAKES NO RESPONSIBILITY FOR THE ACCURACY THEREOF. IN

ADDITION, THE TOWN WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATION TO PARTICIPANTS, TO INDIRECT PARTICIPANTS OR TO ANY BENEFICIAL OWNER WITH RESPECT TO: (I) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC, ANY PARTICIPANT OR ANY INDIRECT PARTICIPANT; (II) THE PAYMENTS BY DTC OR ANY PARTICIPANT OR ANY INDIRECT PARTICIPANT OF ANY AMOUNT WITH RESPECT TO THE PRINCIPAL OF, OR PREMIUM, IF ANY, OR INTEREST ON THE BONDS AND THE NOTES OR (III) ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO OWNERS.

THE TOWN CANNOT AND DOES NOT GIVE ANY ASSURANCES THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC WILL DISTRIBUTE TO THE BENEFICIAL OWNERS OF THE BONDS AND THE NOTES (1) PAYMENTS OF PRINCIPAL OF OR INTEREST OR REDEMPTION PREMIUM ON THE BONDS AND THE NOTES (2) CONFIRMATIONS OF THEIR OWNERSHIP INTERESTS IN THE BONDS AND THE NOTES OR (3) OTHER NOTICES SENT TO DTC OR CEDE & CO., ITS PARTNERSHIP NOMINEE, AS THE REGISTERED OWNER OF THE BONDS AND THE NOTES, OR THAT THEY WILL DO SO ON A TIMELY BASIS, OR THAT DTC, DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS WILL SERVE AND ACT IN THE MANNER DESCRIBED IN THIS OFFICIAL STATEMENT.

THE TOWN WILL NOT HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO DTC, THE DIRECT PARTICIPANTS, THE INDIRECT PARTICIPANTS OF DTC OR THE BENEFICIAL OWNERS WITH RESPECT TO (1) THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC; (2) THE PAYMENT BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL AMOUNT OF OR INTEREST OR REDEMPTION PREMIUM ON THE BONDS AND THE NOTES; (3) THE DELIVERY BY DTC OR ANY DIRECT PARTICIPANTS OR INDIRECT PARTICIPANTS OF DTC OF ANY NOTICE TO ANY BENEFICIAL OWNER THAT IS REQUIRED OR PERMITTED TO BE GIVEN TO OWNERS; OR (4) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS THE REGISTERED HOLDER OF THE BONDS AND THE NOTES.

NATURE OF OBLIGATION

Each of the Bonds and the Notes, when duly issued and paid for, will constitute a contract between the Town and the holder thereof.

Holders of any series of bonds or notes of the Town may bring an action or commence a proceeding in accordance with the civil practice law and rules to enforce the rights of the holders of such series of notes or bonds.

The Bonds and the Notes will be general obligations of the Town and will contain a pledge of the faith and credit of the Town for the payment of the principal thereof and the interest thereon as required by the Constitution and laws of the State. For the payment of such principal and interest, the Town has power and statutory authorization to levy ad valorem taxes on all real property within the Town, subject to applicable statutory limitations.

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

Under the Constitution of the State, the Town is required to pledge its faith and credit for the payment of the principal of and interest on the Bonds and the Notes and is required to raise real estate taxes, and without specification, other revenues, if such levy is necessary to repay such indebtedness. While the Tax Levy Limitation Law imposes a statutory limitation on the Town’s power to increase its annual tax levy with the amount of such

increase limited by the formulas set forth in the Tax Levy Limitation Law, it also provides the procedural method to surmount that limitation. See “Tax Levy Limitation Law,” herein.

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

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

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

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

In addition, the Constitution of the State requires that every county, city, town, village, and school district in the State provide annually by appropriation for the payment of all interest and principal on its bonds and certain other obligations, and that, if at any time the respective appropriating authorities shall fail to make such appropriation, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes.

In the event that an appropriating authority were to make an appropriation for debt service and then decline to expend it for that purpose, this provision would not apply. However, the Constitution of the State does also provide that the fiscal officer of any county, city, town, or school district may be required to set apart and apply such first revenues at the suit of any holder of any such obligations.

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

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

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TAX LEVY LIMITATION LAW

On June 24, 2011, Chapter 97 of the New York Laws of 2011 was signed into law by the Governor (as amended, the "Tax Levy Limitation Law"). The Tax Levy Limitation Law applies to all local governments, including school districts (with the exception of New York City, the counties comprising New York City and school districts in New York City, Buffalo, Rochester, Syracuse and Yonkers, the latter four of which are affected indirectly by applicability to their respective city). It also applies to independent special districts and to town and county improvement districts as part of their parent municipalities tax levies.

The Tax Levy Limitation Law restricts, among other things, the amount of real property taxes (including assessments of certain special improvement districts) that may be levied by or on behalf of a municipality in a particular year, beginning with fiscal years commencing on or after January 1, 2012. While the Tax Levy Limitation Law was scheduled to expire in 2020, it was made permanent by legislation enacted in 2019. Pursuant to the Tax Levy Limitation Law, the tax levy of a municipality cannot increase by more than the lesser of (i) two percent (2%) or (ii) the annual increase in the consumer price index ("CPI"), over the amount of the prior year's tax levy. Certain adjustments would be permitted for taxable real property full valuation increases due to changes in physical or quantity growth in the real property base as defined in Section 1220 of the Real Property Tax Law. A municipality may exceed the tax levy limitation for the coming fiscal year only if the governing body of such municipality first enacts, by at least a sixty percent vote of the total voting strength of the board, a local law (resolution in the case of fire districts and certain special districts) to override such limitation for such coming fiscal year only. There are permissible exceptions to the tax levy limitation provided in the Tax Levy Limitation Law, including expenditures made on account of certain tort settlements and certain increases in the average actuarial contribution rates of the New York State and Local Employees' Retirement System, the Police and Fire Retirement System, and the Teachers' Retirement System. Municipalities are also permitted to carry forward a certain portion of their unused levy limitation from a prior year. Each municipality prior to adoption of its fiscal year budget must submit for review to the State Comptroller any information that is necessary in the calculation of its tax levy for such fiscal year.

The Tax Levy Limitation Law does not contain an exception from the levy limitation for the payment of debt service on either outstanding general obligation debt of municipalities or such debt incurred after the effective date of the Tax Levy Limitation Law (June 24, 2011).

While the Tax Levy Limitation Law may constrict an issuer's power to levy real property taxes for the payment of debt service on debt contracted after the effective date of the Tax Levy Limitation Law, it is clear that no statute is able (1) to limit an issuer's pledge of its faith and credit to the payment of any of its general obligation indebtedness or (2) to limit an issuer's levy of real property taxes to pay debt service on general obligation debt contracted prior to the effective date of the Tax Levy Limitation Law. Whether the Constitution grants a municipality authority to treat debt service payments as a constitutional exception to such a statutory tax levy limitation is not clear.

SPECIAL PROVISIONS AFFECTING REMEDIES UPON DEFAULT

General Municipal Law Contract Creditors' Provision. Each Bond and Note, when duly issued and paid for, will constitute a contract between the Town and the holder thereof. Under current law, provision is made for contract creditors of the Town to enforce payments upon such contracts, if necessary, through court action. Section 3-a of the General Municipal Law provides, subject to exceptions not pertinent, that the rate of interest to be paid by the Town upon any judgment or accrued claim against it on an amount adjudged due to a creditor shall not exceed nine per centum per annum from the date due to the date of payment. This provision might be construed to have application to the holders of the Bonds and the Notes in the event of a default in the payment of the principal of and interest on the Bonds and the Notes.

Execution/Attachment of Municipal Property. As a general rule, property and funds of a municipal corporation serving the public welfare and interest have not been judicially subjected to execution or attachment to satisfy a judgment, although judicial mandates have been issued to officials to appropriate and pay judgments out of certain

funds or the proceeds of a tax levy. In accordance with the general rule with respect to municipalities, judgments against the Town may not be enforced by levy and execution against property owned by the Town.

Authority to File for Municipal Bankruptcy. The Federal Bankruptcy Code allows public bodies, such as counties, cities, towns and villages, recourse to the protection of a Federal Court for the purpose of adjusting outstanding indebtedness. Section 85.80 of the Local Finance Law contains specific authorization for any municipality in the State or its emergency control board to file a petition under any provision of Federal bankruptcy law for the composition or adjustment of municipal indebtedness.

The State has consented that any municipality in the State may file a petition with the United States District Court or court of bankruptcy under any provision of the laws of the United States, now or hereafter in effect, for the composition or adjustment of municipal indebtedness. Subject to such State consent, under the United States Constitution, Congress has jurisdiction over such matters and has enacted amendments to the existing federal bankruptcy statute, being Chapter 9 thereof, generally to the effect and with the purpose of affording municipal corporations, under certain circumstances, with easier access to judicially approved adjustment of debt, including judicial control over identifiable and unidentifiable creditors.

No current state law purports to create any priority for holders of the Bonds and the Notes should the Town be under the jurisdiction of any court, pursuant to the laws of the United States, now or hereafter in effect, for the composition or adjustment of municipal indebtedness.

The rights of the owners of the Bonds and the Notes to receive interest and principal from the Town could be adversely affected by the restructuring of the Town's debt under Chapter 9 of the Federal Bankruptcy Code. No assurance can be given that any priority of holders of debt obligations issued by the Town (including the Bonds and the Notes) to payment from monies retained in any debt service fund or from other cash resources would be recognized if a petition were filed by or on behalf of the Town under the Federal Bankruptcy Code or pursuant to other subsequently enacted laws relating to creditors' rights; such monies might, under such circumstances, be paid to satisfy the claims of all creditors generally.

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

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

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

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

Right of Municipality or State to Declare a Municipal Financial Emergency and Stay Claims Under State Debt Moratorium Law. The State Legislature is authorized to declare by special act that a state of financial

emergency exists in any county, city, town or village. (The provision does not by its terms apply to school districts or fire districts.) In addition, the State Legislature may authorize by special act establishment of an “emergency financial control board” for any county, city, town or village upon determination that such a state of financial emergency exists. Thereafter, unless such special act provides otherwise, a voluntary petition to stay claims may be filed by any such municipality (or by its emergency financial control board in the event said board requests the municipality to petition and the municipality fails to do so within five days thereafter). A petition filed in supreme court in the county in which the municipality is located in accordance with the requirements of Title 6-A of the Local Finance Law (“Title 6-A”) effectively prohibits the doing of any act for ninety days in the payment of claims against the municipality, including payment of debt service on outstanding indebtedness.

This includes staying the commencement or continuation of any court proceedings seeking payment of debt service due, the assessment, levy or collection of taxes by or for the municipality or the application of any funds, property, receivables or revenues of the municipality to the payment of debt service. The stay can be vacated under certain circumstances with provisions for the payment of amounts due or overdue upon a demand for payment in accordance with the statutory provisions set forth therein. The filing of a petition may be accompanied with a proposed repayment plan which, upon court order approving the plan, may extend any stay in the payment of claims against the municipality for such “additional period of time as is required to carry out fully all the terms and provisions of the plan with respect to those creditors who accept the plan or any benefits thereunder.” Court approval is conditioned, after a hearing, upon certain findings as provided in Title 6-A.

A proposed plan can be modified prior to court approval or disapproval. After approval, modification is not permissible without court order after a hearing. If not approved, the proposed plan must be amended within ten days or else the stay is vacated and claims, including debt service due or overdue, must be paid. It is at the discretion of the court to permit additional filings of amended plans and continuation of any stay during such time. A stay may be vacated or modified by the court upon motion of any creditor if the court finds after a hearing that the municipality has failed to comply with a material provision of an accepted repayment plan or that due to a “material change in circumstances” the repayment plan is no longer in compliance with statutory requirements.

Once an approved repayment plan has been completed, the court, after a hearing upon motion of any creditor, or a motion of the municipality or its emergency financial control board, will enter an order vacating any stay then in effect and enjoining of creditors who accepted the plan or any benefits thereunder from commencing or continuing any court action, proceeding or other act described in Title 6-A relating to any debt included in the plan.

Title 6-A requires notice to all creditors of each material step in the proceedings. Court determinations adverse to the municipality or its financial emergency control board are appealable as of right to the appellate division in the judicial department in which the court is located and thereafter, if necessary, to the Court of Appeals. Such appeals stay the judgment or appealed from and all other actions, special proceedings or acts within the scope of Section 85.30 of Title 6-A pending the hearing and determination of the appeals.

Whether Title 6-A is valid under the Constitutional provisions regarding the payment of debt service is not known. However, based upon the decision in the Flushing National Bank case described above, its validity is subject to doubt.

While the State Legislature has from time to time adopted legislation in response to a municipal fiscal emergency and established public benefit corporations with a broad range of financial control and oversight powers to oversee such municipalities, generally such legislation has provided that the provisions of Title 6-A are not applicable during any period of time that such a public benefit corporation has outstanding indebtedness issued on behalf of such municipality.

Fiscal Stress and State Emergency Financial Control Boards. Pursuant to Article IX Section 2(b)(2) of the State Constitution, any local government in the State may request the intervention of the State in its “property, affairs and government” by a two-thirds vote of the total membership of its legislative body or on request of its chief executive officer concurred in by a majority of such membership. This has resulted in the adoption of special acts for the establishment of public benefit corporations with varying degrees of authority to control the finances (including debt issuance) of the cities of Buffalo, Troy and Yonkers and the County of Nassau. The specific authority, powers and composition of the financial control boards established by these acts varies based upon circumstances and needs.

Generally, the State legislature has granted such boards the power to approve or disapprove budget and financial plans and to issue debt on behalf of the municipality, as well as to impose wage and/or hiring freezes and approve collective bargaining agreements in certain cases. Implementation is left to the discretion of the board of the public benefit corporation. Such a State financial control board was first established for New York City in 1975. In addition, on a certificate of necessity of the governor reciting facts which in the judgment of governor constitute an emergency requiring enactment of such laws, with the concurrences of two-thirds of the members elected in each house of the State legislature, the State is authorized to intervene in the “property, affairs and governments” of local government units. This occurred in the case of the County of Erie in 2005. The authority of the State to intervene in the financial affairs of local government is further supported by Article VIII, Section 12 of the Constitution, which declares it to be the duty of the State legislature to restrict, subject to other provisions of the Constitution, the power of taxation, assessment, borrowing money and contracting indebtedness and loaning the credit of counties, cities, towns and villages so as to prevent abuses in taxation and assessment and in contracting indebtedness by them.

In 2013, the State established a new state advisory board to assist counties, cities, towns and villages in financial distress. The Financial Restructuring Board for Local Governments (the “FRB”), is authorized to conduct a comprehensive review of the finances and operations of any such municipality deemed by the FRB to be fiscally eligible for its services upon request by resolution of the municipal legislative body and concurrence of its chief executive. The FRB is authorized to make recommendations for, but cannot compel improvement of fiscal stability, management and delivery of municipal services, including shared services opportunities and is authorized to offer grants and/or loans of up to \$5,000,000 through a Local Government Performance and Efficiency Program to undertake certain recommendations. If a municipality agrees to undertake the FRB recommendations, it will be automatically bound to fulfill the terms in order to receive the aid.

The FRB is also authorized to serve as an alternative arbitration panel for binding arbitration.

Although from time to time there have been proposals for the creation of a statewide financial control board with broad authority over local governments in the State, the FRB does not have emergency financial control board powers to intervene, such as the public benefit corporations established by special acts as described above.

Several municipalities in the State are presently working with the FRB. The Town has not applied to the FRB and does not reasonably expect to do so in the foreseeable future. School districts and fire districts are not eligible for FRB assistance.

Constitutional Non-Appropriation Provision. There is in the Constitution of the State, Article VIII, Section 2, the following provision relating to the annual appropriation of monies for the payment of due principal of and interest on indebtedness of every county, city, town, village and school district in the State: “If at any time the respective appropriating authorities shall fail to make such appropriations, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes. The fiscal officer of any county, city, town, village or school district may be required to set aside and apply such revenues as aforesaid at the suit of any holder of obligations issued for any such indebtedness.” This constitutes a specific non-exclusive constitutional remedy against a defaulting municipality or school district; however, it does not apply in a context in which monies have been appropriated for debt service but the appropriating authorities decline to use such monies to pay debt service. However, Article VIII, Section 2 of the Constitution of the State also provides that the fiscal officer of any county, city, town, village or school district may be required to set apart and apply such revenues at the suit of any holder of any obligations of indebtedness issued with the pledge of the faith of the credit of such political subdivision. (See “General Municipal Law Contract Creditors’ Provision” herein.)

The Constitutional provision providing for first revenue set asides does not apply to tax anticipation notes, revenue anticipation notes or bond anticipation notes.

Default Litigation. In prior years, certain events and legislation affecting a holder’s remedies upon default have resulted in litigation. While courts of final jurisdiction have upheld and sustained the rights of noteholders and bondholders, such courts might hold that future events including financial crises as they may occur in the State and in political subdivisions of the State, require the exercise by the State or its political subdivisions of emergency and police powers to assure the continuation of essential public services prior to the payment of debt service. (See “NATURE OF OBLIGATION” and “State Debt Moratorium Law” herein.)

No Past Due Debt. No principal of or interest on Town indebtedness is past due. The Town has never defaulted in the payment of the principal of and interest on any indebtedness.

RISK FACTORS

The financial and economic condition of the Town as well as the market for the Bonds and the Notes could be affected by a variety of factors, some of which are beyond the Town's control. There can be no assurance that adverse events in the State and in other jurisdictions, including, for example, the seeking by a municipality or large taxable property owner of remedies pursuant to the Federal Bankruptcy Code or otherwise, will not occur which might affect the market price of and the market for the Bonds and the Notes. If a significant default or other financial crisis should occur in the affairs of the State or another jurisdiction or any of its agencies or political subdivisions thereby further impairing the acceptability of obligations issued by borrowers within the State, both the ability of the Town to arrange for additional borrowings, and the market for and market value of outstanding debt obligations, including the Bonds, could be adversely affected.

There can be no assurance that the State appropriation for State aid to school districts or municipalities will be continued in future years, either pursuant to existing formulas or in any form whatsoever. State aid appropriated and apportioned to the Town can be paid only if the State has such monies available therefor. The availability of such monies and the timeliness of such payment may also be affected by a delay in the adoption of the State budget and other possible circumstances, including fiscal stress. The Town is not very dependent on State aid, however, State aid appropriated and apportioned to the Town can be paid only if the State has such monies available therefor. (See "*State Aid*", "*Sales Tax*" and "*Impacts of COVID-19*" herein).

If and when a holder of any of the Bonds and the Notes should elect to sell a Bond prior to its maturity, there can be no assurance that a market shall have been established, maintained and be in existence for the purchase and sale of any of the Bonds and the Notes. In addition, the price and principal value of the Bonds and the Notes is dependent on the prevailing level of interest rates; if interest rates rise, the price of a bond will decline, causing the bondholder to incur a potential capital loss if such bond is sold prior to its maturity.

Amendments to the U.S. Internal Revenue Code could reduce or eliminate the favorable tax treatment granted to municipal debt, including the Bonds and the Notes and other debt issued by the Town. Any such future legislation could have an adverse effect on the market value of the Bonds and the Notes (See "*Tax Matters*" herein).

The enactment of Chapter 97 of the New York Laws of 2011 on June 24, 2011, which imposes a tax levy limitation upon municipalities, including the Town, school districts, and fire districts in the State could have an impact upon operations of the Town and as a result, the market price for the Bonds and the Notes. (See "*Tax Levy Limitation Law*," herein.)

CYBERSECURITY

The Town, 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 Town faces multiple cyber threats including, but not limited to, hacking, viruses, malware, hardware failures 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 Town invests 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 Town digital networks and systems and the costs of remedying any such damage could be substantial.

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LITIGATION

The Town from time to time receives notices of claim and is party to litigation. In the opinion of the Town Attorney, unless otherwise set forth herein and apart from matters provided for by applicable insurance coverage, there are no claims or actions pending which, if determined against the Town, would have an adverse material effect on the financial condition of the Town.

Certain property owners have filed certiorari petitions under Article 7 of the Real Property Tax Law. Such petitions allege that property values as presently determined are excessive and request assessment reductions and, in most actions, a refund of property taxes previously paid. According to the Town, the expected liability for currently filed claims, if any, is not substantial and settlement of these claims will not have a significant financial impact on the Town.

There is no action, suit proceedings or investigation, at law or in equity, before or by any court, public board or body pending or, to the best knowledge of the Town, threatened against or affecting the Town to restrain or enjoin the issuance, sale or delivery of the Notes or the levy and collection of taxes or assessments to pay same, or in any way contesting or affecting the validity of the Notes or any proceedings or authority of the Town taken with respect to the authorization, issuance or sale of the Notes or contesting the corporate existence or boundaries of the Town

TAX MATTERS

In the opinion of Orrick, Herrington & Sutcliffe LLP (“Bond Counsel”), based upon an analysis of existing laws, regulations, rulings, and court decisions, and assuming, among other matters, the accuracy of certain representations and compliance with certain covenants, interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986 (the “Code”) and is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York). Bond Counsel is of the further opinion that interest on the Bonds is not a specific preference item for purposes of the federal individual alternative minimum tax. Interest on the Bonds and the Notes included in adjusted financial statement income of certain corporations is not excluded from the federal corporate alternative minimum tax. A complete copy of the proposed forms of opinions of Bond Counsel are set forth in “APPENDIX D”.

To the extent the issue price of any maturity of the Bonds and the Notes is less than the amount to be paid at maturity of such Bonds and Notes (excluding amounts stated to be interest and payable at least annually over the term of such Bonds and Notes), the difference constitutes “original issue discount,” the accrual of which, to the extent properly allocable to each owner thereof, is treated as interest on the Notes which is excluded from gross income for federal income tax purposes and exempt from State of New York personal income taxes. For this purpose, the issue price of a particular maturity of the Bonds and the Notes is the first price at which a substantial amount of such maturity of the Bonds and the Notes is sold to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters, placement agents or wholesalers). The original issue discount with respect to any maturity of the Bonds and the Notes accrues daily over the term to maturity of such Bonds and the Notes on the basis of a constant interest rate compounded semiannually (with straight-line interpolations between compounding dates). The accruing original issue discount is added to the adjusted basis of such Bonds and Notes to determine taxable gain or loss upon disposition (including sale, redemption, or payment on maturity) of such Bonds and Notes. Owners of the Bonds and the Notes should consult their own tax advisors with respect to the tax consequences of ownership of Bonds and Notes with original issue discount, including the treatment of owners who do not purchase such Bonds and Notes in the original offering to the public at the first price at which a substantial amount of such Bonds and Notes is sold to the public.

Bonds and Notes purchased, whether at original issuance or otherwise, for an amount higher than their principal amount payable at maturity (or, in some cases, at their earlier call date) (“Premium Bonds”) will be treated as having amortizable bond premium. No deduction is allowable for the amortizable bond premium in the case of bonds, like the Premium Bonds, the interest on which is excluded from gross income for federal income tax purposes. However, the amount of tax-exempt interest received, and an owner’s basis in a Premium Bond, will be reduced by the amount of amortizable bond premium properly allocable to such owner. Owners of Premium Bonds should

consult their own tax advisors with respect to the proper treatment of amortizable bond premium in their particular circumstances.

Bond Counsel is of the further opinion that the amount treated as interest on the Bonds and the Notes and excluded from gross income will depend upon the taxpayer's election under Internal Revenue Notice 94-84. Notice 94-84, 1994-2 C.B. 559, states that the Internal Revenue Service (the "IRS") is studying whether the amount of the stated interest payable at maturity on short-term debt obligations (i.e., debt obligations with a stated fixed rate of interest which mature not more than one year from the date of issue) that is excluded from gross income for federal income tax purposes should be treated (i) as qualified stated interest or (ii) as part of the stated redemption price at maturity of the short-term debt obligation, resulting in treatment as accrued original issue discount (the "original issue discount"). The Bonds and the Notes will be issued as short-term debt obligations. Until the IRS provides further guidance with respect to tax-exempt short-term debt obligations, taxpayers may treat the stated interest payable at maturity either as qualified stated interest or as includable in the stated redemption price at maturity, resulting in original issue discount as interest that is excluded from gross income for federal income tax purposes. However, taxpayers must treat the amount to be paid at maturity on all tax-exempt short-term debt obligations in a consistent manner. Taxpayers should consult their own tax advisors with respect to the tax consequences of ownership of Bonds and Notes if the taxpayer elects original issue discount treatment.

The Code imposes various restrictions, conditions and requirements relating to the exclusion from gross income for federal income tax purposes of interest on obligations such as the Bonds and the Notes. The Town has covenanted to comply with certain restrictions designed to ensure that interest on the Bonds and the Notes will not be included in federal gross income. Inaccuracy of these representations or failure to comply with these covenants may result in interest on the Bonds and the Notes being included in gross income for federal income tax purposes possibly from the date of original issuance of the Bonds and the Notes. The opinion of Bond Counsel assumes compliance with these covenants. Bond Counsel has not undertaken to determine (or to inform any person) whether any actions taken (or not taken) or events occurring (or not occurring) after the date of issuance of the Bonds and the Notes may adversely affect the value of, or the tax status of interest on, the Bonds and the Notes. Further, no assurance can be given that pending or future legislation or amendments to the Code, if enacted into law, or any proposed legislation or amendments to the Code, will not adversely affect the value of, or the tax status of interest on, the Bonds and the Notes.

Certain requirements and procedures contained or referred to in the Arbitrage Certificate, and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Notes) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents. Bond Counsel expresses no opinion as to any Bonds and Notes or the interest thereon if any such change occurs or action is taken or omitted.

Although Bond Counsel is of the opinion that interest on the Bonds and the Notes is excluded from gross income for federal income tax purposes and is exempt from personal income taxes imposed by the State of New York or any political subdivision thereof (including The City of New York), the ownership or disposition of, or the amount, accrual or receipt of interest on, the Bonds and the Notes may otherwise affect an owner's federal or state tax liability. The nature and extent of these other tax consequences will depend upon the particular tax status of the owner or the owner's other items of income or deduction. Bond Counsel expresses no opinion regarding any such other tax consequences.

Current and future legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the Bonds and the Notes to be subject, directly or indirectly, to federal income taxation or to be subject to or exempted from state income taxation, or otherwise prevent owners from realizing the full current benefit of the tax status of such interest. The introduction or enactment of any such legislative proposals, clarification of the Code or court decisions may also affect the market price for, or marketability of, the Bonds and the Notes. Prospective purchasers of the Bonds and the Notes should consult their own tax advisors regarding any pending or proposed federal or state tax legislation, regulations or litigation, as to which Bond Counsel expresses no opinion.

The opinion of Bond Counsel is based on current legal authority, covers certain matters not directly addressed by such authorities, and represents Bond Counsel's judgment as to the proper treatment of the Bonds and the Notes for federal income tax purposes. It is not binding on the Internal Revenue Service ("IRS") or the courts. Furthermore,

Bond Counsel cannot give and has not given any opinion or assurance about the future activities of the Town, or about the effect of future changes in the Code, the applicable regulations, the interpretation thereof or the enforcement thereof by the IRS. The Town has covenanted, however, to comply with the requirements of the Code.

Bond Counsel's engagement with respect to the Bonds and the Notes ends with the issuance of the Bonds and the Notes, and, unless separately engaged, Bond Counsel is not obligated to defend the Town or the owners regarding the tax-exempt status of the Bonds and the Notes in the event of an audit examination by the IRS. Under current procedures, owners would have little, if any, right to participate in the audit examination process. Moreover, because achieving judicial review in connection with an audit examination of tax-exempt bonds is difficult, obtaining an independent review of IRS positions with which the Town legitimately disagrees, may not be practicable. Any action of the IRS, including but not limited to selection of the Bonds and the Notes for audit, or the course or result of such audit, or an audit of bonds presenting similar tax issues may affect the market price for, or the marketability of, the Bonds and the Notes, and may cause the Town or the owners to incur significant expense.

Payments on the Bonds and the Notes generally will be subject to U.S. information reporting and possibly to "backup withholding." Under Section 3406 of the Code and applicable U.S. Treasury Regulations issued thereunder, a non-corporate owner of Bonds and Notes may be subject to backup withholding with respect to "reportable payments," which include interest paid on the Bonds and the Notes and the gross proceeds of a sale, exchange, redemption, retirement or other disposition of the Bonds and the Notes. The payor will be required to deduct and withhold the prescribed amounts if (i) the payee fails to furnish a U.S. taxpayer identification number ("TIN") to the payor in the manner required, (ii) the IRS notifies the payor that the TIN furnished by the payee is incorrect, (iii) there has been a "notified payee underreporting" described in Section 3406(c) of the Code or (iv) the payee fails to certify under penalty of perjury that the payee is not subject to withholding under Section 3406(a)(1)(C) of the Code. Amounts withheld under the backup withholding rules may be refunded or credited against an owner's federal income tax liability, if any, provided that the required information is timely furnished to the IRS. Certain owners (including among others, corporations and certain tax-exempt organizations) are not subject to backup withholding. The failure to comply with the backup withholding rules may result in the imposition of penalties by the IRS.

LEGAL MATTERS

Legal matters incident to the authorization, issuance and sale of the Bonds and the Notes are subject to the respective approving legal opinion of Orrick, Herrington & Sutcliffe LLP, Bond Counsel. Bond Counsel's opinions will be in substantially the forms attached hereto as Appendices D and E.

DISCLOSURE UNDERTAKINGS

Disclosure Undertaking for the Bonds

In accordance with the requirements of Rule 15c2-12 as the same may be amended or officially interpreted from time to time (the "Rule") promulgated by the Securities and Exchange Commission (the "Commission"), the Town has agreed to provide, or cause to be provided,

(1) to the Electronic Municipal Market Access ("EMMA") system of the Municipal Securities Rulemaking Board ("MSRB") or any other entity designated or authorized by the Commission to receive reports pursuant to the Rule, during each fiscal year in which the Bonds are outstanding, (i) certain annual financial information and operating data for the preceding fiscal year in a form generally consistent with the information contained or cross-referenced in the Final Official Statement dated December 5, 2024 of the Town relating to the Bonds under the heading "Litigation", in Appendix A under the headings "The Town", "Financial Factors", "Tax Information" and "Town Indebtedness" and Appendix B by the end of the sixth month following the end of each succeeding fiscal year, commencing with the fiscal year ending December 31, 2024, and (ii) a copy of the audited financial statement, if any, (prepared in accordance with accounting principles generally accepted in the United States of America in effect at the time of the audit) for the preceding fiscal year, commencing with the fiscal year ending December 31,

2024 such audit, if any, will be so provided on or prior to the later of either the end of the sixth month of each such succeeding fiscal year or, if an audited financial statement is not available at that time, within sixty days following receipt by the Town of its audited financial statement for the preceding fiscal year, but, in any event, not later than the last business day of each such succeeding fiscal year; and provided further, in the event that the audited financial statement for any fiscal year is not available by the end of the sixth month following the end of any such succeeding fiscal year, unaudited financial statements in the form provided to the State, if available, will be provided no later than said date; provided however, that provision of unaudited financial statements in any year shall be further conditioned upon a determination by the Town of whether such provision is compliant with the requirements of federal securities laws including Rule 10b-5 of the Securities Exchange Act of 1934 and Rule 17(a)(2) of the Securities Act of 1933;

(2) in a timely manner not in excess of ten business days, to EMMA, notice of the occurrence of any of the following events with respect to the Bonds:

(i) principal and interest payment delinquencies; (ii) non-payment related defaults, if material; (iii) unscheduled draws on debt service reserves reflecting financial difficulties; (iv) unscheduled draws on credit enhancements reflecting financial difficulties; (v) substitution of credit or liquidity providers, or their failure to perform; (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds; (vii) modifications to rights of Bondholders, if material; (viii) Bond calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Bonds, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the Town; (xiii) the consummation of a merger, consolidation, or acquisition involving the Town or the sale of all or substantially all of the assets of the Town, 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 (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a Financial Obligation (as defined in the Rule) of the Town, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Town, any of which affect Bond holders, if material; and (xvi) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the Town, any of which reflect financial difficulties.

Event (iii) is included pursuant to a letter for the SEC staff to the National Association of Bond Lawyers dated September 19, 1995. However, event (iii) is not applicable, since no “debt service reserves” will be established for the Bonds.

With respect to event (iv) the Town does not undertake to provide any notice with respect to credit enhancement added after the primary offering of the Bonds.

With respect to event (xii) above, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Town 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 Town, 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 Town.

With respect to events (xv) and (xvi) above, the term “Financial Obligation” means a (a) debt obligation; (b) derivative instrument entered into with, or pledged as security or source of payment for, an existing or planned debt obligation; or (c) guarantee of (a) or (b). The term Financial Obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

The Town may provide notice of the occurrence of certain other events, in addition to those listed above, if it determines that any such other event is material with respect to the Bonds; but the Town does not undertake to commit to provide any such notice of the occurrence of any event except those events listed above; and

(3) in a timely manner, to EMMA, notice of its failure to provide the aforescribed annual financial information and operating data and such audited financial statement, if any, on or before the date specified.

The Town reserves the right to terminate its obligations to provide the aforescribed annual financial information and operating data and such audited financial statement, if any, and notices of material events, as set forth above, if and when the Town no longer remains an obligated person with respect to the Bonds within the meaning of the Rule. The Town acknowledges that its undertaking pursuant to the Rule described under this heading is intended to be for the benefit of the holders of the Bonds (including holders of beneficial interests in the Bonds). The right of holders of the Bonds to enforce the provisions of the undertaking will be limited to a right to obtain specific enforcement of the Town's obligations under its continuing disclosure undertaking and any failure by the Town to comply with the provisions of the undertaking will neither be a default with respect to the Bonds nor entitle any holder of the Bonds to recover monetary damages.

The Town reserves the right to modify from time to time the specific types of information provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the Town; provided that, the Town agrees that any such modification will be done in a manner consistent with the Rule.

An undertaking to provide continuing disclosure as described above shall be provided to the Underwriter at the closing.

Disclosure Undertaking for the Notes

This Official Statement is in a form "deemed final" by the Town for the purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule"). At the time of the delivery of the Notes, the Town will provide an executed copy of its "Undertaking to Provide Notice of Certain Material Events" (the "Undertaking"). Said Undertaking will constitute a written agreement or contract of the Town for the benefit of holders of and owners of beneficial interests in the Notes, to provide, or cause to be provided, timely notice not in excess of ten (10) business days after the occurrence of any of the following events with respect to the Notes:

(i) principal and interest payment delinquencies; (ii) non-payment related defaults, if material; (iii) unscheduled draws on debt service reserves reflecting financial difficulties; (iv) unscheduled draws on credit enhancements reflecting financial difficulties; (v) substitution of credit or liquidity providers, or their failure to perform; (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Notes, or other material events affecting the tax status of the Notes; (vii) modifications to rights of Noteholders, if material; (viii) Note calls, if material, and tender offers; (ix) defeasances; (x) release, substitution, or sale of property securing repayment of the Notes, if material; (xi) rating changes; (xii) bankruptcy, insolvency, receivership or similar event of the Town; (xiii) the consummation of a merger, consolidation, or acquisition involving the Town or the sale of all or substantially all of the assets of the Town, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; (xiv) appointment of a successor or additional trustee or the change of name of a trustee, if material; (xv) incurrence of a "financial obligation" (as defined in the Rule) of the Town, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation, any of which affect security holders, if material; and (xvi) default, event of acceleration, termination event, modification of terms or other similar events under a financial obligation of the Town, if any such event reflects financial difficulties.

Event (iii) is included pursuant to a letter from the SEC staff to the National Association of Bond Lawyers dated September 19, 1995. However, event (iii) is not applicable, since no "debt service reserves" will be established for the Notes.

With respect to event (iv) the Town does not undertake to provide any notice with respect to credit enhancement added after the primary offering of the Notes.

With respect to event (xii) above, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Town 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 Town, 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 Town.

With respect to events (xv) and (xvi) above, the term “Financial Obligation” means a (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) guarantee of (a) or (b). The term Financial Obligation shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

The Town may provide notice of the occurrence of certain other events, in addition to those listed above, if it determines that any such other event is material with respect to the Notes; but the Town does not undertake to commit to provide any such notice of the occurrence of any material event except those events listed above.

The Town’s Undertaking shall remain in full force and effect until such time as the principal of, redemption premiums, if any, and interest on the Notes shall have been paid in full. The sole and exclusive remedy for breach or default under the Undertaking is an action to compel specific performance of the undertakings of the Town, and no person or entity, including a holder of the Notes, shall be entitled to recover monetary damages thereunder under any circumstances. Any failure by the Town to comply with the Undertaking will not constitute a default with respect to the Notes.

The Town reserves the right to amend or modify the Undertaking under certain circumstances set forth therein; provided that, any such amendment or modification will be done in consultation with nationally recognized bond counsel in a manner consistent with Rule 15c2-12 as then in effect.

Compliance History

On October 17, 2019, the Town issued \$2,920,000 Bond Anticipation Notes – 2019 Series B (Federally Taxable). These notes were purchased by Greene County Commercial Bank. An event notice disclosing the incurrence of the financial obligation was filed on April 21, 2020, more than ten business days after the closing of said note.

For the fiscal year ended December 31, 2021, the Town’s audited financial statements were not filed in a timely manner by the last business day of the succeeding fiscal year. The audited financial statements were filed on November 2, 2023 and an event notice has been filed.

For the fiscal year ended December 31, 2022, the Town’s audited financial statements were not filed in a timely manner by the last business day of the succeeding fiscal year. The audited financial statements were filed on November 6, 2024 and an event notice has been filed.

RATING

The Town has applied to Moody’s Investors Service, Inc. (“Moody’s”) for a rating on the Bonds and the Notes. Such applications are pending at this time.

Moody’s has assigned a rating of “A1” to the Town’s outstanding uninsured general obligation bonds.

Such ratings reflect only the view of such organization, and an explanation of the significance of such rating may be obtained only from such rating agency, at the following address: Moody’s Investors Service, Inc., 7 World Trade Center at 250 Greenwich Street, New York, New York 10007. There can be no assurance that such rating will continue for any specified period of time or that such rating will not be revised or withdrawn, if in the judgment of Moody’s circumstances so warrant. Any such change or withdrawal of such rating may have an adverse effect on the market price of such bonds or the availability of a secondary market for those bonds and notes.

MUNICIPAL ADVISOR

Capital Markets Advisors, LLC, Great Neck and New York, 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 Town 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 Town 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 Town. 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 Bonds and the Notes.

ADDITIONAL INFORMATION

Additional information, including the Town’s most recent audited financial statements, may be obtained from the Town’s Comptroller, Mark Pozniak, Comptroller, 330 Route 376, Hopewell Junction, New York 12533, (845) 226-2634, e-mail: pozniakm@eastfishkillny.gov or from the Town’s Municipal Advisor, Capital Markets Advisors, LLC, 11 Grace Avenue – Suite 308, Great Neck, New York, 11021, (516) 274-4504.

Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact. No representation is made that any of such statements will be realized. This Official Statement is not to be construed as a contract or agreement between the Town and the original purchasers or holders of any of the Bonds and the Notes.

Statements in the Official Statement, and the documents included by specific reference, that are not historical facts are “forward-looking statements”, within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and as defined in the Private Securities Litigation Reform Act of 1995, which involve a number of risks and uncertainties, and which are based on the Town management’s beliefs as well as assumptions made by, and information currently available to the Town’s management and staff. Because the statements are based on expectations about future events and economic performance and are not statements of fact, actual results may differ materially from those projected. Important factors that could cause future results to differ include legislative and regulatory changes, changes in the economy, and other factors discussed in this and other documents that the Town’s files with the MSRB. When used in Town documents or oral presentations, the words “anticipate,” “believe,” “intend,” “plan,” “foresee,” “likely,” “estimate,” “expect,” “objective,” “projection,” “forecast,” “goal,” “will,” or “should,” or similar words or phrases are intended to identify forward-looking statements.

To the extent any statements made in this Official Statement involve matters of opinion or estimates, whether or not expressly stated, they are set forth as such and not as representations of fact, and no representation is made that any of the statements will be realized. Neither this Official Statement nor any statement which may have been made verbally or in writing is to be construed as a contract with the holder of the Bonds and the Notes.

Orrick, Herrington & Sutcliffe LLP, New York, New York, Bond Counsel to the Town, expresses no opinion as to the accuracy or completeness of information in any documents prepared by or on behalf of the Town for use in connection with the offer and sale of the Notes, including but not limited to, the financial or statistical information in this Official Statement.

References herein to the Constitution of the State and various State and federal laws are only brief outlines of certain provisions thereof and do not purport to summarize or describe all of such provisions.

Concurrently with the delivery of the Bond and Notes, the Town will furnish a certificate to the effect that as of the date of the Official Statement, the Official Statement did not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements herein, in the light of the circumstances under which they were made, not misleading, subject to limitation as to information in the Official Statement obtained from sources other than the Town, as to which no representation can be made.

Capital Markets Advisors, LLC may place a copy of this Official Statement on its website at www.capmark.org. 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 Town nor Capital Markets Advisors, LLC assumes any liability or responsibility for errors or omissions on such website. Further, Capital Markets Advisors, LLC and the Town 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 Town also assume no liability or responsibility for any errors or omissions or for any updates to dated website information

This Official Statement is submitted only in connection with the sale of the Bonds and the Notes by the Town and may not be reproduced or used in whole or in part for any other purpose.

TOWN OF EAST FISHKILL
DUTCHESS COUNTY, NEW YORK

By: _____
Nicholas D'Alessandro
Supervisor and Chief Fiscal Officer

DATED: December __, 2024

APPENDIX A

THE TOWN

THE TOWN

General Information

The Town, classified as a First-Class Town, encompasses approximately 53.4 square miles within the southwestern part of the County of Dutchess, New York, and does not include any incorporated villages. Population has grown over 60% since 1980 and is currently estimated at 29,637 (2023 U.S. Census estimate). Per capita income in the Town is considerably higher than the averages for both the County and the State as a whole. The Town is a suburban community and primarily residential in nature.

Form of Government

The Town of East Fishkill was established in 1849. The Town is a separate political entity vested with independent taxing and debt authority. Situated within the Town's borders are portions of four independent school districts. The school districts use the Town's assessment roll as the basis for taxation of property within the Town.

The legislative power of the Town is vested in the Town Board, which consists of five members, including the Town Supervisor, who is the presiding member and chief fiscal officer of the Town, elected for a term of two years. The four other members of the Town Board (Councilpersons) are elected at large to four-year terms. There are no limitations as to the number of terms which may be served.

The Town Clerk serves as custodian of the Town's legal documents and papers, maintains the minutes of proceedings of the Town Board and is responsible for the publication and filing of all official notices. The Town Clerk is elected to serve a two-year term; the number of terms is not limited. The Receiver of Taxes, unless otherwise provided by law, has the duty to receive all County and Town taxes, school taxes for two of the four school districts and all assessments that may be levied in the Town. The Receiver of Taxes is elected to a four-year term. Other offices of the Town include: Two Town Justices, each elected to a four-year term; the Highway Superintendent, elected to a two-year term; the Town Comptroller and the Town Attorney who are appointed by and serve at the pleasure of the Town Board.

Services

The Town is responsible for providing most governmental services to its residents.

Water and sewer services are furnished by various water and sewer districts which have been formed within the Town.

Highway construction and maintenance is also a Town function. In addition, recreation is provided and parks maintained through Town government. Other services performed at the Town level include: property assessment, building inspection, zoning administration and the local justice court system. The Town Police Department, along with the County Sheriff's Office and the New York State Police, furnish police protection while fire protection is provided for through the three fire districts located in the Town. Education is the responsibility of the four independent school districts serving the Town. The County of Dutchess provides various social and health services.

Employees

The Town currently employs approximately 100 full-time persons. There are two collective bargaining organizations representing Town employees as follows:

<u>Unit</u>	<u>Membership</u>	<u>Contract Expiration Date</u>
CSEA, Local 1000 AFSCME, AFL-CIO	54	12/31/24 ¹
East Fishkill Police Benevolent Association, Inc.	27	12/31/23 ¹

¹Under Negotiations

Employee Pension Benefits

Substantially all employees of the Town are members of the New York State and Local Employees Retirement System (“ERS”) or the New York State and Local Police and Fire Retirement System (“PFRS”) (ERS and PFRS are referred to collectively hereinafter as the “Retirement System” where appropriate). 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. 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 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 such contributions become voluntary. Members hired after January 1, 2010 must contribute three percent of their gross annual salary toward the costs of retirement programs for the duration of their employment

On December 10, 2009, a new Tier 5 was signed into law, which was effective for ERS employees hired after January 1, 2010 and before April 2, 2012. Tier 5 ERS employees contribute 3% of their salaries and there is no provision for these contributions to cease after a certain period of service.

Additionally on March 16, 2012, Governor Cuomo signed into law the new Tier 6 pension program, effective for ERS employees hired after April 1, 2012. The Tier 6 legislation provides 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 vest in the system after ten years of employment and continue to make employee contributions throughout 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 Town. Under the previous method, the Town 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 is based on the value of the pension fund on the prior April 1, instead of the following April 1. As a result, the Town is notified of and can include the actual cost of the employer contribution in its budget. The law also requires 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.

The New York State Retirement System has advised the Town that municipalities can elect to make employer contribution payments in the December or the following February, as required. If such payments are made in the December prior to the scheduled payment date in February, such payments may be made at a discount amount. The Town has prepaid its employer contributions each December since the option was made available in 2004 and expects to do so in December 2024 for payments due February 2025.

Employer contribution rates for the State’s Retirement System continue to be higher than the minimum contribution rate established by law. Contribution rates are expected to remain higher than the minimum contribution rates set by law in the near-term. To mitigate the expected increases in the employer contribution rate, legislation was enacted that permits local governments and school districts to borrow a portion of their required payments from the State pension plan. The legislation also requires those local governments and school districts, who decide to amortize their pension obligations pursuant to this law, to establish reserve accounts to fund payment increases that are a result of fluctuations in pension plan performance.

The Town has not in the past and does not have any plans to amortize any of its annual required contributions to ERS or PFRS. 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 (“ARC”). The plan authorizes municipalities to pay the SCO amount in lieu of the ARC amount. The Town will not be participating in the modified ERS SCO plan at this time.

On September 14, 2023, the State Comptroller announced for Fiscal Year 2024-25, the average contribution rate for the ERS increased from 13.1% to 15.2%. and for PFRS increased from 27.8 % to 27.8 % to 31.2%. Projections for required contributions will vary by employer depending on factors such as retirement plans, salaries and the distribution of their employees among six retirement tiers. The employer contribution rates announced will apply to each employee’s salary base during the period of April 1, 2024 through March 31, 2025. Payments based on those rates are due by February 1, 2025, but may be prepaid by December 15, 2024. The Town did not prepay its ARC in December of 2023 and does not plan to prepay its contributions in December of 2024.

ERS and PFRS Contributions. ERS and PFRS contributions for each of the past five fiscal years ended December 31 and the amounts budgeted for the three most recent fiscal years are as follows:

Fiscal Year	ERS	PFRS
2018	\$612,821	\$804,899
2019	593,631	728,837
2020	649,860	706,786
2021	649,017	729,788
2022	695,630	811,287
2023 (Adopted Budget)	826,250	890,000
2024 (Adopted Budget)	755,000	965,000
2025 (Adopted Budget)	755,000	965,000

See “Notes to Financial Statements- Note A-G” in the audited financial statement. Table itself not audited.

Other Postemployment Benefits

The Town implemented GASB Statement No. 75 (“GASB 75”) of the Governmental Accounting Standards Board (“GASB”), which replaces GASB Statement No. 45 as of fiscal year ended December 31, 2018. GASB 75 requires state and local governments to account for and report their costs associated with post-retirement healthcare benefits and other non-pension benefits, known as other post-employment benefits (“OPEB”).

GASB 75 generally requires that employers account for and report the annual cost of OPEB and the outstanding obligations and commitments related to OPEB similarly to GASB Statement No. 68 reporting requirements for pensions. GASB 75 requires state and local governments to measure a defined benefit OPEB plan as the portion of the present value of projected benefit payments to be provided to current active and inactive employees, attributable to past periods of service in order to calculate the total OPEB liability.

Total OPEB liability generally is required to be determined through an actuarial valuation using a measurement date that is no earlier than the end of the employer’s prior fiscal year and no later than the end of the employer’s current fiscal year. GASB 75 requires that most changes in the OPEB liability be included in OPEB expense in the period of the changes.

Based on the results of an actuarial valuation, certain changes in the OPEB liability are required to be included in OPEB expense over current and future years. The Town’s total OPEB liability as of December 31, 2022 was \$58,177,163 using a discount rate of 4.0% and actuarial assumptions and other inputs as described in the Town’s December 31, 2022 audited financial statements.

Should the Town be required to fund the total OPEB liability, it could have a material adverse impact upon the Town's finances and could force the Town to reduce services, raise taxes or both. At the present time, however, there is no current or planned requirement for the Town to partially fund its OPEB liability.

At this time, New York State has not developed guidelines for the creation and use of irrevocable trusts or authorization for reserve funds for the funding of OPEB. As a result, the Town will continue funding this expenditure on a pay-as-you-go basis.

Legislation has been introduced from time to time to create an optional investment pool to help the State and local governments fund retiree health insurance and OPEB. Such legislation would generally authorize the creation of A-5 irrevocable OPEB trusts so that the State and its local governments can help fund their OPEB liabilities, establish an OPEB investment fund in the sole custody of the State Comptroller for the investment of OPEB assets of the State and participating eligible local governments, designate the president of the Civil Service Commission as the trustee of the State's OPEB trust and the governing boards as trustee for local governments and allow school districts to transfer certain excess reserve balances to an OPEB trust once it is established. In addition, there would be no limits on how much a local government can deposit into the trust. The Town cannot predict whether such legislation will be enacted into law in the foreseeable future.

FINANCIAL FACTORS

Impacts of COVID

On March 11, 2021, President Biden signed into law the American Rescue Plan Act of 2021. Included in this bill was \$350 billion in direct aid to state and local governments. Payments to local governments were made in two tranches, the first half 60 days after enactment and the second half one year later. The funding is available through, and must be spent by, the end of calendar year 2024. Specifically, eligible uses of the aid include: (i) revenue replacement for the provision of government services to the extent the reduction in revenue is due to the COVID-19 public health emergency relative to revenues collected in the most recent fiscal year prior to the emergency; (ii) premium pay for essential workers; (iii) assistance to small businesses, households, and hard-hit industries, and economic recovery; and (iv) investments in water, sewer and broadband infrastructure. The bill also contains two restrictions on eligible uses: (i) funds cannot be used to directly or indirectly offset tax reductions or delay a tax increase; and (ii) funds cannot be deposited into any pension fund.

The Town has been allocated \$3,028,401 of which \$1,514,201 was received in 2021 and the remainder of \$1,514,200 was received in 2022. The Town allocated \$500,000 to the General Fund for "lost" revenue on general town programs and the remaining \$2,528,401 was allocated to various water and sewer projects.

Budgetary Procedure

The budget process, including preparation, approval and amendment thereof, is determined by Article 8 of the Town Law. The Town Supervisor is the Town's budget officer and is required by law to file a tentative budget with the Town Clerk on or before March 30 of each year. The tentative budget is submitted to the Town Board not later than October 5; following review and modification, a preliminary budget hearing is held by the 15th of November.

At this hearing, members of the public may express opinions which the Board may take under advisement. Approval of the budget is not subject to a vote of the electorate and the Town Board may make changes following the hearing process. The Board is required to adopt the final annual budget by November 20. From time to time, the Town Board may make changes or modifications in the amount of annual appropriations subject to legal provisions.

A summary of the 2023, 2024 and 2025 budgets are presented in Appendix B.

Independent Audits

The Town retained the firm of RBT CPA's, LLP, Certified Public Accountants, to audit its financial statements for the fiscal year ending December 31, 2022. Appendix B, attached hereto, presents excerpts from the Town's most recent audited reports covering the last five years as well as the Town's 2023 unaudited results as reported to the Office of the State Comptroller in the Town's Annual Financial Report for the fiscal period January 1, 2023 to December 31, 2023. The Town's most recent Annual Financial Report may be found at: <https://emma.msrb.org/P11826221.pdf>

In addition, the Town is subject to audit by the State Comptroller to review compliance with legal requirements and the rules and regulations established by the State. See "The State Comptroller's Fiscal Stress Monitoring System and Compliance Reviews" herein. The Town expects the audited financial statements for the fiscal year ending December 31, 2023 will be published in the first quarter of 2025.

The State Comptroller's Fiscal Stress Monitoring System and Compliance Reviews

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

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

The most current applicable report, for 2023 data, of the State Comptroller designates the Town as "No Designation," with a fiscal score of 0.0% and an environmental score of 0.0%.

See the State Comptroller's official website for more information regarding the foregoing.

The financial affairs of the Town are subject to periodic compliance reviews by OSC to ascertain whether the Town has complied with the requirements of various State and federal statutes.

References to websites and/or website addresses presented herein are for informational purposes only and implies no warranty of accuracy of information therein. Unless specified otherwise, such websites and the information or links contained therein are not incorporated into, and are not part of, this Official Statement.

Financial Statements

Summary of financial statements for the five years ended December 31, 2018 through December 31, 2022, are presented in Appendix B hereto. However, the presentation of these statements has not been audited. The statements are not considered audited under generally accepted accounting principles in that the notes to the statements and the auditors' report thereon have been omitted.

Summary of Significant Accounting Policies

See "Notes to the Financial Statements," Note A, as of and for the period ended December 31, 2022.

Investment Policy

Pursuant to Section 39 of the State's General Municipal Law, the Town has an investment policy applicable to the investment of all moneys and financial resources of the Town. The responsibility for complying with the investment program has been delegated by the Town Board to the Comptroller. According to the investment policy of the Town, all investments must conform to the applicable requirements of law and provide for: the safety of the principal; sufficient liquidity; and a reasonable rate of return.

Authorized Investments. The Town has designated six banks or trust companies located and authorized to conduct business in the State to receive deposits of money. The Town is permitted to invest in special time deposits or certificates of deposit.

In addition to bank deposits, the Town is permitted to invest moneys in direct obligations of the United States of America, obligations guaranteed by agencies of the United States where the payment of principal and interest are further guaranteed by the United States of America and obligations of the State. Other eligible investments for the Town include: revenue and tax anticipation notes issued by any municipality, school district or Town corporation other than the Town (investment subject to approval of the State Comptroller); obligations of certain public authorities or agencies; obligations issued pursuant to Section 109(b) of the General Municipal Law (certificates of participation) and certain obligations of the Town but only with respect to moneys of a reserve fund established pursuant to Section 6 of the General Municipal Law. The Town may also utilize repurchase agreements to the extent such agreements are based upon direct or guaranteed obligations of the United States of America. Repurchase agreements are subject to the following restrictions, among others: all repurchase agreements are subject to a master repurchase agreement; trading partners are limited to banks or trust companies authorized to conduct business in the State or primary reporting dealers as designated by the Federal Reserve Bank of New York; securities may not be substituted; and the custodian for the repurchase security must be a party other than the trading partner. All purchased obligations, unless registered or inscribed in the name of the Town, must be purchased through, delivered to and held in the custody of a bank or trust company located and authorized to conduct business in the State. Reverse repurchase agreements are not permitted under State law.

Collateral Requirements. All Town deposits in excess of the applicable insurance coverage provided by the Federal Deposit Insurance Act must be secured in accordance with the provisions of and subject to the limitations of Section 10 of the General Municipal Law of the State. Such collateral must consist of the "eligible securities," "eligible surety bonds," or "eligible letter of credit" as described in the Law.

Eligible securities pledged to secure deposits must be held by the depository or third-party bank or trust company pursuant to written security and custodial agreements. The Town's security agreements provide that the aggregate market value of pledged securities must equal or exceed of the principal amount of deposit, the agreed upon interest, if any, and any costs or expenses arising from the collection of such deposits in the event of a default. Securities not registered or inscribed in the name of the Town must be delivered, in a form suitable for transfer or with an assignment in blank, to the Town or its designated custodial bank. The custodial agreements used by the Town provide that pledged securities must be kept separate and apart from the general assets of the custodian and will not, under any circumstances, be commingled with or become part of the backing for any other deposit or liability. The custodial agreement must also provide that the custodian shall confirm the receipt, substitution or release of the collateral, the frequency of revaluation of eligible securities and the substitution of collateral when a change in the rating of a security may cause ineligibility.

An eligible irrevocable letter of credit may be issued, in favor of the Town, by a qualified bank other than the depository bank. Such letters may have a term not to exceed 90 days and must have an aggregate value equal to 140% of the deposit obligations and the agreed upon interest. Qualified banks include those with commercial paper or other unsecured or short-term debt ratings within one of the three highest categories assigned by at least one nationally recognized statistical rating organization or a bank that is in compliance with applicable Federal minimum risk-based capital requirements.

An eligible surety bond must be underwritten by an insurance company authorized to do business in the State which has claims paying ability rated in the highest rating category for claims paying ability by at least two nationally

recognized statistical rating organizations. The surety bond must be payable to the Town in an amount equal to 100% of the aggregate deposits and the agreed interest thereon.

Financial Operations

The Town Supervisor functions as the chief fiscal officer as provided in Section 2 of the Local Finance Law; in this role, the Supervisor is responsible for the Town's accounting and financial reporting activities, which are delegated to and carried out by the Comptroller. In addition, the Town Supervisor is also the Town's budget officer and must therefore prepare the annual tentative budget for submission to the Town Board. Budgetary control during the year is the responsibility of the Town Supervisor, delegated to the Comptroller. Town Board authorization is required for all budget modifications. Pursuant to Section 30 of the Local Finance Law, the Supervisor has been authorized to issue or renew certain specified types of bonds. As required by law, the Supervisor must execute an authorizing certificate which then becomes a matter of public record.

The Town Board, as a whole, serves as the finance board of the Town and is responsible for authorizing, by resolution, all material financial transactions such as operating and capital budgets and bonded debt.

Revenues

The Town derives its revenues primarily from real property taxes and special assessments, real property tax items, non-property tax items including a share of the County sales tax, State aid (primarily mortgage taxes) and departmental fees and charges. A summary of such audited revenues for the five most recent audited fiscal years, and as budgeted for two most recent fiscal years is presented in Appendix B, hereto.

Property Taxes. The Town derives a major portion of its revenues from a tax on real property. Property taxes accounted for 45.1% of total general fund and other governmental funds revenues for the fiscal year ended December 31, 2022.

The following table sets forth total general fund revenues and real property taxes received for the last five fiscal years and the amounts budgeted for the two most recent fiscal years.

General Fund Revenues & Real Property Taxes⁽¹⁾

<u>Years Ended December 31:</u>	<u>General Fund Revenues</u>	<u>Real Property Taxes ⁽²⁾</u>	<u>Taxes to Revenues</u>
2018	\$13,550,913	\$7,129,966	52.6%
2019	13,741,260	7,250,378	52.8
2020	14,082,670	7,558,849	53.7
2021	18,008,961	7,975,962	44.3
2022	17,019,664	7,680,029	45.1
2023 (Adopted Budget)	16,189,959	7,653,000	47.3
2024 (Adopted Budget)	16,374,785	8,029,820	49.0
2025 (Adopted Budget)	17,671,303	8,206,945	46.4

(1) General Fund.

(2) Includes Real Property Tax Items.

Source: Audited Financial Statements, 2023, 2024 and 2025 Adopted Budgets. Table itself not audited.

State Aid. The Town receives financial assistance from the State. For the fiscal year ended December 31, 2022 approximately 10.9% of the General Fund revenues of the Town was received in the form of State aid (primarily mortgage tax. 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 Town, in any year, the Town 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 Town, may be affected by a delay in the payment of State aid.

The State is not constitutionally obligated to maintain or continue State aid to the Town. 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 effect upon the Town, requiring either a counterbalancing increase in revenues from other sources to the extent available, or a curtailment of expenditures.

(See also “RISK FACTORS” and “Appendix A – Certain Information Concerning the Town – FINANCIAL FACTORS – Impacts of COVID-19”.)

The Town relies in part on State aid to fund its operations. There can be no assurance that the State appropriation for State aid to municipalities will be continued in future years, either pursuant to existing formulas or in any form whatsoever. State aid appropriated and apportioned to the Town can be paid only if the State has such monies available therefor. The availability of such monies and the timeliness of such payment may also be affected by a delay in the adoption of the State budget, the impact to the State’s economy and financial condition due to the COVID-19 pandemic and other circumstances, including State fiscal stress. Should the Town fail to receive State aid expected from the State in the amounts or at the times expected, occasioned by a delay in the payment of such monies or by a reduction in State aid, the Town is authorized by the Local Finance Law to provide operating funds by borrowing on account of the uncollected State aid.

The State’s 2024-25 Executive Budget provides \$1.2 billion in support for local towns, villages and cities other than the City of New York.

Should the Town fail to receive State aid expected from the State in the amounts and at the times expected, occasioned by a delay in the payment of such monies or by a mid-year reduction in State aid, the Town is authorized by the Local Finance Law to provide operating funds by borrowing in anticipation of the receipt of uncollected State aid.

The table on the following page sets forth total fund revenues and State aid revenues received for each of the past five fiscal years and the amounts budgeted for the two most recent fiscal years.

General Fund Revenues & State Aid⁽¹⁾

Years Ended <u>December 31:</u>	General Fund <u>Revenues</u>	State Aid	Taxes To <u>Revenues</u>
2018	\$13,550,913	\$1,364,740	10.1%
2019	13,741,260	1,020,852	7.4
2020	14,082,670	1,576,794	11.2
2021	18,088,961	2,349,297	13.0
2022	16,189,959	1,853,899	10.9
2023 (Adopted Budget)	16,186,959	1,543,890	9.5
2024 (Adopted Budget)	16,374,785	978,890	6.0
2025 (Adopted Budget)	17,671,303	1,078,890	6.1

(1) General Fund.

Source: Audited Financial Statements and 2023, 2024 and 2025 Adopted Budgets. Table itself not audited.

Sales Taxes. The Town receives a share of the County sales tax. The County currently imposes a local 4.00% sales tax in addition to the 4.25% State tax. Such taxes are collected and administered by the State Tax Commission and the proceeds are paid monthly to the County. The current 4.00% sales tax became effective in June 2024. The tax is a result of a 0.25% tax rate increase which was approved by the State Legislature on December 7, 2023.

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The following table sets forth total general fund revenues and sales tax revenues received for the last five fiscal years and the amounts budgeted for the three most recent fiscal years.

General Fund Revenues & Sales Tax⁽¹⁾

Years Ended <u>December 31:</u>	General Fund <u>Revenues</u>	Sales <u>Tax</u>	Sales Tax To <u>Revenues</u>
2018	\$13,550,913	\$1,846,153	13.6%
2019	13,741,260	2,064,437	15.0
2020	14,082,670	1,853,154	13.2
2021	18,008,961	1,975,000	11.0
2022	16,189,959	3,453,905	20.3
2023 (Adopted Budget)	16,186,959	2,600,000	16.1
2024 (Adopted Budget)	16,374,785	2,900,000	17.7
2025 (Adopted Budget)	17,671,303	3,660,000	20.7

(1) General Fund.

Source: Audited Financial Statements and 2023, 2024 and 2025 Adopted Budgets. Table itself not audited.

REAL PROPERTY TAXES

Assessed and Full Valuations

The Town derives the largest portion of its annual revenues through ad valorem real property taxes and special assessment taxes. The following table shows the trend during the last four fiscal years and the current fiscal year for taxable assessed valuations, state equalization rates, full valuations, real property taxes, special assessments and real property tax rates per \$1,000 assessed valuation.

Fiscal year:	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>
Taxable Value	\$4,191,240,271	\$4,525,060,239	\$4,952,123,465	\$5,354,824,579	\$5,717,342,143
Equalization Rate	100.00%	100.00%	100.00%	100.00	100.00
Full Value	\$4,191,240,271	\$4,525,060,239	\$4,952,123,465	\$5,354,824,579	\$5,717,342,143
Town Tax Levy:					
General & Highway	13,899,746	14,098,366	14,258,000	14,620,935	15,080,320
Fire District	3,514,889	3,614,232	3,723,387	3,852,544	3,959,298
Library District	983,592	1,026,521	1,057,522	1,117,138	1,171,470
Special District ⁽¹⁾	1,467,737	1,647,219	1,856,315	1,919,010	1,919,010
Amount Uncollected ⁽²⁾	None	None	None	None	None
Tax Rate - General & Highway:	\$3.31	\$3.12	\$2.88	\$2.73	\$2.64

(1) Includes Water, Sewer, Lighting, Park, Drainage and Sidewalk.

(2) See Tax Collection Procedures below.

Source: Office of the Town Supervisor and the ORPTS.

Tax Collection Procedures

Taxes are levied in January. No penalty is imposed on payments made by February 28th. Penalties on delinquent taxes paid subsequent to February 28th are imposed as follows: 2% on payments made from March 1st to March 31st, 3% per month on payments made from April 1st to April 30th and 4% per month on payments made during May. Unpaid tax bills are returned to the Dutchess County Commissioner of Finance in June. At such time, the Town retains the total amount of Town, Highway and Special District levies from the total collections and returns the balance

plus the uncollected items to the County, which assumes responsibility for ultimate collection and enforcement of delinquent taxes and holds annual tax sales. The Town is thus assured of 100% property tax collection.

Ten of the Largest Taxpayers

The following table presents the taxable assessments of the ten largest taxpayers in the Town as based on the 2023 tax roll for the collection of 2024 taxes.

Taxpayer	Nature of Business	Assessed Valuation	% of Total Assessed Valuation ⁽¹⁾
Semiconductor Components	Manufacturing and processing	\$125,175,800	2.2%
Central Hudson Gas & Electric	Utility Company	106,939,185	1.9
Con Edison Co of New York Inc	Utility Company	48,670,517	0.9
Canam Hudson Valley	Logistics and Warehouse	28,550,000	0.5
City of New York	Reservoir	18,980,000	0.3
Frontier Comm-Sylvan Lake	Utility Company	9,803,256	0.2
Centro NP Holdings II SPE LLC	Realty	8,250,000	0.1
Tucker, Dawn R Exec	Realty	6,933,992	0.1
I Park East Fishkill LLC	Real Estate Developer	6,912,800	0.1
Heritage Fusion Realty LLC	Realty	<u>6,800,000</u>	<u>0.1</u>
Total of Ten Largest Taxpayers:		<u>\$367,015,550</u>	<u>6.4%</u>

(1) Total full value for 2025 is 5,717,342,143. There are currently no tax certiorari with any of the top ten taxpayers.

TOWN INDEBTEDNESS

Constitutional Requirements

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

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

The Town may contract indebtedness only for a Town 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 three fiscal year periods, 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 objects or purposes for which it is contracted. No installment may be more than fifty per centum in excess of the smallest prior installment, unless the Town determines to issue a particular debt obligation amortizing on the basis of substantially level or declining annual debt service. The Town is required to provide an annual appropriation for the payment of interest due during the year on its indebtedness and for the amounts required in such year for amortization and redemption of its serial bonds and such required annual installments on its notes.

Debt Limit. The Town has the power to contract indebtedness for any Town purpose so long as the principal amount thereof shall not exceed seven per centum of the average full valuation of taxable real estate of the Town and subject to certain enumerated exclusions and deductions such as water and certain sewer facilities and cash or 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 ratio which such assessed valuation bears to the full valuation as determined by the State Office of Real Property Tax Services (the "ORPTS"). The State Legislature is required to prescribe the manner by which such ratio shall be determined. Average full valuation is determined by taking the sum of the full valuations of such last completed assessment roll and the four preceding assessment rolls and dividing such sum by five.

Statutory Procedure

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

Pursuant to the Local Finance Law, the Town authorizes the issuance of bonds by the adoption of a resolution, approved by at least two-thirds of the members of the Town Board, the finance board of the Town. Customarily the Town has delegated to the Supervisor, as chief fiscal officer of the Town, the power to authorize and sell bond anticipation notes in anticipation of authorized bonds.

The Local Finance Law also provides that where a bond resolution is published with a statutory form of notice, the validity of the bonds authorized thereby, including bond anticipation notes issued in anticipation of the sale thereof, may be contested only if:

- 1) Such obligations are authorized for a purpose for which the Town is not authorized to expend money, or
- 2) There has not been substantial compliance with the provisions of law which should have been complied with in the authorization of such obligations and an action contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

The Local Finance Law also provides an estoppel procedure whereby a bond resolution is published. Except on rare occasions the Town complies with this estoppel procedure. It is a procedure that is recommended by Bond Counsel, but it is not an absolute legal requirement.

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. The Town has authorized bonds for a variety of Town objects or purposes.

Statutory law in New York permits bond anticipation notes to be renewed each year provided annual principal installments are made in reduction of the total amount of such notes outstanding, commencing no later than two years from the date of the first of such notes, and provided that such renewals do not extend five years beyond the original date or borrowing (See "Payment and Maturity" under "Constitutional Requirements" herein).

In general, the Local Finance Law contains provisions providing the Town with power to issue certain other short-term general obligation indebtedness including revenue and tax anticipation notes and budget notes.

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Constitutional Debt-Contracting Limitation

Pursuant to Article VIII of the New York State Constitution, the debt limit of the Town is as follows:

**Computation of Debt Contracting Limitation
As of November 26, 2024**

<u>Assessment Roll Completed in</u>	<u>For Fiscal Year Ended December 31</u>	<u>Taxable Assessed Valuation</u>	<u>Equalization Rate ⁽¹⁾</u>	<u>Full Valuation</u>
2020	2021	\$4,191,240,271	100.00%	\$4,191,240,271
2021	2022	4,525,060,239	100.00	4,525,060,239
2022	2023	4,952,123,465	100.00	4,952,123,465
2023	2024	5,354,824,579	100.00	5,354,824,579
2024	2025	5,717,342,143	100.00	5,717,342,143
Total Five-Year Full Valuation				<u>\$24,740,590,697</u>
Average Five-Year Full Valuation				<u>4,984,118,139</u>
Debt Limit - 7% of Average Full Valuation				<u><u>\$346,368,269</u></u>

(1) Final rate as established by the ORPTS.

Statutory Debt Limit and Net Indebtedness

Pursuant to Article VIII of the New York State Constitution, the debt limit of the Town is as follows:

**Statement of Debt Contracting Power
As of November 26, 2024**

	<u>Amount</u>	<u>Percentage</u>
Debt Limit:	<u>\$346,368,269</u>	<u>100.00%</u>
Gross Indebtedness:		
Serial Bonds	22,699,000	6.55
Bond Anticipation Notes	<u>0</u>	<u>0.00</u>
Total Gross Indebtedness	<u>22,699,000</u>	<u>6.55</u>
Less Exclusions:		
Water Debt	3,102,451	0.90
Budgetary Appropriations	<u>0</u>	<u>0.00</u>
Total Exclusions	<u>3,102,451</u>	<u>0.90</u>
Total Net Indebtedness	<u>19,596,549</u>	<u>5.65</u>
Net Debt Contracting Margin	<u><u>\$326,771,720</u></u>	<u><u>94.34</u></u>

Short-Term Indebtedness

Pursuant to the Local Finance Law, the Town is authorized to issue short-term indebtedness, in the form of notes as specified by such statute, to finance both capital and operating purposes.

Capital Purposes. Bond anticipation notes may be sold to provide moneys for capital projects once a bond resolution has been adopted. Generally, bond anticipation notes are issued in anticipation of the sale of bonds at some future date and may be renewed from time to time up to five years from the date of the first note. Notes may not be renewed after the second year unless there is a principal payment on such notes from a source other than the proceeds of bonds. In no event, may bond anticipation notes be renewed after the sale of bonds in anticipation of which the notes were originally issued.

Operating Purposes. The Town is authorized by law to issue tax anticipation notes and revenue anticipation notes as well as budget and deficiency notes to provide cash to pay operating expenditures. Borrowings for this purpose are restricted by formulas contained in the Local Finance Law as well as the regulations issued under the U.S. Internal Revenue Code. Notes may be renewed from time to time generally not beyond the third year after issuance in the case of revenue anticipation notes and five years for tax anticipation notes. Budget notes may be issued to finance current operating expenditures for which there is no appropriation or the amount so appropriated is not sufficient and deficiency notes may be issued to finance current operating revenues that did not materialize. Generally, the amount of budget notes may not exceed 5% of the budget and both budget notes and deficiency notes must be redeemed in the next fiscal year, unless issued after adoption of the ensuing year's budget, in which case, must be redeemed by the end of the second year after issuance. The Town has not borrowed for cash flow or working capital needs since 1994 and does not anticipate the need to borrow this year or next year.

The Town's cash flow has been sufficient to meet its operating requirements; accordingly, the Town has not required the issuance of tax anticipation notes, revenue anticipation notes, budget notes or deficiency notes and does not expect to issue in the foreseeable future.

Bond Anticipation Notes

The Town currently does not have bond anticipation notes outstanding.

Trend of Capital Debt

<u>Fiscal Year Ended December 31:</u>	<u>Bonded Debt</u>	<u>Bond Anticipation Notes</u>	<u>Total</u>
2019	\$22,128,197	\$7,654,770	\$29,782,967
2020	21,061,600	4,410,770	25,472,370
2021	25,064,000	0	25,064,000
2022	23,894,000	0	23,891,000
2023	22,719,000	0	22,719,000

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

Overlapping and Underlying Debt

The real property taxpayers of the Town are responsible for a proportionate share of outstanding debt obligations of Dutchess County and the central schools situated in the Town. Such taxpayers' share of this overlapping debt is based upon the amount of the Town's equalized property values taken as a percentage of each separate units' total values. The following table presents the amount of overlapping debt and the Town's estimated share of this debt. Authorized but unissued debt has not been included.

Estimated Direct and Overlapping Debt Ratios

Gross Direct Indebtedness	\$22,699,000
Exclusions and Deductions	<u>3,102,451</u>
Net Direct Indebtedness	<u>\$19,596,549</u>

<u>Overlapping Units</u>	<u>Date of Report</u>	<u>Net Overlapping Indebtedness</u>	<u>Percent Applicable To Town</u>	<u>Applicable Net Indebtedness</u>
County of Dutchess	3/12/24	\$271,005,000	12.91%	\$34,986,746
Arlington Central School District	10/07/24	55,277,000	4.77	2,636,713
Pawling Central School District	2/08/24	27,375,000	0.88	240,900
Wappingers Central School District	7/16/24	86,114,015	37.77	32,525,263
Carmel Central School District	12/1/23	23,760,000	9.16	2,176,416
East Fishkill Fire District	12/31/23	<u>0</u>	<u>100.00</u>	<u>0</u>
Total		<u>\$463,531,015</u>		<u>\$72,566,038</u>

Debt Ratios

**Direct and Overlapping Debt Ratios
As of December 31, 2022**

	<u>Amount</u>	<u>Per Capita ⁽¹⁾</u>	<u>Full Value ⁽²⁾</u>
Gross Direct Debt	\$22,699,000	\$766	0.40%
Net Direct Debt	19,596,549	661	0.34
Net Direct and Overlapping Debt	92,162,587	3,109	1.61

- (1) The population of the Town, according to the estimated 2023 U.S. Census Data, is 29,637.
- (2) The Town's equalization rate established by the ORPTS is 100.00% yielding a full valuation of \$5,717,342,143 for 2025.

Authorized But Unissued Debt

Following the issuance of the 2024 Bonds and Notes, the Town will have \$21,278,598 of authorized but unissued debt related to various capital projects. The Town expects that a significant portion of these capital projects will be funded by grants, any borrowings in connection with these grant funded projects are expected to be short-term in nature.

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Debt Service Schedule

The following table shows the debt service requirements to maturity on the Town's outstanding general obligation bonds.

Fiscal Year Ending December 31:	Principal	Interest	Total Debt Service	% Principal Paid
2025 ⁽¹⁾	\$1,090,000	662,004	1,752,004	10.1
2026	1,125,000	625,729	1,750,729	15.08
2027	1,160,000	586,366	1,746,366	20.18
2028	1,195,000	545,523	1,740,523	25.44
2029	1,245,000	503,298	1,748,298	30.92
2030	1,270,000	459,313	1,729,313	36.51
2031	1,325,000	413,916	1,738,916	42.34
2032	1,360,000	371,635	1,731,635	48.33
2033	1,311,000	332,260	1,643,260	54.10
2034	1,351,000	294,965	1,645,965	60.05
2035	1,381,000	256,356	1,637,356	66.13
2036	1,421,000	216,498	1,637,498	72.38
2037	1,452,000	175,533	1,627,533	78.77
2038	1,497,000	132,851	1,629,851	85.36
2039	987,000	97,021	1,084,021	89.70
2040	887,000	70,019	957,019	93.61
2041	917,000	43,743	960,743	97.65
2042	127,000	22,525	149,525	98.20
2043	132,000	16,920	148,920	98.79
2044	92,000	11,040	103,040	99.19
2045	92,000	7,360	99,360	99.60
2046	92,000	3,680	95,680	100.00
Total	\$23,894,000	\$7,288,424	\$31,182,424	

(1) For the entire fiscal year.

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Installment Purchase Financings

The Town retired its Installment Purchase Financings during the 2024 fiscal year, the final payment was made on March 20, 2024.

Fiscal Year Ending December 31st	Principal	Interest	Total Principal and Interest
2024	72,970	2,211	75,181
Totals:	72,970	2,211	75,181

(1) For the entire fiscal year.
Source: Town Officials

ECONOMIC AND DEMOGRAPHIC DATA

Population

	<u>Population</u>			<u>% Change</u>	
	<u>2000</u>	<u>2010</u>	<u>2023</u>	<u>2000-2010</u>	<u>2010-2020</u>
Town	25,589	29,029	29,634	13.4%	2.1%
County	280,150	297,488	295,911	6.2	(0.5)
State	18,976,457	19,378,102	19,571,216	2.1	1.0

Source: U.S. Department of Commerce, Bureau of the Census.

Income

	<u>Per Capita Money Income</u>		
	<u>2010</u>	<u>2022</u>	<u>% Increase</u>
Town	\$37,928	\$55,479	46.7%
County	31,642	49,379	56.1
State	30,948	47,173	52.4

Source: The U.S. Department of Commerce, Bureau of the Census (American Community Survey 5-Year Estimates).

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**Median Income of Families
2022**

	Median Family Income	Income Groups - % of Families				
		Under \$25,000	\$25,000 -49,999	\$50,000 -74,999	\$75,000 -99,999	\$100,000 Or More
Town	\$135,120	2.5%	8.6%	13.5%	15.1%	60.4%
County	94,578	2.9	12.8	14.5	13.8	52.0
State	81,386	12.1	16.0	15.0	12.9	43.8

Source: The U.S. Department of Commerce, Bureau of the Census (American Community Survey 5-Year Estimates).

Employment

**Average Employed Civilian Labor Force
2010 - 2023**

	2010	2020	2023	% Increase	
				2010-2020	2020-2023
Town	13,300	13,400	14,700	0.8%	9.7%
County	137,600	134,000	147,000	(2.6)	9.7
State	8,769,700	8,631,300	9,717,775	(1.6)	12.6

Source: State Department of Labor.

Average Unemployment Rates

Year	Town	County	State	United States
2019:	3.4%	3.5%	3.8%	3.7%
2020	7.2	7.3	9.9	8.1
2021	4.2	4.4	6.9	5.3
2022	3.0	3.1	4.3	3.7
2023	3.2	3.3	4.3	3.7
2024 ⁽¹⁾				
Jan	3.7	3.7	4.3	4.1
Feb	3.8	3.8	4.5	4.2
Mar	3.4	3.6	4.2	3.9
Apr	3.1	3.2	3.9	3.5
May	3.3	3.5	4.2	3.7
Jun	3.3	3.5	4.3	4.3
Jul	3.8	3.9	4.9	4.5
Aug	3.6	3.8	4.9	4.4
Sept	3.1	3.0	4.0	3.9
Oct	3.1	3.1	4.1	3.9

(1) Monthly Rates.

Source: New York State Labor Department and U.S. Bureau of Labor Statistics.

Education

Elementary and secondary education is the responsibility of the four independent school districts in the Town. Children of the Town attend one of the four school districts, determined by geography. Dutchess County Community College, a two-year co-educational college, offers four main programs of study leading to associate degrees in the arts, science, applied science and a one year certificate. In addition, there are three four-year colleges located in the County. These institutions are Bard College, Marist College and Vassar College. Dutchess County is also home to the Culinary Institute of America, a world renowned school of culinary arts.

Financial Institutions

Numerous banking facilities are available in and around the Town. Many of the State's major commercial banks have branch offices located in the area. JPMorgan Chase, NA, M&T Bank, Mahopac National Bank and Wells Fargo are located within the Town.

Transportation

The Town maintains its own interior network of Town roads. Interstate 84 (providing access east to Danbury, Connecticut and west to Scranton, Pennsylvania), the Taconic State Parkway (providing access north to Albany and south to Westchester County and New York City) and several State Highways serve the Town including N.Y.S. Routes 52, 82 and 376. Frequent bus service is available by the Dutchess County Loop System which provides intra-county service. Metro North Railroad provides a commuter service to New York City via the Hudson Line, with stops at Poughkeepsie, New Hamburg and Beacon. Commercial air transportation is available at nearby Stewart Airport located in Orange County.

Utilities

Electricity and natural gas are supplied throughout the Town by CH Energy Group, Inc. Telephone service is provided by Frontier Communications and Verizon.

Culture and Recreation

Several libraries are available to residents of the Town. East Fishkill Library, a member of the Mid-Hudson Library System, located within the Town, offers a variety of services. The library at Dutchess County Community College is open to the public for reference work.

The Town has several recreation areas open to residents. There are facilities for baseball, soccer, tennis, swimming skills and crafts and picnic areas. Activities for special groups including senior citizens are available.

END OF APPENDIX A

APPENDIX B

FINANCIAL STATEMENT SUMMARIES

TOWN OF EAST FISHKILL
GENERAL FUND
BALANCE SHEET
UNAUDITED PRESENTATION

AS OF DECEMBER 31:

	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>Unaudited 2023</u>
ASSETS						
Cash and Equivalents	\$ 1,451,812	\$ 1,631,306	\$ 1,634,984	\$ 8,330,722	\$ 8,916,717	\$ 4,333,682
Total Investments	0	100,805	1,001,734	0	0	268,912
Accounts Receivable	0	0	0	0	0	0
Charges for Services	369,989	334,090	301,013	348,059	364,266	505,764
Due From Other Funds	871,965	909,505	1,581,058	570,863	3,998,023	7,077,846
Due From Other Governments	1,147,908	1,377,332	1,235,465	2,175,972	2,349,093	1,217,526
State & Federal Receivables	360,097	314,187	603,045	606,322	182,598	180,876
Deferred Expenditures	<u>23,236</u>	<u>16,950</u>	<u>11,000</u>	<u>21,107</u>	<u>313,041</u>	<u>0</u>
Total Assets	<u>\$ 4,225,007</u>	<u>\$ 4,684,175</u>	<u>\$ 6,368,299</u>	<u>\$ 12,053,045</u>	<u>\$ 16,123,738</u>	<u>\$ 13,584,606</u>
LIABILITIES AND FUND EQUITY						
Liabilities:						
Accounts Payable	\$ 430,856	\$ 305,105	\$ 438,752	\$ 373,522	\$ 798,789	\$ 944,915
Accrued Liabilities	414,771	342,007	463,741	925,592	0	237,901
Other Liabilities	0	0	0	0	0	0
Retainage Payable	0	0	0	0	0	0
Due To Other Funds	0	0	0	0	0	0
Due To Other Governments	836,023	846,896	863,737	1,754,039	3,845,739	2,366,440
Deferred Revenues	<u>7,587</u>	<u>4,800</u>	<u>0</u>	<u>68,740</u>	<u>0</u>	<u>0</u>
Total Liabilities	<u>1,689,237</u>	<u>1,498,808</u>	<u>1,766,230</u>	<u>3,121,893</u>	<u>4,644,528</u>	<u>3,549,256</u>
Fund Balances:						
Non Spendable	23,236	16,950	11,000	21,107	313,041	0
Restricted	0	0	0	0	0	0
Assigned	0	0	0	0	0	370,000
Unassigned	<u>2,512,534</u>	<u>3,168,417</u>	<u>4,591,069</u>	<u>8,910,045</u>	<u>11,166,169</u>	<u>9,665,350</u>
	<u>2,535,770</u>	<u>3,185,367</u>	<u>4,602,069</u>	<u>8,931,152</u>	<u>11,479,210</u>	<u>10,035,350</u>
Total Liabilities and Fund Equity	<u>\$ 4,225,007</u>	<u>\$ 4,684,175</u>	<u>\$ 6,368,299</u>	<u>\$ 12,053,045</u>	<u>\$ 16,123,738</u>	<u>\$ 13,584,606</u>

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**TOWN OF EAST FISHKILL
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE
UNAUDITED PRESENTATION**

	YEARS ENDED DECEMBER 31:					Unaudited 2023
	2018	2019	2020	2021	2022	
REVENUES:						
Real Property Taxes	\$ 7,129,966	\$ 7,250,378	\$ 7,558,849	\$ 7,975,962	\$ 7,680,029	\$ 7,653,000
Real Property Tax Items	98,510	107,167	94,021	91,088	99,692	155,803
Non Property Tax Items	2,388,992	2,590,045	2,342,810	3,373,995	3,453,905	3,329,522
Departmental Income	516,678	525,907	449,453	824,894	937,683	854,194
Intergovernmental Charges	399,935	371,685	399,292	528,137	456,526	684,327
Use Of Money And Property	153,967	205,279	160,056	151,771	251,719	565,962
Licenses and Permits	638,733	638,813	795,133	1,564,763	1,141,063	1,570,979
Fines and Forfeitures	664,687	835,658		903,277	917,920	863,459
Sale Of Property And Compensation For Loss	149,504	106,336	107,067	138,914	89,351	132,596
Miscellaneous	45,201	89,140	12,111	106,863	137,877	129,970
State Aid	1,364,740	1,020,852	1,576,794	2,349,297	1,853,899	822,506
Federal Aid	0	0	0	0	0	7,850
Total Revenues	<u>13,550,913</u>	<u>13,741,260</u>	<u>13,495,586</u>	<u>18,008,961</u>	<u>17,019,664</u>	<u>16,770,168</u>
EXPENDITURES:						
Current:						
General Government Support	2,183,079	2,410,608	2,434,144	2,711,826	2,885,899	3,609,035
Public Safety	4,427,408	4,265,135	4,250,987	4,351,449	4,381,684	4,915,545
Health	5,637	2,204	0	3,578	2,939	3,998
Transportation	311,670	290,346	225,264	324,061	286,936	286,173
Economic Assistance And Opportunity	129,667	135,518	74,464	100,802	165,846	196,978
Culture And Recreation	1,213,687	1,355,214	1,006,780	1,273,671	1,290,764	1,669,185
Home And Community Services	323,801	361,038	355,668	272,573	340,437	441,234
Employee Benefits	4,033,362	4,039,044	4,103,094	4,274,953	4,405,507	4,692,988
Capital Outlay				275,722	615,837	0
Debt Service	83,366	82,556	85,567	91,112	95,757	98,891
Total Expenditures	<u>12,711,677</u>	<u>12,941,663</u>	<u>12,535,968</u>	<u>13,679,747</u>	<u>14,471,606</u>	<u>15,914,027</u>
Excess of Revenues Over Expenditures	<u>839,236</u>	<u>799,597</u>	<u>959,618</u>	<u>4,329,214</u>	<u>2,548,058</u>	<u>856,141</u>
OTHER FINANCING SOURCES (USES):						
BANs Redeemed from Appropriations	0	0	5,000	0	0	0
Operating Transfers - In	0	0	0	0	0	0
Operating Transfers - Out	(305,000)	(150,000)	(135,000)	0	0	(2,300,000)
Total Other Financing Sources (Uses)	<u>(305,000)</u>	<u>(150,000)</u>	<u>(130,000)</u>	<u>0</u>	<u>0</u>	<u>(2,300,000)</u>
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	<u>534,236</u>	<u>649,597</u>	<u>829,618</u>	<u>4,329,214</u>	<u>2,548,058</u>	<u>(1,443,859)</u>
Fund Equity - Beginning of Year	2,001,534	2,535,770	3,185,367	4,014,985	8,344,199	10,892,257
Prior Period Adjustments	0	0	0	0	0	0
Fund Equity - End of Year	<u>\$ 2,535,770</u>	<u>\$ 3,185,367</u>	<u>\$ 4,014,985</u>	<u>\$ 8,344,199</u>	<u>\$ 10,892,257</u>	<u>\$ 9,448,398</u>

¹Unaudited

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**TOWN OF EAST FISHKILL
OTHER GOVERNMENTAL FUNDS⁽¹⁾
BALANCE SHEET
UNAUDITED PRESENTATION**

AS OF DECEMBER 31:

	2018	2019	2020	2021	2022
ASSETS					
Cash and Equivalents	\$ 1,980,749	\$ 1,254,950	\$ 1,797,655	\$ 2,284,780	\$ 2,075,147
Receivables:					
Charges For Services	483,871	580,862	1,064,472	1,420,736	1,229,045
Other	32,675	32,200	9,943	7,889	47,823
Fixed Assets	0	0	0	0	0
Due From Other Funds	0	0	0	0	0
Due From Other Governments	486,295	432,013	0	0	0
State and Federal Receivables	350,000	347,579	0	0	0
Deferred Revenues	0	0	140,076	0	0
Deferred Expenditures	0	0	0	0	0
	<u>\$ 3,333,590</u>	<u>\$ 2,647,604</u>	<u>\$ 3,012,146</u>	<u>\$ 3,713,405</u>	<u>\$ 3,352,015</u>
LIABILITIES AND FUND EQUITY					
Liabilities:					
Accounts Payable	\$ 513,924	\$ 624,936	\$ 512,948	\$ 751,476	\$ 596,892
Accrued Liabilities	178,777	96,803	156,500	40,281	34,144
Due To Other Funds	884,999	253,384	69,572	110,748	716,158
Due To Other Governments	155,828	170,588	170,367	213,162	0
Bond and Long Term	0	0	0	0	0
Bond Anticipation Notes	1,394,230	0	0	0	0
Retainage Payable	0	0	0	0	0
	<u>3,127,758</u>	<u>1,145,711</u>	<u>909,387</u>	<u>1,115,667</u>	<u>1,347,194</u>
Fund Balances:					
Non Spendable	0	0	0	0	0
Assigned	1,712,905	1,513,175	2,102,759	2,613,783	2,613,783
Unassigned	(1,507,073)	(11,281)	0	0	0
	<u>205,832</u>	<u>1,501,894</u>	<u>2,102,759</u>	<u>2,613,783</u>	<u>2,613,783</u>
Total Liabilities and Fund Equity	<u>\$ 3,333,590</u>	<u>\$ 2,647,605</u>	<u>\$ 3,012,146</u>	<u>\$ 3,729,450</u>	<u>\$ 3,960,977</u>

(1) Other Governmental Funds Includes: Highway and Non-Major (Water, Sewer, Lighting, Park and Drainage).

(2) Unaudited

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TOWN OF EAST FISHKILL
OTHER GOVERNMENTAL FUNDS⁽¹⁾
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE
UNAUDITED PRESENTATION

AS OF DECEMBER 31:

	2018	2019	2020	2021	2022
REVENUES:					
Real Property Taxes	\$ 6,999,358	\$ 7,265,977	\$ 7,372,201	\$ 7,343,537	\$ 8,065,556
Real Property Tax Items	1,832	1,663	1,274	1,760	2,285
Departmental Income	2,214,557	2,472,423	2,792,315	4,076,389	4,455,268
Use Of Money And Property	31,953	19,726	47,911	12,605	16,998
Sale Of Property And Compensation For Loss	32,163	16,729	60,296	17,274	30,760
Miscellaneous	29,526	141,651	75,445	42,011	108,296
State Aid	383,261	403,335	536,541	615,811	1,045,451
Interfund Transfers	0				
Federal Aid	0	0	0	0	0
Total Revenues	9,692,650	10,321,504	10,885,983	12,109,387	13,724,614
EXPENDITURES:					
Current:					
General Government Support	253,757	77,215	75,433	84,422	50,066
Transportation	4,436,561	4,666,001	4,764,361	5,142,868	6,622,554
Culture And Recreation	70,101	167,953	119,227	59,562	26,936
Home And Community Services	2,233,878	1,900,842	2,458,035	2,998,119	3,289,450
Employee Benefits	1,373,167	1,425,550	1,403,517	1,387,853	1,409,740
Capital Outlay	0	0	0	198,481	438,611
Debt Service	1,897,407	1,759,506	1,694,883	1,592,559	1,729,183
Total Expenditures	10,264,871	9,997,067	10,515,456	11,463,864	13,566,540
Excess of Revenues Over (Under) Expenditures	<u>(572,221)</u>	<u>324,437</u>	<u>370,527</u>	<u>645,523</u>	<u>158,074</u>
OTHER FINANCING SOURCES (USES):					
BANs Redeemed from Appropriations	0	0	3,210,000	0	0
Operating Transfers - In	336,677	150,000	130,000	0	4,512
Operating Transfers - Out	(31,677)		(3,210,000)	(220,000)	(4,512)
Total Other Financing Sources (Uses)	305,000	150,000	130,000	(220,000)	0
Excess (Deficiency) of Revenues and Other Sources Over Expenditures and Other Uses	<u>(267,221)</u>	<u>474,437</u>	<u>500,527</u>	<u>425,523</u>	<u>158,074</u>
Fund Balances - Beginning of Year	473,053	1,710,861	2,185,298	2,685,926	2,685,926
Adjustments	0	0	0	0	0
Fund Balances - End of Year	\$ 205,832	\$ 2,185,298	\$ 2,685,825	\$ 3,111,449	\$ 2,844,000

(1) Other Governmental Funds Includes: Highway and Non-Major (Water, Sewer, Lighting, Park and Drainage).

(2) Represents adjustment due to Recreation Development being transferred from General Fund to Special Rec Fund.

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**TOWN OF EAST FISHKILL
2023 OPERATING BUDGET**

	General Fund	Highway Fund	Lighting Districts	Hopewell Sidewalk	Water Districts	Sewer Districts	Park Districts	Combined Totals
ESTIMATED REVENUES:								
Real Property Taxes	\$ 7,653,000	\$ 6,605,000	\$ 166,700	\$ 12,000	\$ 483,529	\$ 1,185,976	\$ 7,110	\$ 16,113,315
Real Property Tax Items	100,000	0	0	0	0	0	1,820	101,820
Non-Property Taxes	3,080,000	0	0	0	0	0	0	3,080,000
Departmental Income	858,400	0	0	0	1,232,328	1,316,300	0	3,407,028
Intergovernmental Charges	66,500	0	0	0	0	0	0	66,500
Use Of Money And Property	15,069	1,651	0	0	900	2,601	5,600	25,821
Licenses And Permits	1,065,100	0	0	0	0	0	0	1,065,100
Fines And Forfeitures	900,000	0	0	0	0	0	0	900,000
Sale Of Property And Compensation For Loss	80,000	17,000	0	0	0	0	0	97,000
State Aid	1,543,890	500,000	0	0	0	0	0	2,043,890
Miscellaneous	825,000	0	0	0	0	0	0	825,000
Total Estimated Revenues	16,186,959	7,123,651	166,700	12,000	1,716,757	2,504,877	14,530	27,725,474
APPROPRIATIONS:								
Current:								
General Government Support	3,246,405	92,800	0	0	0	0	0	3,339,205
Public Safety	4,871,977	0	0	0	0	0	0	4,871,977
Health	5,000	0	0	0	0	0	0	5,000
Transportation	304,440	5,106,855	166,700	12,000	0	0	0	5,589,995
Economic Assistance And Opportunity	204,230	0	0	0	0	0	0	204,230
Culture And Recreation Home And Community	1,619,140	0	0	0	0	0	20,100	1,639,240
Services	604,410	0	0	0	1,563,055	1,811,300	0	3,978,765
Employee Benefits	5,235,600	1,634,800	0	0	0	0	0	6,870,400
Debt Service	95,757	289,196	0	0	253,702	1,118,577	0	1,757,232
Total Appropriations	16,186,959	7,123,651	166,700	12,000	1,816,757	2,929,877	20,100	28,256,044
Excess Of Estimated Revenues Over Appropriations	0	0	0	0	(100,000)	(425,000)	(5,570)	(530,570)
OTHER FINANCING SOURCES (USES):								
Operating Transfers - In	0	0	0	0	0	0	0	0
Operating Transfers - Out	0	0	0	0	0	0	0	0
Total Other Financing Sources (Uses)	0	0	0	0	0	0	0	0
APPROPRIATED FUND BALANCE	\$ 0	\$ 0	\$ 0	\$ 0	\$ 100,000	\$ 425,000	\$ 5,570	\$ 530,570

**TOWN OF EAST FISHKILL
2024 OPERATING BUDGET**

	General Fund	Highway Fund	Lighting Districts	Hopewell Sidewalk	Water Districts	Sewer Districts	Park Districts	Combined Totals
ESTIMATED REVENUES:								
Real Property Taxes	\$ 7,866,820	6,754,115	183,950	14,000	520,659	1,191,291	7,110	\$ 16,537,945
Real Property Tax Items	163,000	0	0	0	0	0	1,820	164,820
Non-Property Taxes	3,360,000	0	0	0	0	0	0	3,360,000
Departmental Income	797,500	0	0	0	2,283,855	1,657,922	0	4,739,277
Intergovernmental Charges	533,000	5,000	0	0	0	0	0	538,000
Use Of Money And Property	373,975	17,000	0	0	3,098	2,751	5,650	402,474
Licenses And Permits	1,115,100	0	0	0	0	0	0	1,115,100
Fines And Forfeitures	910,000	0	0	0	0	0	0	910,000
Sale Of Property And Compensation For Loss	90,000	0	0	0	0	0	0	90,000
State Aid	978,890	600,000	0	0	0	0	0	1,578,890
Miscellaneous	186,500	0	0	0	0	0	0	186,500
Total Estimated Revenues	16,374,785	7,376,115	183,950	14,000	2,807,612	2,851,964	14,580	29,623,006
APPROPRIATIONS:								
Current:								
General Government Support	3,596,185	95,600	0	0	0	0	0	3,691,785
Public Safety	5,021,320	0	0	0	0	0	0	5,021,320
Health	5,000	0	0	0	0	0	0	5,000
Transportation	320,650	5,273,300	183,950	14,000	0	0	0	5,791,900
Economic Assistance And Opportunity	217,320	0	0	0	0	0	0	217,320
Culture And Recreation Home And Community	1,619,090	0	0	0	0	0	20,100	1,639,190
Services	615,470	0	0	0	2,658,544	2,203,446	0	5,477,460
Employee Benefits	5,252,890	1,737,900	0	0	0	0	0	6,990,790
Debt Service	96,860	269,315	0	0	249,068	1,148,518	0	1,763,761
Total Appropriations	16,744,785	7,376,115	183,950	14,000	2,907,612	3,351,964	20,100	30,598,526
Excess Of Estimated Revenues Over Appropriations	(370,000)	0	0	0	(100,000)	(500,000)	(5,520)	(975,520)
OTHER FINANCING SOURCES (USES):								
Operating Transfers - In	0	0	0	0	0	0	0	0
Operating Transfers - Out	0	0	0	0	0	0	0	0
Total Other Financing Sources (Uses)	0	0	0	0	0	0	0	0
APPROPRIATED FUND BALANCE	\$ 370,000	\$ 0	\$ 0	\$ 0	\$ 100,000	\$ 500,000	\$ 5,520	\$ 975,520

**TOWN OF EAST FISHKILL
2025 OPERATING BUDGET**

	General Fund	Highway Fund	Lighting Districts	Hopewell Sidewalk	Water Districts	Sewer Districts	Park Districts	Combined Totals
ESTIMATED REVENUES:								
Real Property Taxes	\$ 8,206,945	6,873,375	183,950	14,000	520,659	1,191,291	7,110	\$ 16,997,330
Real Property Tax Items	130,500	0	0	0	0	0	1,820	132,320
Non-Property Taxes	3,660,000	0	0	0	0	0	0	3,660,000
Departmental Income	865,500	0	0	0	2,652,182	1,718,402	0	5,236,084
Intergovernmental Charges	603,890	5,000	0	0	0	0	0	608,890
Use Of Money And Property	428,778	17,000	0	0	3,033	2,751	5,650	457,212
Licenses And Permits	1,115,100	0	0	0	0	0	0	1,115,100
Fines And Forfeitures	910,000	0	0	0	0	0	0	910,000
Sale Of Property And Compensation For Loss	0	0	0	0	0	0	0	0
State Aid	1,078,890	650,000	0	0	0	0	0	1,728,890
Miscellaneous	197,100	0	0	0	0	0	0	197,100
Total Estimated Revenues	17,671,303	7,545,375	183,950	14,000	3,175,874	2,912,444	14,580	31,517,526
APPROPRIATIONS:								
Current:								
General Government Support	3,432,707	101,250	0	0	0	0	0	3,533,957
Public Safety	5,528,296	0	0	0	0	0	0	5,528,296
Health	5,000	0	0	0	0	0	0	5,000
Transportation	344,900	5,320,710	183,950	14,000	0	0	0	5,863,560
Economic Assistance And Opportunity	249,150	0	0	0	0	0	0	249,150
Culture And Recreation Home And Community	1,682,140	0	0	0	0	0	20,100	1,702,240
Services	696,240	0	0	0	3,026,806	2,348,926	0	6,071,972
Employee Benefits	5,636,010	1,854,100	0	0	0	0	0	7,490,110
Debt Service	96,860	269,315	0	0	249,068	1,148,518	0	1,763,761
Total Appropriations	17,671,303	7,545,375	183,950	14,000	3,275,874	3,497,444	20,100	32,208,046
Excess Of Estimated Revenues Over Appropriations	0	0	0	0	(100,000)	(585,000)	(5,520)	(690,520)
OTHER FINANCING SOURCES (USES):								
Operating Transfers - In	0	0	0	0	0	0	0	0
Operating Transfers - Out	0	0	0	0	0	0	0	0
Total Other Financing Sources (Uses)	0	0	0	0	0	0	0	0
APPROPRIATED FUND BALANCE	\$ 0	\$ 0	\$ 0	\$ 0	\$ 100,000	\$ 585,000	\$ 5,520	\$ 690,520

APPENDIX C

**FINANCIAL STATEMENTS FOR THE
FISCAL YEAR ENDED DECEMBER 31, 2022***

**Can be accessed on the Electronic Municipal Market Access (“EMMA”) website of the
Municipal Securities Rulemaking Board (“MSRB”) at the following link:**

<https://emma.msrb.org/P11799904-P11380277-P11819067.pdf>

**The audited financial statements referenced above are hereby incorporated into the
attached Official Statement.**

*** RBT CPA’s has not commented on or approved this Official Statement, has not been
requested to perform any procedures on the information in its included report since its
date and has not been asked to consent to the inclusion of its report in this Official
Statement.**

APPENDIX D

FORM OF APPROVING OPINION OF BOND COUNSEL FOR THE BONDS

FORM OF BOND COUNSEL’S OPINION

Town of East Fishkill,
County of Dutchess,
State of New York

December 19, 2024

Re: Town of East Fishkill, Dutchess County, New York,
\$2,340,000 Public Improvement (Serial) Bonds, 2024

Ladies and Gentlemen:

We have been requested to render our opinion as to the validity of an issue of \$ 2,340,000 Public Improvement (Serial) Bonds, 2024 (the “Obligations”), of the Town of East Fishkill, Dutchess County, New York (the “Obligor”), dated December 19, 2024 initially issued in registered form in denominations such that one bond shall be issued for each maturity of bonds in such amounts as hereinafter set forth, bearing interest at the rate of _____ hundredths per centum (_____%) per annum as to bonds maturing in each of the years 20____ to 20____, both inclusive, payable on December 15, 2025 and semi-annually thereafter on June 15 and December 15, and maturing in the amount of \$_____ on December 15, 2025, \$_____ on December 15, 2026, \$_____ on December 15, 2027, \$_____ on December 15, 2028, \$_____ on December 15, 2029, \$_____ on December 15, 2030, \$_____ on December 15, 2031, \$_____ on December 15, 2032, \$_____ on December 15, 2033, \$_____ on December 15, 2034, \$_____ on December 15, 2035, \$_____ on December 15, 2036, \$_____ on December 15, 2037, \$_____ on December 15, 2038, \$_____ on December 15, 2039, \$_____ on December 15, 2040, \$_____ on December 15, 2041, \$_____ on December 15, 2042.

Obligations maturing on or before December 15, 2032 are not subject to redemption prior to maturity. Obligations maturing on or after December 15, 2033 are subject to redemption prior to maturity, at the option of the Obligor on December 15, 2032 and thereafter on any date, in whole or in part, and if in part in any order of their maturity and in any amount within a maturity selected by lot within a maturity), at a price equal to the par principal amount, plus accrued interest to the date of redemption.

We have examined:

- (1) the Constitution and statutes of the State of New York;

(2) the Internal Revenue Code of 1986, including particularly Sections 103 and 141 through 150 thereof, and the applicable regulations of the United States Treasury Department promulgated thereunder (collectively, the “Code”);

(3) an arbitrage certificate executed on behalf of the Obligor which includes, among other things, covenants, relating to compliance with the Code, with the owners of the Obligations that the Obligor will, among other things, (i) take all actions on its part necessary to cause interest on the Obligations not to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, restricting, to the extent necessary, the yield on investments made with the proceeds of the Obligations and investment earnings thereon, making required payments to the Federal government, if any, and maintaining books and records in a specified manner, where appropriate, and (ii) refrain from taking any action which would cause interest on the Obligations to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, refraining from spending the proceeds of the Obligations and investment earnings thereon on certain specified purposes (the “Arbitrage Certificate”); and

(4) a certificate executed on behalf of the Obligor which includes, among other things, a statement that compliance with such covenants is not prohibited by, or violative of, any provision of local or special law, regulation or resolution applicable to the Obligor.

We also have examined a certified copy of proceedings of the finance board of the Obligor and other proofs authorizing and relating to the issuance of the Obligations, including the form of the Obligations. In rendering the opinions expressed herein we have assumed (i) the accuracy and truthfulness of all public records, documents and proceedings, including factual information, expectations and statements contained therein, examined by us which have been executed or certified by public officials acting within the scope of their official capacities, and have not verified the accuracy or truthfulness thereof, and (ii) compliance by the Obligor with the covenants contained in the Arbitrage Certificate. We also have assumed the genuineness of the signatures appearing upon such public records, documents and proceedings and the certifications thereof.

In our opinion:

- (a) The Obligations have been authorized and issued in accordance with the Constitution and statutes of the State of New York and constitute valid and legally binding general obligations of the Obligor, all the taxable real property within which is subject to the levy of ad valorem taxes to pay the Obligations and interest thereon, subject to applicable statutory limitations; provided, however, that the enforceability (but not the validity) of the Obligations: (i) may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors’ rights, and (ii) may be subject to the exercise of judicial discretion in appropriate cases.
- (b) The Obligor has the power to comply with its covenants with respect to compliance with the Code as such covenants relate to the Obligations; provided, however, that the enforceability (but not the validity) of such covenants may be limited by any applicable

bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights.

- (c) Interest on the Obligations is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, and is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Interest on the Obligations is not a specific preference item for purposes of the federal individual alternative minimum tax. We observe that, interest on the Obligations included in adjusted financial statement income of certain corporations is not excluded from the federal corporate alternative minimum tax. We express no opinion regarding other tax consequences related to the ownership or disposition of, or the amount, accrual or receipt of interest on, the Obligations.

Certain agreements, requirements and procedures contained or referred to in the Arbitrage Certificate and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Obligations) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents.

The opinions expressed herein are based on an analysis of existing laws, regulations, rulings and court decisions and cover certain matters not directly addressed by such authorities. Such opinions may be affected by actions taken or omitted or events occurring after the date hereof. Accordingly, this opinion is not intended to, and may not, be relied upon in connection with any such actions, events or matters. Our engagement with respect to the Obligations has concluded with their issuance, and we disclaim any obligation to update this opinion. We have assumed, without undertaking to verify, the accuracy of the factual matters represented, warranted or certified in the documents. Furthermore, we have assumed compliance with all covenants and agreements contained in the Arbitrage Certificate, including without limitation covenants and agreements compliance with which is necessary to assure that future actions, omissions or events will not cause interest on the Obligations to be included in gross income for federal income tax purposes. We call attention to the fact that the rights and obligations under the Obligations and the Arbitrage Certificate and their enforceability may be subject to bankruptcy, insolvency, reorganization, arrangement, fraudulent conveyance, moratorium or other laws relating to or affecting creditors' rights, to the application of equitable principles, to the exercise of judicial discretion in appropriate cases and to the limitations on legal remedies against municipal corporations such as the Obligor in the State of New York. We express no opinion with respect to any indemnification, contribution, penalty, choice of law, choice of forum, choice of venue, or waiver provisions contained in the foregoing documents.

The scope of our engagement in relation to the issuance of the Obligations has extended solely to the examination of the facts and law incident to rendering the opinions expressed herein. Such opinions are not intended and should not be construed to express or imply any conclusion that the amount of real property subject to taxation within the boundaries of the Obligor, together with other legally available sources of revenue, if any, will be sufficient to enable the Obligor to pay the principal of or interest on the Obligations as the same respectively become due and payable. Reference should be made to the Official Statement prepared by the Obligor in relation to the Obligations for factual information which, in the judgment of the Obligor, could materially affect the ability of the Obligor to pay such principal and interest.

While we have participated in the preparation of such Official Statement, we have not verified the accuracy, completeness or fairness of the factual information contained therein and, accordingly, we express no opinion as to whether the Obligor, in connection with the sale of the Obligations, has made any untrue statement of a material fact or omitted to state a material fact necessary in order to make any statements made, in the light of the circumstances under which they were made, not misleading.

Very truly yours,

/s/ORRICK, HERRINGTON & SUTCLIFFE LLP

APPENDIX E

FORM OF APPROVING OPINION OF BOND COUNSEL FOR THE NOTES

Town of East Fishkill,
County of Dutchess,
State of New York

December 19, 2024

Re: Town of East Fishkill, Dutchess County, New York
\$10,800,000 Bond Anticipation Notes, 2024

Ladies and Gentlemen:

We have been requested to render our opinion as to the validity of \$10,800,000 Bond Anticipation Notes, 2024 (the “Obligation”), of the Town of East Fishkill, Dutchess County, New York (the “Obligor”), dated December 19, 2024, numbered ____, of the denomination of \$10,800,000, bearing interest at the rate of _____% per annum, payable at maturity, and maturing December 19, 2025.

We have examined:

- (1) the Constitution and statutes of the State of New York;
- (2) the Internal Revenue Code of 1986, including particularly Sections 103 and 141 through 150 thereof, and the applicable regulations of the United States Treasury Department promulgated thereunder (collectively, the “Code”);
- (3) an arbitrage certificate executed on behalf of the Obligor which includes, among other things, covenants, relating to compliance with the Code, with the owners of the Obligation that the Obligor will, among other things, (i) take all actions on its part necessary to cause interest on the Obligation not to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, restricting, to the extent necessary, the yield on investments made with the proceeds of the Obligation and investment earnings thereon, making required payments to the Federal government, if any, and maintaining books and records in a specified manner, where appropriate, and (ii) refrain from taking any action which would cause interest on the Obligation to be includable in the gross income of the owners thereof for Federal income tax purposes, including, without limitation, refraining from spending the proceeds of the Obligation and investment earnings thereon on certain specified purposes (the “Arbitrage Certificate”); and
- (4) a certificate executed on behalf of the Obligor which includes, among other things, a statement that compliance with such covenants is not prohibited by, or violative of, any provision of local or special law, regulation or resolution applicable to the Obligor.

We also have examined a certified copy of proceedings of the finance board of the Obligor and other proofs authorizing and relating to the issuance of the Obligation, including the form of the Obligation. In rendering the opinions expressed herein we have assumed (i) the accuracy and truthfulness of all public records, documents and proceedings, including factual information, expectations and statements contained therein, examined by us which have been executed or certified by public officials acting within the scope of their official capacities, and have not verified the accuracy or truthfulness thereof, and (ii) compliance by the Obligor with the covenants

contained in the Arbitrage Certificate. We also have assumed the genuineness of the signatures appearing upon such public records, documents and proceedings and the certifications thereof.

In our opinion:

- (a) The Obligation has been authorized and issued in accordance with the Constitution and statutes of the State of New York and constitutes a valid and legally binding general obligation of the Obligor, all the taxable real property within which is subject to the levy of ad valorem taxes to pay the Obligation and interest thereon, subject to applicable statutory limitations; provided, however, that the enforceability (but not the validity) of the Obligation: (i) may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights, and (ii) may be subject to the exercise of judicial discretion in appropriate cases.
- (b) The Obligor has the power to comply with its covenants with respect to compliance with the Code as such covenants relate to the Obligation; provided, however, that the enforceability (but not the validity) of such covenants may be limited by any applicable bankruptcy, insolvency or other law now existing or hereafter enacted by said State or the Federal government affecting the enforcement of creditors' rights.
- (c) Interest on the Obligation is excluded from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986 and is exempt from personal income taxes imposed by the State of New York and any political subdivision thereof (including The City of New York). Interest on the Obligation is not a specific preference item for purposes of the federal individual alternative minimum tax. Interest on the Obligation included in adjusted financial statement income of certain corporations is not excluded from the federal corporate alternative minimum tax. We express no opinion regarding other tax consequences related to the ownership or disposition of, or the amount, accrual, or receipt of interest on, the Obligation.

Certain agreements, requirements and procedures contained or referred to in the Arbitrage Certificate and other relevant documents may be changed and certain actions (including, without limitation, economic defeasance of the Obligation) may be taken or omitted under the circumstances and subject to the terms and conditions set forth in such documents.

The opinions expressed herein are based on an analysis of existing laws, regulations, rulings and court decisions and cover certain matters not directly addressed by such authorities. Such opinions may be affected by actions taken or omitted or events occurring after the date hereof. Accordingly, this opinion is not intended to, and may not, be relied upon in connection with any such actions, events or matters. Our engagement with respect to the Obligation has concluded with their issuance, and we disclaim any obligation to update this opinion. We have assumed, without undertaking to verify, the accuracy of the factual matters represented, warranted or certified in the documents. Furthermore, we have assumed compliance with all covenants and agreements contained in the Arbitrage Certificate, including without limitation covenants and agreements compliance with which is necessary to assure that future actions, omissions or events

will not cause interest on the Obligation to be included in gross income for federal income tax purposes. We call attention to the fact that the rights and obligations under the Obligation and the Arbitrage Certificate and their enforceability may be subject to bankruptcy, insolvency, reorganization, arrangement, fraudulent conveyance, moratorium or other laws relating to or affecting creditors' rights, to the application of equitable principles, to the exercise of judicial discretion in appropriate cases and to the limitations on legal remedies against municipal corporations such as the Obligor in the State of New York. We express no opinion with respect to any indemnification, contribution, penalty, choice of law, choice of forum, choice of venue, or waiver provisions contained in the foregoing documents.

The scope of our engagement in relation to the issuance of the Obligation has extended solely to the examination of the facts and law incident to rendering the opinions expressed herein. Such opinions are not intended and should not be construed to express or imply any conclusion that the amount of real property subject to taxation within the boundaries of the Obligor, together with other legally available sources of revenue, if any, will be sufficient to enable the Obligor to pay the principal of or interest on the Obligation as the same respectively become due and payable. We have not examined, reviewed or passed upon the accuracy, completeness or fairness of any factual information which may have been furnished to any purchaser of the Obligation by or on behalf of the Obligor and, accordingly, we express no opinion as to whether the Obligor, in connection with the sale of the Obligation, has made any untrue statement of a material fact or omitted to state a material fact necessary in order to make any statements made, in the light of the circumstances under which they were made, not misleading.

Very truly yours,

/s/ ORRICK, HERRINGTON & SUTCLIFFE LLP