



**CITY OF TROY
RENSSELAER COUNTY, NEW YORK**

(CALLABLE) (NON-BANK QUALIFIED)

\$5,709,490 PUBLIC IMPROVEMENT (SERIAL) BONDS, 2020

NOTICE OF COMPETITIVE BOND SALE

Proposals will be received and considered by the undersigned Deputy City Comptroller of the City of Troy, Rensselaer County, New York (the "Issuer"), via Fiscal Advisors Auction electronic bids submission website ("Fiscal Advisors Auction") accessible at www.FiscalAdvisorsAuction.com or by facsimile transmission at (315) 930-2354, until 11:00 A.M., Prevailing Time, on the 22nd day of January, 2020, at which time and place bids will be opened, for the purchase IN FEDERAL FUNDS at not less than par and accrued interest of \$5,709,490 Public Improvement (Serial) Bonds, 2020 (the "Bonds") of the Issuer, dated February 6, 2020, and maturing in annual principal installments, together with interest thereon, as follows: \$104,490 on February 1, 2021, \$175,000 on February 1, 2022, \$180,000 on February 1, 2023, \$185,000 on February 1, 2024, \$185,000 on February 1, 2025, \$190,000 on February 1, 2026, \$195,000 on February 1, 2027, \$200,000 on February 1, 2028, \$205,000 on February 1, 2029, \$210,000 on February 1, 2030, \$215,000 on February 1, 2031, \$220,000 on February 1, 2032, \$230,000 on February 1, 2033, \$235,000 on February 1, 2034, \$240,000 on February 1, 2035, \$245,000 on February 1, 2036, \$250,000 on February 1, 2037, \$260,000 on February 1, 2038, \$265,000 on February 1, 2039, \$270,000 on February 1, 2040, \$275,000 on February 1, 2041, \$285,000 on February 1, 2042, \$290,000 on February 1, 2043, \$295,000 on February 1, 2044 and \$305,000 on February 1, 2045. Principal installments may be adjusted by the Issuer after award to the extent necessary to provide for substantially level or declining annual debt service pursuant to Section 21.00(d) of the Local Finance Law. The premium bid over par must remain unchanged after such possible changes. In addition, the aggregate par amount of the Bonds may be decreased in an amount not in excess of the premium offered by the successful bidder and the amount of each annual maturity, as set forth herein, may be adjusted to the extent necessary, in order that the total proceeds, which include the total par amount of the Bonds plus the original issue premium, if any, received do not exceed the maximum amount permitted under applicable provisions of the Code. Interest on the Bonds will be payable on February 1, 2021, August 1, 2021 and semi-annually thereafter on February 1 and August 1 in each year until maturity. Interest on the Bonds will be calculated on a 30-day month and a 360-day year basis, and will be payable at maturity.

The Bonds will not be designated "qualified tax-exempt obligations" pursuant to Section 265(b)(3) of the Code.

Proposals may be submitted electronically via Fiscal Advisors Auction electronic bid submission website or via facsimile transmission at (315) 930-2354, in accordance with this Notice of Competitive Bond Sale, until the time specified herein. No other form of electronic bidding services nor telephone proposals will be accepted. No proposal will be accepted after the time for receiving proposals specified above. Bidders submitting proposals via facsimile must use the "Proposal for Bonds" form attached hereto. Once the proposals are communicated electronically via Fiscal Advisors Auction or via facsimile, each bid will constitute an irrevocable offer to purchase the bonds pursuant to the terms therein provided.

Electronic bidding will take place in a Closed Auction format. Bidders may change and submit bids as many times as they wish during the bidding period, but they may not withdraw a submitted bid. The last bid submitted by a bidder prior to the deadline for the receipt of bids will be compared to all other final electronic and facsimile bids, as more fully described herein, to determine the winning bid. During the auction, no bidder will see any other bidder's bid, nor will see the status of their bid relative to other bids (e.g., whether their bid is a leading bid). Each bid must be for not less than the par value of the bonds. Conditional bids will be rejected, including any bid subject to credit approval. All bidders shall be offered an equal opportunity to bid to purchase the Bonds. Furthermore, no bidder shall have the opportunity to review other bids before providing a bid, or be given an opportunity to review other bids that was not equally given to all other bidders (this is, no exclusive "last look"). By submitting a bid, the underwriter attests that they have an established industry reputation for underwriting new issuances of municipal bonds.

Prospective bidders wishing to submit an electronic bid must be registered with Fiscal Advisors Auction. To bid electronically, bidders must first visit the Fiscal Advisors Auction website at www.FiscalAdvisorsAuction.com where, if they have never registered with either Fiscal Advisors Auction or any municipal debt auction website powered by Grant Street Group, they can register and then request admission to the Issuer's auction. Only FINRA registered broker dealers, dealer banks with DTC clearing arrangements and banks or trust companies located and authorized to do business in the State of New York will be eligible to bid. The Issuer will determine whether any request for admission is granted. Bidders who have previously registered with Fiscal Advisors Auction may call auction support at (412) 391-5555 x1370, to confirm their ID or password. The use of Fiscal Advisors Auction shall be at the bidder's risk, and the Issuer shall have no liability with respect thereto. By submitting an electronic bid for the bonds, a bidder represents and warrants to the Issuer that such bidder's bid for the purchase of the bonds is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the bidder to a legal, valid and enforceable contract for the purchase of the bonds.

Each prospective bidder who wishes to submit electronic bids shall be solely responsible to register to bid via Fiscal Advisors Auction. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access Fiscal Advisors Auction for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Competitive Bond Sale. Neither the Issuer nor Fiscal Advisors shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the Issuer nor Fiscal Advisors Auction shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by Fiscal Advisors Auction. The Issuer is using Fiscal Advisors Auction as a communications mechanism, and not as the Issuer's agent, to conduct the electronic bidding and facsimile bidding for the Issuer's bonds. The Issuer is not bound by any advice or determination of Fiscal Advisors & Marketing, Inc. or Grant Street Group as to whether any bid complies with the terms of this Notice of Competitive Bond Sale. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via Fiscal Advisors Auction are the sole responsibility of the bidders, and the Issuer is not responsible, directly or indirectly, for any such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid, or submitting or modifying a bid for the bonds, it should telephone and notify the Issuer's municipal advisor, Fiscal Advisors & Marketing, Inc. at (315) 752-0051 (provided that the Issuer shall have no obligation to take any action whatsoever upon receipt of such notice).

The "Rules of Fiscal Advisors Auction" can be viewed on the Fiscal Advisors Auction website and are incorporated by reference in this official Notice of Competitive Bond Sale. Bidders must comply with the Rules of Fiscal Advisors Auction in addition to the requirements of this official Notice of Competitive Bond Sale. In the event the Rules of Fiscal Advisors Auction conflict with this official Notice of Competitive Bond Sale, this official Notice of Competitive Bond Sale shall prevail.

If any provisions of this Notice of Competitive Bond Sale shall conflict with information provided by Fiscal Advisors Auction, as approved provider of electronic bidding services, the provisions of this Notice of Competitive Bond Sale shall control. Further information about Fiscal Advisors Auction, including any fee charged, may be obtained from an agent for Grant Street Group at (412) 391-5555 x1370. The time maintained by Fiscal Advisors Auction shall constitute the official time with respect to all bids submitted.

This Notice of Competitive Bond Sale was disseminated electronically by posting to www.fiscaladvisors.com and www.FiscalAdvisorsAuction.com. This method of distribution of the Notice of Sale is regularly used by Fiscal Advisors & Marketing, Inc. (the "Municipal Advisor") for purposes of disseminating notices of sale of new issuances of municipal bonds and notes.

The Bonds may, at the option of the purchaser, be initially issued in registered form as follows: (1) registered in the name of the purchaser or (2) by means of a book-entry system with no physical distribution of bond certificates made to the public in the name of Cede & Co., as nominee of The Depository Trust Company, Jersey City, New Jersey ("DTC") as securities depository for the Bonds. If the Bonds are registered in the name of Cede & Co., ownership interests in the Bonds will be transferred pursuant to the "Book-Entry-Only System" of DTC. Principal and interest on the Bonds will be payable by check or draft mailed by the Issuer to DTC, or to its nominee, Cede & Co., as the registered owner of the Bonds. Transfer of principal and interest to participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The Issuer will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants. Principal and interest will be payable in lawful money of the United States of America. The Bonds may not be converted into coupon bonds or be registered to bearer.

The Bonds will be fully registered and will be valid and legally binding general obligations of the Issuer, all the taxable real property within which will be subject to the levy of ad valorem taxes to pay the Bonds and interest thereon, without limitation as to rate or amount, subject to the applicable provisions of Chapter 97 of the Laws of 2011 of New York for payment of principal and interest on the Bonds.

The Bonds maturing on or before February 1, 2028 shall not be subject to redemption prior to maturity. The Bonds maturing on or after February 1, 2029 shall be subject to redemption prior to maturity as a whole or in part (and by lot if less than all of the maturity is to be redeemed) at the option of the Issuer on February 1, 2028 or on any date thereafter at par (100.0%), plus accrued interest to the date of redemption.

If less than all of the Bonds of any maturity are to be redeemed, the particular Bonds of such maturity to be redeemed shall be selected by the Issuer by lot in any customary manner of selection as determined by the Deputy City Comptroller. Notice of such call for redemption shall be given by transmitting such notice to the registered holder, not more than sixty (60) nor 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 for redemption set forth in such call for redemption, become due and payable, together with interest to such redemption date, and interest shall cease to be paid thereon after such redemption date.

The State Constitution requires the Issuer to pledge its faith and credit for the payment of the principal of the Bonds and the interest thereon and to make annual appropriations for the amount required for the payment of such interest and the redemption of the Bonds. The State Constitution also provides that if at any time the appropriating authorities fail to make the required appropriations for the annual debt service on the Bonds and certain other obligations of the Issuer, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied for such purposes; also that the fiscal officer of the Issuer may be required to set apart and apply such revenues as aforesaid at the suit of any holder of such obligations.

Each bid must be for all of the Bonds and may state different rates of interest for Bonds maturing in different calendar years, provided, however, that (1) only one rate of interest may be bid for Bonds maturing in any one calendar year, (2) rates of interest so bid shall be in ascending progression in order of maturity so that the rate of interest on any single maturity of the Bonds shall not be less than the rate of interest applicable to any prior maturity, and (3) all rates of interest bid must be stated in a multiple of one-eighth or one-hundredth of one per centum per annum. Unless all bids are rejected, the award will be made to the bidder complying with the terms of sale and offering to purchase the Bonds at such rate or rates of interest as will produce the lowest interest cost, computed in accordance with the net interest cost method of calculation, that being the rate or rates of interest which will produce the least interest cost over the life of the Bonds, after accounting for the premium offered, if any, provided, however, that the Issuer reserves the right, in its sole discretion, after selecting the lowest bidder to adjust the aforesaid maturity installments to the extent necessary to meet the requirements of substantially level or declining debt service. The premium bid over par must remain unchanged after such possible changes. In addition, the aggregate par amount of the Bonds may be decreased in an amount not in excess of the premium offered by the successful bidder and the amount of each annual maturity, as set forth herein, may be adjusted to the extent necessary, in order that the total proceeds, which include the total par amount of the Bonds plus the original issue premium, if any, received do not exceed the maximum amount permitted under applicable provisions of the Code. Any such adjustment by the Issuer shall be conclusive and shall be binding upon the successful bidder. If two or more bidders offer to purchase the Bonds at the same lowest rate of interest, computed as described above, the Bonds will be awarded to the bidder whose bid offers to purchase the Bonds at the highest premium dollar amount. The right is reserved to reject any or all bids, and any bid not complying with this Notice of Competitive Bond Sale will be rejected.

A good faith deposit (the "Deposit") in the form of a certified or cashier's check or a wire transfer in the amount of \$114,190 payable to the order of the City of Troy, Rensselaer County, New York is required for each bid to be considered. If a check is used, it must accompany each bid. If a wire transfer is used, it must be sent to the account so designated by the Issuer for such purpose, not later than 11:00 a.m. on the date of the sale and the wire reference number must be provided on the "Proposal for Bonds" when the bid is submitted. Bidders are instructed to contact Fiscal Advisors & Marketing, Inc., 120 Walton Street, Suite 600, Syracuse, New York 13202 (Telephone Number: (315) 752-0051; Fax Number: (315) 752-0057) no later than 24 hours prior to the sale date to obtain the Issuer's wire instructions. The Issuer shall not incur any liability for delays of or interruptions in the receipt of the Deposit by wire or return of the Deposit to any unsuccessful bidder. No interest on the Deposit will accrue to the Purchaser. The Deposit will be applied to the purchase price of the Bonds. In the event the Purchaser fails to honor its accepted bid, the Deposit will be retained by the Issuer.

The Bonds are issued pursuant to the Constitution and statutes of the State of New York, including among others, the Local Finance Law, and various bond resolutions approved by the City Council authorizing the issuance of serial bonds to finance the cost of various projects.

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

THE ISSUER RESERVES THE RIGHT TO CHANGE THE TIME AND/OR DATE FOR THE OPENING OF BIDS, NOTICE OF ANY SUCH CHANGE SHALL BE PROVIDED NOT LESS THAN 24 HOURS PRIOR TO THE TIME SET FORTH ABOVE FOR THE OPENING OF BIDS BY MEANS OF A SUPPLEMENTAL NOTICE OF SALE TO BE TRANSMITTED OVER THE THOMSON MUNICIPAL NEWSWIRE.

In the event that prior to the delivery of the Bonds, the income received by owners thereof from bonds of the same type and character becomes includable in the gross income of such owners for Federal income tax purposes, the successful bidder may, at its election, be relieved of its obligations under the contract to purchase the Bonds, and in such case, the deposit accompanying its bid will be returned.

The Bonds will be delivered at Jersey City, New Jersey, or at such other place as may be agreed with the purchaser on or about February 6, 2020. The purchase price of the Bonds, in accordance with the purchaser's bid, shall be paid IN FEDERAL FUNDS or other funds available for immediate credit on the delivery date in an amount equal to the principal amount of the Bonds, plus the premium, if any, plus accrued interest from the date of the Bonds until the day of delivery.

The Municipal Advisor intends to provide the purchaser of the issue with CUSIP identification numbers as is discussed in the Preliminary Official Statement, in compliance with MSRB Rule G-34, (a)(i) (A)-(H). As is further discussed in Rule G-34 the purchaser, as the "dealer who acquires" the issue, is responsible for the registration fee to the CUSIP Bureau for this service. It is anticipated that CUSIP identification numbers will be printed on the Bonds. All expenses in relation to the printing of CUSIP numbers on the Bond will be paid for by the Issuer provided, however; that the Issuer assumes no responsibility for any CUSIP Service Bureau charge or other charges that may be imposed for the assignment of such numbers.

The Bonds will be available for inspection by the purchaser at The Depository Trust Company, in Jersey City, New Jersey, not less than 24 hours prior to the time set for the delivery thereof. It shall be the responsibility of the purchaser to verify the CUSIP numbers at such time.

As a condition to the purchaser's obligation to accept delivery of and pay for the Bonds, the purchaser will be furnished, without cost, with the following, dated as of the date of the delivery of and payment for the Bonds: (i) a certificate of the Deputy City Comptroller of the Issuer certifying that (a) as of the date of the Official Statement furnished by the Issuer in relation to the Bonds (the "Official Statement") (which Official Statement is deemed by the Issuer to be final for purposes of Securities and Exchange Commission Rule 15c2-12 (the "Rule"), except for the omission therefrom of those items allowable under the Rule), the Official Statement did not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading, subject to the condition that while information in the Official Statement obtained from sources other than the Issuer is not guaranteed as to accuracy, completeness or fairness, he has no reason to believe and does not believe that such information is materially inaccurate or misleading, and (b) to his knowledge, since the date of the Official Statement, there have been no material transactions not in the ordinary course of affairs entered into by the Issuer and no material adverse changes in the general affairs of the Issuer or in its financial condition as shown in the Official Statement other than as disclosed in or contemplated by the Official Statement; (ii) a Continuing Disclosure Undertaking of the Issuer, executed by the Deputy City Comptroller of the Issuer stating that the Issuer has agreed, in accordance with the Rule, to provide or cause to be provided during any succeeding fiscal year in which the Bonds are outstanding, (a) 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 Official Statement under the headings "The City", "Tax Information", "Status of Indebtedness", "Litigation" and

all Appendices (other than Appendices C, D and E, and other than those related to bond insurance) and if not provided as part of the annual financial information, the Issuer shall provide, copies of the audited financial statements (prepared in accordance with generally accepted accounting principles in effect at the time of audit) for the preceding fiscal year, such information, data and audit 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 sixty days following receipt by the Issuer of audited financial statements for the preceding fiscal year, but, in no event, not later than the last business day of each such succeeding fiscal year; (b) timely notice of the occurrence of certain enumerated events with respect to the Bonds; and (c) timely notice of a failure by the Issuer to provide the required annual financial information and operating data, together with such audited financial statement, if any, described in (a) above on or before the date specified in (a) above; (iii) a closing certificate, constituting receipt for the bond proceeds and a signature certificate, which will include a statement that no litigation is pending or, to the knowledge of the signers, threatened affecting the Bonds; (iv) an arbitrage certificate executed on behalf of the Issuer which includes, among other things, covenants, relating to compliance with the Internal Revenue Code of 1986, as amended (the "Code"), with the owners of the Bonds that the Issuer will, among other things, (a) take all actions on its part necessary to cause interest on the Bonds 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 Bonds and investment earnings thereon, making required payments to the Federal government, if any, with regard to the Bonds and any obligations refunded with proceeds of the Bonds, and maintaining books and records in a specified manner where appropriate, and (b) refrain from taking any action which would cause interest on the Bonds 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 Bonds and investment earnings thereon on certain specified purposes; and (v) the unqualified legal opinion as to the validity of the Bonds of Bond, Schoeneck & King, PLLC, Syracuse, New York, Bond Counsel. Reference should be made to the Official Statement for a description of the scope of Bond Counsel's engagement in relation to the issuance of the Bonds and the matters covered by such legal opinion. Furthermore, reference should be made to the information under the heading "Legal Matters" in the Official Statement.

Any party executing and delivering a bid for the Bonds agrees, if its bid is accepted by the Issuer, to provide to the Issuer, in writing, within two business days after the date of such award, all information which said successful bidder determines is necessary for it to comply with SEC Rule 15c2-12, including all necessary pricing and sale information with respect to the purchase of municipal bond insurance, if any, and underwriter identification. Within five business days following receipt by the Issuer thereof the Issuer will furnish to the successful bidder, in reasonable quantities as requested by the successful bidder, copies of the Official Statement, updated as necessary, and supplemented to include said information. Failure by the successful bidder to provide such information will prevent the Issuer from furnishing the Official Statement as described above. The Issuer shall not be responsible or liable in any manner for the successful bidder's determination of information necessary to comply with SEC Rule 15c2-12 or the accuracy of any such information provided by the successful bidder or for failure to furnish the Official Statements as described above which results from the failure by the successful bidder to provide the aforementioned information within the time specified. Acceptance by the successful bidder of such final Official Statement shall be conclusive evidence of the satisfactory completion of the obligations of the Issuer with respect to the preparation and delivery thereof.

By submitting a bid, each bidder is certifying that its bid is a firm offer to purchase the Bonds, is a good faith offer which the bidder believes reflects current market conditions, and is not a "courtesy bid" being submitted for the purpose of assisting in meeting the competitive sale requirements relating to the establishment of the "issue price" of the Bonds pursuant to Section 148 of the Code, including the requirement that bids be received from at least three (3) underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds (the "Competitive Sale Requirements"). The Municipal Advisor will advise the winning bidder if the Competitive Sale Requirements were met at the same time it notifies the winning bidder of the award of the Bonds. Bids will not be subject to cancellation in the event that the Competitive Sale Requirements are not satisfied.

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

By submitting a bid, the winning bidder agrees (unless the winning bidder is purchasing the Bonds for its own account and not with a view to distribution or resale to the public) that if the Competitive Sale Requirements are not met, it will elect and satisfy either option (1) or option (2) described below. *Such election must be made on the bid form submitted by each bidder.*

(1) Hold the Price. The winning bidder:

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

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

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

(2) Follow the Price. The winning bidder:

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

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

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

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

If no election is made, then the method shall be assumed to be “follow the price” for each maturity with at least 10% sold on the award date at the Initial Reoffering Price and “hold the price” for all unsold maturities.

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

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

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

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

The estimated population of the Issuer is 49,374. The average full valuation of real estate subject to taxation by the Issuer is \$1,796,572,107, its debt limit is \$125,760,047, and its total net indebtedness, subject to the debt limit, including the Bonds, is \$50,922,205. A detailed Official Statement will be furnished to any interested bidder upon request.

The Issuer will act as Paying Agent for the Bonds. The Issuer’s contact information is as follows: Mr. Andrew Piotrowski, Deputy City Comptroller, City of Troy, City Hall, 433 River Street, Troy, New York 12180 Phone: (518) 279-7103; Fax: (518) 268-1682, Email: Andrew.piotrowski@troyny.gov.

The Issuer’s Bond Counsel contact information is as follows: Paul W. Reichel, Esq., Bond, Schoeneck & King, PLLC, One Lincoln Center, Syracuse, New York 13202, Phone: (315) 218-8135, Fax: (315) 218-8100, Email: preichel@bsk.com.

Copies of the Official Statement of the Issuer relating to the Bonds offered hereby, this Notice of Sale and the Proposal for Bonds will be furnished upon request to Fiscal Advisors & Marketing, Inc. at 120 Walton Street, Suite 600, Syracuse, New York 13202, or by phone at (315) 752-0051, or by telecopier at (315) 752-0057. Additionally, Official Statements may be downloaded from Fiscal Advisors web site at www.fiscaladvisors.com and www.FiscalAdvisorsAuction.com.

Dated: January 16, 2020

MR. ANDREW PIOTROWSKI
DEPUTY CITY COMPTROLLER

PROPOSAL FOR BONDS

Mr. Andrew Piotrowski, Deputy City Comptroller
 City of Troy, New York
 c/o Fiscal Advisors & Marketing, Inc.
 120 Walton Street – Suite 600
 Syracuse, New York 13202
Telefax # 315-930-2354

SALE DATE: January 22, 2020
SALE TIME: 11:00 A.M., Prevailing Time

City of Troy, Rensselaer County, New York
\$5,709,490 Public Improvement (Serial) Bonds, 2020

Dated & Delivery Date: February 6, 2020

Due: February 1, 2021-2045

Dear Mr. Piotrowski:

For the \$5,709,490 Public Improvement (Serial) Bonds, 2020, of the City of Troy, Rensselaer County, New York subject to the annexed Notice of Competitive Bond Sale, which is hereby made a part of this bid, we will pay FIVE MILLION SEVEN HUNDRED NINE THOUSAND FOUR HUNDRED NINETY and 00/100 Dollars (\$5,709,490) plus a premium of _____ Dollars (\$ _____) and accrued interest to date of delivery, provided that the Bonds maturing in the several years set forth below shall bear interest from their date until maturity at the respective rates per annum stated in the following table:

<u>YEAR OF MATURITY</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>INTEREST RATE</u>
2021	_____ %	2030	_____ %	2039	_____ %
2022	_____ %	2031	_____ %	2040	_____ %
2023	_____ %	2032	_____ %	2041	_____ %
2024	_____ %	2033	_____ %	2042	_____ %
2025	_____ %	2034	_____ %	2043	_____ %
2026	_____ %	2035	_____ %	2044	_____ %
2027	_____ %	2036	_____ %	2045	_____ %
2028	_____ %	2037	_____ %		
2029	_____ %	2038	_____ %		

The following is our computation of the net interest cost, made as provided in the above mentioned Notice of Competitive Bond Sale, but not constituting any part of the foregoing proposal for the purchase of the \$5,709,490 Bonds therein described:

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

GOOD FAITH DEPOSIT: *(Bidder MUST Check ONE of the following)*

- We enclose a certified or cashier's check in the sum of \$114,190 payable to the order of the City of Troy, Rensselaer County, New York, to be returned to the undersigned upon the award of said Bonds provided this Bid is not accepted; or, the amount of said check to be retained as and for liquidated damages in case of the failure of the undersigned to make payment as agreed.
- We have wired \$114,190 in Federal Funds pursuant to the instructions detailed in the Notice of Competitive Bond Sale for the account of the City of Troy, which is to be applied in accordance with the Notice of Competitive Bond Sale against any loss resulting from the successful bidder failing to comply with the terms of this bid. The federal wire reference number for such wire is: _____.

ISSUE PRICE:

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

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

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

B) TO BE COMPLETED BY BIDDERS WHO ARE PURCHASING NOTES FOR THEIR OWN ACCOUNT: The Bidder is not acting as an underwriter with respect to the Bonds or is not a related party to an underwriter with respect to the Bonds and has no present intention to sell, reoffer or otherwise dispose of the Bonds.

- Confirmed

FORM OF BONDS:

- Book-Entry-Only registered to Cede & Co.
- Registered Certificated

_____ Print Name of Bidder

_____ Bank/Institution

Telephone () _____

Telecopier() _____

Email: _____

Bids may also be submitted electronically via Fiscal Advisors Auction website ("Fiscal Advisors Auction") accessible at www.FiscalAdvisorsAuction.com in accordance with the Notice of Competitive Bond Sale, until the time specified herein. No other form of electronic bidding services will be accepted. No bid will be received after the time for receiving bids specified above. No phone bids will be accepted. Once the bids are communicated electronically via Fiscal Advisors Auction or facsimile to the Issuer, each bid will constitute an irrevocable offer to purchase the Bonds pursuant to the terms provided in the Notice of Competitive Bond Sale.