

PRELIMINARY OFFICIAL STATEMENT DATED SEPTEMBER 16, 2019

NEW ISSUE

BOND RATING: Moody's Investors Service "Aa1"

SERIAL BONDS

See "BOND RATING" herein

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the County, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code. In addition, in the opinion of Bond Counsel to the County, under existing statutes, interest on the Bonds is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York. See "TAX MATTERS" herein.

The County will designate the Bonds as "qualified tax-exempt obligations" pursuant to the provisions of Section 265 of the Code.



\$3,300,000[†]
COUNTY OF PUTNAM
NEW YORK

GENERAL OBLIGATIONS

\$3,300,000[†] Public Improvement Refunding Serial Bonds – 2019
(the "Bonds")

Dated: October 15, 2019

Due: November 15, 2020-2025

MATURITIES[†]

<u>Year</u>	<u>Amount</u>	<u>Rate</u>	<u>Yield</u>	<u>CUSIP</u>
2020	\$ 895,000			
2021	945,000			
2022	515,000			
2023	550,000			
2024	190,000			
2025	205,000			

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

The Bonds are not subject to redemption prior to maturity.

The Bonds will be issued as registered bonds and, when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000 each or integral multiples thereof. Purchasers will not receive certificates representing their ownership interest in the Bonds. Interest on the Bonds will be payable semi-annually on May 15 and November 15 in each year until maturity, commencing May 15, 2020. Principal and interest will be paid by the County to DTC, which will in turn remit such principal and interest to its Participants, for subsequent distribution to the beneficial owners of the Bonds, as described herein.

The Bonds are offered subject to the final approving opinion of Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel, and certain other conditions. Certain legal matters will be passed upon for the Underwriter by its Counsel, Orrick, Herrington & Sutcliffe LLP, New York, New York. It is expected that delivery of the Bonds will be made on or about October 15, 2019.

The Bonds are offered subject to approval by the State Comptroller of the terms and conditions of the Bond issue and the Certificate of the Commissioner of Finance of the County executed pursuant to Section 90.10(g) of the Local Finance Law.

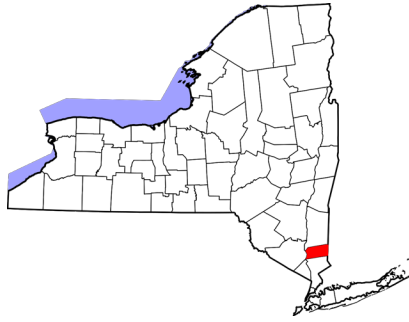
This Preliminary Official Statement is in a form "Deemed Final" by the County for the purpose of Securities and Exchange Commission Rule 15c2-12 (the "Rule"). For a description of the County's agreement to provide continuing disclosure as described in the Rule, see "CONTINUING DISCLOSURE" herein.

ROOSEVELT & CROSS INCORPORATED

September __, 2019

[†] Preliminary, subject to change.

COUNTY OF PUTNAM, NEW YORK



MARYELLEN ODELL
County Executive

COUNTY LEGISLATORS

NANCY MONTGOMERY
District 1

GINNY NACERINO
District 4

JOSEPH F. CASTELLANO (CHAIRMAN)
District 7

WILLIAM GOULDMAN
District 2

CARL L. ALBANO
District 5

AMY SAYEGH
District 8

TONI E. ADDONIZIO
District 3

PAUL JONKE
District 6

NEAL SULLIVAN
District 9

* * * * *

WILLIAM J. CARLIN, JR., CPA
Commissioner of Finance

ANITA Z. GILBERT
Chief Deputy Commissioner of Finance

MICHAEL C. BARTOLOTTI
County Clerk

JENNIFER S. BUMGARNER, ESQ.
County Attorney

ROBERT L. LANGLEY, JR.
County Sheriff

ROBERT V. TENDY, ESQ.
District Attorney

MUNICIPAL ADVISOR



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120 Walton Street, Suite 600
Syracuse, New York 13202
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BOND COUNSEL



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7 World Trade Center
New York, New York 10007
www.hawkins.com

No person has been authorized the County of Putnam to give any information or to make any representations not contained in this Official Statement, and, if given or made, such information or representations must not be relied upon as having been authorized. This Official Statement does not constitute an offer to sell or solicitation of an offer to buy any of the Bonds in any jurisdiction to any person to whom it is unlawful to make such offer or solicitation in such jurisdiction. The information, estimates 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 County of Putnam.

The Underwriter has provided the following sentence for inclusion in this Official Statement. The Underwriter has reviewed the information in this Official Statement pursuant to its responsibilities to investors under federal securities laws, but the Underwriter does not guarantee the accuracy or completeness of such information.

IN CONNECTION WITH THE OFFERING OF THE NOTES, THE UNDERWRITER MAY OVER ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF SUCH NOTES AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZATION, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME.

TABLE OF CONTENTS

	Page		Page
THE BONDS	1	COUNTY INDEBTEDNESS	25
Description of the Bonds	1	Constitutional Requirements	25
Optional Redemption	1	Statutory Procedure	26
Nature of Obligation	2	Debt Outstanding End of Fiscal Year	26
AUTHORIZATION AND PLAN OF REFUNDING.....	2	Details of Outstanding Indebtedness	27
Authorization and Purpose	2	Debt Statement Summary	27
The Refunding Financial Plan	3	Long-Term Bond Indebtedness	27
Verification and Mathematical Computations	4	Tobacco Settlement Securitization	27
Sources and Uses of Bond Proceeds	4	Cash Flow Borrowings	28
BOOK-ENTRY-ONLY SYSTEM.....	5	Estimated Overlapping Indebtedness	28
Certificated Bonds	6	Debt Ratios	29
REMEDIES UPON DEFAULT	6	Capital Project Plans	29
MUNICIPAL BANKRUPTCY	8	LITIGATION	30
FINANCIAL CONTROL BOARDS	8	TAX MATTERS	31
NO PAST DUE DEBT	9	LEGAL MATTERS	33
MARKET MATTERS AFFECTING FINANCINGS OF THE		CONTINUING DISCLOSURE	33
MUNICIPALITIES OF THE STATE.....	9	Historical Continuing Disclosure Compliance	33
CYBERSECURITY	10	UNDERWRITING	34
THE COUNTY	10	BOND RATING.....	34
General Information	10	MUNICIPAL ADVISOR	34
Utilities	10	CUSIP IDENTIFICATION NUMBERS.....	34
Transportation	11	ADDITIONAL INFORMATION	35
Other Services	11	APPENDIX - A	
Educational Facilities	11	GENERAL FUND - Balance Sheets	
Recreational Facilities	11	APPENDIX - A1	
Major Public Sector Employers in the County	11	GENERAL FUND – Revenues, Expenditures and	
Major Private Sector Employers in the County	12	Changes in Fund Balance	
Recent Economic Development Activities	12	APPENDIX - A2	
Construction Permit Data	13	GENERAL FUND – Revenues, Expenditures and	
Population Trends	13	Changes in Fund Balance - Budget and Actual	
Selected Wealth and Income Indicators	13	APPENDIX – A3	
Unemployment Rate Statistics	14	CHANGES IN FUND EQUITY	
State Aid	14	APPENDIX - B	
Employees and Employee Contracts	14	BONDED DEBT SERVICE	
Status and Financing of Employee Pension Benefits	15	APPENDIX – B1-B3	
Other Post-Employment Benefits	16	CURRENT BONDS OUTSTANDING	
General Fund Operations	19	APPENDIX - C	
Financial Statements	19	COMPUTATION OF TAXABLE FULL VALUATIONS	
New York State Comptroller Reports of Examination	19	APPENDIX - D	
The State Comptroller’s Fiscal Stress Monitoring System	20	FORM OF BOND COUNSEL OPINION	
Investment Policy	20	APPENDIX - E	
Budgetary Procedures	21	FORM OF UNDERTAKING TO PROVIDE CONTINUING	
Other Information	21	DISCLOSURE	
TAX INFORMATION.....	22	APPENDIX - F	
Valuations	22	LINK TO COMPREHENSIVE ANNUAL FINANCIAL REPORT	
Tax Rates Per \$1,000 (Assessed)	22	FISCAL YEAR ENDING DECEMBER 31, 2018	
Tax Collection Procedure	22		
Tax Collection Record	23		
Constitutional Tax Margin	23		
Larger Taxpayers 2018 Assessment Roll for 2019 County Tax Roll	23		
Sales and Compensating Use Taxes	24		
Additional Tax Information	24		
TAX LEVY LIMIT LAW.....	24		
Real Property Tax Levy Increases	25		

OFFICIAL STATEMENT
of the
COUNTY OF PUTNAM
NEW YORK

\$3,300,000* Public Improvement Refunding Serial Bonds – 2019

This Official Statement, including the cover page and inside cover page, and appendices thereto, has been prepared by the County of Putnam, New York (the “County” and “State”, respectively) and presents certain information relating to the County's \$3,300,000* Public Improvement Refunding Serial Bonds – 2019 (hereinafter referred to as the “Bonds”).

The factors affecting the County’s financial condition and the Bonds are described throughout this Official Statement. Inasmuch as many of these factors, including economic and demographic factors, are complex and may influence the County tax base, revenues, and expenditures, this Official Statement should be read in its entirety, and no one factor should be considered more or less important than any other by reason of its relative position in this Official Statement.

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

THE BONDS

Description of the Bonds

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

The Bonds will be issued in fully registered form and when issued will be registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York (“DTC”). DTC will act as Securities Depository for the Bonds. Individual purchases will be made in book-entry form only, in the principal amount of \$5,000, or integral multiples thereof. Purchasers will not receive certificates representing their interest in the Bonds.

The Bonds are dated the date of delivery and mature as set forth on the cover page hereof. Interest on the Bonds will be payable semi-annually on May 15 and November 15 in each year until maturity, commencing May 15, 2020. Interest on the Bonds will be calculated on a 30-day month and 360-day year basis. Upon issuance of the Bonds, a single fully-registered bond will be issued for each maturity. Principal and interest will be paid by the County to DTC, which will in turn remit such principal and interest to its Participants, for subsequent distribution to the Beneficial Owners of the Bonds, as described herein. The “Record Date” of the Bonds will be the last business day of the month next preceding each such interest payment date. The Bonds may be transferred in the manner described on the Bonds and as referenced in certain proceedings of the County referred to therein.

Optional Redemption

The Bonds shall not be subject to redemption prior to maturity.

* Preliminary, subject to change.

Nature of Obligation

Each Bond when duly issued and paid for will constitute a contract between the County and the holder thereof.

The Bonds will be general obligations of the County and will contain a pledge of the faith and credit of the County for the payment of the principal thereof and the interest thereon. For the payment of such principal and interest the County has power and statutory authorization to levy ad valorem taxes on all taxable real property in the County subject to certain statutory limitations imposed by Chapter 97 of the New York Laws of 2011. (See "TAX LEVY LIMIT LAW," herein).

Under the Constitution of the State, the County is required to pledge its faith and credit for the payment of the principal of and interest on the Bonds, and the State is specifically precluded from restricting the power of the County to levy taxes on real property therefor. On June 24, 2011, the Governor signed into law Chapter 97 of the New York Laws of 2011, imposing a limitation on the power of local governments and school districts, including the County, to increase their annual tax levy above a certain specified amount. (See "TAX LEVY LIMIT LAW," herein).

AUTHORIZATION AND PLAN OF REFUNDING

Authorization and Purpose

The Bonds are being issued pursuant to the Constitution and statutes of the State, including particularly section 90.00 of the Local Finance Law, a refunding bond resolution adopted by the County Legislature on September 3, 2019 (the "Refunding Bond Resolution") and other proceedings and determinations related thereto. The Refunding Bond Resolution authorizes the refunding of (i) all or a portion of the \$1,275,000 outstanding principal amount of the Public Improvement (Serial) Bonds, 2008 that were originally issued by the County in the aggregate principal amount of \$4,180,000 (the "2008 Bonds"), (ii) all or a portion of the \$1,355,000 outstanding principal amount of the Public Improvement (Serial) Bonds, 2009 that were originally issued by the County in the aggregate principal amount of \$2,595,401 (the "2009 Bonds") and (iii) all or a portion of the \$1,785,000 outstanding principal amount of the Public Improvement (Serial) Bonds, 2011 that were originally issued by the County in the aggregate principal amount of \$3,680,181 (the "2011 Bonds") (collectively the "Refunded Bonds") and authorizes issuance of the Bonds to provide the funds necessary to effect the refunding of the Refunded Bonds.

The Refunded Bonds were issued pursuant to the Constitution and statutes of the State, including among others, the County Law, the Local Finance Law and various bond resolutions for the following purposes and amounts:

\$4,180,000 Public Improvement (Serial) Bonds, 2008 – Dated November 15, 2008

Purpose

Various Capital Projects

\$2,595,401 Public Improvement (Serial) Bonds, 2009 – Dated November 15, 2009

Purpose

Various Capital Projects

\$3,680,181 Public Improvement (Serial) Bonds, 2011 – Dated November 15, 2011

Purpose

Various Capital Projects

The proceeds of the Bonds are intended to be used to purchase a portfolio of non-callable direct obligations of the United States of America (the "Government Obligations") and pay certain costs of issuance related to the Bonds. The principal of and investment income on the portfolio of Government Obligations, together with other available cash on deposit in the Escrow Deposit Fund (as hereinafter defined), are expected to be sufficient to pay the maturing principal of and interest on the Refunded Bonds.

All proceeds of the Refunded Bonds have been expended.

The Refunding Financial Plan

The Bonds are being issued to effect the refunding of the Refunded Bonds pursuant to the County's refunding financial plan (the "Refunding Financial Plan"). The Refunding Financial Plan provides that the proceeds of the Bonds (after payment of the underwriting fee and other costs of issuance related to the Bonds) are to be applied to the purchase of Government Obligations. The Government Obligations are to be placed in an irrevocable escrow fund (the "Escrow Deposit Fund") with Wilmington Trust, N.A., an affiliate of M&T Bank Corporation (the "Escrow Holder"), pursuant to the terms of an escrow contract (the "Escrow Contract") by and between the County and the Escrow Holder. The Refunding Financial Plan further provides that the Government Obligations so deposited will mature in amounts and bear interest sufficient, together with any un-invested cash deposited into the Escrow Deposit Fund from proceeds of the Bonds to pay the redemption price of the Refunded Bonds (being equal to 100% of the principal amount thereof) and the accrued interest thereon, on November 15, 2019 (the "Redemption Date"). The Refunding Financial Plan calls for the Escrow Holder, pursuant to the Refunding Bond Resolution and the Escrow Contract, to call for redemption all the then-outstanding Refunded Bonds on the Redemption Date. The owners of the Refunded Bonds will have a first lien on all of the cash and Government Obligations necessary for the refunding in the Escrow Deposit Fund into which are required to be deposited all investment income on and maturing principal of the Government Obligations, together with the un-invested cash deposit, until the Refunded Bonds have been paid, whereupon the Escrow Contract, given certain conditions precedent, will terminate.

The County is expected to realize, as a result of the issuance of the Bonds, and in accordance with the Refunding Financial Plan, cumulative dollar and present value debt service savings.

Under the Refunding Financial Plan, the Refunded Bonds will continue to be general obligations of the County and will continue to be payable from County sources legally available therefor. However, inasmuch as the Government Obligations and cash held in the Escrow Deposit Fund will have been verified to be sufficient to meet all required payments of redemption price of, and accrued interest on, the Refunded Bonds on the Redemption Date, it is not anticipated that such County sources of payment will be required.

The list of Refunded Bond maturities set forth below, may be changed by the County in its sole discretion due to market or other factors considered relevant by the County at the time of pricing of the Bonds and no assurance can be given that any particular series of bonds listed or that any particular maturity thereof will be refunded.

\$4,180,000 Public Improvement (Serial) Bonds, 2008 – Dated November 15, 2008

CUSIP BASE: 746639

<u>Due November 15th</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Redemption Date</u>	<u>Redemption Price</u>	<u>CSP</u>
2020	\$ 425,000	4.500%	11/15/2019	100.00%	RG0
2021	<u>445,000</u>	4.500	11/15/2019	100.00	RH8
	<u>\$ 870,000</u>				

\$2,595,401 Public Improvement (Serial) Bonds, 2009 – Dated November 15, 2009

CUSIP BASE: 746639

<u>Due November 15th</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Redemption Date</u>	<u>Redemption Price</u>	<u>CSP</u>
2020	\$ 180,000	3.375%	11/15/2019	100.00%	RU9
2021	185,000	3.500	11/15/2019	100.00	RV7
2022	190,000	4.000	11/15/2019	100.00	RW5
2023	200,000	4.000	11/15/2019	100.00	RX3
2024	205,000	4.000	11/15/2019	100.00	RY1
2025	<u>220,000</u>	4.000	11/15/2019	100.00	RZ8
	<u>\$ 1,180,000</u>				

\$3,680,181 Public Improvement (Serial) Bonds, 2011 – Dated November 15, 2011
CUSIP BASE: 746639

<u>Due November 15th</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Redemption Date</u>	<u>Redemption Price</u>	<u>CSP</u>
2020	\$ 345,000	2.375%	11/15/2019	100.00%	SK0
2021	360,000	2.500	11/15/2019	100.00	SL8
2022	365,000	2.625	11/15/2019	100.00	SM6
2023	<u>375,000</u>	2.750	11/15/2019	100.00	SN4
	<u>\$ 1,445,000</u>				

The New York Local Finance Law provides that upon placement in escrow of proceeds of refunding bonds sufficient to provide for the payment of the principal of and interest on the bonds to be refunded by such refunding Bonds, such bonds are no longer counted in computing the County's debt for statutory debt limitation purposes.

Verification of Mathematical Computations

Causey Demgen & Moore P.C., a firm of independent public accountants, will deliver to the County, on or before the settlement date of the Bonds, its attestation report indicating that it has verified, in accordance with standards established by the American Institute of Certified Public Accountants, the information and assertions provided by the County and its representatives. Included in the scope of its engagement will be a verification of the mathematical accuracy of (a) the mathematical computations of the adequacy of the cash and the maturing principal of and interest on, the Government Obligations set forth in the underwriter's schedules, used to fund the Escrow Deposit Fund to be established by the Escrow Holder to pay, when due, the maturing principal and redemption premium of, if any, and interest on the Refunded Bonds; and (b) the mathematical computations supporting the conclusion of Bond Counsel that the Bonds are not "arbitrage bonds" under the Internal Revenue Code of 1986, as amended (the "Code") and the regulations promulgated thereunder.

The verification performed by Causey Demgen & Moore P.C. will be solely based upon data, information and documents provided to Causey Demgen & Moore P.C. by the County and its representatives. The Causey Demgen & Moore P.C. verification report will state that Causey Demgen & Moore P.C. has no obligations to update the report because of events occurring, or data or information coming to their attention, subsequent to the date of the report.

Sources and Uses of Bond Proceeds

Proceeds of the Bonds are to be applied as follows:

Sources:	Par Amount of the Bonds	
	Original Issue Premium	
		Total
Uses:	Deposit to Escrow Fund	
	Underwriter's Discount	
	Costs of Issuance and Contingency	
		Total

BOOK-ENTRY-ONLY SYSTEM

The Depository Trust Company (“DTC”), New York, NY, will act as securities depository for the Bonds. The Bonds 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 maturity, 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 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds 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 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 Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds 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 Bonds 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; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Bonds 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. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds 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.

Redemption proceeds, distributions, and dividend payments on the Bonds 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 Issuer or Agent, 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 nor its nominee, Agent, or Issuer, 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 County, 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 at any time by giving reasonable notice to the County. Under such circumstances, in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

The County may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered, as applicable.

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

Source: The Depository Trust Company.

THE COUNTY 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 (1) PAYMENTS OF PRINCIPAL OF OR INTEREST OR REDEMPTION PREMIUM ON THE BONDS (2) CONFIRMATIONS OF THEIR OWNERSHIP INTERESTS IN THE BONDS OR (3) OTHER NOTICES SENT TO DTC OR CEDE & CO., ITS PARTNERSHIP NOMINEE, AS THE REGISTERED OWNER OF THE BONDS, 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 COUNTY 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; (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.

THE INFORMATION CONTAINED HEREIN CONCERNING DTC AND ITS BOOK-ENTRY SYSTEM HAS BEEN OBTAINED FROM DTC AND THE COUNTY MAKES NO REPRESENTATION AS TO THE COMPLETENESS OR THE ACCURACY OF SUCH INFORMATION OR AS TO THE ABSENCE OF MATERIAL ADVERSE CHANGES IN SUCH INFORMATION SUBSEQUENT TO THE DATE HEREOF.

Certificated Bonds

DTC may discontinue providing its services with respect to the Bonds at any time by giving notice to the County and discharging its responsibilities with respect thereto under applicable law, or the County may terminate its participation in the system of book-entry-only transfers through DTC at any time. In the event that such book-entry-only system is discontinued, the following provisions will apply: the Bonds will be issued in fully registered form in multiples of \$5,000 each thereof for any single maturity. Principal of and interest on the Bonds when due will be payable upon presentation at the office of the fiscal agent bank to be named by the County upon termination of the book-entry-only system. Interest on the Bonds will be payable semi-annually on May 15 and November 15 in each year until maturity, commencing May 15, 2019. Such interest will be payable by check drawn on the fiscal agent and mailed to the registered owner on each interest payment date at the address as shown on the registration books of the fiscal agent as of the last business day of the calendar month preceding each such interest payment date. Bonds may be transferred or exchanged at no cost to the registered owner at any time prior to maturity at the office of the fiscal agent for Bonds of the same or any other authorized denomination or denominations in the same aggregate principal amount upon the terms set forth in the Refunding Bond Certificate of the Commissioner of Finance authorizing the sale of the Bonds and fixing the details thereof and in accordance with the Local Finance Law. The fiscal agent shall not be obligated to make any such transfer or exchange of Bonds between the last business day of the calendar month preceding an interest payment date and such interest payment date.

REMEDIES UPON DEFAULT

Neither the Bonds, nor the proceedings with respect thereto, specifically provide any remedies which would be available to owners of the Bonds should the County default in the payment of principal of or interest on the Bonds, nor do they contain any provisions for the appointment of a trustee to enforce the interests of the owners of the Bonds upon the occurrence of any such default. The Bonds are general obligation contracts between the County and the owners for which the faith and credit of the County are pledged and while remedies for enforcement of payment are not expressly included in the County's contract with such owners, any permanent repeal by statute or constitutional amendment of a bondholder's and/or noteholder's remedial right to judicial enforcement of the contract should, in the opinion of Bond Counsel, be held unconstitutional.

Upon default in the payment of principal of or interest on the Bonds at the suit of the owner, a Court has the power, in proper and appropriate proceedings, to render judgment against the County. The present statute limits interest on the amount adjudged due to contract creditors to nine per centum per annum from the date due to the date of payment. As a general rule, property and funds of a municipal corporation serving the public welfare and interest have not been judicially subjected to execution or attachment to satisfy a judgment. A Court also has the power, in proper and appropriate proceedings, to order payment of a judgment on such bonds or notes from funds lawfully available therefor or, in the absence thereof, to order the County to take all lawful action to obtain the same, including the raising of the required amount in the next annual tax levy. In exercising its discretion as to whether to issue such an order, the Court may take into account all relevant factors, including the current operating needs of the County and the availability and adequacy of other remedies. Upon any default in the payment of the principal of or interest on the Bonds, the owners of such Bonds could, among other remedies, seek to obtain a writ of mandamus from a Court ordering the governing body of the County to assess, levy and collect an ad valorem tax, upon all taxable property of the County subject to taxation by the County sufficient to pay the principal of and interest on the Bonds as the same shall come due and payable (and interest from the due date to date of payment) and otherwise to observe the covenants contained in the Bonds and the proceedings with respect thereto all of which are included in the contract with the owners of the Bonds. The mandamus remedy, however, may be impracticable and difficult to enforce. Further, the right to enforce payment of the principal of or interest on the Bonds may be limited by bankruptcy, insolvency, reorganization, moratorium and similar laws and equitable principles, which may limit the specific enforcement of certain remedies.

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

As a result of the Court of Appeals decision, the constitutionality of that portion of Title 6-A of Article 2 of the Local Finance Law enacted at the 1975 Extraordinary Session of the State legislature authorizing any county, city, town or village with respect to which the State has declared a financial emergency to petition the State Supreme Court to stay the enforcement against such municipality of any claim for payment relating to any contract, debt or obligation of the municipality during the emergency period, is subject to doubt. In any event, no such emergency has been declared with respect to the County.

Pursuant to Article VIII, Section 2 of the State Constitution, the County is required to provide an annual appropriation of monies for the payment of due and payable principal of and interest on indebtedness. Specifically this constitutional provision states: "If at any time the respective appropriating authorities shall fail to make such appropriations, a sufficient sum shall be set apart from the first revenues thereafter received and shall be applied to such purposes. The fiscal officer of any county, city, town, village or 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 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 district may be required to set apart and apply such revenues at the suit of any holder of any obligations of indebtedness issued with the pledge of the faith of the credit of such political subdivision. In *Quirk v. Municipal Assistance Corp.*, 41 N.Y.2d 644 (1977), the Court of Appeals described this as a "first lien" on revenues, but one that does not give holders a right to any particular revenues. It should thus be noted that the pledge of the faith and credit of a political subdivision in the State is a pledge of an issuer of a general obligation bond or note to use its general revenue powers, including, but not limited to, its property tax levy, to pay debt service on such obligations, but that such pledge may or may not be interpreted by a court of competent jurisdiction to include a constitutional or statutory lien upon any particular revenues. The Constitutional provision providing for first revenue set asides does not apply to tax anticipation notes, revenue anticipation notes or bond anticipation notes.

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

In prior years, certain events and legislation affecting a holder's remedies upon default have resulted in litigation. While courts of final jurisdiction have generally upheld and sustained the rights of bondholders and/or noteholders, such courts might hold that future events, including a financial crisis as such may occur in the State or in political subdivisions of the State, may require the exercise by the State or its political subdivisions of emergency and police powers to assure the continuation of essential public services prior to the payment of debt service.

MUNICIPAL BANKRUPTCY

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

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

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

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

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

The above references to the Bankruptcy Act are not to be construed as an indication that the County is currently considering or expects to resort to the provisions of the Bankruptcy Act.

FINANCIAL CONTROL BOARDS

Pursuant to Article IX Section 2(b)(2) of the State Constitution, any municipality in the State may request the intervention of the State in its “property, affairs and government” by a two-thirds vote of the total membership of its legislative body or on request of its chief executive officer concurred in by a majority of such membership. This has resulted in the adoption of special acts for the establishment of public benefit corporations with varying degrees of authority to control the finances (including debt issuance) of the Cities of Buffalo, Troy and Yonkers and the County of Nassau. The specific authority, powers and composition of the financial control boards established by these acts varies based upon circumstances and needs. Generally, the State legislature has granted such boards the power to approve or disapprove budget and financial plans and to issue debt on behalf of the municipality, as well as to impose wage and/or hiring freezes and in certain cases approve or disapprove collective bargaining agreements. Implementation is generally left to the discretion of the board of the public benefit corporation. Such a State financial control board was first established for New York City in 1975. In addition, upon the issuance of a certificate of necessity of the Governor reciting facts which in the judgment of the Governor constitute an emergency requiring enactment of such laws, with the concurrences of two-thirds of the members elected in each house of the State legislature, the State is authorized to intervene in the “property, affairs and governments” of local government units. This occurred in the case of the County of Erie in 2005. The authority of the State to intervene in the financial affairs of a local

government is further supported by Article VIII, Section 12 of the Constitution which declares it to be the duty of the State legislature to restrict, subject to other provisions of the Constitution, the power of taxation, assessment, borrowing money and contracting indebtedness and loaning the credit of counties, cities, towns and villages so as to prevent abuses in taxation and assessment and in contracting indebtedness by them.

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

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

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

Several municipalities in the State are presently working with the FRB. The County has not applied to the FRB and does not reasonably anticipate submission of a request or has it applied to the FRB for a comprehensive review of its finances and operations. School districts and fire districts are not eligible for FRB assistance.

NO PAST DUE DEBT

No principal or interest payment on County indebtedness is past due. The County was 3 days late in making a \$177,496.28 interest payment that was due to DTC on June 15, 2018. Payment was promptly wired to DTC on June 18, 2019 once the County was made aware of the late payment. The reason of the late payment was due to a clerical oversight.

MARKET MATTERS AFFECTING FINANCINGS OF THE MUNICIPALITIES OF THE STATE

The County’s credit rating could be affected by circumstances beyond the County’s control. Economic conditions such as the rate of unemployment and inflation, termination of commercial operations by corporate taxpayers and employers, as well as natural catastrophes, could adversely affect the assessed valuation of County property and its ability to maintain fund balances and other statistical indices commensurate with its current credit rating. As a consequence, a decline in the County’s credit rating could adversely affect the market value of the Bonds.

If and when an owner of any of the Bonds should elect to sell all or a part of the Bonds prior to maturity, there can be no assurance that a market will have been established, maintained and continue in existence for the purchase and sale of any of those Bonds. The market value of the Bonds is dependent upon the ability of holder to potentially incur a capital loss if such Bonds are sold prior to its maturity.

There can be no assurance that adverse events including, for example, the seeking by another municipality in the State or elsewhere of remedies pursuant to the Federal Bankruptcy Act or otherwise, will not occur which might affect the market price of and the market for the Bonds. In particular, if a significant default or other financial crisis should occur in the affairs of the State or any of its municipalities, public authorities or other political subdivisions thereby possibly further impairing the acceptability of obligations issued by those entities, both the ability of the County to arrange for additional borrowings as well as the market for and market value of outstanding debt obligations, including the Bonds, could be adversely affected.

The County is dependent in part upon financial assistance from the State in the form of State aid as well as grants and loans to be received (“State Aid”). The County’s receipt of State aid may be delayed as a result of the State’s failure to adopt its budget timely and/or to appropriate State Aid to municipalities and school districts. Should the County fail to receive all or a portion of the amounts of State Aid expected to be received from the State in the amounts and at the times anticipated, occasioned by a delay in the payment of such moneys or by a reduction in State Aid or its elimination, the County is authorized pursuant to the Local Finance Law to provide operating funds by borrowing in anticipation of the receipt of such uncollected State Aid, however, there can be no assurance that, in such event, the County will have market access for any such borrowing on a cost effective basis. The elimination of or any substantial reduction in State Aid would likely have a materially adverse effect upon the County requiring either a counterbalancing increase in revenues from other sources to the extent available or a curtailment of expenditures. (See also “*State Aid*” herein.)

Future amendments to applicable statutes whether enacted by the State or the United States of America affecting the treatment of interest paid on municipal obligations, including the Bonds, for income taxation purposes could have an adverse effect on the market value of the Bonds (see “*Tax Matters*” herein).

The enactment of the Tax Levy Limit Law, which imposes a tax levy limitation upon municipalities, school districts and fire districts in the State, including the County, without providing exclusion for debt service on obligations issued by municipalities and fire districts, may affect the market price and/or marketability for the Bonds. (See “*The Tax Levy Limit Law*” herein.)

Federal or State legislation imposing new or increased mandatory expenditures by municipalities, school districts and fire districts in the State, including the County could impair the financial condition of such entities, including the County and the ability of such entities, including the County to pay debt service on the Bonds.

CYBERSECURITY

The County, 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 County faces multiple cyber threats including, but not limited to, hacking, viruses, malware and other attacks on computer and other sensitive digital networks and systems. To mitigate the risk of business operations impact and/or damage from cyber incidents or cyber-attacks, the County 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 County digital networks and systems and the costs of remedying any such damage could be substantial.

The County recently added cyber liability coverage to its package policy covering property and general liability. It covers 1st party security breach covering expenses related to data restoration and recreation, notification costs to comply with State and Federal reporting requirements, credit monitoring and costs of public relations firms. The 1st party coverage has a limit of \$50,000 per occurrence with a \$1,000 deductible. The 3rd party coverage includes network security coverage, has a \$100,000 limit per occurrence and a \$2,500 deductible. Additionally, the County Legislature recently adopted an information technology policy which covers the use of County networks and equipment. Mandatory training was recently conducted for every County employee by the IT director and the Personnel Officer so that every County employee is fully aware of the restrictions on the use of County equipment so that potential risks can be mitigated.

THE COUNTY

There follows in this Official Statement a brief description of the County, together with certain information concerning its economy and governmental organization, its indebtedness, current major revenue sources and general and specific funds.

General Information

The County of Putnam, with a land area of 246 square miles, was organized in 1812. The County is approximately 50 miles north of New York City and bordered by Dutchess County to the north, Westchester County to the south, the State of Connecticut to the east and the Hudson River to the west. Within the County are six towns (Carmel, Kent, Patterson, Philipstown, Putnam Valley and Southeast) and three incorporated villages (Brewster, Cold Spring and Nelsonville).

The County is principally residential in character and combines a suburban and rural setting. A wide range of homes including country estates, one-family homes, apartment units, condominiums, and seasonal dwellings are available in the County. There are 116 lakes and ponds and 8 miles of Hudson River shoreline which provide recreational activities including boating, swimming, and fishing. Businesses located in the County are primarily mercantile in nature with some light manufacturing.

Utilities

The entire County is serviced by New York State Electric and Gas Corporation, except the Town of Philipstown which is served by Central Hudson Gas and Electric Corporation. Verizon provides telephone service to the County. Water and sewer service is provided primarily by private homeowner systems. Municipal water and sewer service, however, is available in some of the more densely populated areas of the County.

Transportation

Interstate Routes #84 and #684 provide Putnam County with excellent high-speed limited access highways and linkage to the nation's interstate highway system, major markets, and urban centers. Four convenient interchanges exist on the interstate system including the cloverleaf interchange in Brewster, where I-84, I-684, and U.S. Routes #6, #202, and #22 intersect. U.S. Routes #9, #22 and #6 and the Taconic State Parkway supplement these two important interstate routes.

Freight and passenger service is available on both the east and west sides of the County. Passenger service to New York City is provided by the Metropolitan Transportation Authority by Metro North Railroad on a regular basis between Brewster Village, Southeast, Garrison, and Cold Spring and New York City's Grand Central Terminal. Freight-Service is provided by Conrail's Hudson Division Line on the west side of the County and on the east side by Conrail's Harlem Division Line.

Bus service is provided to New York City and points in Westchester County by Hudson Valley Transit Company, Happy Times Commuter Service, Leprechaun Lines, and the Westchester County bus system. Putnam Area Rapid Transit provides bus service within the County. Putnam County is within one hour's driving time to New York City's LaGuardia Airport, Kennedy International Airport, and within two hours to Newark International Airport in New Jersey. The Westchester County Airport, located 20 miles south of the County off of Interstate #684, and Stewart Airport in nearby Orange County, are also available to provide commercial airline service to residents of the County.

Other Services

A full range of municipal services are provided to the residents of the County, including social services, health services, services for the aging, bus transportation, housing assistance, recreation, highways, youth services, consumer protection, police protection, fire coordination, Job Training Program Administration, legal aid, and planning and development. Some of the services provided by the political subdivisions of the County include highways, parks and recreation, planning, zoning and subdivision controls, police protection, tax assessment and local courts.

Educational Facilities

There are six school districts located within the County which provide primary and secondary education. Numerous higher educational facilities are available in nearby Westchester County, Dutchess County and Connecticut.

Recreational Facilities

The County and the Mid-Hudson Valley area offer a rich mixture of year-round cultural and recreational opportunities. Historic sites, museums, antique shops, concert halls, theater, fine restaurants, hiking, boating, swimming, golf, tennis, skiing, fishing and much more can be enjoyed within the County borders.

Major Public Sector Employers in the County

<u>Name</u>	<u>Type</u>	<u>Approximate Number of Employees</u>
Putnam County	County Government	794
Mahopac Central School District	Public Education	773
Carmel Central School District	Public Education	712
Brewster Central School District	Public Education	600
Putnam Valley Central School District	Public Education	290
Haldane Central School District	Public Education	155
Town of Carmel	Town Government	131
Town of Kent	Town Government	108

Source: Putnam County Department of Planning.

Major Private Sector Employers in the County

<u>Name</u>	<u>Type</u>	<u>Approximate Number of Employees</u>
Putnam Hospital Center	Health Services	900
Green Chimneys	Services	502
Ace Endico	Food Service & Retail	438
Putnam Associated Resource Center	Services	375
Putnam Precision Products, Inc	Manufacturing	290
Hudson Valley Cerebral Palsy Assoc	Services	264
Big V ShopRite Supermarket	Retail	250
Arms Acres, Inc.	Services	230
CareMount Medical PC	Health Services	223
Graymoor	Services	195
Home Depot	Retail	195
Acme Supermarkets (3 locations)	Food Services & Retail	172
DeCiccio Family Market	Food Services & Retail	150
TOPS	Food Services & Retail	125
Stop&Shop	Food Services & Retail	125
Powers Fasteners, Inc	Manufacturing	107
Kohl's Department Store	Retail	100
Dairy Conveyor Corp	Manufacturing	100
Haefly Hipotronics, Inc.	Manufacturing	96
PCSB (4 locations)	Fire	95
Lamothermic Corporation	Manufacturing	80
Silarx Pharmaceuticals, Inc	Manufacturing	75
Mahopac National Bank	Fire	74
MV Contract Transportation	Transportation	72
Akzo Nobel Corp.	Manufacturing	70
Unilock	Manufacturing	70

Source: Putnam County Department of Planning.

Recent Economic Development Activities

Specific organizational activities related to economic development have included the following:

- The County Planning Department established and strengthened ties with state, regional and private sector agencies and offices interested in promoting economic development. The philosophy is that the County benefits from a regional approach to economic development.
- On a daily basis, the planning staff responds to requests for information from many different sources. Over the past year, the planning staff has responded to an estimated two hundred inquiries. These inquiries related to census data, maps, housing, potential sites for housing projects and commercial/industrial projects, tourism and recreation information, economic data, funding sources for projects, attitudes of the County and towns toward development, environmental information, transportation information, and aerial photography. Requests for information come from the general public, developers, real estate agencies, governmental agencies (local, federal, state and regional) commercial and savings banks, not-for-profit corporations, investment banks and business location consultants. Information requests come from sources within the County as well as outside the County and the State.
- The capital improvement program for the County reflects major County highway and mass transportation improvements which will have a positive influence on economic growth in the County.
- Through the County Executive and the Planning Department Staff economic development proposals generally are received in a positive manner. Direct meetings are held at a very early stage in the development process and this has been well received by prospects interested in moving to the County.
- The County's tourist promotion agency participates in the "I Love New York" matching funds program.
- The County provides some funding for the Putnam County Economic Development Corporation. No debt of this agency is guaranteed or secured by the County.
- The County Planning Department assists local municipalities to apply for NYS Consolidated Funding Applications (CFA) grants to facilitate economic development within the County.
- The County has funded sewer feasibility studies in the town of Carmel and Southeast to improve infrastructure and encourage economic development.

- Alcoholic beverages manufacturer Alexandrion Group, headquartered in Romania, has plans to build a distillery on property on Seminary Hill Road, just off Route 6 near Lake Gleneida. The property was previously home to Guideposts publications and is currently used as the Paladin Center, a security education and training center. The buildings will be renovated for the distillery. The company has received State legislature approval which will allow the facility to both manufacture alcoholic beverages in addition to selling their product as a retailer. The company estimates it will eventually invest \$100 million total into the project, which will include an 118,400-square-foot distillery, visitors center and tasting rooms. The distillery will produce premium spirits tailored to U.S. tastes, such as whiskey, bourbon, gin, brandy and vodka, and said it will also export its new products to the 50 countries Alexandrion Group currently supplies.

Source: County officials.

Construction Permit Data

<u>Year</u>	<u>Value of Residential Construction</u>	<u>Number of Building Permits</u> ⁽¹⁾
2014	\$ 13,233,825	58
2015	11,562,070	31
2016	12,369,758	41
2017	12,859,223	36
2018	11,725,068	45

⁽¹⁾ Includes residential new alterations and demolitions.

Population Trends

<u>Year</u>	<u>Putnam County</u>	<u>New York State</u>
1970	56,696	18,236,882
1980	77,193	17,558,072
1990	83,941	17,990,455
2000	95,745	18,976,457
2010	99,710	19,378,102
2018 (estimated)	98,892	19,542,209

Source: U.S. Census Bureau, Population Division; Annual estimates of the resident population: July 1, 2018

Selected Wealth and Income Indicators

Per capita and median family income statistics are available for the County and State. Listed below are select figures from the 2000 Census Report and 2006-2010 and 2013-2017 American Community Survey 5 Year Estimates.

	<u>Per Capita Income</u>			<u>Median Family Income</u>		
	<u>2000</u>	<u>2006-2010</u>	<u>2013-2017</u>	<u>2000</u>	<u>2006-2010</u>	<u>2013-2017</u>
Putnam County	\$ 30,127	\$ 37,915	\$ 44,063	\$ 82,197	\$ 101,576	\$ 115,601
New York State	23,389	30,948	31,177	51,691	67,405	70,850

Note: 2014-2018 American Community Survey estimates are not available as of the date of this Official Statement.

Source: U.S. Census Bureau, 2000 census, 2006-2010 and 2013-2017 American Community Survey data.

Unemployment Rate Statistics

			<u>Annual Average</u>				
	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Putnam County	7.2%	6.1%	4.9%	4.3%	4.0%	4.2%	3.7%
New York State	8.5%	7.7%	6.3%	5.3%	4.9%	4.7%	4.1%

	<u>2019 Monthly Figures</u>							
	<u>Jan</u>	<u>Feb</u>	<u>Mar</u>	<u>Apr</u>	<u>May</u>	<u>Jun</u>	<u>Jul</u>	<u>Aug</u>
Putnam County	3.8%	3.8%	3.6%	3.2%	3.3%	3.2%	3.7%	N/A
New York State	4.6%	4.4%	4.1%	3.6%	3.8%	3.8%	4.2%	N/A

Source: Department of Labor, State of New York. (Note: Figures not seasonally adjusted).

State Aid

The County receives financial assistance from the State. 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 in the State, including the County, in any year, the County 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, in any year, municipalities in the State, including the County 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 County. No assurance can be given that present State aid levels will be maintained in the future. In view of the State's continuing budget problems, future State aid reductions are likely. State budgetary restrictions which eliminate or substantially reduce State aid could have a material adverse effect upon the County requiring either a counterbalancing increase in revenues from other sources to the extent available, or a curtailment of expenditures (see also "MARKET MATTERS AFFECTING FINANCINGS OF THE MUNICIPALITIES OF THE STATE").

State Aid as a Percent of General Fund Revenues:

<u>Year</u>	<u>General Fund Revenues</u> ⁽¹⁾	<u>State Aid</u>	<u>State Aid % of General Fund Revenues</u>
2014	\$ 125,501,411	\$ 14,468,118	11.53%
2015	124,683,901	15,680,037	12.58
2016	132,290,754	17,022,342	12.87
2017	133,847,968	16,915,084	12.64
2018	138,130,976	17,960,011	13.00
2019 (budgeted)	139,132,337	18,720,682	13.46

⁽¹⁾ General fund only, does not include inter-fund transfers or reserve funds.

Source: 2014-2018 Comprehensive Annual Financial Reports and 2019 Budget of the County. Table itself is not audited.

Employees and Employee Contracts

The County currently has 600 full-time and 41 part-time employees (not including temporary workers), 523 of which are represented by the bargaining units listed below. There are 119 employees who are not represented by any bargaining unit.

<u>Union</u>	<u>Full-time Employees</u>	<u>Part-time Employees</u>	<u>Contract Expiration Date</u>
Civil Service Employees Association	292	22	12/31/16 ⁽¹⁾
Putnam County Sheriff's Employee Association	80	0	12/31/16 ⁽¹⁾
Deputy Sheriffs Police Benevolent Association	81	0	12/31/16 ⁽¹⁾
Putnam Management Association (PUMA)	24	1	12/31/23
Non-Union (management)	102	17	N/A

⁽¹⁾ Currently under negotiation.

Source: County officials.

Status and Financing of Employee Pension Benefits

Substantially all employees of the County are members of the New York State and Local Employees' Retirement System ("ERS"). The ERS is generally known as the "Common Retirement Fund". 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 System and Social Security Law (the "Retirement System Law"). The Retirement System offers several plans and benefits which are related to years of service and final average salary, vesting of retirement benefits, death and disability benefits and optional methods of benefit payments. All benefits generally vest after five years of credited service. The Retirement System Law generally provides that all participating employers in the retirement system are jointly and severally liable for any unfunded amounts. Such amounts are collected through annual billings to all participating employers. Generally, all employees, except certain part-time employees, participate in the Retirement System. The Retirement System is non-contributory with respect to members hired prior to July 27, 1976. All members hired on or after July 27, 1976 must contribute 3% of gross annual salary towards the cost of retirement programs during their first ten years of service.

The ERS is non-contributory with respect to members hired prior to July 27, 1976 (Tier 1 & 2); members hired from July 27, 1976 through December 31, 2009 (Tier 3 & 4) contribute 3% for the first 10 years of service and then become non-contributory; members hired from January 1, 2010 through March 31, 2012 (Tier 5) must contribute 3% for their entire careers; members hired April 1, 2012 (Tier 6) or after will contribute between 3 and 6 percent for their entire careers based on their annual wage.

Tier 5 provides for:

- Raising the minimum age at which most civilians can retire without penalty from 55 to 62 and imposing a penalty of up to 38% for any civilian who retires prior to age 62
- Requiring employees to continue contributing 3% of their salaries toward pension costs so long as they accumulate additional pension credits.
- Increasing the minimum years of service required to draw pension from 5 years to 10 years.
- Capping the amount of overtime that can be considered in the calculation of pension benefits for civilians at \$15,000 per year, and for police & firefighters at 15% of non-overtime wages.

Tier 6 provides for:

- Increase contribution rates of between 3% and 6% base on annual wage
- Increase in the retirement age from 62 years to 63 years
- A readjustment of the pension multiplier
- A change in the period for final average salary calculation from 3 years to 5 years

The County does not contribute to PFRS. The County's contributions to ERS since 2014 and the 2019 budgeted payment are as follows:

<u>Year</u>	<u>Amount</u>
2014	\$ 9,099,783
2015	10,106,684
2016	12,710,551
2017	10,628,750
2018	7,901,925
2019 (Budgeted)	7,813,310

Pursuant to various laws enacted between 1991 and 2002, the State Legislature authorized local governments to make available certain early retirement incentive programs to its employees. The County currently does not have any such programs outstanding.

Historical Trends and Contribution Rates: Historically there has been a State mandate requiring full (100%) funding of the annual actuarially required local governmental contribution out of current budgetary appropriations. With the strong performance of the Retirement System in the 1990s, the locally required annual contribution declined to zero. However, with the subsequent decline in the equity markets, the pension system became underfunded. As a result, required contributions increased substantially to 15% to 20% of payroll for the employees' and the police and fire retirement systems, respectively. Wide swings in the contribution rate resulted in budgetary planning problems for many participating local governments.

A chart of average ERS rates (2016 to 2020) is shown below:

<u>Year</u>	<u>ERS</u>
2016	18.2%
2017	15.5
2018	15.3
2019	14.9
2020	14.6

Chapter 49 of the Laws of 2003 amended the Retirement and Social Security Law and Local Finance Law. The amendments empowered the State Comptroller to implement a comprehensive structural reform program that establishes a minimum contribution for any employer equal to 4.5% of pensionable salaries for required contributions due December 15, 2003 and for all years thereafter where the actual rate would otherwise be 4.5% or less. In addition, it instituted a billing system that will advise employers over one year in advance concerning actual pension contribution rates.

Chapter 57 of the Laws of 2010 (Part TT) amended the Retirement and Social Security Law to authorize participating local government employers, if they so elect, to amortize an eligible portion of their annual required contributions to both ERS and the Local Police and Fire Retirement System (“PFRS”), when employer contribution rates rise above certain levels. The option to amortize the eligible portion began with the annual contribution due February 1, 2011. The amortizable portion of an annual required contribution is based on a “graded” rate by the State Comptroller in accordance with formulas provided in Chapter 57. Amortized contributions are to be paid in equal annual installments over a ten-year period, but may be prepaid at any time. Interest is to be charged on the unpaid amortized portion at a rate to be determined by State Comptroller, which approximates a market rate of return on taxable fixed rate securities of a comparable duration issued by comparable issuers. The interest rate is established annually for that year’s amortized amount and then applies to the entire ten years of the amortization cycle of that amount. When in any fiscal year, the participating employer’s graded payment eliminates all balances owed on prior amortized amounts, any remaining graded payments are to be paid into an employer contribution reserve fund established by the State Comptroller for the employer, to the extent that amortizing employer has no currently unpaid prior amortized amounts, for future such use.

As a result of the rapidly rising pension contribution rates, the County entered the State Comptroller’s Pension Amortization Plan pursuant to Chapter 57 of the laws of 2010. In 2013, the County amortized \$4,033,555 at 3% interest payable in 10 annual installments of \$472,853. The County paid off the remaining balance of \$2.6 million in December 2017. In 2014, the County amortized \$4,442,308 at 3.67% interest payable in 10 annual installments of \$538,736. The County paid off the remaining balance of \$3.7 million in December 2016. The County did not amortize any contributions for 2015, 2016, 2017, 2018 or 2019.

Stable Rate Pension Contribution Option: The 2013-14 Adopted State Budget included a provision that authorized local governments, including the County, with the option to “lock-in” long-term, stable rate pension contributions for a period of years determined by the State Comptroller and ERS. The pension contribution rates under this program would reduce near-term payments for employers, but require higher than normal contributions in later years. The County is not participating in this program at this time nor does it intend to do so in the foreseeable future.

The investment of monies and assumptions underlying same, of the Retirement System covering the County’s employees is not subject to the direction of the County. Thus, it is not possible to predict, control or prepare for future unfunded accrued actuarial liabilities of the Retirement System (“UAALs”). The UAAL is the difference between total actuarially accrued liabilities and actuarially calculated assets available for the payment of such benefits. The UAAL is based on assumptions as to retirement age, mortality, projected salary increases attributed to inflation, across-the-board raises and merit raises, increases in retirement benefits, cost-of-living adjustments, valuation of current assets, investment return and other matters. Such UAALs could be substantial in the future, requiring significantly increased contributions from the County which could affect other budgetary matters. Concerned investors should contact the Retirement System administrative staff for further information on the latest actuarial valuations of the Retirement System.

While the County is aware of the potential negative impact on its budget and will take the appropriate steps to budget accordingly for the increase, there can be no assurance that its financial position will not be negatively impacted.

Other Post-Employment Benefits

Healthcare Benefits. School districts and boards of cooperative educational services, unlike other municipal units of government in the State, have been prohibited from reducing retiree health benefits or increasing health care contributions received or paid by retirees below the level of benefits or contributions afforded to or required from active employees since the implementation of Chapter 729 of the Laws of 1994. Legislative attempts to provide similar protection to retirees of other local

units of government in the State have not succeeded as of this date. Nevertheless, many such retirees of all varieties of municipal units in the State do presently receive such benefits.

The County implemented GASB Statement No. 75 ("GASB 75") of the Governmental Accounting Standards Board ("GASB"), which replaces GASB Statement No. 45 effective 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.

Summary of Changes from the Last Valuation. The County contracted with Armory Associates, LLC, an actuarial firm, to calculate its first actuarial valuation under GASB 75 for the fiscal year ending December 31, 2018.

The following outlines the changes to the Total OPEB Liability during the fiscal year, by source.

Balance at December 31, 2017:	<u>\$ 186,369,145</u>
<u>Changes for the year:</u>	
Service cost	5,198,127
Interest	7,158,707
Differences between expected and actual experience	2,614,909
Changes of benefit terms	(4,628,868)
Changes in assumptions	(3,796,795)
Benefit payments (including implicit subsidy)	<u>(4,366,980)</u>
Net Changes	<u>2,179,100</u>
Balance at December 31, 2018:	<u>\$ 188,548,245</u>

Source: Actuarial Valuation Report fiscal year ended December 31, 2018. The above table is not audited.

Actuarial valuation will be required every 2 years for OPEB plans with more than 200 members, every 3 years if there are fewer than 200 members.

The County's unfunded actuarial accrued OPEB liability could have a material adverse impact upon the County's finances and could force the County to reduce services, raise taxes or both.

GASB 45. Prior to GASB 75, "Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions" ("GASB 45"), required municipalities and school districts to account for OPEB liabilities much like they already accounted for pension liabilities, generally adopting the actuarial methodologies used for pensions, with adjustments for the different characteristics of OPEB and the fact that most municipalities and school districts do not set aside any funds against this liability. Unlike GASB 27, which covers accounting for pensions, GASB 45 did not require municipalities or school districts to report a net OPEB obligation at the start.

Under GASB 45, based on actuarial valuation, an annual required contribution ("ARC") was required to be determined for each municipality or school district. The ARC is the sum of (a) the normal cost for the year (the present value of future benefits being earned by current employees) plus (b) amortization of the unfunded accrued liability (benefits already earned by current and former employees but not yet provided for), using an amortization period of not more than 30 years. If a municipality or school district contributed an amount less than the ARC, a net OPEB obligation would result, which was required to be recorded as a liability on its financial statements.

GASB 45 did not require that the unfunded liability actually be amortized nor that it be advance funded, only that the municipality or school district account for its unfunded accrued liability and compliance in meeting its ARC. Beginning with audited fiscal year 2007, the County has been in compliance with the requirements of GASB 45.

Prior valuations under GASB 45: Prior valuations performed under GASB 45 guidelines have not been restated. The following tables shows the components of the County's annual OPEB cost, the amount actuarially contributed to the plan, changes in the County's net OPEB obligation and funding status for the fiscal years ending December 31, 2016 and 2017:

<i>Annual OPEB Cost and Net OPEB Obligation:</i>	<u>2016</u>	<u>2017</u>
Annual required contribution (ARC)	\$ 16,614,719	\$ 17,637,909
Interest on net OPEB obligation	3,273,761	3,553,645
Adjustment to ARC	<u>(6,647,895)</u>	<u>(7,460,558)</u>
Annual OPEB cost (expense)	13,240,585	13,730,996
Contributions made	<u>(3,911,120)</u>	<u>(4,189,243)</u>
Increase in net OPEB obligation	9,329,465	9,541,753
Net OPEB obligation - beginning of year	<u>109,125,352</u>	<u>118,454,817</u>
Net OPEB obligation - end of year	<u>\$ 118,454,817</u>	<u>127,996,570</u>
Percentage of annual OPEB cost contributed	29.5%	30.5%
<i>Funding Status:</i>	<u>2016</u>	<u>2017</u>
Actuarial Accrued Liability (AAL)	\$ 159,027,006	\$ 166,522,884
Actuarial Value of Assets	<u>0</u>	<u>0</u>
Unfunded Actuarial Accrued Liability (UAAL)	<u>\$ 159,027,006</u>	<u>\$ 166,522,884</u>
Funded Ratio (Assets as a Percentage of AAL)	0.0%	0.0%

Source: Actuarial Reports of the County. The above table is not audited.

<u>Fiscal Year Ended</u>	<u>Annual OPEB Cost</u>	<u>Percentage of Annual OPEB Cost Contributed</u>	<u>Net OPEB Obligation</u>
2017	\$ 13,730,996	30.5%	\$ 127,996,570
2016	13,240,585	29.5	118,454,817
2015	18,733,749	21.6	109,125,352

Source: Actuarial valuation reports of the County. The above table is not audited.

There is no authority in current State law to establish a trust account or reserve fund for this liability. The County has reserved \$0 towards its OPEB liability. The County funds this liability on a pay-as-you-go basis.

In April 2015, the State Comptroller announced legislation to create an optional investment pool to help the State and local governments fund retiree health insurance and other post-employment benefits. The proposed legislation would allow the following:

- Authorize the creation of irrevocable OPEB trusts, not part of the New York State Common Retirement Fund, so that New York state and its local governments can, at their option, 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.

Under the State Comptroller's proposal, there would be no restrictions on the amount a government can deposit into the trust. The proposed legislation was not enacted into law in the last two legislative sessions. It is not possible to predict whether the Comptroller's proposed legislation will be reintroduced or enacted if introduced.

General Fund Operations

County finances are operated primarily through its General Fund. All taxes and most other revenues are paid into this fund and all current operating expenditures are made from it. (A statement of such revenues and expenditures for the five year period ending December 31, 2018 is contained in the Appendices). As reflected in the Appendices, the County derives the bulk of its annual revenues from a tax on real property, sales tax and from State aid. Capital improvements are generally financed by the issuance of bonds and bond anticipation notes.

Financial Statements

The County retains an independent certified public accounting firm for a continuous independent audit of all financial transactions of the County. The last audit was for the fiscal year ended December 31, 2018 and is incorporated by reference hereto as "APPENDIX – F". Certain summary financial information may also be found in the Appendices to this Official Statement.

The County complies with the Uniform System of Accounts as prescribed for counties in New York State by the State Comptroller. This System differs from generally accepted accounting principles (GAAP) as prescribed by the American Institute of Certified Public Accountants' Industry Audit Guide, "Audits of State and Local Governmental Units", and codified in Government Accounting, Auditing and Financial Reporting (GAAFR), published by the Governmental Accounting Standards Board (GASB). This difference is with respect to the annual update document which is not prepared using the GAAP standards while the audit report is prepared using such standards.

Changes to the Uniform System of Accounts as prescribed for counties have been made by the State Comptroller in order to conform the Uniform System of Accounts to certain of these principles. These changes require the County to maintain a record of fixed assets to be recorded at cost or at estimated historical cost.

Beginning with the fiscal year ending December 31, 2003 the County began issuing its financial statements in accordance with GASB Statement No. 34. This statement includes reporting of all assets including infrastructure and depreciation in the Government Wide Statement of Activities, as well as the Management's Discussion and Analysis. The County is in compliance with Statement No. 34.

New York State Comptroller Reports of Examination

The State Comptroller's office, i.e., the Department of Audit and Control, periodically performs a compliance review to ascertain whether the County has complied with the requirements of various State and Federal statutes. These audits can be searched on the official website of the Office of the New York State Comptroller.

The State Comptroller's office released an audit report of the County on April 4, 2014. The purpose of the audit was to examine the Probation Department's revenue collection process for the period January 1, 2012 through October 16, 2013.

The State Comptroller's office released its most recent audit report of the County on May 6, 2016. The purpose of the audit was to examine the Department's cash receipts process for the period January 1, 2012 through February 27, 2014.

A copy of the complete reports can be found via the official website of the Office of the New York State Comptroller.

There are no State Comptrollers audits of the District currently in progress or pending release at this time.

Note: Reference to website implies no warranty of accuracy of information therein.

The State Comptroller's Fiscal Stress Monitoring System

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 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 reports of the State Comptroller for the 2013 through 2017 fiscal years for the County are as follows:

<u>Fiscal Year Ending In</u>	<u>Stress Designation</u>	<u>Fiscal Score</u>
2017	No Designation	3.3%
2016	No Designation	12.9%
2015	No Designation	24.2%
2014	No Designation	24.2%
2013	No Designation	24.2%

Note: The fiscal stress report for fiscal year ending December 31, 2018 is not available as of the date of this Official Statement.

For additional details regarding the Fiscal Stress Monitoring System visit the State Comptroller's official website.

Source: Website of the Office of the New York State Comptroller. Reference to websites implies no warranty of accuracy of information therein.

Investment Policy

Pursuant to State law, including Sections 10 and 11 of the General Municipal Law (the "GML"), the County is generally permitted to deposit moneys in banks or trust companies located and authorized to do business in the State. All such deposits, including special time deposit accounts and certificates of deposit, in excess of the amount insured under the Federal Deposit Insurance Act, are required to be secured in accordance with the provisions of and subject to the limitations of Section 10 of the GML.

The County may also temporarily invest moneys in: (1) obligations of the United States of America; (2) obligations guaranteed by agencies of the United States of America where the payment of principal and interest are guaranteed by the United States of America; (3) obligations of the State of New York; (4) with the approval of the New York State Comptroller, in tax anticipation notes or revenue anticipation notes issued by any municipality, county, or county corporation, other than those notes issued by the County; (5) certificates of participation issued in connection with installment purchase contracts entered into by political subdivisions of the State pursuant to Section 109-b(10) of the GML; (6) obligations of a New York public benefit corporation which are made lawful investments for municipalities pursuant to the enabling statute of such public benefit corporation; or (7) in the case of moneys held in certain reserve funds established by the County, pursuant to law, in obligations of the County.

All of the foregoing instruments and investments are required to be payable or redeemable at the option of the owner within such times as the proceeds will be needed to meet expenditures for purposes for which the moneys were provided and, in the case of instruments or investments purchased with the proceeds of bonds or notes, shall be payable or redeemable in any event, at the option of the owner, within two years of the date of purchase. Unless registered or inscribed in the name of the County, such instruments and investments must be purchased through, delivered to and held in the custody of a bank or trust company in the State pursuant to a written custodial agreement as provided in Section 10 of the GML.

The Chief Fiscal Officer's investment policy does not permit the County to invest in reverse repurchase agreements or other derivative-type investments and the County does not invest in reverse repurchase agreements, or other derivative-type investments.

Budgetary Procedures

The County Executive prepares and submits a tentative budget for the ensuing year to the County Legislature on or before October 1 of each year. Such budget includes an estimate of the expenditures needed to provide County services as well as the sources of revenue expected to fund these expenditures.

Within five days of submitting the tentative budget, the County Executive and Commissioner of Finance review the budget with the Budget and Finance Committee (the "Committee") of the County Legislature. The Committee subsequently holds a public hearing on the tentative budget to obtain comments from the public. The Committee files a report, which includes its recommendations, to the full Legislature on or before October 20.

A second public hearing before all members of the County Legislature is held not later than October 25. Taxpayers are given an opportunity to express their views on the proposed budget; however, the County is not required to submit the budget to taxpayers for their approval. After this hearing and prior to November 1, the Legislature as a whole meets to consider and adopt the budget. According to the County's Charter, the County Executive may veto all line items changed by the Legislature with the exception of those items pertaining to the Legislature's own budget. An override of an Executive veto requires a 2/3 majority vote of the County Legislature. The budget process is completed and the final budget adopted by November 15th.

Budgetary control is achieved through various procedures. The County prepares its budgets for governmental funds in accordance with generally accepted accounting principles and has integrated the budget with the accounting system for such funds. Budget variance reports are prepared on a monthly basis and distributed to departmental heads and the Legislature. All functional transfers, either into or out of overtime, temporary, contractual or equipment appropriation accounts, and the establishment of new appropriation accounts shall be subject to the following authorization: transfers not in excess of \$1,000 may be authorized by the Commissioner of Finance; transfers between \$1,000 and \$5,000 may be authorized by the County Executive; transfers between \$5,000 and \$10,000 must be approved by the Chairperson of the Legislature or his/her designee; transfers between \$10,000 and \$25,000 must be approved by the Audit and Administrative Committee; transfers over \$25,000 or relating to personnel or contingency shall require full approval of the Legislature; amendments which increase total fund appropriations require approval by the Legislature. The County Auditor, appointed by the Legislature, must approve all expenditures from Governmental Funds. No authorization to disburse funds may be given to the Commissioner of Finance unless a sufficient appropriation for the purpose is available.

Other Information

The statutory authority for the power to spend money for the objects or purposes, or to accomplish the objects or purposes for which the Bonds are to be issued, is the County Law and the Local Finance Law.

The County expects to be in compliance with the procedure for the validation of the Bonds provided in Title 6 of Article 2 of the Local Finance Law prior to the issue date of the Bonds.

No principal or interest upon any obligation of this County is past due. The County was 3 days late in making a \$177,496.28 interest payment that was due to DTC on June 15, 2018. Payment was promptly wired to DTC on June 18, 2019 once the County was made aware of the late payment. The reason of the late payment was due to a clerical oversight.

The fiscal year of the County is the calendar year.

Except for "STATUS OF INDEBTEDNESS - Estimated Overlapping Indebtedness", this Official Statement does not include the financial data of any political subdivision having power to levy taxes within the County.

TAX INFORMATION

Valuations

<u>Year of County Tax Roll:</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
Assessed Valuation	\$ 10,344,827,908	\$ 10,350,978,494	\$ 10,404,388,588	\$ 12,548,786,025	\$ 12,903,704,757
New York State					
Equalization Rate ⁽¹⁾	various	various	various	various	various
Full Valuation ⁽²⁾	\$ 13,102,414,277	\$ 13,288,401,608	\$ 13,416,808,386	\$ 13,715,839,082	\$ 14,069,378,584

(1) The equalization rate is the average of the equalization rates for each of the six towns within the County. The towns' equalization rates are established by the New York State Office of Real Property Services.

(2) Please refer to APPENDIX – C attached hereto for greater detail as to the computation of taxable valuations.

Tax Rate Per \$1,000 (Full)

<u>Year of County Tax Roll:</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
	\$ 3.91	\$ 3.96	\$ 3.98	\$ 3.39	\$ 3.37

Note: The tax rate for the 2020 County tax roll is estimated to be \$3.44.

Tax Collection Procedure

Real property taxes are levied in December and payable in March and July, and therefore, attached as an enforceable lien to the property as of the levy date. Assessed valuations are established annually by the various towns within the County and are realized by the adoption of either the County or the State Equalization Rate.

The various towns within the County are responsible for the billing and collection of taxes through April 1 and August 1 respectively. Wholly uncollected taxes are returned to the County on April 1 and partial unpaid taxes are returned on August 1 as the taxpayer has the option of paying in full or in two installments. The County has the responsibility for collecting all unpaid town and County taxes returned thereto.

The County's enforcement procedures for unpaid taxes are governed by Article 10 of the Real Property Tax Law regarding unpaid taxes originating prior to January 1, 1995, and by Article 11 of the Real Property Tax Law regarding unpaid taxes originating on or after January 1, 1995. Under Article 10 enforcement procedures, a tax lien sale is conducted annually, with the County purchasing all tax liens. A tax deed is taken three years from the anniversary of the tax lien sale after title has been perfected through judicial proceedings. Under Article 11 enforcement procedures, a tax deed is taken two years from the anniversary of the tax lien date after title has been perfected through judicial proceedings. The County implemented Chapter 31 of the Putnam County code enabling tax foreclosed properties to be marketed by real estate brokers through the local multiple listing services in order to achieve maximum value for selected properties.

School district taxes are levied by the various school districts on September 1 and are payable in two installments (for the 2019-2020 school year: September 16, 2019 and March 15, 2020). Taxes are collected by the districts during the months of September and October after which the collection of school taxes becomes the County's responsibility. Pursuant to the Real Property Tax Law, the County is required to pay each school district the amount of their uncollected taxes within ten days after receiving the statement of unpaid school district taxes. Wholly uncollected taxes are relieved on the ensuing year's County tax roll. Taxpayers, who elect to pay school district taxes in two installments, must pay the second installment to the Commissioner of Finance by March 15.

Due to a file control error concerning certain real property tax exemptions, the 2019-2020 school tax bills were incorrect and corrected school tax bills are expected to be mailed by the County the week of September 16, 2019. First-half partial payments normally due by September 16 will now be due by October 7 while full payments regularly due by September 30 without interest must now be paid no later than October 21.

Tax Collection Record

<u>Fiscal Year</u>	<u>Total Tax Levy ⁽¹⁾</u>	<u>Uncollected At End of Fiscal Year</u>	<u>Percent Uncollected</u>
2013	\$ 132,307,525	\$ 7,804,494	7.22%
2014	134,083,815	6,588,264	6.18%
2015	134,459,604	7,006,751	4.95%
2016	134,230,717	6,890,008	4.88%
2017	135,232,547	6,898,065	4.85%
2018	138,975,993	6,061,288	4.18%

⁽¹⁾ Consists of county, town and school Tax Re-Levies.

Constitutional Tax Margin

Computation of Constitutional Tax Margin for fiscal years ending December 31, 2017 through 2019:

	<u>2017</u>	<u>2018</u>	<u>2019</u>
Five-Year Average Full Valuation.....	\$ 13,298,674,950	\$ 13,339,158,370	\$13,355,279,258
Tax Limit 1.5% thereon.....	199,480,124	200,087,376	200,329,189
Plus: Exclusions for Debt Service and Capital Purposes.....	5,975,447	6,280,054	6,575,347
Total County Taxing Power.....	\$ 205,572,771	\$ 206,367,430	\$ 206,904,536
Less: Tax Levy for County Purposes.....	35,459,955	36,085,437	36,834,601
Constitutional Tax Margin.....	\$ 164,020,169	\$ 170,281,993	\$ 170,069,935

See also "TAX LEVY LIMIT LAW" herein.

Ten Largest Taxpayers –2018 Assessment Roll for 2019 County Tax Roll

<u>Name of Taxpayer</u>	<u>Type of Business</u>	<u>Taxable Full Valuation</u>
City of New York	Government	\$ 696,051,762
State of New York	Government	167,521,027
New York State Electric & Gas Corp.	Public Utility	144,962,541
Algonquin Gas Transmission Co.	Public Utility	108,365,125
Verizon New York, Inc.	Public Utility	34,119,215
Consolidated Edison	Public Utility	25,972,707
Lakeview Plaza, LLC	Commercial	21,734,400
Highlands Center	Commercial	21,638,800
Putnam Ridge Real Estate	Commercial	20,604,000
Putnam Hospital Center	Private Corporation	19,816,710
	Total	<u>\$1,260,786,287</u>

The ten taxpayers, listed above, have a total taxable full valuation of \$1,260,786,287, which represents 8.96% of the County's total 2018 tax base.

The County is subject to a number of tax certiorari cases particularly in relation to the utility companies. The ultimate result of these cases is not expected to have a significant impact on the finances of the County. As of the date of this Official Statement, the County does not currently have any pending or outstanding tax certioraris that are known to have a material impact on the County.

Source: County tax rolls.

Sales and Compensating Use Taxes

Section 1210 of the New York Tax Law authorized the County to levy sales and compensating use taxes in addition to the 4% tax levied by the State, and the 3/8% levied for the MTA. Such sales and compensating use tax collections in New York are administered by the State Tax Commission and the proceeds are paid to the County monthly. Effective September 1, 2007, the County increased sales tax to the maximum 4% permitted.

The amount collected for the years 2006-2018 and the amount budgeted for 2019 are as follows:

<u>Year</u>	<u>Amount Collected</u>	<u>Sales Tax % of General Fund</u>
2009	\$ 45,599,172	39.62%
2010	47,632,078	40.19%
2011	49,828,070	43.99%
2012	51,676,481	41.32%
2013	53,236,813	42.67%
2014	56,035,000	44.03%
2015	53,956,385	43.27%
2016	59,000,756	44.60%
2017	58,887,699	43.10%
2018	63,346,180	45.84%
2019 (Budgeted)	60,484,333	42.63%

Additional Tax Information

Real property subject to County taxes is assessed by the component towns.

Veterans' and Senior Citizens' exemptions are offered to those who qualify.

The County's assessment roll is estimated to be constituted as follows: 75.9% residential; 3.6% commercial, <1% agricultural, <1% industrial and 20.5% other.

The estimated total annual property tax bill of a \$316,986 market value residential property located in the County is approximately \$9,584 including County, town and school district taxes.

TAX LEVY LIMIT LAW

Chapter 97 of the Laws of 2011, as amended (the "Tax Levy Limit Law") applies to virtually all local governments, including school districts (with the exception of New York City, Yonkers, Syracuse, Rochester and Buffalo, the latter four of which are indirectly affected 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 Limit 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. It expires on June 15, 2020 unless extended. Pursuant to the Tax Levy Limit 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 are required 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 county may exceed the tax levy limitation for the coming fiscal year only if the governing body of such town first enacts, by at least a sixty percent vote of the total voting strength of the board, a local law, to override such limitation for such coming fiscal year only. There are exceptions to the tax levy limitation provided in the Tax Levy Limit 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 each fiscal year budget must submit for review to the State Comptroller any information that is necessary in the calculation of its tax levy for each fiscal year.

The Tax Levy Limit Law does not contain an exception from the levy limitation for the payment of debt service on either outstanding general obligation debt of municipalities or such debt incurred after the effective date of the tax levy limitation provisions.

While the Tax Levy Limit 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 said Tax Levy Limit 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 Limit Law. Whether the Constitution grants a municipality authority to treat debt service payments as a constitutional exception to such statutory tax levy limitation outside of any statutorily determined tax levy amount is not clear.

Recent Property Tax Levy Increases

The County's 2015 budget increased the General Fund real property tax levy by \$1,338,934, for a total tax levy of \$40,592,368, or 3.41%, keeping within the County's real property tax cap authorized by the State for 2015.

The County's 2016 budget increased the General Fund real property tax levy by \$410,933, for a total tax levy of \$41,435,402, or 1.06%, keeping within the County's real property tax cap authorized by the State for 2016.

The County's 2017 budget increased the General Fund real property tax levy by \$410,933, for a total tax levy of \$41,435,402, or 1.00%, keeping within the County's real property tax cap authorized by the State for 2017.

The County's 2018 budget increased the General Fund real property tax levy by \$930,089 for a total tax levy of \$42,365,491, or 2.24%, keeping within the County's real property tax cap authorized by the State for 2018.

The County's 2019 budget increased the General Fund real property tax levy by \$1,044,457 for a total tax levy of \$43,409,948, or 2.47%, keeping within the County's real property tax cap authorized by the State for 2019.

COUNTY INDEBTEDNESS

Constitutional Requirements

The State Constitution limits the power of the County (and other municipalities and certain counties of the State) to issue obligations and to otherwise contract indebtedness. Such constitutional limitations in summary form, and as generally applicable to the County and the Bonds include the following:

Purpose and Pledge. The County shall not give or loan any money or property to or in aid of any individual or private corporation or private undertaking or give or loan its credit to or in aid of any of the foregoing or any public corporation.

The County may contract indebtedness only for a County 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 in one of the two fiscal years immediately succeeding the fiscal year for which such indebtedness was contracted, indebtedness shall be paid in annual installments commencing no later than two years after the date such indebtedness shall have been contracted and ending no later than the expiration of the period of probable usefulness of the object or purpose as determined by statute, or in the alternative, the weighted average maturity of the several objects or purposes for which it has contracted; no installment may be more than fifty per centum in excess of the smallest prior installment, unless the County Legislature authorizes the issuance of bonds with substantially level or declining annual debt service. The County 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 County has the power to contract indebtedness for any County purpose so long as the principal amount thereof, subject to certain limited exceptions, shall not exceed seven per centum of the average full valuation of taxable real estate of the County 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 as shown upon the latest completed assessment roll and dividing the same by the equalization rate as determined by the State Office of Real Property Services. 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 valuation of the 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 power and procedure for the County to borrow and incur indebtedness by the enactment of the Local Finance Law subject, of course, to the provisions set forth above. The power to spend money, however, generally derives from other law, including specifically the County Law and the General Municipal Law.

Pursuant to the Local Finance Law, the County authorizes the issuance of bonds by the adoption of a bond resolution approved by at least two-thirds of the members of the County Legislature, the finance board of the County. Customarily, the County Legislature has delegated to the Commissioner of Finance, as chief fiscal officer of the County, 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 County 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.

Except on rare occasions the County complies with this estoppel procedure. It is a procedure that is recommended by Bond Counsel, but it is not an absolute legal requirement. The County expects to comply with such procedure with respect to the Bonds prior to the issue date of the Bonds.

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 County Legislature, as the finance board of the County, has the power to enact bond resolutions. In addition, such finance board has the power to authorize the sale and issuance of obligations. However, such finance board may, and generally does, delegate the power to sell the obligations to the Commissioner of Finance, the chief fiscal officer of the County, pursuant to the Local Finance Law.

Statutory law in the State 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, with the exception of notes issued to finance assessable improvements, such renewals do not exceed five years beyond the original date of borrowing. (See "Payment and Maturity" under "Constitutional Requirements" herein, and "Details of Outstanding Indebtedness" herein.)

In general, the Local Finance Law contains provisions providing the County with power to issue certain other short-term general obligation indebtedness including revenue and bond anticipation notes and budget notes. (See "Details of Outstanding Indebtedness" herein.)

Debt Outstanding End of Fiscal Year

<u>Years Ending December 31:</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
Bonds	\$ 64,841,274	\$ 60,438,274	\$ 60,589,575	\$ 60,512,925	\$ 57,936,475
Bond Anticipation Notes	0	0	0	0	0
Tax Anticipation Notes	<u>15,000,000</u>	<u>8,000,000</u>	<u>0</u>	<u>0</u>	<u>0</u>
Total Debt Outstanding	<u>\$ 79,841,274</u>	<u>\$ 68,438,274</u>	<u>\$ 60,589,575</u>	<u>\$ 60,512,925</u>	<u>\$ 57,936,475</u>

Details of Outstanding Indebtedness

The following table sets forth the indebtedness of the County as evidenced by bonds and notes as of September 16, 2019:

	<u>Maturity</u>	<u>Amount Outstanding</u>
<u>Bonds</u>	2019-2036	\$ 56,643,125
<u>Bond Anticipation Notes</u>	---	<u>0</u>
Total Indebtedness		<u>\$ 56,643,125</u>

Debt Statement Summary

The following table sets forth the computation of the debt limit of the County and its debt contracting margin as of September 16, 2019:

Five-Year Average Full valuation of taxable real property	\$ 13,520,208,696
Debt limit (7% of full valuation)	946,414,609
<u>Outstanding Indebtedness (Principal only):</u>	
Bonds	\$ 56,643,125
Bond Anticipation Notes	<u>0</u>
Gross Indebtedness	56,643,125
<u>Debt Subject to Exclusions:</u>	
Appropriations ⁽¹⁾	<u>\$ 3,680,000</u>
Total net indebtedness	<u>\$ 52,963,125</u>
Net Debt Contracting Margin	<u>\$ 893,451,484</u>
Percentage of Debt Contracting Power Exhausted	5.60%

⁽¹⁾ Appropriations are excluded pursuant to Section 136.00 of the Local Finance Law.

Long-Term Bond Indebtedness

A schedule of Bonded Debt Service may be found in APPENDIX - B of this Official Statement.

Tobacco Settlement Securitization

In January 1997, the State of New York filed a lawsuit against the tobacco industry seeking to recover the costs that the State and local governments had incurred in treating smoking-related illnesses. Under an agreement reached with the tobacco industry referred to as the Master Settlement Agreement (MSA), the State and Counties are entitled to annual payments of Tobacco Settlement Revenues (TSR) totaling approximately \$25,000,000,000.

During 2000, the County deposited \$5,402,674 from the proceeds of the sale of tobacco rights in an irrevocable trust with an escrow agent to provide for all future debt service payments on various serial bond issues. Accordingly, the trust account assets and liability for the economically defeased bonds are not included in the County's financial statements.

In 2005, the County received \$4,434,478.88 from the proceeds of a refinancing of the prior bonds in connection with the sale of tobacco rights. These proceeds may be legally utilized under federal tax laws either to defease additional outstanding bonds of the County or to pay for capital equipment and improvements. The County did use the proceeds for various capital items.

Cash Flow Borrowings

Until recent years, the County has generally found it necessary to borrow from time to time in anticipation of revenues and tax receipts, of which borrowing is necessitated by the schedule of tax collections.

The following is a history of such cash flow borrowings since the 2006 fiscal year:

<u>Fiscal Year</u>	<u>Issue Amount</u>	<u>Type</u>	<u>Date of Issue</u>	<u>Date Paid</u>
2006	\$ 15,000,000	TAN	01/19/06	01/19/07
2007	15,000,000	TAN	01/18/07	11/15/07
2008	15,000,000	TAN	11/29/07	10/29/08
2009	15,000,000	TAN	11/20/08	10/29/09
2010	17,000,000	TAN	11/19/09	11/04/10
2011	17,000,000	TAN	11/18/11	10/29/12
2012	17,000,000	TAN	11/21/12	10/25/13
2013	16,000,000	TAN	11/15/13	10/24/14
2014	15,000,000	TAN	11/20/14	10/23/15
2015	8,000,000	TAN	11/24/15	10/21/16

County taxpayers are afforded the option of paying school district taxes on a partial payment basis. The first half must be received by September 15, with the second half to be received by February 15. There is no penalty for taking advantage of the partial payment, only a service charge. The County must make school districts whole by December 1, and with many taxpayers taking advantage of the partial payment, the County's cash position suffers in December. This had caused the County to increase its cash flow borrowings in some past years.

The County has no plans to issue a revenue anticipation notes in the foreseeable future.

Estimated Overlapping Indebtedness

In addition to the County, the following political subdivisions have the power to issue bonds and to levy taxes or cause taxes to be levied on taxable real property in the County. Bonded indebtedness, including bond anticipation notes, is estimated as of the close of the fiscal year of the respective municipalities, not adjusted to include subsequent bond issues, if any.

	<u>Indebtedness</u> ⁽¹⁾	<u>Exclusions</u> ⁽²⁾	<u>Net</u> <u>Indebtedness</u>
6 Towns	\$ 43,437,420	\$ 8,540,134 ⁽³⁾	\$ 34,897,286
3 Villages	14,080,173	9,274,173 ⁽³⁾	4,806,000
6 School Districts	134,633,848	67,042,418 ⁽⁴⁾	67,591,430
4 Fire Districts	6,052,984	2,107,984	3,945,000
		Total	<u>\$ 111,239,716</u>

⁽¹⁾ Outstanding bonds and bond anticipation notes. Not adjusted to include subsequent bond or note sales, if any.

⁽²⁾ Pursuant to applicable constitutional and statutory provisions, this indebtedness is deductible from gross indebtedness for debt limit purposes.

⁽³⁾ Sewer and water debt, appropriations and cash on hand for debts.

⁽⁴⁾ Estimated State Building aid.

Source: State Comptroller's reports for fiscal year ending 2017 for towns and fire districts and fiscal year ending 2018 for school districts and villages.

Debt Ratios

The following table sets forth certain ratios relating to the County's indebtedness, giving effect to this financing, as of September 16, 2019:

	Amount of <u>Indebtedness</u>	Per <u>Capita</u> ^(a)	Percentage of Full <u>Valuation</u> ^(b)
Gross Direct Indebtedness ^(c)	\$ 56,643,125	\$ 572.78	0.40%
Net Direct Indebtedness ^(c)	52,963,125	535.57	0.38%
Gross Direct Plus Net Overlapping Indebtedness ^(d)	167,882,841	1,697.64	1.19%
Net Direct Plus Net Overlapping Indebtedness ^(d)	164,202,841	1,660.43	1.17%

Note: ^(a) The County's 2018 estimated population is 98,892. (See "THE COUNTY - Population Trends" herein.)

^(b) The County's full valuation of taxable real estate for the 2019 tax roll is \$14,069,378,584. (See "TAX INFORMATION - Valuations" herein.)

^(c) See "Debt Statement Summary" herein.

^(d) The County's estimated applicable share of net underlying indebtedness is \$111,239,716. (See "Estimated Overlapping Indebtedness" herein).

Capital Project Plans

The County's proposed six-year capital improvement program provides for a total outlay of approximately \$43,260,750 for 2019 through 2024. A substantial portion of this cost would be met by issuing debt. All future borrowings are dependent on cash flow needs of the County.

PROPOSED SIX-YEAR CAPITAL PROJECTS 2019 - 2024							
PROJECTS:	2019	2020	2021	2022	2023	2024	Six Year Totals
FACILITIES:							
Putnam Golf Course - Roof Replacement	\$ 100,000	\$ 100,000	\$ -	\$ -	\$ -	\$ -	\$ 200,000
Putnam Golf Course - HVAC & Plumbing Replacement	100,000	75,000	-	-	-	-	175,000
Putnam County Golf Course - ADA Renovations	-	200,000	-	-	-	-	200,000
Minor facility renovation	-	200,000	200,000	200,000	200,000	200,000	1,000,000
County Office Building - Façade Rehabilitation	800,000	800,000	-	-	-	-	1,600,000
Capital Reserve - Minor Renovations	250,000	-	-	-	-	-	250,000
Facility parking and Common Area lighting	-	113,000	36,500	97,250	94,500	94,500	435,750
ENVIRONMENTAL - MS/4:							
Repairs and Improvements to various Dams	-	650,000	575,000	375,000	2,400,000	2,400,000	6,400,000
PCGC - Bunker renovation	-	100,000	-	-	-	-	100,000
TRANSPORTATION:							
Repair / replacement of Various bridges and culverts	500,000	500,000	500,000	500,000	500,000	500,000	3,000,000
Pavement Maintenance and rehabilitation	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	6,000,000
CHIPS - Eligible equipment & highway infrastructure improvements	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	6,000,000
Grant Matched Projects	12,707,000	10,547,000	15,718,000	1,440,000	1,608,000	1,071,000	43,091,000
TIP Project Management	100,000	100,000	100,000	100,000	100,000	100,000	600,000
Transit Section 5307 Funds	1,100,000	1,100,000	1,100,000	1,100,000	1,100,000	1,100,000	6,600,000
EQUIPMENT							
Highway Equipment	500,000	500,000	500,000	500,000	500,000	500,000	3,000,000
Office For Senior Resources - 2 Buses	-	-	-	-	200,000	-	200,000
Planning & Transportation- 8 Buses	-	-	-	-	1,000,000	-	1,000,000
TOTALS:	<u>\$ 18,157,000</u>	<u>\$ 16,985,000</u>	<u>\$ 20,729,500</u>	<u>\$ 6,312,250</u>	<u>\$ 9,702,500</u>	<u>\$ 7,965,500</u>	<u>\$ 79,851,750</u>

The County typically issues bonds annually in November for projects which require long term financing. The County historically does not issue bond anticipation notes for project and rather issues serial bonds each year.

LITIGATION

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 County, threatened against or affecting the County to restrain or enjoin the issuance, sale or delivery of the Bonds or the levy and collection of taxes or assessments to pay same, or in any way contesting or affecting the validity of the Bonds or any proceedings or authority of the County taken with respect to the authorization, issuance or sale of the Bonds or contesting the corporate existence or boundaries of the County.

In common with other counties, the County from time to time receives notices of claim and is a party to litigation. In the opinion of the County Attorney, and apart from matters provided for by applicable insurance coverage, there are currently three (3) claims or actions pending which, if determined against the County, would have an adverse material effect on the financial condition of the County.

The Hossu v. County of Putnam, et al. case (16-cv-2027 (CS)) was commenced in Federal Court for the Southern District of New York against the County of Putnam, the Putnam County Sheriff and three (3) individual Sheriff's Department employees. The complaint alleges that the defendants violated the plaintiff's right to due process under the Fourteenth Amendment (as made actionable by 42 U.S.C. §1983), specifically stating claims for false arrest, malicious prosecution, abuse of process and denial of a fair trial. Insurance coverage is afforded, with a reservation of rights, under the County's Municipal Law Enforcement Policy, which has a limit of one million (\$1,000,000) dollars per occurrence and a two-hundred and fifty thousand (\$250,000) dollar deductible per claim. Discovery is now ongoing but is still in the early stages, and as such, it is difficult to assess the potential value of this case. The County's insurer has increased its indemnity reserve to \$100,000.

The Galgano v. County of Putnam, et al. case (16-cv-03572) was commenced in Federal Court for the Southern District of New York against the County of Putnam, the Putnam County District Attorney's Office and five (5) individual District Attorney's Office employees. The complaint alleges that the defendants violated the plaintiff's right to due process under the Fourteenth Amendment (as made actionable by 42 U.S.C. §1983), specifically stating claims for unlawful search and seizure, abuse of process, conspiracy and malicious prosecution, as well as a claim for retaliation under the First Amendment. Additionally, it contains claims under New York State Law for defamation and abuse of process, malicious prosecution, failure to intercede and negligent supervision. The Complaint seeks unspecified amounts of compensatory damages and punitive damages, along with awards for pre-judgment interest and attorney's fees and costs. Insurance coverage is afforded, with a reservation of rights, under the County's Municipal Public Official's (MPO) Policy, which has a limit of one million (\$1,000,000) dollars per occurrence and a two-hundred and fifty thousand (\$250,000) dollar deductible per claim. Discovery is ongoing but is still in the early stages, and as such, it would be difficult to assess the potential value of this case. The County's insurer has set an indemnity reserve of \$100,000.

Also associated with this case is the Sharp v. County of Putnam, et al. case, which stems from the same set of facts and circumstances. It was commenced in Federal Court for the Southern District of New York against the County of Putnam, the Putnam County District Attorney's Office and five (5) individual District Attorney's Office employees. The Complaint alleges that the defendants violated the plaintiff's right to due process under the Fourteenth (14th) Amendment (as made actionable by 42 U.S.C. §1983), specifically stating claims for malicious prosecution and denial of due process. The Complaint seeks unspecified amounts of compensatory and punitive damages, along with awards for pre-judgment interest and attorney's fees and costs. Insurance coverage is afforded, with a reservation of rights, under the County's Municipal Public Official's (MPO) Policy, which has a limit of one million (\$1,000,000) dollars per occurrence and a two-hundred and fifty thousand (\$250,000) dollar deductible per claim. The Motion to Dismiss filed on behalf of the County of Putnam and the Putnam County District Attorney's Office was granted recently and the case was dismissed with prejudice. The Plaintiff now has until June 28, 2019 to file a Notice of Appeal. Since no discovery has yet commenced, however, if the lower court ruling is reversed and the action moves forward, it would be difficult to assess the potential value of this case. The County's insurer has set an indemnity reserve of \$100,000.

The DiPippo v. County of Putnam et al. case (17-cv-7948) was commenced in Federal District Court for the Southern District of New York against the County of Putnam, the Putnam County Sheriff's Department, Sheriff Robert Thoubboron, and four (4) individual Sheriff's Department employees. The Complaint alleges that the defendants violated the plaintiff's right to due process under the 14th Amendment (as made actionable by 42 U.S.C. §1983), specifically stating claims for malicious prosecution, denial of a fair trial, failure to intervene, civil rights conspiracy, supervisory liability, intentional and reckless infliction of emotional distress, negligent intentional infliction of emotional distress, respondeat superior liability and County of Putnam liability under a *Monell* claim. The Complaint seeks unspecified amounts of compensatory and punitive damages, along with awards for pre and post judgment interest and attorney's fees and costs. Insurance coverage is afforded, however, with a reservation of rights, under the County's Municipal Law Enforcement Policy, which has a limit of one million (\$1,000,000) dollars per occurrence and a one-hundred thousand (\$100,000) dollar deductible per occurrence. The County's insurer has set an indemnity reserve of \$50,000. The County also has insurance coverage under a previous policy covering the years 1994-1995 (the time period in which the claim arose), however, that insurance company has issued a denial of the claim. The County is now contemplating a separate declaratory judgment action against said insurer for coverage. The County's

Motion to Dismiss was recently denied by the Court and discovery is now ongoing. It remains difficult to assess the potential value of this case. The County's insurer has set an indemnity reserve of \$100,000.

The Haughey v. County of Putnam et al. case (18-cv-02861) was commenced in Federal District Court for the Southern District of New York against the County of Putnam, the Town of Carmel and ten (10) individual defendants. The Complaint alleges that the defendants violated the plaintiff's right to due process under the Fourteenth (14th) Amendment (as made actionable by 42 U.S.C. §1983), specifically stating claims for false arrest, malicious prosecution, intentional infliction of emotional distress, actual and constructive fraud, denial of a fair trial, wrongful arrest and detention, failure to intervene, defamation and County of Putnam liability under a *Monell* claim. The Complaint seeks \$25,000,000 for compensatory damages and \$40,000,000 for punitive damages along with awards for prejudgment interest and attorney's fees and costs. Insurance coverage is afforded under the County's Commercial General Liability (CGL) policy, which has a limit of one million (\$1,000,000) per occurrence and a one hundred thousand (\$100,000) dollar deductible per occurrence. The County's Motion to Dismiss will be fully submitted by June 10, 2019. Discovery has not yet commenced, and as such, it would be difficult to assess the potential value of this case. The County's insurer has set an indemnity reserve of \$10,000.

TAX MATTERS

Opinion of Bond Counsel

In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the County, under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code. The Tax Certificate of the County (the "Tax Certificate"), which will be delivered concurrently with the delivery of the Bonds will contain provisions and procedures relating to compliance with applicable requirements of the Code. In rendering its opinion, Bond Counsel has relied on certain representations, certifications of fact, and statements of reasonable expectations made by the County in connection with the Bonds, and Bond Counsel has assumed compliance by the County with certain provisions and procedures set forth in the Tax Certificate relating to compliance with applicable requirements of the Code to assure the exclusion of interest on the Bonds from gross income under Section 103 of the Code.

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

Bond Counsel expresses no opinion as to any other federal, state or local tax consequences arising with respect to the Bonds, or the ownership or disposition thereof, except as stated above. Bond Counsel renders its opinion under existing statutes and court decisions as of the issue date, and assumes no obligation to update, revise or supplement its opinion to reflect any action thereafter taken or not taken, any fact or circumstance that may thereafter come to its attention, any change in law or interpretation thereof that may thereafter occur, or for any other reason. Bond Counsel expresses no opinion as to the consequence of any of the events described in the preceding sentence or the likelihood of their occurrence. In addition, Bond Counsel expresses no opinion on the effect of any action taken or not taken in reliance upon an opinion of other counsel regarding federal, state or local tax matters, including, without limitation, exclusion from gross income for federal income tax purposes of interest on the Bonds.

Certain Ongoing Federal Tax Requirements and Certifications

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

Certain Collateral Federal Tax Consequences

The following is a brief discussion of certain collateral federal income tax matters with respect to the Bonds. It does not purport to address all aspects of federal taxation that may be relevant to a particular owner of an Bond. Prospective investors, particularly those who may be subject to special rules, are advised to consult their own tax advisors regarding the federal tax consequences of owning and disposing of the Bonds. Prospective owners of the Bonds should be aware that the ownership of such obligations may result in collateral federal income tax consequences to various categories of persons, such as corporations

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

Original Issue Discount

“Original issue discount” (“OID”) is the excess of the sum of all amounts payable at the stated maturity of a Bond (excluding certain “qualified stated interest” that is unconditionally payable at least annually at prescribed rates) over the issue price of that maturity. In general, the “issue price” of a maturity (a bond with the same maturity date, interest rate and credit terms) means the first price at which at least 10 percent of such maturity was sold to the public, i.e., a purchaser who is not, directly or indirectly, a signatory to a written contract to participate in the initial sale of the Bonds. In general, the issue price for each maturity of Bonds is expected to be the initial public offering price set forth in this Official Statement. Bond Counsel further is of the opinion that, for any Bonds having OID (a “Discount Bond”), OID that has accrued and is properly allocable to the owners of the Discount Bond under Section 1288 of the Code is excludable from gross income for federal income tax purposes to the same extent as other interest on the Bonds. In general, under Section 1288 of the Code, OID on a Discount Bond accrues under a constant yield method, based on periodic compounding of interest over prescribed accrual periods using a compounding rate determined by reference to the yield on that Discount Bond. An owner’s adjusted basis in a Discount Bond is increased by accrued OID for purposes of determining gain or loss on sale, exchange, or other disposition of such Discount Bond. Accrued OID may be taken into account as an increase in the amount of tax-exempt income received or deemed to have been received for purposes of determining various other tax consequences of owning a Discount Bond even though there will not be a corresponding cash payment.

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

Bond Premium

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

Information Reporting and Backup Withholding

Information reporting requirements apply to interest on tax-exempt obligations, including the Bonds. In general, such requirements are satisfied if the interest recipient completes, and provides the payor with, a Form W-9, “Request for Taxpayer Identification Number and Certification,” or if the recipient is one of a limited class of exempt recipients. A recipient not otherwise exempt from information reporting who fails to satisfy the information reporting requirements will be subject to “backup withholding,” which means that the payor is required to deduct and withhold a tax from the interest payment, calculated in the manner set forth in the Code. For the foregoing purpose, a “payor” generally refers to the person or entity from whom a recipient receives its payments of interest or who collects such payments on behalf of the recipient. If an owner purchasing a Bond through a brokerage account has executed a Form W-9 in connection with the establishment of such account, as generally can be expected, no backup withholding should occur. In any event, backup withholding does not affect the excludability of the interest on the Bonds from gross income for federal income tax purposes. Any amounts withheld pursuant to backup withholding would be allowed as a refund or a credit against the owner’s federal income tax once the required information is furnished to the Internal Revenue Service.

Miscellaneous

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

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

LEGAL MATTERS

Legal matters incident to the authorization, issuance and sale of the Bonds are subject to the approving legal opinion of Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. The form of the opinion of Bond Counsel related to the Bonds is attached hereto as "APPENDIX - D", respectively.

Certain legal matters will be passed upon for the Underwriter by its Counsel, Orrick, Herrington & Sutcliffe LLP, New York, New York.

CONTINUING DISCLOSURE

At the time of the delivery of the Bonds, the County will provide an executed copy of its "Undertaking to Provide Continuing Disclosure" substantially as set forth in "APPENDIX-E" hereto.

Historical Continuing Disclosure Compliance

The County has in the previous five years complied, in all material respects, with any previous undertakings pursuant to the Rule; however,

- The County was late in filing its Audited Financial Statement for fiscal year ending December 31, 2012. The audit was required to be filed within 30 days of its date of completion of July 26, 2013, but was not filed to the Electronic Municipal Market Access Website ("EMMA") until October 1, 2013. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on September 5, 2017.
- The County filed certain annual financial information and operating data ("AFIOD") to EMMA as required for the fiscal year ending December 31, 2013 on June 29, 2014, however, such AFIOD was dated October 18, 2013 and contained AFIOD available as of October 18, 2013 which was prior to the close of the County's December 31, 2013 fiscal year. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on September 5, 2017.
- The County was one day late in filing its AFIOD for fiscal year ending December 31, 2014, which was required to be filed no later than June 29, 2015, but was not filed to EMMA until June 30, 2015. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on September 5, 2017.
- The County was late in filing its Audited Financial Statement for fiscal year ending December 31, 2014. The audit was completed on June 12, 2015 and thus was required to be filed no later than June 29, 2015, but was not filed to EMMA until July 9, 2015. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on September 5, 2017.
- The County was late in filing its Audited Financial Statement for fiscal year ending December 31, 2015. The audit was completed on June 24, 2016 and thus was required to be filed no later than June 29, 2016, but was not filed to EMMA until September 22, 2016. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on September 5, 2017.
- The County did not file its unaudited financial statements and was late in filing its audited financial statements for fiscal year ending December 31, 2017. The audit was completed on June 27, 2018 and thus was required to be filed no later than June 29, 2018, however the final version was not received from the auditor until July 2, 2018 and was filed to EMMA on July 3, 2018. The County was also late in filing an event notice regarding this late filing, which was filed to EMMA on October 2, 2018.
- The County was late in filing its audited financial statements for fiscal year ending December 31, 2018. The audit was dated as of June 27, 2019 and thus required to be filed no later than June 29, 2019, however, the County did not receive the final version from the auditor until July 1, 2019. The 2018 audit was filed to EMMA on July 10, 2019.

UNDERWRITING

The Bonds are being purchased by Roosevelt & Cross Incorporated, (the "Underwriter") for reoffering to the public. The purchase contract for the Bonds provides that the Underwriter will purchase all of the Bonds, if any are purchased, at a purchase price equal to \$ _____ (being the par amount of the Bonds plus a net original issue premium of \$ _____, less an underwriter's fee for the transaction of \$ _____). The Underwriter is initially offering the Bonds to the public at the public offering yields indicated on the cover page, but the Underwriter may offer and sell the Bonds to certain dealers, institutional investors and others (including sales for deposit into investment trusts, certain of which may be sponsored or managed by the Underwriter) at yields higher than the public offering yields stated on the cover page and the public offering yields may be changed from time to time by the Underwriter.

BOND RATING

Moody's Investors Service ("Moody's") assigned their rating of "Aa1" to the Bonds. No application was made to any other rating agency for the purpose of obtaining an additional rating on the Bonds. The rating reflects only the view of the Moody's and an explanation of the significance of such rating may be obtained from Moody's.

Generally, rating agencies base their ratings on the information and materials furnished to it and on investigations, studies and assumptions by the respective rating agency. There is no assurance that a rating will continue for any given period of time or that it will not be revised downward or withdrawn entirely by such rating agency if, in its judgment, circumstances so warrant. Any downward revision or withdrawal of the rating of the bonds may have an adverse effect on the market price of the Bonds.

MUNICIPAL ADVISOR

Fiscal Advisors & Marketing, Inc. (the "Municipal Advisor") is a Municipal Advisor registered with the Securities and Exchange Commission and the Municipal Securities Rulemaking Board. The Municipal Advisor serves as independent financial advisor to the County on matters relating to debt management. The Municipal Advisor is a financial advisory and consulting organization and is not engaged in the business of underwriting, marketing, or trading municipal securities or any other negotiated instruments. The Municipal Advisor has provided advice as to the plan of financing and the structuring of the Bonds. The advice on the plan of financing and the structuring of the Bonds was based on materials provided by the County and other sources of information believed to be reliable. The Municipal Advisor has not audited, authenticated, or otherwise verified the information provided by the County or the information set forth in this Official Statement or any other information available to the County with respect to the appropriateness, accuracy, or completeness of disclosure of such information and no guarantee, warranty, or other representation is made by the Municipal Advisor respecting the accuracy and completeness of or any other matter related to such information and this Official Statement. The fees to be paid by the County to Fiscal Advisors are partially contingent on the successful closing of the Bonds.

CUSIP IDENTIFICATION NUMBERS

It is anticipated that CUSIP (an acronym that refers to Committee on Uniform Security Identification Procedures) identification numbers will be printed on the Bonds. All expenses in relation to the printing of CUSIP numbers on the Bonds will be paid for by the County provided, however; the County assumes no responsibility for any CUSIP Service Bureau charge or other charge that may be imposed for the assignment of such numbers.

ADDITIONAL INFORMATION

So far as 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 that may have been made verbally or in writing is to be construed as a contract with the holders of the Bonds.

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 County management’s beliefs as well as assumptions made by, and information currently available to, the County’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 County’s files with the repositories. When used in County documents or oral presentation, the words “anticipate”, “believe”, “intend”, “plan”, “forsee”, “likely”, “estimate”, “expect”, “objective”, “projection”, “forecast”, “goal”, “will”, or “should”, or similar words or phrases are intended to identify forward-looking statements.

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.

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

Fiscal Advisors & Marketing, Inc. may place a copy of this Official Statement on its website at www.fiscaladvisors.com. Unless this Official Statement specifically indicates otherwise, no statement on its website is included by specific reference or constitutes a part of this Official Statement. Fiscal Advisors & Marketing, Inc. has prepared its website information for your convenience, but you should not make any decision in reliance upon that information. Typographical or other errors may have occurred in converting original source documents to digital format, and Fiscal Advisors & Marketing, Inc. assumes no liability or responsibility for errors or omissions on its website. Further, Fiscal Advisors & Marketing, Inc. disclaims 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 its website. Fiscal Advisors & Marketing, Inc. also assumes no liability or responsibility for any errors or omissions or for any updates to dated website information.

The County hereby disclaims any obligation to update developments of the various risk factors or to announce publicly any revision to any of the forward-looking statements contained herein or to make corrections to reflect future events or developments except to the extent required by Rule 15c2-12 promulgated by the Securities and Exchange Commission.

The County will act as Paying Agent for the Bonds. The County’s contact information is as follows: William J. Carlin, Jr., CPA, Commissioner of Finance, 40 Gleneida Avenue, Carmel, New York 10512, Phone: (845) 808-1075, Fax: (845) 808-1910, email: william.carlin@putnamcountyny.com.

This Official Statement was prepared with the assistance of Fiscal Advisors & Marketing, Inc. Additional information may be obtained upon request from the offices of Fiscal Advisors & Marketing, Inc., telephone number (315) 752-0051, or at www.fiscaladvisors.com

Dated: September 16, 2019

THE COUNTY OF PUTNAM, NEW YORK

**By: WILLIAM J. CARLIN, JR., C.P.A.
Commissioner of Finance and
Chief Fiscal Officer**

GENERAL FUND

Balance Sheets

Fiscal Years Ending December 31:	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<u>ASSETS</u>					
Cash and Cash Equivalents	\$ 34,006,811	\$ 16,207,853	\$ 16,410,017	\$ 17,541,522	\$ 25,483,432
Investments	881,947	886,766	887,348	1,547,310	921,294
Taxes Receivable, Net of Allowance for Uncollectible	41,676,688	43,632,331	38,074,419	39,159,275	42,158,219
Other Receivables:					
Accounts	9,151,636	7,886,810	8,227,196	8,304,692	8,444,507
Other Assets	-	-	-	-	-
State and Federal Receivables	7,717,685	7,854,464	8,374,641	7,672,926	7,803,229
Due from Other Governments	620,949	1,328,155	990,896	1,186,845	575,173
Due from Fiduciary Funds	-	-	-	-	-
Due from Other Funds	1,215,386	1,532,352	1,056,778	-	-
Prepaid Expenses	3,733	2,386,166	1,848,189	1,986,893	1,929,419
TOTAL ASSETS	<u><u>\$ 95,274,835</u></u>	<u><u>\$ 81,714,897</u></u>	<u><u>\$ 75,869,484</u></u>	<u><u>\$ 77,399,463</u></u>	<u><u>\$ 87,315,273</u></u>
<u>LIABILITIES</u>					
Accounts Payable	\$ 5,074,265	\$ 4,389,422	\$ 4,537,248	\$ 4,436,894	\$ 4,782,259
Accrued Liabilities	2,031,447	2,285,124	3,482,132	3,223,516	4,764,212
Unearned Revenues	1,320,981	1,371,375	1,657,479	1,462,226	698,687
Tax Anticipation Notes payable	15,000,000	8,000,000	-	-	-
Due to Other Governments	13,340,226	13,064,711	12,731,620	12,599,952	13,564,266
Due to Other Funds	2,952,996	1,423,205	3,630,023	3,710,462	4,892,124
Due to Retirement System	7,162,557	-	-	-	-
Deferred Revenues	13,513,391	15,824,705	12,184,910	12,184,879	15,087,097
TOTAL LIABILITIES	<u><u>\$ 60,395,863</u></u>	<u><u>\$ 46,358,542</u></u>	<u><u>\$ 38,223,412</u></u>	<u><u>\$ 37,617,929</u></u>	<u><u>\$ 43,788,645</u></u>
<u>FUND EQUITY</u>					
Nonspendable:	\$ 2,003,733	\$ 4,386,166	\$ 3,848,189	\$ 3,986,893	\$ 3,929,419
Restricted	3,781,919	347,967	1,870,489	1,847,169	1,903,800
Assigned	8,963,563	18,145,483	18,057,991	18,101,617	15,715,837
Unassigned	20,129,757	12,476,739	13,869,403	15,845,855	21,977,572
TOTAL FUND EQUITY	<u><u>\$ 34,878,972</u></u>	<u><u>\$ 35,356,355</u></u>	<u><u>\$ 37,646,072</u></u>	<u><u>\$ 39,781,534</u></u>	<u><u>\$ 43,526,628</u></u>
TOTAL LIABILITIES, DEFERRED REVENUES AND FUND EQUITY	<u><u>\$ 95,274,835</u></u>	<u><u>\$ 81,714,897</u></u>	<u><u>\$ 75,869,484</u></u>	<u><u>\$ 77,399,463</u></u>	<u><u>\$ 87,315,273</u></u>

GENERAL FUND

Revenues, Expenditures and Changes in Fund Balance

Fiscal Years Ending December 31:	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
REVENUES					
Real Property Taxes	\$ 26,178,868	\$ 26,228,189	\$ 26,363,542	\$ 29,041,240	\$ 27,217,677
Other Tax Items	5,041,598	5,035,733	5,479,429	4,692,425	4,877,949
Non-Property Tax Items	56,105,827	55,080,624	60,120,626	60,000,569	64,525,488
Departmental Income	11,384,426	10,659,855	10,808,034	11,076,828	11,183,011
Use of Money & Property	345,968	291,784	312,191	575,709	726,960
Licenses and Permits	741,059	775,203	861,486	805,881	924,395
Fines and Forfeitures	195,607	224,407	249,508	201,658	218,697
Sale of Property and Compensation for Loss	111,315	55,389	107,346	57,812	111,591
Revenues from State Sources	14,468,118	15,680,037	17,022,342	16,915,084	17,960,011
Revenues from Federal Sources	9,520,714	9,155,388	9,367,302	8,519,388	8,874,448
Miscellaneous	1,221,645	1,417,181	1,212,576	1,624,040	1,500,749
Total Revenues	<u>\$ 125,315,145</u>	<u>\$ 124,603,790</u>	<u>\$ 131,904,382</u>	<u>\$ 133,510,634</u>	<u>\$ 138,120,976</u>
EXPENDITURES					
General Government Support	\$ 27,219,313	\$ 24,043,863	\$ 24,070,985	\$ 23,754,954	\$ 23,863,181
Education	9,379,106	9,408,513	9,618,908	10,423,919	11,030,625
Public Safety	34,541,586	35,198,063	36,303,280	36,767,396	36,368,645
Health	11,382,894	11,445,246	12,945,287	12,933,339	12,878,133
Transportation	1,315,660	1,296,521	1,311,625	1,346,592	1,360,871
Economic Assistance and Opportunity	32,481,284	32,420,370	34,241,746	33,639,289	33,492,969
Culture and Recreation	3,429,702	3,601,424	4,686,558	4,983,259	5,916,734
Home and Community Services	1,768,927	1,721,015	1,640,432	1,742,315	1,593,484
Employee Benefits	4,045,623	4,202,823	4,578,254	4,750,314	5,053,139
Debt Service	113,000	138,750	53,773	-	-
Total Expenditures	<u>\$ 125,677,095</u>	<u>\$ 123,476,588</u>	<u>\$ 129,450,848</u>	<u>\$ 130,341,377</u>	<u>\$ 131,557,781</u>
Excess of Revenues Over (Under) Expenditures	<u>\$ (361,950)</u>	<u>\$ 1,127,202</u>	<u>\$ 2,453,534</u>	<u>\$ 3,169,257</u>	<u>\$ 6,563,195</u>
Other Financing Sources (Uses):					
Operating Transfers In	186,266	80,111	386,372	337,334	10,000
Operating Transfers Out	(1,470,717)	(729,930)	(550,189)	(1,371,129)	(2,828,101)
Total Other Financing	<u>(1,284,451)</u>	<u>(649,819)</u>	<u>(163,817)</u>	<u>(1,033,795)</u>	<u>(2,818,101)</u>
Excess of Revenues and Other Sources Over (Under) Expenditures and Other Uses	<u>(1,646,401)</u>	<u>477,383</u>	<u>2,289,717</u>	<u>2,135,462</u>	<u>3,745,094</u>
FUND BALANCE					
Fund Balance - Beginning of Year	36,525,373	34,878,972	35,356,355	37,646,072	39,781,534
Prior Period Adjustments (net)	-	-	-	-	-
Fund Balance - End of Year	<u>\$ 34,878,972</u>	<u>\$ 35,356,355</u>	<u>\$ 37,646,072</u>	<u>\$ 39,781,534</u>	<u>\$ 43,526,628</u>

GENERAL FUND

Revenues, Expenditures and Changes in Fund Balance - Budget and Actual

Fiscal Years Ending December 31st:

	2018			2019
	Original Budget	Final Budget	Actual	Adopted Budget
REVENUES				
Real Property Taxes	\$ 29,351,327	\$ 29,351,327	\$ 27,217,677	\$ 29,908,246
Other Tax Items	5,229,200	4,882,889	4,877,949	5,246,800
Non-Property Tax Items	59,633,608	64,294,550	64,525,488	61,604,333
Departmental Income	11,234,707	11,433,158	11,183,011	12,094,371
Use of Money & Property	358,894	681,953	726,960	229,000
Licenses and Permits	847,100	847,100	924,395	792,000
Fines and Forfeitures	173,500	173,500	218,697	197,760
Sale of Property and Compensation for Loss	10,130	84,745	111,591	34,300
Revenues from State Sources	17,112,106	18,546,227	17,960,011	18,720,682
Revenues from Federal Sources	8,738,596	9,734,937	8,874,448	8,967,476
Miscellaneous	963,715	1,053,112	1,500,749	1,337,369
Total Revenues	\$ 133,652,883	\$ 141,083,498	\$ 138,120,976	\$ 139,132,337
EXPENDITURES				
General Government Support	\$ 27,768,872	\$ 27,835,175	\$ 23,863,181	\$ 28,109,381
Education	10,708,306	11,353,932	11,030,625	11,058,425
Public Safety	36,951,750	38,660,464	36,368,645	36,816,943
Health	13,317,585	13,722,613	12,878,133	13,552,551
Transportation	1,372,276	1,372,276	1,360,871	1,381,476
Economic Assistance and Opportunity	36,424,398	37,511,900	33,492,969	37,079,743
Culture and Recreation	5,627,092	6,264,814	5,916,734	6,348,706
Home and Community Services	1,911,638	1,961,977	1,593,484	1,699,124
Employee Benefits	5,165,808	5,165,808	5,053,139	5,828,639
Debt Service	-	-	-	-
Total Expenditures	\$ 139,247,725	\$ 143,848,959	\$ 131,557,781	\$ 141,874,988
Excess of Revenues Over (Under) Expenditures	\$ (5,594,842)	\$ (2,765,461)	\$ 6,563,195	\$ (2,742,651)
Other Financing Sources (Uses):				
Operating Transfers In	-	10,000	10,000	-
Operating Transfers Out	(110,000)	(2,828,102)	(2,828,101)	-
Total Other Financing	(110,000)	(2,818,102)	(2,818,101)	-
Excess of Revenues and Other Sources Over (Under) Expenditures and Other Uses	(5,704,842)	(5,583,563)	3,745,094	(2,742,651)
FUND BALANCE				
Fund Balance - Beginning of Year	5,704,842	5,583,563	39,781,534	2,742,651
Prior Period Adjustments (net)	-	-	-	-
Fund Balance - End of Year	\$ -	\$ -	\$ 43,526,628	\$ -

CHANGES IN FUND EQUITY

Fiscal Years Ending December 31:	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<u>COUNTY ROAD FUND</u>					
Fund Equity - Beginning of Year	\$ 1,409,637	\$ 1,214,568	\$ 1,200,476	\$ 1,533,999	\$ 1,581,191
Prior Period Adjustments (net)	-	-	-	-	-
Revenues & Other Sources	5,871,162	6,528,875	5,534,296	5,753,659	5,641,433
Expenditures & Other Uses	6,066,231	6,542,967	5,200,773	5,706,467	6,066,381
Fund Equity - End of Year	\$ 1,214,568	\$ 1,200,476	\$ 1,533,999	\$ 1,581,191	\$ 1,156,243
<u>ROAD MACHINERY FUND</u>					
Fund Equity - Beginning of Year	\$ 83,042	\$ 150,142	\$ 340,870	\$ 426,088	\$ 327,549
Prior Period Adjustments (net)	-	-	-	-	-
Revenues & Other Sources	1,926,621	2,076,145	1,969,356	1,799,946	2,062,803
Expenditures & Other Uses	1,859,521	1,885,417	1,884,138	1,898,485	2,065,525
Fund Equity - End of Year	\$ 150,142	\$ 340,870	\$ 426,088	\$ 327,549	\$ 324,827
<u>TRANSPORTATION FUND</u>					
Fund Equity - Beginning of Year	\$ 782,751	\$ 718,774	\$ 589,693	\$ 659,035	\$ 670,693
Prior Period Adjustments (net)	-	-	-	-	-
Revenues & Other Sources	2,361,230	2,009,183	2,374,811	2,257,820	2,667,442
Expenditures & Other Uses	2,425,207	2,138,264	2,305,469	2,246,162	2,473,297
Fund Equity - End of Year	\$ 718,774	\$ 589,693	\$ 659,035	\$ 670,693	\$ 864,838
<u>DEBT SERVICE FUND</u>					
Fund Equity - Beginning of Year	\$ 430,823	\$ 522,020	\$ 437,144	\$ 314,248	\$ 280,987
Prior Period Adjustments (net)	-	-	-	-	-
Revenues & Other Sources	5,830,775	18,549,811	6,089,936	6,311,394	6,629,612
Expenditures & Other Uses	5,739,578	18,634,687	6,212,832	6,344,655	6,668,132
Fund Equity - End of Year	\$ 522,020	\$ 437,144	\$ 314,248	\$ 280,987	\$ 242,467
<u>CAPITAL PROJECTS FUND</u>					
Fund Equity - Beginning of Year	\$ 5,217,841	\$ 4,770,856	\$ 2,831,923	\$ 4,513,415	\$ 4,752,884
Prior Period Adjustments (net)	-	-	-	-	-
Revenues & Other Sources	6,656,375	5,015,727	9,507,996	9,311,819	10,029,206
Expenditures & Other Uses	7,103,360	6,954,660	7,826,504	9,072,350	8,756,741
Fund Equity - End of Year	\$ 4,770,856	\$ 2,831,923	\$ 4,513,415	\$ 4,752,884	\$ 6,025,349

APPENDIX - B
Putnam County

Fiscal Year Ending December 31st	PRIOR TO REFUNDING			Refunded Bonds Debt Service	REFUNDING BONDS			Total New Debt Service
	Principal	Interest	Total		Principal	Interest	Total	
2019	\$ 4,973,350	\$ 1,948,624	\$ 6,921,974	\$ 79,306	\$ 895,000	\$ -	\$ -	\$ -
2020	5,288,125	1,770,542	7,058,667	295,638	945,000	-	-	-
2021	5,485,000	1,584,194	7,069,194	299,475	515,000	-	-	-
2022	5,190,000	1,388,993	6,578,993	297,994	550,000	-	-	-
2023	5,380,000	1,202,857	6,582,857	296,300	190,000	-	-	-
2024	4,460,000	1,019,690	5,479,690	299,288	205,000	-	-	-
2025	4,625,000	860,845	5,485,845	296,956	-	-	-	-
2026	3,715,000	704,350	4,419,350	299,306	-	-	-	-
2027	3,270,000	570,382	3,840,382	296,338	-	-	-	-
2028	3,295,000	445,801	3,740,801	298,050	-	-	-	-
2029	2,415,000	334,756	2,749,756	299,338	-	-	-	-
2030	2,490,000	264,394	2,754,394	300,200	-	-	-	-
2031	2,350,000	193,775	2,543,775	300,638	-	-	-	-
2032	930,000	141,256	1,071,256	299,750	-	-	-	-
2033	970,000	112,756	1,082,756	297,500	-	-	-	-
2034	1,000,000	82,581	1,082,581	299,625	-	-	-	-
2035	1,035,000	50,784	1,085,784	296,125	-	-	-	-
2036	1,065,000	17,306	1,082,306	292,125	-	-	-	-
TOTALS	\$ 57,936,475	\$ 12,693,887	\$ 70,630,362	\$ 5,143,950	\$ 3,300,000	\$ -	\$ -	\$ -

CURRENT BONDS OUTSTANDING

Fiscal Year Ending December 31st	2008 Public Improvements			2009 Public Improvements			2010 (1) Public Improvements - MBBA Pool		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
2019	\$ 405,000	\$ 57,375	\$ 462,375	\$ 175,000	\$ 50,619	\$ 225,619	\$ 270,000	\$ 202,689	\$ 472,689
2020	425,000	39,150	464,150	180,000	45,150	225,150	280,000	188,552	468,552
2021	445,000	20,025	465,025	185,000	39,075	224,075	285,000	173,331	458,331
2022	-	-	-	190,000	32,600	222,600	295,000	157,268	452,268
2023	-	-	-	200,000	25,000	225,000	305,000	138,282	443,282
2024	-	-	-	205,000	17,000	222,000	320,000	118,652	438,652
2025	-	-	-	220,000	8,800	228,800	330,000	98,057	428,057
2026	-	-	-	-	-	-	340,000	76,818	416,818
2027	-	-	-	-	-	-	355,000	52,294	407,294
2028	-	-	-	-	-	-	370,000	26,688	396,688
TOTALS	\$ 1,275,000	\$ 116,550	\$ 1,391,550	\$ 1,355,000	\$ 218,244	\$ 1,573,244	\$ 3,150,000	\$ 1,232,633	\$ 4,382,633

(1) MBBA debt service is total interest and principal payable and does not include reimbursement subsidy.

Fiscal Year Ending December 31st	2011 Public Improvements			2012 Refunding of 2003 Serial Bonds			2012 Public Improvements		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
2019	\$ 340,000	\$ 44,738	\$ 384,738	\$ 595,000	\$ 116,750	\$ 711,750	\$ 485,000	\$ 87,431	\$ 572,431
2020	345,000	37,088	382,088	620,000	92,950	712,950	495,000	77,731	572,731
2021	360,000	28,894	388,894	645,000	68,850	713,850	505,000	67,831	572,831
2022	365,000	19,894	384,894	660,000	47,100	707,100	515,000	57,731	572,731
2023	375,000	10,313	385,313	690,000	20,700	710,700	525,000	47,431	572,431
2024	-	-	-	-	-	-	535,000	36,931	571,931
2025	-	-	-	-	-	-	545,000	25,563	570,563
2026	-	-	-	-	-	-	560,000	13,300	573,300
TOTALS	\$ 1,785,000	\$ 140,925	\$ 1,925,925	\$ 3,210,000	\$ 346,350	\$ 3,556,350	\$ 4,165,000	\$ 413,950	\$ 4,578,950

CURRENT BONDS OUTSTANDING

Fiscal Year Ending December 31st	2013 Refunding of 2005 and 2006 Bonds			2013 Public Improvements			2014 Public Improvements		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
2019	\$ 945,000	\$ 598,056	\$ 1,543,056	\$ 275,000	\$ 54,525	\$ 329,525	\$ 190,000	\$ 76,781	\$ 266,781
2020	990,000	559,356	1,549,356	280,000	49,025	329,025	195,000	72,744	267,744
2021	1,030,000	513,806	1,543,806	290,000	43,425	333,425	200,000	68,600	268,600
2022	1,080,000	466,456	1,546,456	295,000	36,900	331,900	205,000	64,350	269,350
2023	1,120,000	422,456	1,542,456	305,000	28,050	333,050	210,000	59,738	269,738
2024	1,170,000	376,656	1,546,656	310,000	18,900	328,900	215,000	55,013	270,013
2025	1,220,000	328,856	1,548,856	320,000	9,600	329,600	225,000	50,175	275,175
2026	760,000	293,056	1,053,056	-	-	-	230,000	44,550	274,550
2027	785,000	269,881	1,054,881	-	-	-	235,000	37,650	272,650
2028	815,000	245,881	1,060,881	-	-	-	245,000	30,600	275,600
2029	840,000	221,056	1,061,056	-	-	-	250,000	23,250	273,250
2030	870,000	195,406	1,065,406	-	-	-	260,000	15,750	275,750
2031	905,000	168,781	1,073,781	-	-	-	265,000	7,950	272,950
2032	930,000	141,256	1,071,256	-	-	-	-	-	-
2033	970,000	112,756	1,082,756	-	-	-	-	-	-
2034	1,000,000	82,581	1,082,581	-	-	-	-	-	-
2035	1,035,000	50,784	1,085,784	-	-	-	-	-	-
2036	1,065,000	17,306	1,082,306	-	-	-	-	-	-
TOTALS	\$ 17,530,000	\$ 5,064,391	\$ 22,594,391	\$ 2,075,000	\$ 240,425	\$ 2,315,425	\$ 2,925,000	\$ 607,150	\$ 3,532,150

Fiscal Year Ending December 31st	2015 Refunding of 2007 Bonds			2016A Public Improvements			2016B Tilly Foster Renovations		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
2019	\$ 600,000	\$ 425,038	\$ 1,025,038	\$ 135,000	\$ 40,038	\$ 175,038	\$ 175,000	\$ 39,475	\$ 214,475
2020	625,000	400,538	1,025,538	135,000	37,338	172,338	175,000	35,975	210,975
2021	655,000	371,663	1,026,663	140,000	34,588	174,588	180,000	32,425	212,425
2022	685,000	338,163	1,023,163	140,000	31,788	171,788	185,000	28,775	213,775
2023	720,000	303,038	1,023,038	145,000	28,938	173,938	190,000	25,025	215,025
2024	755,000	269,938	1,024,938	150,000	25,988	175,988	195,000	21,175	216,175
2025	790,000	235,088	1,025,088	150,000	22,988	172,988	200,000	17,100	217,100
2026	830,000	194,588	1,024,588	155,000	19,938	174,938	205,000	12,669	217,669
2027	870,000	152,088	1,022,088	160,000	16,788	176,788	210,000	7,869	217,869
2028	915,000	107,463	1,022,463	165,000	13,331	178,331	215,000	2,688	217,688
2029	955,000	71,456	1,026,456	165,000	9,619	174,619	-	-	-
2030	980,000	44,238	1,024,238	170,000	5,850	175,850	-	-	-
2031	1,005,000	15,075	1,020,075	175,000	1,969	176,969	-	-	-
TOTALS	\$ 10,385,000	\$ 2,928,369	\$ 13,313,369	\$ 1,985,000	\$ 289,156	\$ 2,274,156	\$ 1,930,000	\$ 223,175	\$ 2,153,175

CURRENT BONDS OUTSTANDING

Fiscal Year Ending December 31st	2017A			2017B			2018		
	Various Purposes - Highway/Equip			Senior Center - Butterfield			Various Purposes		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
2019	\$ 303,350	\$ 63,634	\$ 366,984	\$ 80,000	\$ 20,825	\$ 100,825	\$ -	\$ 70,651	\$ 70,651
2020	305,000	57,550	362,550	80,000	18,775	98,775	158,125	58,622	216,747
2021	315,000	51,350	366,350	85,000	16,556	101,556	165,000	53,775	218,775
2022	320,000	45,000	365,000	85,000	14,219	99,219	170,000	48,750	218,750
2023	330,000	38,500	368,500	90,000	11,813	101,813	175,000	43,575	218,575
2024	335,000	31,850	366,850	90,000	9,338	99,338	180,000	38,250	218,250
2025	345,000	25,050	370,050	95,000	6,794	101,794	185,000	32,775	217,775
2026	350,000	18,100	368,100	95,000	4,181	99,181	190,000	27,150	217,150
2027	360,000	11,000	371,000	100,000	1,438	101,438	195,000	21,375	216,375
2028	370,000	3,700	373,700	-	-	-	200,000	15,450	215,450
2029	-	-	-	-	-	-	205,000	9,375	214,375
2030	-	-	-	-	-	-	210,000	3,150	213,150
TOTALS	\$ 3,333,350	\$ 345,734	\$ 3,679,084	\$ 800,000	\$ 103,938	\$ 903,938	\$ 2,033,125	\$ 422,898	\$ 2,456,023

COMPUTATION OF TAXABLE FULL VALUATIONS
Using Regular State Equalization Rates

<u>Year of County Tax Roll:</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>
Year of Assessment Roll	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>
<u>Assessed Valuation</u>					
Towns of: Carmel	\$ 2,643,976,580	\$ 2,643,628,214	\$ 2,641,078,917	\$ 4,674,701,283	\$ 4,768,503,454
Kent	1,445,968,135	1,421,007,614	1,414,016,350	1,417,114,620	1,534,081,872
Patterson	1,144,646,293	1,156,046,747	1,161,369,100	1,173,133,578	1,206,088,190
Philipstown	1,017,676,832	1,018,395,555	1,023,081,502	1,028,719,393	1,031,637,817
Putnam Valley	1,498,616,760	1,492,718,714	1,504,977,489	1,523,466,669	1,583,797,756
Southeast	<u>2,593,943,308</u>	<u>2,619,181,650</u>	<u>2,659,865,230</u>	<u>2,731,650,482</u>	<u>2,779,595,668</u>
Total Assessed Valuation	<u>\$ 10,344,827,908</u>	<u>\$ 10,350,978,494</u>	<u>\$ 10,404,388,588</u>	<u>\$ 12,548,786,025</u>	<u>\$ 12,903,704,757</u>
<u>State Equalization Rates</u>					
Towns of: Carmel	62.60%	60.00%	59.00%	100.00%	100.00%
Kent	100.00%	100.00%	100.00%	100.00%	100.00%
Patterson	100.00%	100.00%	100.00%	100.00%	100.00%
Philipstown	46.35%	46.43%	46.50%	46.85%	46.95%
Putnam Valley	100.00%	100.00%	100.00%	100.00%	100.00%
Southeast	100.00%	100.00%	100.00%	100.00%	100.00%
<u>Equalized Full Valuation</u>					
Towns of: Carmel	\$ 4,223,604,760	\$ 4,406,047,023	\$ 4,476,404,944	\$ 4,674,701,283	\$ 4,768,503,454
Kent	1,445,968,135	1,421,007,614	1,414,016,350	1,417,114,620	1,534,081,872
Patterson	1,144,646,293	1,156,046,747	1,161,369,100	1,173,133,578	1,206,088,190
Philipstown	2,195,635,020	2,193,399,860	2,200,175,273	2,195,772,450	2,197,311,644
Putnam Valley	1,498,616,760	1,492,718,714	1,504,977,489	1,523,466,669	1,583,797,756
Southeast	<u>2,593,943,308</u>	<u>2,619,181,650</u>	<u>2,659,865,230</u>	<u>2,731,650,482</u>	<u>2,779,595,668</u>
Total Full Valuation	<u>\$ 13,102,414,277</u>	<u>\$ 13,288,401,608</u>	<u>\$ 13,416,808,386</u>	<u>\$ 13,715,839,082</u>	<u>\$ 14,069,378,584</u>

FORM OF BOND COUNSEL OPINION

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

October 15, 2019

The County Legislature of
County of Putnam, New York

Ladies and Gentlemen:

We have acted as Bond Counsel to the County of Putnam, New York (the “County”), in connection with the authorization, sale, and issuance of the \$ _____ Public Improvement Serial Bonds-2019 (the “Bonds”), dated and delivered on the date hereof.

We have examined a record of proceedings relating to the Bonds for purposes of this opinion. In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with originals of all documents submitted to us as copies thereof.

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

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

2. Under existing statutes and court decisions and assuming continuing compliance with certain tax certifications described herein, (i) interest on the Bonds is excluded from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), and (ii) interest on the Bonds is not treated as a preference item in calculating the alternative minimum tax under the Code.

The Code establishes certain requirements that must be met subsequent to the issuance of the Bonds in order that the interest on the Bonds be and remain excluded from gross income for federal income tax purposes under Section 103 of the Code. These requirements include, but are not limited to, requirements relating to the use and expenditure of proceeds of the Bonds, restrictions on the investment of proceeds of the Bonds prior to expenditure and the requirement that certain earnings be rebated to the federal government. Noncompliance with such requirements may cause the interest on the Bonds to become subject to federal income taxation retroactive to their date of issuance, irrespective of the date on which such noncompliance occurs or is ascertained.

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

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

3. Under existing statutes, interest on the Bonds is exempt from personal income taxes of New York State and its political subdivisions, including The City of New York.

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

We give no assurances as to the adequacy, sufficiency or completeness of the Preliminary Official Statement and/or Official Statement relating to the Bonds or any proceedings, reports, correspondence, financial statements or other documents, containing financial or other information relative to the County, which have been or may hereafter be furnished or disclosed to purchasers of ownership interests in the Bonds.

Very truly yours,

/s/ Hawkins Delafield & Wood LLP

UNDERTAKING TO PROVIDE CONTINUING DISCLOSURE

Section 1. Definitions

“Annual Information” shall mean the information specified in Section 3 hereof.

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

“Financial Obligation” shall mean “financial obligation” as such term is defined in the Rule.

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

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

“Issuer” shall mean the County of Putnam, New York, a municipal corporation of the State of New York.

“MSRB” shall mean the Municipal Securities Rulemaking Board established in accordance with the provisions of Section 15B(b)(1) of the Securities Exchange Act of 1934, or any successor thereto or to the functions of the MSRB contemplated by this Agreement.

“Purchaser” shall mean the financial institution referred to in the Certificate of Award, executed by the Commissioner of Finance as of September ____, 2019.

“Rule” shall mean Rule 15c2-12 promulgated by the SEC under the Securities Exchange Act of 1934 (17 CFR Part 240, §240.15c2-12), as amended, as in effect on the date of this Undertaking, including any official interpretations thereof issued either before or after the effective date of this Undertaking which are applicable to this Undertaking.

“Securities” shall mean the Issuer’s \$_____ **Public Improvement Serial Bonds-2019**, dated October 15, 2019, maturing in various principal amounts on November 15 in each of the years 2020 to 2025, inclusive, and delivered on the date hereof.

Section 2. Obligation to Provide Continuing Disclosure. (a) The Issuer hereby undertakes, for the benefit of Holders of the Securities, to provide or cause to be provided to the EMMA System:

- (i) no later than six (6) months following the end of each fiscal year, commencing with the fiscal year ending December 31, 2019, the Annual Information relating to such fiscal year, together with audited financial statements of the Issuer for such fiscal year if audited financial statements are then available; provided, however, that if audited financial statements are not then available, unaudited financial statements shall be provided with the Annual Information no later than six (6) months following the end of each fiscal year, and audited financial statements, if any, shall be delivered to the EMMA System within sixty (60) days after they become available and in no event later than one (1) year after the end of each fiscal year; provided, however, that the unaudited financial statement shall be provided for any fiscal year only if the Issuer has made a determination that providing such unaudited financial statement would be compliant with 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; and
- (ii) in a timely manner, not in excess of ten (10) business days after the occurrence of such event, notice of any of the following events with respect to the Securities:
 - (1) principal and interest payment delinquencies;
 - (2) non-payment related defaults, if material;
 - (3) unscheduled draws on debt service reserves reflecting financial difficulties;
 - (4) unscheduled draws on credit enhancements reflecting financial difficulties;

- (5) substitution of credit or liquidity providers, or their failure to perform;
- (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Securities, or other material events affecting the tax status of the Securities;
- (7) modifications to rights of Securities holders, if material;
- (8) Bond calls, if material, and tender offers;
- (9) defeasances;
- (10) release, substitution, or sale of property securing repayment of the Securities, if material;
- (11) rating changes;
- (12) bankruptcy, insolvency, receivership or similar event of the Issuer;

Note to clause (12): For the purposes of the event identified in clause (12) above, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Issuer in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or government authority has assumed jurisdiction over substantially all of the assets or business of the Issuer, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Issuer;

- (13) the consummation of a merger, consolidation, or acquisition involving the Issuer or the sale of all or substantially all of the assets of the Issuer, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
- (14) appointment of a successor or additional trustee or the change of name of a trustee, if material;
- (15) incurrence of a Financial Obligation of the Issuer, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a Financial Obligation of the Issuer, any of which affect security holders, if material; and
- (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the Issuer, any of which reflect financial difficulties.

- (iii) in a timely manner, not in excess of ten (10) business days after the occurrence of such event, notice of a failure to provide by the date set forth in Section 2(a)(i) hereof any Annual Information required by Section 3 hereof.

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

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

Section 3. Annual Information. (a) The required Annual Information shall consist of the financial information and operating data for the preceding fiscal year, in a form generally consistent with the information contained or cross-referenced in the Issuer's final official statement relating to the Securities under the headings: "The County", "Tax Information", "County Indebtedness", "Litigation", and in Appendix A.

(b) All or any portion of the Annual Information may be incorporated in the Annual Information by cross reference to any other documents which are (i) available to the public on the EMMA System or (ii) filed with the SEC. If such a document is a final official statement, it also must be available from the EMMA System.

(c) Annual Information for any fiscal year containing any modified operating data or financial information (as contemplated by Section 7(e) hereof) for such fiscal year shall explain, in narrative form, the reasons for such modification and the effect of such modification on the Annual Information being provided for such fiscal year. If a change in accounting principles is included in any such modification, such Annual Information shall present a comparison between the financial statements or information prepared on the basis of the modified accounting principles and those prepared on the basis of the former accounting principles.

Section 4. Financial Statements. The Issuer's annual financial statements for each fiscal year, if prepared, shall be prepared in accordance with New York State regulatory requirements or GAAP as in effect from time to time. Such financial statements, if prepared, shall be audited by an independent accounting firm.

Section 5. Remedies. If the Issuer shall fail to comply with any provision of this Undertaking, then any Holder of Securities may enforce, for the equal benefit and protection of all Holders similarly situated, by mandamus or other suit or proceeding at law or in equity, this Undertaking against the Issuer and any of the officers, agents and employees of the Issuer, and may compel the Issuer or any such officers, agents or employees to perform and carry out their duties under this Undertaking; provided that the sole and exclusive remedy for breach of this Undertaking shall be an action to compel specific performance of the obligations of the Issuer hereunder and no person or entity shall be entitled to recover monetary damages hereunder under any circumstances. Failure to comply with any provision of this Undertaking shall not constitute an event of default on the Securities.

Section 6. Parties in Interest. This Undertaking is executed to assist the Purchaser to comply with (b)(5) of the Rule and is delivered for the benefit of the Holders. No other person shall have any right to enforce the provisions hereof or any other rights hereunder.

Section 7. Amendments. Without the consent of any holders of Securities, the Issuer at any time and from time to time may enter into any amendments or changes to this Undertaking for any of the following purposes:

- (a) to comply with or conform to any changes in Rule 15c2-12 (whether required or optional);
- (b) to add a dissemination agent for the information required to be provided hereby and to make any necessary or desirable provisions with respect thereto;
- (c) to evidence the succession of another person to the Issuer and the assumption of any such successor of the duties of the Issuer hereunder;
- (d) to add to the duties of the Issuer for the benefit of the Holders, or to surrender any right or power herein conferred upon the Issuer;
- (e) to modify the contents, presentation and format of the Annual Information from time to time to conform to changes in accounting or disclosure principles or practices and legal requirements followed by or applicable to the Issuer or to reflect changes in the identity, nature or status of the Issuer or in the business, structure or operations of the Issuer or any mergers, consolidations, acquisitions or dispositions made by or affecting any such person; provided that any such modifications shall comply with the requirements of Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such modification; or
- (f) to cure any ambiguity, to correct or supplement any provision hereof which may be inconsistent with any other provision hereof, or to make any other provisions with respect to matters or questions arising under this Undertaking which, in each case, comply with Rule 15c2-12 or Rule 15c2-12 as in effect at the time of such amendment or change;

provided that no such action pursuant to this Section 7 shall adversely affect the interests of the Holders in any material respect. In making such determination, the Issuer shall rely upon an opinion of nationally recognized bond counsel.

Section 8. Termination. This Undertaking shall remain in full force and effect until such time as all principal, redemption premiums, if any, and interest on the Securities shall have been paid in full or the Securities shall have otherwise been paid or legally defeased pursuant to their terms. Upon any such legal defeasance, the Issuer shall provide notice of such defeasance to the EMMA System. Such notice shall state whether the Securities have been defeased to maturity or to redemption and the timing of such maturity or redemption.

In addition, this Agreement, or any provision hereof, shall be null and void in the event that those portions of the Rule which require this Agreement, or such provision, as the case may be, do not or no longer apply to the Securities, whether because such portions of the Rule are invalid, have been repealed, or otherwise.

Section 9. Undertaking to Constitute Written Agreement or Contract. This Undertaking shall constitute the written agreement or contract for the benefit of Holders of Securities, as contemplated under Rule 15c2-12.

Section 10. Governing Law. This Undertaking shall be governed by the laws of the State of New York determined without regard to principles of conflict of law.

IN WITNESS WHEREOF, the undersigned has duly authorized, executed and delivered this Undertaking as of **October 15, 2019**.

COUNTY OF PUTNAM

By _____ Commissioner of
Finance
and Chief Fiscal Officer

COUNTY OF PUTNAM, NEW YORK

COMPREHENSIVE ANNUAL FINANCIAL REPORT FISCAL YEAR ENDED DECEMBER 31, 2018

The Comprehensive Annual Financial Report 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/ES1287033-ES1007334-ES1408767.pdf>

The Comprehensive Annual Financial Report referenced above is hereby incorporated into the attached Official Statement.

Such Audited Financial Statement and independent auditor’s opinion were prepared as of date thereof and have not been reviewed and/or updated in connection with the preparation and dissemination of this Official Statement.