



THE COUNCIL OF THE CITY OF BINGHAMTON
STATE OF NEW YORK

Date: June 3, 2015

Sponsored by Council Members: Motsavage, Rennia, Papastrat, Mihalko, Berg, Matzo, Webb

Introduced by Committee: Finance

ORDINANCE

entitled

AN ORDINANCE REFUNDING A BOND
ORDINANCE OF THE CITY OF
BINGHAMTON, NEW YORK, ADOPTED JUNE
3, 2015, AUTHORIZING THE REFUNDING OF
ALL OR A PORTION OF CERTAIN
OUTSTANDING BONDS OF SAID CITY,
STATING THE PLAN OF REFUNDING,
APPROPRIATING AN AMOUNT NOT TO
EXCEED \$2,500,000 FOR SUCH PURPOSE,
AUTHORIZING THE ISSUANCE OF NOT TO
EXCEED \$2,500,000 REFUNDING BONDS TO
FINANCE SAID APPROPRIATION, AND
MAKING CERTAIN OTHER
DETERMINATIONS RELATIVE THERETO

WHEREAS, the City of Binghamton wishes to refund certain outstanding serial bonds;
and

WHEREAS, in order to refund these serial bonds, it is necessary for the Council of the
City of Binghamton at adopt a Bond Ordinance, the full text of which is attached hereto as
"Exhibit A".

NOW, THEREFORE, the Council of the City of Binghamton, duly convened in regular
session, does hereby ordain as follows:

Section 1. That this Bond Ordinance, authorizing the refunding of all or a portion of
a certain outstanding serial bonds in accordance with the attached "Exhibit A", is hereby
approved.

Section 2. That this Ordinance shall take effect immediately upon (1) adopted by the
Council of the City of Binghamton and approved in writing by the Mayor of the City of
Binghamton in the manner prescribed by law; (2) its approval in writing by the Board of
Estimate and Apportionment of the City of Binghamton; and (3) proper publication.

I hereby certify the above to be a true copy
of the legislation adopted by the Council
of the City of Binghamton at a meeting
held on 6/3/15. Approved by the
Mayor on 6/4/15.

Introductory No. O15-33

Permanent No. O15-33

Sponsored by City Council Members:
Motsavage, Rennia, Papastrat, Mihalko, Berg, Matzo,
Webb

AN ORDINANCE REFUNDING A BOND ORDINANCE OF THE CITY OF BINGHAMTON, NEW YORK, ADOPTED JUNE 3, 2015, AUTHORIZING THE REFUNDING OF ALL OR A PORTION OF CERTAIN OUTSTANDING BONDS OF SAID CITY, STATING THE PLAN OF REFUNDING, APPROPRIATING AN AMOUNT NOT TO EXCEED \$2,500,000 FOR SUCH PURPOSE, AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,500,000 REFUNDING BONDS TO FINANCE SAID APPROPRIATION, AND MAKING CERTAIN OTHER DETERMINATIONS RELATIVE THERETO

The within Ordinance was adopted by the Council of the City of Binghamton.

Date June 3, 2015

City Clerk Jenny Bellini

Date Presented to Mayor June 4, 2015

Date Approved 6/4/15
Mayor Richard L. Davis

	Ayes	Nays	Abstain	Absent
Motsavage	✓			
Mihalko	✓			
Rennia	✓			
Webb	✓			
Papastrat	✓			
Matzo	✓			
Berg	✓			
Total	7	0	0	0

Code of the City of Binghamton

Adopted Defeated

7 Ayes 0 Nays 0 Abstain 0 Absent



PHONE: 212-820-9300
FAX: 212-514-8425

ONE CHASE MANHATTAN PLAZA
NEW YORK, NY 10005
WWW.HAWKINS.COM

NEW YORK
WASHINGTON
NEWARK
HARTFORD
LOS ANGELES
SACRAMENTO
SAN FRANCISCO
PORTLAND

(212) 820-9620

May 29, 2015

City of Binghamton, New York
\$2,500,000 Refunding Bond Ordinance
(Our File Designation: 5040/38754)

Chuck Shager
Comptroller
City of Binghamton
City Hall
38 Hawley Street
Binghamton, New York 13901-3766

Dear Chuck:

We have prepared and now send to you the draft Extract of Minutes setting forth the above-referenced Refunding Bond Ordinance to be adopted by the City Council at its meeting to be held on June 3, 2015.

The bond ordinance requires at least a two-thirds vote of the full Council for adoption, without taking into consideration any temporary absences or vacancies.

We are also sending along a summary form of the Refunding Bond Ordinance with the prescribed form of Clerk's statutory notice affixed in readiness for publication in the official newspaper of the City. As you know, publication of the Refunding Bond Ordinance, in summary, together with such statutory form of notice, commences a 20-day statute of limitations pursuant to the provisions of Section 80.00 *et seq.* of the Local Finance Law.

Please obtain and forward to me a certified copy of the Extract of Minutes and original Affidavit of Publication, when available.

With best regards, I remain

Very truly yours,

William J. Jackson

WJJ/msq
Enclosures

2463044.1 038754 RSIND

EXTRACT OF MINUTES

Meeting of the City Council of the City of Binghamton,
in the County of Broome, New York

June 3, 2015

* * *

A regular meeting of the City Council of the City of Binghamton, in the County of Broome, New York, was held at the City Hall, 655 Main Street, Binghamton, New York, on June 3, 2015.

There were present:

Councilpersons:

Jerry Motsavage, Joe Mihalko, Teri Renna, Lea Webb, Chris Papastrat, John Matzo, Bill Berg

There were absent: None

Also present: Jeremy Pelletier, City Clerk

* * *

Councilman Jerry Motsavage offered the following ordinance and moved its adoption:

REFUNDING BOND ORDINANCE OF THE CITY OF BINGHAMTON, NEW YORK, ADOPTED JUNE 3, 2015, AUTHORIZING THE REFUNDING OF ALL OR A PORTION OF CERTAIN OUTSTANDING BONDS OF SAID CITY, STATING THE PLAN OF REFUNDING, APPROPRIATING AN AMOUNT NOT TO EXCEED \$2,500,000 FOR SUCH PURPOSE, AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,500,000 REFUNDING BONDS TO FINANCE SAID APPROPRIATION, AND MAKING CERTAIN OTHER DETERMINATIONS RELATIVE THERETO

Recitals

WHEREAS, the City of Binghamton, in the County of Broome, New York (herein called the "City"), has heretofore issued on June 23, 2005, its \$12,200,000 Refunding Serial Bonds-2005 (the "2005 Bonds"), which are currently outstanding in the principal amount of \$3,450,000 (the "Outstanding Bonds"), and which were originally issued pursuant to a refunding bond ordinance duly adopted by the City Council on May 16, 2005 to refinance the objects or purposes set forth in **Exhibit A**;

WHEREAS, the Outstanding Bonds mature on August 15 in each of the years and in the principal amounts and bear interest payable semiannually on February 15 and August 15 in each year to maturity, as follows:

<u>Year of Maturity</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2015	\$1,095,000	5.00%
2016	1,150,000	5.00
2017	1,205,000	5.00

WHEREAS, the 2005 Bonds maturing on or after August 15, 2016 are subject to redemption prior to maturity, at the option of the City, on August 15, 2015 and thereafter on any interest payment date, in whole or in part and if in part, in any order of their maturity and in any amount within a maturity (selected by lot with a maturity), at par (100%) plus accrued interest to the date of redemption;

WHEREAS, Section 90.10 of the Local Finance Law, constituting Chapter 33-a of the Consolidated Laws of the State of New York (herein called the "Law"), permits the City to refund all or a portion of the Outstanding Bonds by the issuance of new bonds, the issuance of which will result in present value debt service savings for the City, and the City Council of City has determined that it may be advantageous to refund all or a portion of the Outstanding Bonds; and

WHEREAS, in order effectuate the refunding, it is now necessary to adopt a refunding bond ordinance;

NOW THEREFORE, it is hereby

RESOLVED BY THE CITY COUNCIL OF THE CITY OF BINGHAMTON, NEW YORK (by the favorable vote of at least two-thirds of all the members of said City Council), AS FOLLOWS:

Section 1. In this ordinance, the following definitions apply, unless a different meaning clearly appears from the context:

- (a) "Bond To Be Refunded" or "Bonds To Be Refunded" means all or a portion of the Outstanding Bonds, as shall be determined in accordance with Section 8 hereof.

- (b) "Escrow Contract" means the contract to be entered into by and between the City and the Escrow Holder pursuant to Section 10 hereof.
- (c) "Escrow Holder" means the bank or trust company designated as such pursuant to Section 10 hereof.
- (d) "Outstanding Bonds" shall mean the outstanding unredeemed maturities of the \$12,200,000 Refunding Serial Bonds-2005 of the City.
- (e) "Present Value Savings" means the dollar savings which result from the issuance of the Refunding Bonds computed by discounting the principal and interest payments on both the Refunding Bonds and the Bonds To Be Refunded from the respective maturities thereof to the date of issue of the Refunding Bonds at a rate equal to the effective interest cost of the Refunding Bonds. The effective interest cost of the Refunding Bonds shall be that rate which is arrived at by doubling the semi-annual interest rate (compounded semi-annually) necessary to discount the debt service payments on the Refunding Bonds from the maturity dates thereof to the date of issue of the Refunding Bonds and to the agreed upon price including estimated accrued interest.
- (f) "Redemption Date" means August 15, 2015 and thereafter on any interest payment date with respect to the 2005 Bonds maturing on or after August 15, 2016.
- (g) "Refunding Bond" or "Refunding Bonds" means all or a portion of the \$2,500,000 Refunding Serial Bonds-2015 of the City of Binghamton, authorized to be issued pursuant to Section 2 hereof.
- (h) "Refunding Bond Amount Limitation" means an amount of Refunding Bonds which does not exceed the principal amount of Bonds To Be Refunded plus the aggregate amount of unmatured interest payable on such Bonds To Be Refunded, to and including the applicable Redemption Date, plus redemption premiums payable on such Bonds To Be Refunded as of such Redemption Date, as hereinabove referred to in the Recitals hereof, plus costs and expenses incidental to the issuance of the Refunding Bonds including the development of the refunding financial plan, and of executing and performing the terms and conditions of the Escrow Contract and all fees and charges of the Escrow Holder as referred to in Section 10 hereof.

Section 2. The City Council of the City (herein called the "City Council"), hereby authorizes the refunding of the Bonds To Be Refunded, and appropriates an amount not to exceed \$2,500,000 to accomplish such refunding. The plan of financing said appropriation includes the issuance of not to exceed \$2,500,000 Refunding Bonds and the levy and collection

of a tax upon all the taxable real property within the City to pay the principal of and interest on said Refunding Bonds as the same shall become due and payable. Bonds of the City in the maximum principal amount of \$2,500,000 and designated "Refunding Serial Bonds-2015" (or a substantially similar designation), are hereby authorized to be issued pursuant to the provisions of the Law. The proposed financial plan in the form attached hereto as **Exhibit B** (the "refunding financial plan") prepared for the City by Piper Jaffray, New York, New York, and hereby accepted and approved, includes the deposit of all the proceeds of said Refunding Bonds with an Escrow Holder pursuant to an Escrow Contract as authorized in Section 10 hereof, the payment of all costs incurred by the City in connection with said refunding from such proceeds and the investment of a portion of such proceeds by the Escrow Holder in certain obligations. The principal of and interest on such investments, together with the balance of such proceeds to be held uninvested, if any, shall be sufficient to pay (i) the principal of and interest on the Bonds To Be Refunded becoming due and payable on and prior to each applicable Redemption Date and (ii) the principal of and premium on the Bonds To Be Refunded which are to be called for redemption prior to maturity on any such Redemption Date.

Section 3. The Bonds To Be Refunded referred to in Section 1 hereof are all or a portion of the Outstanding Bonds issued pursuant to various bond ordinances duly adopted on their respective dates, authorizing the issuance of bonds of the City for various purposes. In accordance with the refunding financial plan, the Refunding Bonds authorized in the aggregate principal amount of not to exceed \$2,500,000 shall mature in amounts and at dates to be determined. The Comptroller, the chief fiscal officer of the City, is hereby authorized to approve all details of the refunding financial plan not contained herein.

Section 4. The issuance of the Refunding Bonds will not exceed the Refunding Bond Amount Limitation. The Refunding Bonds shall mature not later than the maximum period of probable usefulness (“PPU”) permitted by law at the time of original issuance of the Bonds to be Refunded, as set forth in **Exhibit A**, annexed hereto and hereby made a part hereof, for the objects or purposes financed with the proceeds of the Bonds to be Refunded, commencing at the date of issuance of the first bond or bond anticipation note issued in anticipation of the sale of such bonds.

Section 5. The aggregate amount of estimated Present Value Savings is set forth in the proposed refunding financial plan attached hereto as **Exhibit B**, computed in accordance with subdivision two of paragraph b of Section 90.10 of the Law. Said refunding financial plan has been prepared based upon the assumption that the Refunding Bonds will be issued in the aggregate principal amount, and will mature, be of such terms and bear such interest as set forth therein. The City Council recognizes that the principal amount of the Refunding Bonds, the maturities, terms and interest rates, the provisions, if any, for the redemption thereof prior to maturity, and whether or not any or all of the Refunding Bonds will be insured, and the resulting present value savings, may vary from such assumptions and that the refunding financial plan may vary from that attached hereto as **Exhibit B**.

Section 6. (a) The Refunding Bonds may be sold at public or private sale.

(i) If the Refunding Bonds are sold at private sale, the Comptroller, as the chief fiscal officer of the City, is hereby authorized to execute a purchase contract on behalf of the City for the sale of said Refunding Bonds, provided that the terms and conditions of such sale shall be approved by the State Comptroller.

(ii) If the Refunding Bonds are sold at public sale pursuant to Section 57.00 of the Law, the Comptroller is hereby authorized and directed to prepare or have prepared a Notice of Sale, which shall be published in full or in summary at least once in (a) "THE BOND BUYER", published in the City of New York and/or (b) the official newspaper(s) of the City having general circulation within said City, not less than five (5) nor more than thirty (30) days prior to the date of said sale. A copy of such notice shall be sent not less than eight (8) nor more than thirty (30) days prior to the date of said sale to (1) the State Comptroller, Albany, New York 12236; (2) at least two banks or trust companies having a place of business in the county in which the City is located, or, if only one bank is located in such County, then to such bank and to at least two banks or trust companies having a place of business in an adjoining county; (3) "THE BOND BUYER", 1 State Street Plaza, New York, New York 10004; and (4) at least 10 bond dealers.

(b) Prior to the issuance of the Refunding Bonds, the Comptroller shall file with the City Council all requisite certifications, including a certificate approved by the State Comptroller setting forth the Present Value Savings to the City resulting from the issuance of the Refunding Bonds. In connection with the sale of the Refunding Bonds, the City authorizes the preparation of an Official Statement and approves its use in connection with such sale, and further consents to the distribution of a Preliminary Official Statement prior to the date said Official Statement is distributed. The Comptroller and/or his designee is hereby further authorized and directed to take any and all actions necessary to accomplish said refunding, and to execute any contracts and agreements for the purchase of and payment for services rendered or to be rendered to the City in connection with said refunding, including the preparation of the refunding financial plan referred to in Section 2 hereof.

Section 7. Each of the Refunding Bonds authorized by this ordinance shall contain the recital of validity prescribed by Section 52.00 of the Law and said Refunding Bonds shall be general obligations of the City, payable as to both principal and interest by a general tax upon all the taxable real property within the City. The faith and credit of the City are hereby irrevocably pledged to the punctual payment of the principal of and interest on said Refunding Bonds and provision shall be made annually in the budget of the City for (a) the amortization and redemption of the Refunding Bonds to mature in such year and (b) the payment of interest to be due and payable in such year.

Section 8. Subject to the provisions of this ordinance and of the Law, and pursuant to the provisions of Section 21.00 of the Law with respect to the issuance of bonds having substantially level or declining annual debt service, and Sections 50.00, 56.00 to 60.00, 90.10 and 168.00 of the Law, the powers and duties of the City Council relative to determining the amount of Bonds To Be Refunded, prescribing the terms, form and contents and as to the sale and issuance of the Refunding Bonds, and executing any arbitrage certification relative thereto, and as to executing the Escrow Contract described in Section 10, the Official Statement referred to in Section 6 and any contracts for credit enhancements in connection with the issuance of the Refunding Bonds and any other certificates and agreements, and as to making elections to call in and redeem all or a portion of the Bonds to be Refunded, are hereby delegated to the Comptroller, the chief fiscal officer of the City.

Section 9. The validity of the Refunding Bonds authorized by this ordinance may be contested only if:

- (a) such obligations are authorized for an object or purpose for which the City is not authorized to expend money, or

- (b) the provisions of law which should be complied with at the date of the publication of such ordinance, or a summary thereof, are not substantially complied with,

and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or

- (c) such obligations are authorized in violation of the provisions of the constitution.

Section 10. Prior to the issuance of the Refunding Bonds, the City shall contract with a bank or trust company located and authorized to do business in New York State, for the purpose of having such bank or trust company act as the Escrow Holder of the proceeds, inclusive of any premium from the sale of the Refunding Bonds, together with all income derived from the investment of such proceeds. Such Escrow Contract shall contain such terms and conditions as shall be necessary in order to accomplish the refunding financial plan, including provisions authorizing the Escrow Holder, without further authorization or direction from the City, except as otherwise provided therein, (a) to make all required payments of principal, interest and redemption premiums to the appropriate paying agent with respect to the Bonds To Be Refunded, (b) to pay costs and expenses incidental to the issuance of the Refunding Bonds, including the development of the refunding financial plan, and costs and expenses relating to the execution and performance of the terms and conditions of the Escrow Contract and all of its fees and charges as the Escrow Holder, (c) at the appropriate time or times to cause to be given on behalf of the City the notice of redemption authorized to be given pursuant to Section 13 hereof, and (d) to invest the monies held by it consistent with the provisions of the refunding financial plan. The Escrow Contract shall be irrevocable and shall constitute a covenant with the holders of the Refunding Bonds.

Section 11. The proceeds, inclusive of any premium, from the sale of the Refunding Bonds, immediately upon receipt shall be placed in escrow by the City with the Escrow Holder in accordance with the Escrow Contract. All moneys held by the Escrow Holder, if invested, shall be invested only in direct obligations of the United States of America or in obligations the principal of and interest on which are unconditionally guaranteed by the United States of America, which obligations shall mature or be subject to redemption at the option of the holder thereof not later than the respective dates when such moneys will be required to make payments in accordance with the refunding financial plan. Any such moneys remaining in the custody of the Escrow Holder after the full execution of the Escrow Contract shall be returned to the City and shall be applied by the City only to the payment of the principal of or interest on the Refunding Bonds then outstanding.

Section 12. That portion of such proceeds from the sale of the Refunding Bonds, together with interest earned thereon, which shall be required for the payment of the principal of and interest on the Bonds To Be Refunded, including any redemption premiums, in accordance with the refunding financial plan, shall be irrevocably committed and pledged to such purpose and the holders of the Bonds To Be Refunded shall have a lien upon such moneys and the investments thereof held by the Escrow Holder. All interest earned from the investment of such moneys which is not required for such payment of principal of and interest on the Bonds To Be Refunded shall be irrevocably committed and pledged to the payment of the principal of and interest on the Refunding Bonds, or such portion or series thereof as shall be required by the refunding financial plan, and the holders of such Refunding Bonds shall have a lien upon such moneys held by the Escrow Holder. The pledges and liens provided for herein shall become valid and binding upon the issuance of the Refunding Bonds and the moneys and investments

held by the Escrow Holder shall immediately be subject thereto without any further act. Such pledges and liens shall be valid and binding against all parties having claims of any kind in tort, contract or otherwise against the City irrespective of whether such parties have notice thereof. Neither this ordinance, the Escrow Contract, nor any other instrument relating to such pledges and liens, need be filed or recorded.

Section 13. In accordance with the provisions of Section 53.00 and of paragraph h of Section 90.10 of the Law, the City Council hereby elects to call in and redeem all or a portion of the Bonds To Be Refunded which are subject to prior redemption according to their terms on the Redemption Date, as shall be determined by the Comptroller in accordance with Section 8 hereof. The sum to be paid therefor on the applicable Redemption Date shall be the par value thereof, the accrued interest to such Redemption Date and the redemption premiums, if any. The Escrow Holder is hereby authorized and directed to cause a notice of such call for redemption to be given in the name of the City by mailing such notice at least thirty days prior to such Redemption Date, and in accordance with the terms appearing in the Bonds to be Refunded, to the registered holders of the Bonds To Be Refunded which are to be called in and redeemed. Upon the issuance of the Refunding Bonds, the election to call in and redeem the Bonds To Be Refunded which are to be called in and redeemed in accordance herewith and the direction to the Escrow Holder to cause notice thereof to be given as provided in this Section shall become irrevocable and the provisions of this Section shall constitute a covenant with the holders, from time to time, of the Refunding Bonds, provided that this Section may be amended from time to time as may be necessary to comply with the publication requirements of paragraph a of Section 53.00 of the Law, as the same may be amended from time to time.

Section 14. This bond ordinance shall take effect immediately, and the City Clerk is hereby authorized and directed to publish the foregoing ordinance, in summary, together with a Notice attached in substantially the form prescribed by Section 81.00 of the Law in the "Binghamton Press," a newspaper having general circulation in the City and hereby designated the official newspaper of said City for such publication.

Section 15. The City has received several proposals for the refunding of the Outstanding Bonds and based upon the advice received from the City's Financial Advisor, Fiscal Advisors & Marketing, Inc., it is hereby determined that the proposal of Piper Jaffray, New York, New York, is hereby accepted and such firm is appointed to serve as underwriter.

The adoption of the foregoing ordinance was seconded by Councilwoman Webb
and duly put to a vote on roll call, which resulted as follows:

AYES: Motsavage, Mihalko, Rennia, Webb, Papastrat, Matzo, Berg

NOES: None

The ordinance was declared adopted.

Approved by the Mayor on June 4, 2015.

EXHIBIT A

2005 Bonds

<u>Purpose</u>	<u>PPU (Years)</u>	<u>PPU Commencement</u>
Reconstruct Various Streets/Viaduct	15	8/19/98
Acquire Vehicles	3	8/19/98
Office Equipment	5	8/19/98
Parking Meters	5	8/19/98
Reconstruct Parking Ramp	10	8/19/98
Service Truck	10	8/19/98
Remove Gas Tank	10	8/19/98
Playground Equipment	10	8/19/98
Salt Trucks	15	8/19/98
Garbage Truck	15	8/19/98
Recycling Trucks	15	8/19/98
Utility Lift Truck	15	8/19/98
Utility Trucks	15	8/19/98
Street Construction -98	15	8/19/98
Fire Truck	15	8/19/98
Traffic Controllers	20	8/19/98
Install Water Lines	20	8/19/98
Install Sewer Lines	40	8/19/98
Improvement to Tennis Courts	40	8/19/98
Preliminary Plans-DPW Garage Vehicles	15	8/19/99
Various Equipment and related furnishings	5	8/19/99
Parking Meters	3	8/19/99
Breathing Apparatus	5	8/19/99
Plans and Specifications - DPW Garage	5	8/19/99
Plans and Specifications - Improvement to Water Plant	5	8/19/99
Plans and Specifications - Improvement to Park Ramp	5	8/19/99
Utility Trucks	5	8/19/99
Chipper	10	8/19/99
Dump Truck	10	8/19/99
Complaint Truck	10	8/19/99
Meter Service Van	10	8/19/99
Remove Underground Tank	10	8/19/99
Salt Trucks	10	8/19/99
Recycling Tanks	15	8/19/99
Playground Equipment	15	8/19/99
Utility Lift Truck	15	8/19/99
Truck with Plow	15	8/19/99
Service Truck	15	8/19/99
Water Meters	15	8/19/99
Reconstruct Various Streets	15	8/19/99
Partially Reconstruct City Hall	15	8/19/99
Improvements to Parks and Playgrounds	15	8/19/99
Traffic Control Systems	20	8/19/99
Replace Water Lines	40	8/19/99
Improvements to City Sewer System	40	8/19/99

EXHIBIT B
PROPOSED REFUNDING FINANCIAL PLAN

TABLE OF CONTENTS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Report	Page
Sources and Uses of Funds	1
Bond Pricing	2
Bond Debt Service	3
Savings	4
Summary of Refunding Results	5
Bond Summary Statistics	6
Proof of Arbitrage Yield	7
Prior Bond Debt Service	8
Unrefunded Bond Debt Service	9
Form 8038 Statistics	10
Summary of Bonds Refunded	12
Escrow Requirements	13
Escrow Cost	14
Escrow Sufficiency	15
Escrow Statistics	16
Average Takedown	17
Underwriter's Discount	18
Cost of Issuance	19
Required MSRB Rule G23 Disclosure	20

SOURCES AND USES OF FUNDS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Dated Date 07/15/2015
Delivery Date 07/15/2015

Sources:

Bond Proceeds:	
Par Amount	2,395,000.00
Premium	80,391.65
	<hr/>
	2,475,391.65

Uses:

Refunding Escrow Deposits:	
Cash Deposit	2,413,875.00
Delivery Date Expenses:	
Cost of Issuance	45,000.00
Underwriter's Discount	15,900.00
	<hr/>
	60,900.00
Other Uses of Funds:	
Additional Proceeds	616.65
	<hr/>
	2,475,391.65

BOND PRICING

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Bond Component	Maturity Date	Amount	Rate	Yield	Price
Bond Component:					
	08/15/2015	50,000	2.000%	0.470%	100.127
	08/15/2016	1,155,000	3.000%	0.580%	102.609
	08/15/2017	1,190,000	3.000%	0.950%	104.218
		2,395,000			

Dated Date	07/15/2015		
Delivery Date	07/15/2015		
First Coupon	08/15/2015		
Par Amount	2,395,000.00		
Premium	80,391.65		
Production	2,475,391.65	103.356645%	
Underwriter's Discount	-15,900.00	-0.663883%	
Purchase Price	2,459,491.65	102.692762%	
Accrued Interest			
Net Proceeds	2,459,491.65		

BOND DEBT SERVICE

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
08/15/2015	50,000	2.000%	5,945.83	55,945.83	
12/31/2015					55,945.83
02/15/2016			35,175.00	35,175.00	
08/15/2016	1,155,000	3.000%	35,175.00	1,190,175.00	
12/31/2016					1,225,350.00
02/15/2017			17,850.00	17,850.00	
08/15/2017	1,190,000	3.000%	17,850.00	1,207,850.00	
12/31/2017					1,225,700.00
	2,395,000		111,995.83	2,506,995.83	2,506,995.83

SAVINGS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Date	Prior Debt Service	Refunding Debt Service	Savings	Annual Savings	Present Value to 07/15/2015 @ 0.8265159%
08/15/2015	58,875.00	55,945.83	2,929.17		2,927.16
12/31/2015				2,929.17	
02/15/2016	58,875.00	35,175.00	23,700.00		23,586.24
08/15/2016	1,208,875.00	1,190,175.00	18,700.00		18,533.65
12/31/2016				42,400.00	
02/15/2017	30,125.00	17,850.00	12,275.00		12,115.74
08/15/2017	1,235,125.00	1,207,850.00	27,275.00		26,810.32
12/31/2017				39,550.00	
	2,591,875.00	2,506,995.83	84,879.17	84,879.17	83,973.11

Savings Summary

PV of savings from cash flow	83,973.11
Plus: Refunding funds on hand	616.65
Net PV Savings	84,589.76

SUMMARY OF REFUNDING RESULTS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Dated Date	07/15/2015
Delivery Date	07/15/2015
Arbitrage yield	0.826516%
Escrow yield	0.000000%
Value of Negative Arbitrage	
Bond Par Amount	2,395,000.00
True Interest Cost	1.248155%
Net Interest Cost	1.272007%
Average Coupon	2.998884%
Average Life	1.559
Par amount of refunded bonds	2,355,000.00
Average coupon of refunded bonds	5.000000%
Average life of refunded bonds	1.595
PV of prior debt to 07/15/2015 @ 0.826516%	2,559,364.76
Net PV Savings	84,589.76
Percentage savings of refunded bonds	3.591922%
Percentage savings of refunding bonds	3.531932%

BOND SUMMARY STATISTICS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Dated Date	07/15/2015
Delivery Date	07/15/2015
Last Maturity	08/15/2017
Arbitrage Yield	0.826516%
True Interest Cost (TIC)	1.248155%
Net Interest Cost (NIC)	1.272007%
All-In TIC	2.463271%
Average Coupon	2.998884%
Average Life (years)	1.559
Duration of Issue (years)	1.536
Par Amount	2,395,000.00
Bond Proceeds	2,475,391.65
Total Interest	111,995.83
Net Interest	47,504.18
Total Debt Service	2,506,995.83
Maximum Annual Debt Service	1,225,700.00
Average Annual Debt Service	1,203,358.00
Underwriter's Fees (per \$1000)	
Average Takedown	3.173278
Management Fee	1.252610
Other Fee	2.212944
Total Underwriter's Discount	6.638831
Bid Price	102.692762

Bond Component	Par Value	Price	Average Coupon	Average Life
Bond Component	2,395,000.00	103.357	2.999%	1.559
	2,395,000.00			1.559

	TIC	All-In TIC	Arbitrage Yield
Par Value	2,395,000.00	2,395,000.00	2,395,000.00
+ Accrued Interest			
+ Premium (Discount)	80,391.65	80,391.65	80,391.65
- Underwriter's Discount	-15,900.00	-15,900.00	
- Cost of Issuance Expense		-45,000.00	
- Other Amounts			
Target Value	2,459,491.65	2,414,491.65	2,475,391.65
Target Date	07/15/2015	07/15/2015	07/15/2015
Yield	1.248155%	2.463271%	0.826516%

PROOF OF ARBITRAGE YIELD

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Date	Debt Service	Present Value to 07/15/2015 @ 0.8265159399%
08/15/2015	55,945.83	55,907.39
02/15/2016	35,175.00	35,006.17
08/15/2016	1,190,175.00	1,179,587.60
02/15/2017	17,850.00	17,618.40
08/15/2017	1,207,850.00	1,187,272.10
	2,506,995.83	2,475,391.65

Proceeds Summary

Delivery date	07/15/2015
Par Value	2,395,000.00
Premium (Discount)	80,391.65
Target for yield calculation	2,475,391.65

PRIOR BOND DEBT SERVICE

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
08/15/2015			58,875	58,875	
12/31/2015					58,875
02/15/2016			58,875	58,875	
08/15/2016	1,150,000	5.000%	58,875	1,208,875	
12/31/2016					1,267,750
02/15/2017			30,125	30,125	
08/15/2017	1,205,000	5.000%	30,125	1,235,125	
12/31/2017					1,265,250
	2,355,000		236,875	2,591,875	2,591,875

UNREFUNDED BOND DEBT SERVICE

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
08/15/2015 12/31/2015	1,095,000	5.000%	27,375	1,122,375	1,122,375
	1,095,000		27,375	1,122,375	1,122,375

FORM 8038 STATISTICS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Dated Date 07/15/2015
Delivery Date 07/15/2015

Bond Component	Date	Principal	Coupon	Price	Issue Price	Redemption at Maturity
Bond Component:						
	08/15/2015	50,000.00	2.000%	100.127	50,063.50	50,000.00
	08/15/2016	1,155,000.00	3.000%	102.609	1,185,133.95	1,155,000.00
	08/15/2017	1,190,000.00	3.000%	104.218	1,240,194.20	1,190,000.00
		2,395,000.00			2,475,391.65	2,395,000.00

	Maturity Date	Interest Rate	Issue Price	Stated Redemption at Maturity	Weighted Average Maturity	Yield
Final Maturity	08/15/2017	3.000%	1,240,194.20	1,190,000.00		
Entire Issue			2,475,391.65	2,395,000.00	1.5641	0.8265%

Proceeds used for accrued interest	0.00
Proceeds used for bond issuance costs (including underwriters' discount)	60,900.00
Proceeds used for credit enhancement	0.00
Proceeds allocated to reasonably required reserve or replacement fund	0.00
Proceeds used to currently refund prior issues	2,413,875.00
Proceeds used to advance refund prior issues	0.00
Remaining weighted average maturity of the bonds to be currently refunded	1.5950
Remaining weighted average maturity of the bonds to be advance refunded	0.0000

FORM 8038 STATISTICS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Refunded Bonds

Bond Component	Date	Principal	Coupon	Price	Issue Price
Series 2005:					
BOND	08/15/2016	1,150,000.00	5.000%	100.000	1,150,000.00
BOND	08/15/2017	1,205,000.00	5.000%	100.000	1,205,000.00
		2,355,000.00			2,355,000.00

	Last Call Date	Issue Date	Remaining Weighted Average Maturity
Series 2005	08/15/2015	06/23/2005	1.5950
All Refunded Issues	08/15/2015		1.5950

SUMMARY OF BONDS REFUNDED

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Series 2005, SERIES01:					
BOND	08/15/2016	5.000%	1,150,000.00	08/15/2015	100.000
	08/15/2017	5.000%	1,205,000.00	08/15/2015	100.000
			2,355,000.00		

ESCROW REQUIREMENTS

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Period Ending	Interest	Principal Redeemed	Total
08/15/2015	58,875.00	2,355,000.00	2,413,875.00
	58,875.00	2,355,000.00	2,413,875.00

ESCROW COST

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Purchase Date	Cost of Securities	Cash Deposit	Total Escrow Cost
07/15/2015		2,413,875.00	2,413,875.00
	0	2,413,875.00	2,413,875.00

ESCROW SUFFICIENCY

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Date	Escrow Requirement	Net Escrow Receipts	Excess Receipts	Excess Balance
07/15/2015		2,413,875.00	2,413,875.00	2,413,875.00
08/15/2015	2,413,875.00		-2,413,875.00	
	2,413,875.00	2,413,875.00	0.00	

ESCROW STATISTICS

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Total Escrow Cost	Modified Duration (years)	Yield to Receipt Date	Yield to Disbursement Date	Perfect Escrow Cost	Value of Negative Arbitrage	Cost of Dead Time
Global Proceeds Escrow:						
2,413,875.00				2,413,875.00		
2,413,875.00				2,413,875.00	0.00	0.00

Delivery date 07/15/2015
 Arbitrage yield 0.826516%

AVERAGE TAKEDOWN

City of Binghamton
 Refunding of Refunding Serial Bonds - 2005

Dated Date 07/15/2015
 Delivery Date 07/15/2015

Bond Component	Maturity Date	Par Amount	Takedown \$/Bond	Takedown Amount
Bond Component:	08/15/2015	50,000	5.0000	250.00
	08/15/2016	1,155,000	2.5000	2,887.50
	08/15/2017	1,190,000	3.7500	4,462.50
		2,395,000	3.1733	7,600.00

UNDERWRITER'S DISCOUNT

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Underwriter's Discount	\$/1000	Amount
Average Takedown	3.17328	7,600.00
Management Fee	1.25261	3,000.00
Ipreo	0.08768	210.00
DTC	0.33403	800.00
CUSIP	0.08977	215.00
Dayloan	0.03132	75.00
Underwriter's Counsel	1.67015	4,000.00
	6.63883	15,900.00

COST OF ISSUANCE

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Cost of Issuance	\$/1000	Amount
Other Cost of Issuance	18.78914	45,000.00
	18.78914	45,000.00

REQUIRED MSRB RULE G23 DISCLOSURE

City of Binghamton
Refunding of Refunding Serial Bonds - 2005

Disclaimer

Piper Jaffray is providing the information contained herein for discussion purposes only in anticipation of being engaged to serve as underwriter or placement agent on a future transaction and not as a financial advisor or municipal advisor. In providing the information contained herein, Piper Jaffray is not recommending an action to you and the information provided herein is not intended to be and should not be construed as a 'recommendation' or 'advice' within the meaning of Section 15B of the Securities Exchange Act of 1934. Piper Jaffray is not acting as an advisor to you and does not owe a fiduciary duty pursuant to Section 15B of the Exchange Act or under any state law to you with respect to the information and material contained in this communication. As an underwriter or placement agent, Piper Jaffray's primary role is to purchase or arrange for the placement of securities with a view to distribution in an arm's-length commercial transaction, is acting for its own interests and has financial and other interests that differ from your interests. You should discuss any information and material contained in this communication with any and all internal or external advisors and experts that you deem appropriate before acting on this information or material.

The information contained herein may include hypothetical interest rates or interest rate savings for a potential refunding. Interest rates used herein take into consideration conditions in today's market and other factual information such as credit rating, geographic location and market sector. Interest rates described herein should not be viewed as rates that Piper Jaffray expects to achieve for you should we be selected to act as your underwriter or placement agent. Information about interest rates and terms for SLGs is based on current publically available information and treasury or agency rates for open-market escrows are based on current market interest rates for these types of credits and should not be seen as costs or rates that Piper Jaffray could achieve for you should we be selected to act as your underwriter or placement agent. More particularized information and analysis may be provided after you have engaged Piper Jaffray as an underwriter or placement agent or under certain other exceptions as describe in the Section 15B of the Exchange Act.



CERTIFICATE

I, JEREMY PELLETIER, City Clerk of the City of Binghamton, in the County of Broome, New York, HEREBY CERTIFY that the foregoing annexed extract of the minutes of a meeting of the City Council of said City of Binghamton duly called and held on June 3, 2015, has been compared by me with the original minutes as officially recorded in my office in the Minute Book of said City Council and is a true, complete and correct copy thereof and of the whole of said original minutes so far as the same relate to the subject matters referred to in said extract.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said City of Binghamton this 12 day of June, 2015.

City Clerk

(SEAL)

(NOTICE AND SUMMARY FOR PUBLICATION)

LEGAL NOTICE

The ordinance, a summary of which is published herewith, has been adopted on June 3, 2015. Such ordinance was approved in writing by the Mayor of the City on June 4, 2015 and by the Board of Estimate and Apportionment of the City on June 3, 2015.

The validity of the obligations authorized by such ordinance may be hereafter contested only if such obligations were authorized for an object or purpose for which the City of Binghamton, in the County of Broome, New York, is not authorized to expend money or if the provisions of law which should have been complied with as of the date of publication of this Notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the publication of this Notice, or such obligations were authorized in violation of the provisions of the constitution.

BY ORDER OF THE CITY COUNCIL
OF THE CITY OF BINGHAMTON

DATED: June 3, 2015
Binghamton, New York

Jeremy Pelletier
City Clerk

REFUNDING BOND ORDINANCE OF THE CITY OF BINGHAMTON, NEW YORK, ADOPTED JUNE 3, 2015, AUTHORIZING THE REFUNDING OF ALL OR A PORTION OF CERTAIN OUTSTANDING BONDS OF SAID CITY, STATING THE PLAN OF REFUNDING, APPROPRIATING AN AMOUNT NOT TO EXCEED \$2,500,000 FOR SUCH PURPOSE, AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,500,000 REFUNDING BONDS TO FINANCE SAID APPROPRIATION, AND MAKING CERTAIN OTHER DETERMINATIONS RELATIVE THERETO

The object or purpose is to refund all or a portion of certain outstanding refunding serial bonds of the City issued in 2005 for various purposes.

The periods of probable usefulness for which the 2005 Bonds were issued consist of various periods ranging from 3 years to 40 years, commencing on the date of original issuance of the first bonds or bond anticipation notes issued for the respective purposes for which the outstanding bonds were issued.

The amount of obligations to be issued is not to exceed \$2,500,000.

A complete copy of the Bond Ordinance summarized above shall be available for public inspection during normal business hours at the office of the City Clerk, City of Binghamton, City Hall, 38 Hawley Street, Binghamton, New York.

ESTOPPEL CERTIFICATE

I, JEREMY PELLETIER, City Clerk of the City of Binghamton, in the County of Broome, New York (the "City"), HEREBY CERTIFY as follows:

That an ordinance of the City Council of said City entitled:

"REFUNDING BOND ORDINANCE OF THE CITY OF BINGHAMTON, NEW YORK, ADOPTED JUNE 3, 2015, AUTHORIZING THE REFUNDING OF ALL OR A PORTION OF CERTAIN OUTSTANDING BONDS OF SAID CITY, STATING THE PLAN OF REFUNDING, APPROPRIATING AN AMOUNT NOT TO EXCEED \$2,500,000 FOR SUCH PURPOSE, AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,500,000 REFUNDING BONDS TO FINANCE SAID APPROPRIATION, AND MAKING CERTAIN OTHER DETERMINATIONS RELATIVE THERETO,"

was adopted on June 3, 2015 and was approved in writing by the Mayor of the City on June 4, 2015 and by the Board of Estimate and Apportionment of the City on June 3, 2015. Such ordinance contained an estoppel clause as permitted by Section 80.00 of the Local Finance Law and a notice setting forth substantially the statements referred to in Section 81.00 of the Local Finance Law, together with a summary of such ordinance, was duly published as referred to in said Section 81.00 of the Local Finance Law.

That to the best of my knowledge, no action, suit or proceeding contesting the validity of the obligations authorized by such ordinance was commenced within twenty days from the date of publication of such notice.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said City this ____ day of June, 2015.

Jeremy Pelletier, City Clerk
City of Binghamton