

**TOWNSHIP OF HILLSBOROUGH,
IN THE COUNTY OF SOMERSET, NEW JERSEY**

**NOTICE OF \$3,252,149 BOND ANTICIPATION NOTE SALE
(BANK QUALIFIED)**

Proposals are being solicited for the above issue of \$3,252,149 aggregate amount of Bond Anticipation Notes (the "Notes") for the purchase at not less than the par amount of the Notes through a fair and open process in accordance with N.J.S.A. 40A:2-28. All bids will be publicly opened and announced at the Township of Hillsborough, in the County of Somerset, New Jersey (the "Township"), at 379 S. Branch Road, Hillsborough, New Jersey on Wednesday, November 30, 2016, until 11:00 a.m. Bids will be received either (a) via facsimile, at (908) 369-3981, attention Nancy Costa, Chief Financial Officer, or (b) via email, to ncosta@hillsborough-nj.org. All bids submitted are the sole responsibility of the bidder and must be received by the Township by 11:00 a.m. to facsimile number (908) 369-3981 or email to ncosta@hillsborough-nj.org. No telephone bids will be accepted. The Chief Financial Officer of the Township will evaluate the bids on the basis of the lowest net interest cost to the Township. A determination as to the award will be made no later than 1:00 p.m. on that date. The telephone number for the Chief Financial Officer is (908) 369-8672. The Township accepts no responsibility for the failure of any telecopied or emailed bids to be received on time for whatever reason. The right is reserved to reject any or all bids, and any bid not complying with the terms of this Notice of Sale shall be rejected.

Bids must be on the official bid form attached hereto as Exhibit A signed by the bidder, sent to Fax No. (908) 369-3981, Attention Nancy Costa or email to ncosta@hillsborough-nj.org.

Warnings: Bids submitted by facsimile transmission or email will not be considered timely unless, at the deadline for submission of bids, the entire bid form has been received by the Chief Financial Officer. The official time for receipt of bids will be determined by the Township at the place of bid opening, and the Township shall not be required to accept any bidders fax machine time-stamp or email time-stamp as evidence of a timely bid. Neither the Township, nor the law firm of GluckWalrath LLP ("Bond Counsel") shall be responsible for, and the bidder expressly assumes the risk of, any incomplete or untimely bid submitted by facsimile transmission or email by such bidder, including, without limitation, by reason of garbled transmission, mechanical failure, engaged telephone, telecommunications or computer lines, or any other cause arising from delivery by facsimile transmission or email. Bidders may call (908) 369-8672, to confirm receipt of their bids; however the Township takes no responsibility for informing any bidder prior to the time for receiving bids that its bid is incomplete, illegible or not received.

The Notes will be issued in a single issue in the principal amount of \$3,252,149. Each bid must offer to purchase all Notes being offered at a price of not less than par and must specify a single rate of interest offered for the Notes. Interest shall be calculated on a 360-day year consisting of twelve 30-day months.

SPECIFICATION OF BOND ANTICIPATION NOTES

Principal Amount:	\$3,252,149
Dated:	December 8, 2016
Maturity Date:	December 8, 2017
Interest Rates Per Annum:	Specified by Successful Bidder
Legal Opinion:	GluckWalrath LLP Trenton, New Jersey
Paying Agent:	Specified by and at the expense of successful bidder within 24 hours of award, subject to approval of the Chief Financial Officer
Closing:	
a. date	December 8, 2016
b. location	Township of Hillsborough, 379 S. Branch Road, Hillsborough, New Jersey, or at such other place as agreed to by the Chief Financial Officer
Denominations:	Denominations of \$100,000 or greater if being reoffered, as specified by the successful bidder within 24 hours of award, subject to approval of the Chief Financial Officer
Payment:	Immediately available funds

The Notes will be noncallable general obligations of the Township. The full faith and credit of the Township will be pledged for the punctual payment, in accordance with their terms, of the principal of and the interest on the Notes. The Notes will be "qualified tax-exempt obligations" for purposes of Section 265 of the Internal Revenue Code of 1986, as amended

As a condition to delivery of the Notes, the successful bidder will be required to execute a receipt therefor containing a certification that either (i) it has made a bona fide public offering of the Notes at a stated initial offering price or prices and at least ten percent (10%) of the Notes have been sold to the public (excluding bond houses, brokers or similar organizations acting in the capacity of underwriter or wholesaler) at such initial offering price or prices as would produce a yield to the purchaser(s) thereof equal to a stated percentage per annum, and, it has not entered into any arrangement with any third party to repurchase the Notes in order to enable the successful bidder to reoffer the Notes at higher prices, or (ii) it has not reoffered the Notes to the public and has no present intention to reoffer the Notes to the public. In addition, the

certification shall address such other matters as Bond Counsel reasonably may request of the successful bidder.

In addition, in order to comply with the requirements of Rule 15(c)2-12 of the Securities and Exchange Commission, the successful bidder must either (i) be purchasing the Notes for its own account with no intent to reoffer the Notes or (ii) reoffer the Notes in denominations of \$100,000 or greater to no more than thirty-five (35) persons. The successful bidder must believe that each of the persons to whom the Notes are sold has such knowledge and experience in financial and business matters that it is capable in evaluating the merits and the risks of the Notes as an investment and is not purchasing the Notes for more than one account with the intent to distribute the Notes. A certification by the successful bidder as to the foregoing matters will be a condition to delivery of the Notes.

The successful bidder is advised of its responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (“ELEC”) pursuant to N.J.S.A. 19:44A-20.13 (P.L. 2005, c.271, s.3) if the successful bidder enters into agreements or contracts, such as its agreement to purchase the Notes, with a public entity, such as the Borough and receives compensation or fees in excess of \$50,000 in the aggregate from public entities, such as the Borough, in a calendar year. It is the successful bidder’s responsibility to determine if filing is necessary. Failure to do so can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

No Preliminary Official Statement or other offering document will be prepared by the Township for this issue. However, certain financial information concerning the Township is available upon request. For such information please contact the undersigned Chief Financial Officer at the above address, telephone number (908) 369-8672.

/s/ NANCY COSTA
Nancy Costa, Chief Financial Officer

EXHIBIT A

PROPOSAL FOR NOTES

November 30, 2016

Nancy Costa, Chief Financial Officer
Township of Hillsborough
379 S. Branch Road
Hillsborough, New Jersey 08844

Dear Ms. Costa:

Subject to the provisions of the Notice of \$3,252,149 Bond Anticipation Note Sale, which is attached hereto and considered a part hereof, we offer to purchase the Notes on the following terms:

Purchase Price: \$ _____ (not less than \$3,252,149)

Interest Rate: _____ %

Name:
Title:
Representing:
Telephone Number:

PLEASE COMPLETE THE FOLLOWING:

Interest Payable on Notes \$ _____

Less: Premium, if any \$ _____

Net Interest Payable \$ _____

THIS PORTION OF THE PROPOSAL IS NOT PART OF THE BID