

NOTICE OF SALE

**COUNTY OF BERGEN
STATE OF NEW JERSEY**

\$19,000,000 TAXABLE BOND ANTICIPATION NOTE

(Book-Entry Note) (Parity Bid) (Non-Callable)

SALE DATE: July 8, 2020

ELECTRONIC BIDS VIA PARITY will be received by the Chief Financial Officer of the County of Bergen, a body corporate and politic of the State of New Jersey (the “County”) at the offices of the County, One Bergen County Plaza, Hackensack, New Jersey 07601, on Wednesday, July 8, 2020 until 11:00 AM, at which time they will be publicly announced for the purchase of the Taxable Bond Anticipation Note (the “Taxable Note”) described below at a price of not less than par. Bids must be for the entire Taxable Note, and must specify a single rate of interest (computed on the basis of a 360-day year) offered for the Taxable Note.

The Chief Financial Officer of the County (“Chief Financial Officer”) expects to award the Taxable Note to the bidder specifying the lowest net interest payable by the County. However, the Chief Financial Officer reserves the right to reject all bids or to award the Taxable Note to a bidder other than the lowest bidder. All bidders, by submitting a Bid, agree to accept the determination of the Chief Financial Officer.

To the extent any instructions or directions set forth in PARITY conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY, potential bidders may contact i-Deal LLC at 40 West 23d Street, 5th Floor, New York, New York 10010, Telephone No. (212) 404-8102.

NOTE SPECIFICATIONS

Principal Amount	\$19,000,000
Approving Opinion	Waters, McPherson, McNeill, P.C. Secaucus, New Jersey
Tax Exemption	Federally Taxable and New Jersey State Tax-Exempt See Official Statement / Approving Opinion
Dated	July 15, 2020
Maturity Date	June 10, 2021
Interest Rate Per Annum	Specified by successful bidder
Paying Agent	County of Bergen

Closing	
a. date	July 15, 2020
b. location	County of Bergen, One Bergen County Plaza, Hackensack, New Jersey, or at such other place as agreed to by the Chief Financial Officer
Denominations	Increments of \$5,000 or any integral multiple of \$1,000 in excess thereof
Payment	Immediately available funds

The Taxable Note will be a non-callable general obligation of the County payable ultimately from *ad valorem* taxes levied upon all the taxable property within the County to the extent that payment is not otherwise provided.

The obligation hereunder to deliver and to accept the Taxable Note shall be conditioned on the availability and the delivery, at the time of delivery of the Taxable Note, of the following: (i) the approving opinion of Bond Counsel, which will be furnished without cost to the successful bidder and will be substantially in the form set forth in the Preliminary Official Statement distributed in connection with the sale of the Taxable Note; and (ii) certificates in a form satisfactory to Bond Counsel evidencing the proper execution and delivery of the Taxable Note, the receipt of payment therefor, the completeness and accuracy of the information contained in the Preliminary Official Statement and the Official Statement for the Taxable Note, and the absence of litigation pending or (to the knowledge of the signer or signers thereof) threatened affecting the validity of the Taxable Note. A copy of the approving opinion of Bond Counsel will be attached to the Taxable Note.

The Taxable Note is subject to the requirements of Rule 15c2-12 adopted by the United States Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934 (“Rule 15c2-12”) with respect to Secondary Market Disclosure of Material Events. The County will execute and deliver at closing an undertaking, in a form approved by Bond Counsel, to provide Secondary Market Disclosure of Material Events as set forth in Rule 15c2-12.

The County has authorized the distribution of a Preliminary Official Statement deemed final for purposes of Rule 15c2-12. The final Official Statement will be delivered to the Purchaser within 7 business days following the sale of the Taxable Note.

The County’s Municipal Advisor, NW Financial Group, LLC, will apply for one CUSIP number for the Taxable Note. Neither the failure to print such number on the Taxable Note nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Taxable Note in accordance with the terms of this Notice of Sale. The CUSIP Service Bureau charge for the assignment of said number shall be the responsibility of and shall be paid for by the purchaser.

Please contact the County's Municipal Advisor NW Financial Group, LLC at (201) 656-0115, or the County's Bond Counsel, James M. Spanarkel, Esq. of Waters, McPherson, McNeill, P.C. at (201) 863-4400, for additional information concerning the Taxable Note.

/s/ Joseph Luppino
Chief Financial Officer

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