

**NOTICE OF SALE
TOWNSHIP OF LACEY
(Ocean County, New Jersey)**

\$3,333,625 BOND ANTICIPATION NOTES, SERIES 2017A

\$144,000 SPECIAL EMERGENCY NOTES, SERIES 2017

(Bank Qualified) (Non-Callable)

Bids are being solicited through a fair and open process in accordance with N.J.S.A. 19:44A-20.5 for the purchase of \$3,333,625 Bond Anticipation Notes, Series 2017A (the "Bond Anticipation Notes") and \$144,000 Special Emergency Notes, Series 2017 (the "Special Emergency Notes" and together with the Bond Anticipation Notes, the "Notes") of the Township of Lacey, in the County of Ocean, New Jersey (the "Township"). All bids will be received and publicly opened and announced at the office of the Township's Chief Financial Officer, 818 West Lacey Road, Forked River, New Jersey, on **Tuesday, May 16, 2017, at 11:00 a.m.**, prevailing local time ("Sale Date"). Separate bids must be submitted for (i) the Bond Anticipation Notes, and (ii) the Special Emergency Notes, and the selection of the winning bidder will be made separately for the Bond Anticipation Notes and for the Special Emergency Notes.

No telephone bids will be accepted. The separate bid proposals must be received by 11:00 a.m. on the Sale Date, and may be submitted by completing the official bid form attached hereto as Exhibit A for the Bond Anticipation Notes and Exhibit B for the Special Emergency Notes, to the mailing address, fax number and/or email address shown on the bid forms. Sealed bids marked on the outside "BID FOR BOND ANTICIPATION NOTES" or "BID FOR SPECIAL EMERGENCY NOTES" are encouraged, but faxed or emailed bids will be accepted provided they comply with the conditions stated herein. If a bidder wishes to transmit its bid by fax or email, such bidder hereby acknowledges that such faxed or emailed bid will not be reviewed by the Township until the public opening of the bids as aforesaid. This Notice of Sale has been posted on the Township of Lacey's website (www.laceytownship.org).

Each bid submitted must offer to purchase all of the Bond Anticipation Notes or the Special Emergency Notes (as the case may be) being offered at no less than par plus accrued interest and must specify a single rate of interest per annum offered for the Notes. **THE BOND ANTICIPATION NOTES AND THE SPECIAL EMERGENCY NOTES WILL BE SEPARATELY AWARDED AND SOLD TO THE BIDDER(S) COMPLYING WITH THE TERMS OF SALE AND OFFERING TO PURCHASE ALL OF THE BOND ANTICIPATION NOTES OR ALL OF THE SPECIAL EMERGENCY NOTES (AS THE CASE MAY BE) AT THE LOWEST NET INTEREST COST.**

Award of the Notes to the bidder proposing the lowest net interest cost for the Notes or the Notes or rejection of all bids will be made by 2:00 p.m. on the Sale Date. As between bidders specifying the same lowest net interest cost, the Notes will be sold to the bidder selected by lot from among all such bidders.

The Township reserves the right to reject all bids. In addition, any bids not complying with the terms of this notice or specifying additional conditions will be rejected. The right is also reserved by the Township to waive any irregularities or informalities in proposals submitted on the attached bid forms.

SPECIFICATIONS OF NOTES

Principal Amount:	Bond Anticipation Notes: \$3,333,625 Special Emergency Notes: \$144,000
Dated Date:	May 26, 2017
Maturity Date:	May 25, 2018
Interest Rate per Annum:	Specified by successful bidder, payable at maturity (calculated on the basis of twelve (12) thirty (30)-day months in a 360-day year)
Denominations:	Bond Anticipation Notes: \$100,000 each or any integral multiple thereof (with one piece in the amount of \$133,625) Special Emergency Notes: \$144,000
Legal Opinion:	GluckWalrath LLP, Red Bank, New Jersey, Bond Counsel
Closing:	May 26, 2017, at the Township offices or elsewhere, as agreed to with the successful bidder(s).
Note Registrar/Paying Agent:	Chief Financial Officer
Payment:	Wire transfer of immediately available funds on May 26, 2017

The Bond Anticipation Notes are issued pursuant to the laws of the State of New Jersey, including the Local Bond Law, to finance various general capital improvements.

The Special Emergency Notes are issued pursuant to the laws of the State of New Jersey, including the Local Budget Law and specifically N.J.S.A. 40A:4-53, et seq., to refinance notes issued for special emergency appropriations, authorized by Ordinance No. 2015-05 duly adopted by the Township on April 23, 2015 and Resolution No. 2015-112 duly adopted by the Township on April 23, 2015, for costs associated with the reassessment of real property.

The Notes shall be non-callable general obligations of the Township and to the extent the Notes are not paid from other sources, the Township is obligated to levy ad valorem taxes upon all the taxable real property therein for the payment of the debt service on the Notes without limitation as to rate or amount. 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.

It shall be the responsibility of the successful bidder to have CUSIP identification numbers, if required, issued for the Notes. The request for the assignment of CUSIP identification numbers and the CUSIP Service Bureau charge therefor shall be the responsibility of and shall be paid for by the successful bidder. CUSIP numbers must be communicated to Bond Counsel within 24 hours of the award of the Notes in order to have CUSIP numbers printed on 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 Township and receives compensation or fees in excess of \$50,000 in the aggregate from public entities, such as the Township, 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.

In addition, in order to comply with the requirements of Rule 15(c)2-12 of the Securities and Exchange Commission, the successful bidder may only reoffer the Notes in denominations of \$100,000 or more, and may not reoffer the Notes to more than thirty-five (35) persons. The Purchaser 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 Purchaser as to the foregoing matters will be a condition to delivery of the Notes.

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 Chief Financial Officer, Linda Picaro-Covello at the above address or at telephone number (609) 693-1100 ext. 2296, or Meghan Bennett Clark, Esq., GluckWalrath LLP at phone number 732-530-8822 or at mclark@glucklaw.com.

TOWNSHIP OF LACEY, IN THE
COUNTY OF OCEAN, NEW JERSEY
/s/ Linda Picaro-Covello
LINDA PICARO-COVELLO,
Chief Financial Officer

DATED: May 9, 2017

{00028597;v1/16-058/004}

EXHIBIT A
PROPOSAL FOR THE BOND ANTICIPATION NOTES, SERIES 2017A

May 16, 2017

Linda Picaro-Covello, CFO
Township of Lacey
818 West Lacey Road
Forked River, NJ 08731

EMAIL: lcovello@laceytownship.org
FAX: 609-971-7029

RE: BID FOR \$3,333,625 BOND ANTICIPATION NOTES, SERIES 2017A

Dear Ms. Covello:

Subject to the provisions of the Notice of Sale dated May 9, 2017, relating to \$3,333,625 Bond Anticipation Notes, Series 2017A dated May 26, 2017 and due May 25, 2018, that is made a part hereof, we offer to purchase the Bond Anticipation Notes described therein as follows:

Interest Rate Per annum	_____ %
Amount of Notes Bid for	_____ \$3,333,625
Price of Notes Bid for (at no less than par)	\$ _____
Net Interest Cost (please specify in both dollars and percent)	\$ _____ / _____ %

and, in addition thereto, to pay interest accrued from the Dated Date of the Bond Anticipation Notes to the date of delivery, if Closing shall occur subsequent to the Dated Date.

Signature of Authorized Officer

Name of Bidder

Address of Bidder

Telephone Number

Email

EXHIBIT B
PROPOSAL FOR THE SPECIAL EMERGENCY NOTES, SERIES 2017

May 16, 2017

Linda Picaro-Covello, CFO
Township of Lacey
818 West Lacey Road
Forked River, NJ 08731

EMAIL: lcovello@laceytownship.org
FAX: 609-971-7029

RE: BID FOR \$144,000 SPECIAL EMERGENCY NOTES, SERIES 2017

Dear Ms. Covello:

Subject to the provisions of the Notice of Sale dated May 9, 2017, relating to \$144,000 Special Emergency Notes, Series 2017 dated May 26, 2017 and due May 25, 2018, that is made a part hereof, we offer to purchase the Special Emergency Notes described therein as follows:

Interest Rate Per annum _____ %
Amount of Notes Bid for _____ \$144,000
Price of Notes Bid for
(at no less than par) \$ _____
Net Interest Cost
(please specify in both
dollars and percent) \$ _____ / _____ %

and, in addition thereto, to pay interest accrued from the Dated Date of the Special Emergency Notes to the date of delivery, if Closing shall occur subsequent to the Dated Date.

Signature of Authorized Officer

Name of Bidder

Address of Bidder

Telephone Number

Email