

## **EXHIBIT A**

### **Scope of Services for 2023 Bonds**

Contractor shall provide the following transaction services related to the financing of the McCourtney Road Transfer Station (MRTS) Project. Such services may include, but are not necessarily limited to:

- Assist County in selection of financing team members, and negotiation of professional fees, as necessary.
- Create and manage the Financing Schedule and Distribution List.
- Draft lender term sheet solicitation document.
- Conduct lender solicitation, including outreach to potential lenders and summary of responses.
- Prepare debt service analysis under alternative market, term and structure scenarios.
- Develop plan of finance and prepare DBC debt service schedules, including alternative debt service structures.
- Negotiate key terms and provisions with selected lender and lender's counsel.
- Assist in review of all financing and legal documents.
- Assist in the determination of key parameters and good faith estimates for County Board of Supervisors Resolution.
- Present financing to County Board of Supervisors, if requested.
- Coordinate closing activities, including drafting Closing Wiring Instructions Memorandum.
- Prepare a post-sale closing memorandum.

The Contractor will work with County staff to summarize the key credit features of the parcel tax repayment source and take the lead in preparing the lender request for proposals. The team will run the process of soliciting bids from potential direct purchase lenders, not requiring the County to hire a placement agent for this role. The Contractor will negotiate key business terms and conditions with the lender on behalf of the County. The Contractor will work with the County and Bond Counsel through any additional tax or private use issues concerning the use of proceeds. The Contractor recognizes the County's desire to complete this financing by February 2023 and will dedicate the firm resources necessary to meet this goal.