

EXHIBIT A: SCOPE OF SERVICES

Task #1: Sales Tax Measure Planning

- Review new sales tax measure authorizing ordinance and bonding provisions therein.
- Review and refine preliminary cash flow model to guide Expenditure Plan project delivery expectations (as may be needed).
- Evaluate and assist in refining the Expenditure Plan's financial goals and policies and implementation schedule.
- Assist in regional project prioritization considering estimated sale tax revenue resources and other transportation matching funds.
- Offer expertise on sales tax revenue bond issuances and considerations.
- Advise on debt capacity, including size and timing of possible debt issuances.
- Assist in developing debt or other policies that may be included in the Expenditure Plan.

Task #2: On-Going Advisory Services

- Develop and maintain the sales tax measure cash flow model.
- Review capital expenditure plans, evaluate debt capacity, and develop financing plan alternatives.
- Conduct and evaluate sales tax revenue forecasting and sensitivities.
- Evaluate and assist in the ongoing refinement to the Strategic Plan's financial and cash flow principles, goals and protocols; assist in the identification of financing alternatives and recommend adjustments where appropriate.
- Review financial alternatives and scenarios available to COMMISSION and make recommendations on specific strategies to meet financial and policy principles within the Strategic Plan.
- Establish goals and protocols including size and timing of recommended debt issuances and appropriate debt issuance instruments.
- Assist in drafting financial sections of Strategic Plan updates, as may be desired.
- Provide knowledge of tax-exempt bond market and expertise on available financing tools and resources.
- Provide educational public finance workshops to COMMISSION staff and Board Members.
- Provide written and oral reports for COMMISSION staff and Board Members, as directed.
- Assist in developing debt or other policies.

- Evaluate proposals and ideas provided to COMMISSION by underwriters or other market participants.
- Provide other “On-Call” municipal advisory related services, as necessary.

Task #3: Transaction Services for Bonds and Other Financings

- Create and manage the Financing Schedule and Distribution List.
- Assist in developing or refining plan of finance – i.e., projects to be financed, financing term, interest rate mode, etc.
- Prepare debt service numbers under different financing and market scenarios.
- Assist in determining method of sale (i.e., competitive, negotiated, direct purchase, state/federal loan).
- Conduct request for proposal process for counsel, underwriter(s), trustee, and/or other financing team members, as necessary.
- Participate in development and review of legal documentation for the financing.
- If a public bond offering, assist with the development and review of the preliminary official statement.
- Attend due diligence, working group, and COMMISSION Board meetings, as necessary.
- Assist determination of key parameters for Board financing approvals and authorizing resolutions.
- Manage the rating process for the financing. Prepare rating agency presentation materials and accompany COMMISSION staff to meetings, as necessary.
- Assess the viability of bond insurance and surety bond policies, and if necessary, manage the process of obtaining and negotiating commitments.
- Monitor tax-exempt and taxable market conditions.
- Coordinate timing of sale for the financing.
- For competitive sale, review Official Notice Inviting Bids, Official Notice of Sale, conduct pre-pricing market-update call, take lead in marketing of transaction to competitive underwriters, coordinate timing and logistics of competitive bid, including confirmation of bids on day of sale.
- For negotiated sale, conduct underwriter RFP solicitation process, negotiate takedown and marketing plan, coordinate pricing activities including pricing comparables, secondary market trades, and make recommendations to COMMISSION staff regarding scale adjustments.
- Coordinate closing activities, including drafting Closing Wiring Instructions Memorandum.
- Provide post-closing report.