

## Summary of Scope of Work:

The duties of the selected firm may include, but are not limited to, the following:

- i. Provide advice and assistance on a continuing basis, as needed, on the legal requirements of various municipal financing structures, including, but not limited to, advice concerning tax issues, securities, and responsibilities of the CITY with respect to its debt issuances, including representations regarding whether Bond Counsel or Co-Bond Counsel, to its knowledge, is aware of any facts or omissions of facts that would make the CITY's disclosure untrue or misleading.
- ii. Assist the CITY's legal and financial staff and the CITY's financial advisor in preparation of official statements, including, but not limited to preparing and/or reviewing preliminary official statements, and other documents necessary or appropriate to the authorization, issuance, sale or delivery of municipal securities.
- iii. Prepare all necessary legal documents in connection with the authorization, issuance, sale and delivery of bonds, certificates, notes and other debt instruments, including notices of intent to issue, agenda notices, ordinances and resolutions authorizing issuance, bid documents, closing certificates, paying agent/registrars agreements, escrow agreements, trust indentures, and other documentation as required by the CITY, the Texas Attorney General, the rating agencies and the insurance providers.
- iv. Rendering an opinion that the CITY's bonds are binding obligations of the CITY and are validly issued under Texas law and that the interest on the bonds is excludable from gross income tax under federal law.
- v. Produce and provide multiple copies of all bond transcripts, as requested, for CITY use.
- vi. Attend meetings with CITY staff, attend City Council briefings and meetings, bid openings and bond sales, and other meetings, including, but not limited to, meetings with potential investors, rating agencies and or credit enhancement providers, as may be requested by the City Attorney, City Manager or Finance Director.
- vii. Provide legal advice concerning the restrictions on the expenditure of CITY bond funds. Keep CITY abreast of federal and state law and federal tax developments which might be applicable to the CITY's financing program or tax-exempt status of CITY's proposed and outstanding bonds. This may include assistance in the development of alternative financing programs for potential capital projects, evaluating state and federal legislation for the CITY, and other tasks as required.
- viii. Request and obtain approval of bond issues from the Texas Attorney General and any other required authorities.
- ix. Review bond proofs and supervise the execution and delivery of the bonds or other debt instruments.
- x. Assist in the preparation of a no-arbitrage certificate for the CITY in connection with its debt issuances and other required IRS filings.

- xi. Providing advice generally on compliance with securities laws.
- xii. Providing any other legal services, advice or opinions as requested related to the CITY's financial reporting and financing program.
- xiii. Preparing and/or reviewing preliminary official statements, and other disclosure documents necessary or appropriate to the authorization, issuance, sale or delivery of municipal securities.
- xiv. Providing training for CITY staff and City Council with respect to disclosure rules, regulations and responsibilities.
- xv. Assist CITY staff in documenting and updating internal written policies and procedures with respect to disclosure activities, including both initial offering documents and ongoing disclosure obligations.
- xvi. Assist staff in monitoring disclosure requirements to help staff ensure timely and complete disclosures.
- xvii. Assist CITY staff in preparation of bond election documents and canvassing.