

AMENDMENT TO AGREEMENT WITH KNN PUBLIC FINANCE, LLC

THIS AMENDMENT is executed as of _____, 2024 by and between KNN PUBLIC FINANCE, LLC (the "Consultant") and the COUNTY OF LAKE (the "County"). This Amendment will amend the agreement between the parties entitled "Agreement for Municipal Advisor Services" (the "Agreement") entered into on November 19, 2023.

WHEREAS, the County desires to receive professional advice from a registered independent Municipal Advisor, specifically in connection with the execution of the County's Lake County Public Financing Authority (County of Lake, California) 2024 Lease Revenue Bonds (Sheriff's Facility Projects); and

WHEREAS, the County's Agreement for Municipal Advisory Services, executed on November 19, 2023, provides that for services rendered in connection with Exhibit B ("Transaction Scope of Services"), Consultant will be compensated based on fixed transaction fees to be set forth in an amendment to the Agreement; and

WHEREAS, the parties desire to amend the Agreement to provide payment to the Consultant for such services in connection with the Lake County Public Financing Authority (County of Lake, California) 2024 Lease Revenue Bonds (Sheriff's Facility Projects).

NOW, THEREFORE, the parties hereto agree as follows:

1. The Consultant shall be paid a fixed transaction fee of \$110,000.00 for the Lake County Public Financing Authority (County of Lake, California) 2024 Lease Revenue Bonds (Sheriff's Facility Projects), and shall be reimbursed for actual expenses incurred, not to exceed \$2,500.00 for services set forth in Exhibit A of this Amendment.
2. All other respects to the prior Agreement shall remain in full force and effect except as amended herein.

RECOMMENDED FOR APPROVAL:
COUNTY OF LAKE

By: _____
Jenavive Herrington
Auditor - Controller / Clerk

APPROVED AS TO FORM:
Office of County Counsel

By: _____
Lloyd Guintivano
County Counsel

CONTRACTOR:

By: _____
David Leifer, Senior Managing Director

EXHIBIT A

Scope of Services for Lake County Public Financing Authority (County of Lake, California) 2024 Lease Revenue Bonds (Sheriff's Facility Projects)

KNN shall provide the following transaction services related to the Lake County Public Financing Authority (County of Lake, California) 2024 Lease Revenue Bonds (Sheriff's Facility Projects). Such services may include, but are not necessarily limited to:

- Prepare a financing schedule and distribution list and coordinate activities of financing team members and representatives of the County.
- Assist County in selection of financing team members (i.e., bond counsel, disclosure counsel, trustee, financial printer, etc.), as necessary.
- Analyze bond structures that will be most attractive to bond market participants and will result in the best bond pricing for the County.
- Prepare debt service analysis under alternative market, term and structure scenarios.
- Provide County staff with training and or regular updates on key issues relating to the proposed bond structure.
- Assist in review of all financing, legal, and disclosure documents.
- Assist in the analysis of selecting the leased facility for the financing.
- Develop good faith estimates for County Board of Supervisors Resolution and Authority Resolution.
- Develop rating agency strategy and approach. Prepare rating agency presentation and accompany County staff to rating agency meeting.
- Provide bond insurance and surety bond economic analysis, as needed.
- Assist County in presenting the financing to the Board of Supervisors, as requested.
- Monitor tax-exempt municipal bond market conditions; make recommendations regarding timing of pricing.
- For a competitive sale, review Official Notice Inviting Bids, Official Notice of Sale, conduct pre-pricing market update call, take lead in marketing of transaction to bidding underwriting firms, coordinate timing and logistics of competitive bid, including confirmation of bids on day of sale. Prepare closing wire memorandum.
- For a negotiated sale, conduct underwriter selection process, assist with negotiation of underwriting fees, prepare pricing comparables worksheet, and negotiate LRB pricing on the day of sale on behalf of the County.
- Prepare a post-sale closing memorandum.
- Provide advice regarding post issuance compliance requirements (i.e., arbitrage rebate, continuing disclosure, reporting to State Treasurer's Office, etc.).