



Statement of Qualifications to Provide Bond Counsel and Disclosure Counsel Services to the Alum Rock Union Elementary School District

February 28, 2022

Orrick Contact:

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STATEMENT OF QUALIFICATIONS TO ALUM ROCK UNION ELEMENTARY SCHOOL DISTRICT



February 28, 2022

Alum Rock Union Elementary School District
Attn: Maria Martinez, Procurement Manager
2930 Gay Avenue
San Jose, CA 95127

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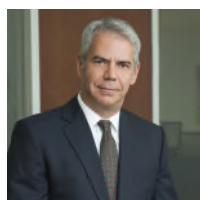
Re: Statement of Qualifications to Provide Bond Counsel and Disclosure Counsel Services to
Alum Rock Union Elementary School District

Thank you for inviting Orrick, Herrington & Sutcliffe LLP to submit the attached Statement of Qualifications (the "Statement of Qualifications") to provide bond counsel and disclosure counsel services to the Alum Rock Union Elementary School District (the "District"). We understand that the District is seeking qualified firms to provide bond counsel and disclosure counsel services related to its bonds and other debt obligations. We would very much like the opportunity to support the District's facilities programs in the area of public finance.

As indicated in our Statement of Qualifications, with few exceptions, each year for many years Orrick has been involved as bond counsel in more financings by principal amount than any other public finance firm in the country. Furthermore, with 20 of our public finance attorneys active in K-12 transactions, Orrick has a particular dedication to the field of school finance. In addition, we have recently worked, as bond, disclosure or underwriter's counsel, on several school district bond programs in the County of Santa Clara (the "County"), including recent bond elections and/or bond issuances for Gilroy Unified School District, Evergreen Elementary School District, and Fremont Union High School District. Orrick also draws upon a longstanding working relationship with the County and its related agencies. Cooperation and coordination with the County are crucial to a successful school bond election and subsequent bond issuances, and Orrick can provide seamless interaction with key County departments. Accordingly, we believe Orrick is the best firm with the necessary experience, resources and expertise to support the District's facilities programs in the area of public finance.

I look forward to discussing further the District's plans and Orrick's qualifications. Please call me if you have any questions or require any further information. As a partner, I am authorized to negotiate a contract with the District. My direct phone number is 949-852-7727 and my e-mail address is dfield@orrick.com.

Sincerely,



Donald Field

Partner, Public Finance
Orrick, Herrington & Sutcliffe LLP

**STATEMENT OF QUALIFICATIONS
TO PROVIDE BOND COUNSEL AND DISCLOSURE COUNSEL SERVICES TO
ALUM ROCK UNION ELEMENTARY SCHOOL DISTRICT**

Orrick, Herrington & Sutcliffe LLP is pleased to present this Statement of Qualifications to Provide Bond and Disclosure Counsel Services to Alum Rock Union Elementary School District. We believe that the breadth and depth of Orrick's knowledge and experience in public finance, as well as Orrick's creative approach to problem solving, enables us to offer the District expertise of the highest caliber, combined with responsive and personal service.

INTRODUCTION

As discussed in more detail in this Statement of Qualifications, with nearly 100 attorneys practicing public finance and public finance tax, Orrick is the best known, most widely respected and experienced bond counsel firm in California and in the country. However, we believe possessing excellent lawyering skills should be the starting point. Your time is valuable, and we want to ensure that we are serving you in the best manner possible. Accordingly, our client service focus includes four "wants":

OUR GOAL IS TO SERVE YOU



Wanting the best connection with our clients.

We want to know your preferred mode of communication, and we want to get to know your assistants. You are busy. Tell us the best way to reach you. Moreover, if your assistant can save you time, we want to get to know him or her and help make your life easier.



Wanting to know your business.

Tell us how we can help. If you will be focused on a budget or a pressing board issue, we want to know so we can work around your schedule. Yes, there are things that must get done in a financing. But, we want the schedule to work for you.



Wanting you to call us.

Most school districts are not issuing bonds regularly. We want our clients to be confident in their understanding of each financing. Let us help prepare you for questions from your board and the public. We want to make you and your team shine.



Wanting to help.

Let us prepare a draft of the agenda report for the board resolution authorizing the bonds and related documents. Things that we do regularly may take you significantly more time. Let us help you focus on what you need to do.

We are very conscious of the importance of your decision in selecting a bond and disclosure counsel, and would very much like to be selected to serve the District. We believe that we distinguish ourselves from other bond counsel firms not only by our experience and knowledge, but also by our client service focus and creative approach to problem-solving. We hope the information contained in this

STATEMENT OF QUALIFICATIONS TO ALUM ROCK UNION ELEMENTARY SCHOOL DISTRICT

Statement of Qualifications assists you with your selection. Set forth below is the information requested in the District's Request for Statement of Qualifications:

A. Qualifications

i. Please provide the following:

- a. **Company name:** Orrick, Herrington & Sutcliffe LLP
- b. **Address:** 2050 Main St # 1100, Irvine, CA 92614
- c. **Telephone:** (949) 567-6700
- d. **Email:** dfield@orrick.com
- e. **Website:** www.orrick.com
- f. **Name and email of main contact:** Donald S. Field; dfield@orrick.com
- g. **Federal Tax I.D. Number:** 94-2952627
- h. **Type of organization (i.e. corporation, partnership, etc.):** Limited liability partnership

ii. Briefly summarize the qualifications of your firm and its experience with California school district bond financings, including:

a. A brief description and history of the firm:

Orrick is the Premier Public Finance Law Firm. We are very conscious of the importance of your decision in selecting a bond counsel. We believe Orrick is the best firm with the necessary experience and resources to serve as bond counsel to the District with respect to the District's bond program. We take particular pride in being able to provide our clients the comfort of entrusting us with the most complex legal and technical aspects of their financial transactions:

- Orrick has maintained a substantial practice in the area of public finance for over 100 years.
- Orrick has been the premier bond counsel firm in California throughout that period, and has been ranked first in the country for most of the last two decades in total volume of financings for which it served as bond counsel. Moreover, Orrick has been ranked number one in total volume as disclosure counsel both nationally and in California nearly every year since such rankings began.
- Orrick was ranked number one as bond counsel and disclosure counsel in the country by Refinitiv in 2021. Nationally, during 2021, Orrick served as bond counsel on 570 transactions aggregating more than \$65 billion (representing a national market share of 14.4%). During the same time period, Orrick ranked No. 1 in the country serving as disclosure counsel on 129 transactions aggregating more than \$26 billion (representing a national market share of 18.1%).
- With nearly 100 attorneys practicing public finance, Orrick is the best known, most widely respected and experienced bond counsel firm in California and in the country.

The quality of our attorneys, the depth of resources, the diversity of practice and the unmatched level of tax and disclosure experience are considered to be particular strengths of our public finance department. Moreover, we pride ourselves in giving our clients personal and responsive attention. As a result, our clients have the advantage of a large firm's resources without compromising the attention they deserve.

Dedication to School Finance. With 20 of our public finance attorneys active in K-12 transactions, Orrick has a particular dedication to the field of school finance:

- To assist school officials in understanding the laws and procedures governing tax-exempt financing, Orrick publishes *The XYZs of California School District Debt Financing*, a practical guide to school district debt financing. We freely distribute this guide not only to school administrators, but to finance professionals and school attorneys as well.
- We also publish School Finance Bulletins, highlighting the most important developments in school finance, such as the School Finance Bulletin addressing how Orrick's bankruptcy opinion assisted Fitch Ratings to base its rating of San Diego Unified School District's general obligation bonds without regard to SDUSD's financial operations and, as a result, to assign a "AAA" rating to \$550 million of SDUSD's bonds.
- Orrick attorneys are active in drafting new legislation on behalf of clients to assist in public financing activities and have written many of the existing statutes relied upon by other bond counsel, including SB 222, which strengthens school district general obligation bondholders' rights in bankruptcy by granting them a statutory lien on the taxes collected to pay the bonds. Therefore, Orrick is often best positioned to understand and work under such laws and regulations.

Disclosure Counsel Experience. A necessary part of our public finance practice, as both bond counsel and disclosure counsel, is extensive knowledge of and experience with securities laws and disclosure issues. Orrick has been ranked number one in total volume as disclosure counsel both nationally and in California nearly every year since such rankings began. No other firm matches Orrick's experience in public finance securities law issues, and never has such experience with securities laws generally and disclosure matters in particular been so important. Applicable laws continue to grow more lengthy and complex and the Securities and Exchange Commission (the "SEC") and other regulatory bodies, including the Federal Bureau of Investigation ("FBI") and the Department of Justice, are pursuing investigations, prosecutions, enforcement actions and audits against municipal market participants, including issuers, across the country on an unprecedented scale.

Orrick is fundamentally a finance firm and as such has diverse experience in federal and state securities laws relating to the sale and disclosure of about virtually all types of securities, both in the initial and secondary markets. As a leading firm both in volume and complexity of issues, Orrick (including the members of our proposed team for the District) has dealt with a wide range of disclosure issues in public finance and is known as the firm of choice when difficult disclosure issues are involved. Moreover, for 2021, Orrick was ranked the number one disclosure counsel firm in the country by Refinitiv.

We also were at the forefront in assisting issuers in complying with the continuing disclosure requirements imposed by Rule 15c2-12 and in responding to the SEC's Municipalities Continuing Disclosure Cooperation Initiative as well as the recent amendments to Rule 15c2-12 adding additional event notices with respect to financial obligations.

Tax Experience. Nationally recognized for its expertise in tax matters related to public finance, our Public Finance Tax Group is involved in every aspect of the firm's public finance practice. The attorneys in our Public Finance Tax Group participate as members of both the firm's tax and public finance departments. The great diversity of Orrick's public finance practice (both geographically and in types of issues) has exposed our public finance tax lawyers to almost every legal issue that has arisen concerning the tax aspects of municipal bonds. Furthermore, their participation in the firm's general tax practice, with its emphasis on finance

and securities transactions, enables Orrick to respond with speed and sophistication to new forms of financial instruments.

Members of our Public Finance Tax Group maintain ongoing relationships with U.S. Congressional and Treasury Department staff for purposes of influencing new legislation, regulations, rulings and announcements relating to public finance, as well as for access to timely information about what these federal bodies plan to do in the future, or intended to accomplish through past actions.

Recent federal legislation and regulations have enormously increased the complexity of public finance tax issues. In addition, the FBI, the SEC and other federal agencies have joined the Internal Revenue Service in scrutinizing the tax aspects of state and local government bonds. In this era of increased technical complexity and federal scrutiny, our Public Finance Tax Group offers a unique resource, combining unparalleled reputation, breadth of experience and thorough analysis with an innovative, solution-oriented approach to public finance issues.

Our Public Finance Tax Group consists of fourteen attorneys. These include a past chairman of the National Association of Bond Lawyers (NABL) and a past chairman of the American Bar Association's Committee on Tax-Exempt Finance—the two most influential professional groups in the country when it comes to tax aspects of public finance. Another tax partner was a member of the Tax Exempt Bonds Subcommittee of the Tax Exempt Government Entities Advisory Committee (TEAC), which was established in 2001 by the Department of the Treasury, Internal Revenue Service. Yet another served as the first editor-in-chief of the multi-volume Federal Taxation of Municipal Bonds (1993).

Broad and Varied Experience. Well-established practices in other areas, such as corporate securities, commercial law and bankruptcy, environmental law, leasing and real estate, enable us to better serve our public finance clients. Our commercial law and bankruptcy practices help supply the expertise necessary to handle credit enhancement, investment products, secured transactions and structured financing. Real estate expertise supports our certificates of participation financings, lease financings and financings secured by mortgages or deeds of trust. Environmental expertise supports many project financings.

b. Number of years the firm has been in business and date firm was established under its given name

Orrick is a limited liability partnership and traces its history back to 1863. The firm became a limited liability partnership organized under the laws of the State of California on August 31, 1996.

c. Number of employees (licensed attorneys, paralegal/technical/administrative support)

- Attorneys: 425 partners and 1,073 associates and of counsel.
- Legal Team Professionals (including paralegals): 159
- Staff: 1,254

d. Location of office where the bulk of services solicited will be performed

If engaged as bond and/or disclosure counsel, all work for the District will be performed by attorneys and paraprofessionals in Orrick's Orange County and Los Angeles offices.

iii. Provide a detailed list of your firm's California K-12 education bond financings over the past three years wherein your firm served as Bond Counsel, Disclosure Counsel, or Underwriter's Counsel. Please include the following:

- a. Issuer name
- b. Sale date
- c. Par amount
- d. Financing name and financing type (e.g., Bond, COP, TRAN, BAN, etc.)
- e. Role of your firm (e.g., bond counsel, disclosure counsel, underwriter's counsel)

Attached as **Exhibit 1** is a listing of Orrick's experience with California K-12 bond financings since January 1, 2019.

B. Personnel

- i. List the personnel who would be assigned to the District. Include information on their position, location, years of public finance experience, and expected roles and duties.

Orrick assures the District that it will receive the personal attention of a team of experienced attorneys. Our philosophy is that we are lawyers second to none. Our partners are available when our clients call with questions, and they are involved in every aspect of our clients' transactions. Thus, we are committed to providing the District with the level of attention necessary to ensure that the District's goals are achieved in a timely and efficient manner and with the level of quality the District should demand.

Alum Rock Union Elementary School District Legal Team



Donald Field, Partner
t. 949.852.7727
e. dfield@orrick.com

Donald, a public finance partner with over 20 years of public finance experience, resident in both our Los Angeles and Orange County offices, will be the District's principal contact and lead attorney for the District's financings. Mr. Field is the leader of Orrick's practice specialty group for School Finance and General Obligation Bonds and the principal author and editor of the third edition of *The XYZs of California School District Debt Financing*, published by Orrick in 2005.

Mr. Field has extensive experience, as bond counsel, disclosure counsel and underwriter's counsel, in the financing techniques used by school districts in California, and has served as bond counsel, disclosure counsel and underwriter's counsel on scores of lease, certificates of participation, lease revenue bond and general obligation bond financings for school districts in California. His practice focuses on local governmental infrastructure financing, including general obligation bond financing, municipal lease financing and land-secured financing, as well as tax and revenue anticipation note (TRAN) financings. He was named as one of the Top 25 Municipal Lawyers of 2011 in California by the Los Angeles and San Francisco *Daily Journal*.



Andrea Greenwald, Senior Associate
t. 949.852.7739
e. agreenwald@orrick.com

Andrea Greenwald, a senior associate with 7 years of public finance experience, is located in Orrick's Orange County Office. Mrs. Greenwald will co-lead the transaction with Mr. Field, focusing largely on the District's disclosure. School finance is one of Andrea's core practices within public finance, and she specializes in advising on complex disclosure matters for distressed school districts within California. Mrs. Greenwald was recently named to the *Bond Buyer's* 2021 Rising Stars list which recognizes leading municipal finance professionals under the age of 40.



Winnie Tsien, Tax Of Counsel
t. 213.612.2336
e. wtsien@orrick.com

Tax matters will be handled by Winnie Tsien, a tax of counsel with over 20 years of public finance (and school finance) experience resident in Orrick's Los Angeles office. Ms. Tsien specializes in tax-exempt bond financing. She has extensive experience in governmental and exempt facility bonds, including general governmental facilities, non-profit cultural, educational and health care facilities, and public utilities.

As and when appropriate, in order to achieve efficiency for the District, we will assign one or more additional associates or paralegals to the District's financings, including associates for document production and other support. A team approach is used to ensure ample resources and support to the District. Biographies of the attorneys assigned to the proposed bond program are included as **Exhibit 2**. Each member of the Orrick team of attorneys is a member of the State Bar of California. Orrick is listed in the current version of The Bond Buyer's Municipal Marketplace (the "Red Book"), and the firm is currently in the process of renewing NABL memberships for its attorneys for 2022.

C. References

- i. **Provide at least three recent California K-12 school district references for whom you have provided bond/disclosure counsel services as detailed in your response to Section A of this section IV. Include the contact person's name, title, district, address, phone number, and email address.**

Alvaro Meza
 Assistant Superintendent
 Gilroy Unified School District
 7810 Arroyo Circle
 Gilroy, CA 95020
 (669) 205-4000
alvaro.meza@gilroyunified.org



David D. Hart
 Chief Financial Officer
 Los Angeles Unified School District
 333 So. Beaudry Avenue
 Los Angeles, CA 90017
 (213) 241-1885
David.Hart1@lausd.net



Brooke D. Bien
 Chief Business & Financial Officer
 Mammoth Unified School District
 PO Box 3509
 Mammoth Lakes, CA 93546
 (760) 934.6802 x513
bbien@mammothusd.org



D. Legal Issues

- i. **Is there now pending any legal action alleging malpractice or violations of law in connection with an offering of municipal securities in a California transaction against the firm, any partner of the firm or any attorney employed by the firm? Please describe each such pending action.**

No.

- ii. **Have there been any settlements or judgments involving such actions within the last five years? Please describe each such settlement or judgment, including the nature of the action and the amount of recovery.**

Orrick has in the past been named in legal actions involving allegations of malpractice in connection with California municipal securities offerings. Orrick vigorously denied those allegations and none of them led to a judgment against Orrick or its lawyers or a finding of malpractice or violation of law. Some of these allegations were settled by Orrick for business reasons or at the request of our insurer; the details of these settlements are protected from disclosure by confidentiality agreements among the parties. We would be glad to discuss in more detail if necessary.

- iii. **Are there pending legal or disciplinary matters involving such actions against the firm by any state or federal regulatory agency? Please describe. Please include information about any criminal indictments or convictions against the firm or its attorneys where the charges involved an offering of municipal securities anywhere in the United States. Also include information about any material pending legal action, or settlement, or judgment involving a claim of fraud, whether civil or criminal.**

To our knowledge, we are not aware of any current legal or disciplinary matters involving California municipal securities offerings against Orrick or any of its lawyers by any state or federal regulatory agency.

E. Conflicts of Interest

- i. **If the firm is representing a client in civil litigation in which the District is, or may become, an adverse party, please identify and describe each such action. In addition, describe any existing or potential conflict of interest arising from your relationships with or representations of other parties that should be considered as a factor in determining your objectivity. Provide sufficient facts, legal implications, and possible effects in order for the District to appreciate the significance of each potential conflict.**

Orrick regularly performs legal services for many public and private entities in connection with a wide variety of matters. For example, Orrick has represented, is representing or may in the future represent other public entities, underwriters, trustees, rating agencies, insurers, credit enhancement providers, lenders, contractors, suppliers, financial, engineering and other advisors, accountants, investment brokers and providers and others who may be involved with or adverse to the District in some manner. If selected as bond counsel, we will identify any conflicts of interest that may exist and seek appropriate waivers when necessary from the District and the other client(s). Given our many years of experience in representing governmental clients, we are very sensitive to the possibilities of legal and business conflicts arising among various entities and will identify those cases to the District as soon as we become aware of them. We are unaware of any existing conflict that would affect our ability to serve as bond counsel or disclosure counsel to the District.

F. Malpractice Insurance

- i. **Provide as an appendix evidence of malpractice insurance coverage for the firm and its attorneys including coverage amounts. The evidence of coverage should indicate whether securities transactions are covered.**

Attached as **Exhibit 3** is evidence of the Firm's professional liability insurance. *We note that securities transactions are covered under this policy, but are not listed on the certificate.*

G. Fees

- i. **Please provide your firm's proposed fee for bond counsel and disclosure counsel services, on a per-transaction basis with the understanding that all such fees are contingent on the successful closing of the related Bond or other type of debt. The proposed fees for services shall be broken down by role (i.e., Bond Counsel services and Disclosure Counsel services) and must include (and may separately delineate a not-to-exceed charge for) all expenses in providing the (i.e., post-issuance services or other services outside the scope of services incident to a bond closing or other debt obligation closing).**

The level and scope of bond counsel and disclosure counsel service is highly dependent on the nature and complexity of any particular transaction. It is difficult to estimate the degree of difficulty or the amount of time that is likely to be required for a specific financing without a general understanding of the parameters of such financing. The market and financing structures continue to evolve, and bond document provisions are changing as the market, financing structures, and the law evolve. Further, each school district is unique in terms of its operations, finances, history, and current circumstances, all of which are factors in the diligence process involved in preparing a school district's disclosure for an offering document. For school districts – like the District – that are facing distress for any number of reasons, it is critical to obtain knowledgeable and experienced counsel, who is rarely the lowest bidder, that is equipped to address the disclosure matters facing the District. After all, school districts are subject to certain federal securities laws, and failure to comply with such laws can lead to fines and other sanctions. Without more information on the District and its plan of finance, we cannot assess the extent of the diligence process involved and the time necessary to prepare the District's offering document. Thus, given legal services for public finance transactions are generally provided on a fixed fee basis (and not on an hourly basis), it would be a disservice to the District for us to propose fees that do not turn out to be appropriate for the specific nature and complexity of a particular transaction. Absent more detailed information, our fees would need to be significantly qualified and, therefore, not useful, and we do not want to be disingenuous. We caution the District that other counsel who submit fee quotes are doing so without sufficient information and may not understand the potential complexities or may seek to have their fees raised once selected and the extent of the legal work involved in the transaction becomes known.

Form of Agreement

Section V.A.ii. of the District's RFQ requires the Respondent to "identify any term or condition of the Agreement that Respondent requests modifying, deleting, or adding." We posted a question to the District requesting a copy of the Agreement. It is our understanding that the District will be providing a copy of the Agreement to the successful bidder, and at such time we will be able to review and request modifications, deletions or additions as needed.

RFQ Amendment 1

Attached as **Exhibit 4** is a signed copy of Addendum 1 to the District's RFQ.

CONCLUSION

As indicated above, we take particular pride in being able to provide our clients the comfort of entrusting us with the most complex legal and technical aspects of their financial transactions. The trust our clients place in us is gained through our clients' understanding and knowledge of the following:



Personal and Responsive Client Service; Partner-Level of Attention. We pride ourselves on understanding the needs of our clients and providing them personal and responsive service. As a result, our clients have the advantage of a large firm's resources without compromising the attention they deserve. Moreover, we are very mindful of the frustration clients experience when they engage a partner in a law firm to handle a matter only to have that partner hand the matter over to an inexperienced lawyer. Thus, we are committed to providing the District with the partner-level of attention necessary to ensure that the District's goals are achieved in a timely and efficient manner and with the level of quality the District should demand.



Extensive Resources. With nearly 100 attorneys practicing public finance across the country, we are able to draw on resources when and as needed to assist our clients with new or unique issues.



Knowledgeable, Experienced and Established Counsel. We have found that firms practicing in the area of public finance for less than half the number of years as Orrick and with less than half the number of public finance attorneys as Orrick, claim to be just the right size with just the right number of public finance attorneys, and assert that larger firms will not be able sustain their public finance practices. However, Orrick has maintained a substantial practice in the area of public finance for over 100 years, and continues to be the undisputed number one bond counsel in California and across the nation. We consistently achieve this status by holding ourselves to the highest standards of technical expertise, professional dedication, client service and ethical responsibility. In addition, Orrick has a particular dedication to the field of school finance. While Orrick represents some of the nations' largest public entities, in some of most sophisticated public finance transactions, the majority of our clients are smaller local public agencies, like the many California school districts we have represented.



Lawyers Second to None. Orrick attorneys have written many of the existing statutes relied upon by other bond counsel and, therefore, are often best positioned to understand and work under such laws. Moreover, Donald Field, the lead attorney proposed for the District's proposed general obligation bond program, is the principal author and editor of the third edition of *The XYZs of California School District Debt Financing*, which is the most basic, accessible, and relied-upon introductory resource for school district officials who must depend on debt financing. Thus, while we are aware of public finance attorneys from other firms that claim to be able to explain legal requirements in "plain" English, Orrick public finance attorneys are able to communicate, explain and provide guidance on virtually all existing public finance laws at any level of detail.



Importance of Teamwork Coupled with Client Dedication. We also know the importance of teamwork when working on a financing. Our clients' interests always come first. However, we understand the dynamics of being an effective team player while protecting our clients' interests. We consistently achieve our status as the undisputed number one bond counsel in California and across the nation by holding ourselves to the highest standards of technical expertise, professional dedication, client service and ethical responsibility.



Long-Term Commitment to Clients. Finally, our goal is to develop long-term relationships with our clients. Therefore, we would like to use the opportunity to serve as the District's bond and disclosure counsel with respect to the District's financings to demonstrate our responsive and personal service and superior public finance knowledge and experience with the goal of developing a long-term relationship with the District.

We are pleased to submit this proposal to you and look forward to the opportunity to work on the District's financings as the District's bond, tax and disclosure counsel. We are prepared to begin working as soon as you indicate you are ready. If you have any questions, or if additional information or materials are required, please contact Donald Field at (949) 852-7727.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
01/12/22	9.830	Fresno Co (Kerman) USD	General Obligation Bonds	Series 2022	Bond and Disclosure Counsel
01/12/22	.155	Fresno Co (Kerman) USD	General Obligation Bonds	Series 2022	Bond Counsel
01/11/22	26.425	San Mateo Co (So San Francisco) USD	GO Refunding Bonds	Series 2022	Bond and Disclosure Counsel
12/08/21	2.475	Santa Barbara Co (Santa Maria) JUHSD	GO Refunding CABs	Series 2021	Bond Counsel
12/08/21	56.165	Santa Barbara Co (Santa Maria) JUHSD	GO Refunding Bonds	Series 2021	Bond Counsel
12/08/21	67.000	Santa Barbara Co (Santa Maria) JUHSD	General Obligation Bonds	Series 2021	Bond Counsel
11/17/21	22.800	Monterey Co (Pacific) SD	General Obligation Bonds	Series 2021	Bond Counsel
11/17/21	2.200	San Mateo (Pacifica) Sd	General Obligation Bonds	Series 2021	Bond Counsel
11/16/21	57.520	Riverside Co (Val Verde) USD	GO & Refunding Bonds	2021 Ser&Ser 2021B&F	Bond and Disclosure Counsel
11/16/21	66.185	Riverside Co (Val Verde) USD	General Obligation Bonds	Series 2021 B & F	Bond and Disclosure Counsel
11/04/21	2.267	West Hills Community College Dt	GO Refunding Pool	2021 Series	Bond and Disclosure Counsel
11/02/21	5.000	San Diego (Mountain Empire) USD	General Obligation Bonds	Series 2021	Bond Counsel
10/28/21	2.020	Madera Co (Yosemite) USD	GO Refunding Pool	2021 Series	Bond and Disclosure Counsel
10/28/21	.464	Placer UHSD	GO Refunding Pool	2021 Series	Bond and Disclosure Counsel
10/28/21	5.342	San Diego Co (Chula Vista) ESD	GO Refunding Pool	2021 Series	Bond and Disclosure Counsel
10/28/21	1.220	Ventura Co (Moorpark) USD	GO Refunding Pool	2021 Series	Bond and Disclosure Counsel
10/26/21	48.855	Los Angeles USD	GO Refunding Bonds	2021 Ser B	Disclosure Counsel
10/26/21	432.425	Los Angeles USD	General Obligation Bonds	Series RYRR 2021	Disclosure Counsel
10/20/21	150.240	Alameda Co (Oakland) USD	General Obligation Bonds	Series 2021 A	Bond Counsel
10/20/21	154.820	Alameda Co (Oakland) USD	GO & Refunding Bonds	2021 Ser&Ser 2021 B	Bond Counsel
10/20/21	16.310	Santa Barbara Co (Santa Maria-Bonita) SD	GO Refunding Bonds	Series 2021	Bond and Disclosure Counsel
10/14/21	256.330	Contra Costa Co (San Ramon Valley) USD	GO Refunding Bonds	Series 2021	Bond and Disclosure Counsel
10/07/21	1.830	Los Angeles Co (Palmdale) SD	General Obligation Bonds	Series 2021 C	Bond and Disclosure Counsel
10/07/21	10.185	Los Angeles Co (Palmdale) SD	General Obligation Bonds	Series 2021 C	Bond Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
10/07/21	12.321	Los Angeles Co (Palmdale) SD	General Obligation CABs	Series 2021 C	Bond Counsel
10/06/21	6.710	Alameda Co (Livermore Valley) JUSD	General Obligation Bonds	Series 2021	Bond Counsel
10/06/21	23.030	Alameda Co (Livermore Valley) JUSD	GO Refunding Bonds	2021 Series	Bond Counsel
10/06/21	56.290	Alameda Co (Livermore Valley) JUSD	General Obligation Bonds	Series 2021	Bond Counsel
10/06/21	1.000	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
10/06/21	9.665	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
10/06/21	19.335	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
10/06/21	47.950	San Diego USD	General Obligation Bonds	2021 Ser N-1&E-1	Bond Counsel
10/06/21	401.380	San Diego USD	GO Refunding Bonds	Series ZR-1	Bond Counsel
10/06/21	527.050	San Diego USD	General Obligation Bonds	2021 Ser N-2&E-2	Bond Counsel
10/05/21	.450	Tehama Co (Red Bluff) UHSD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
10/05/21	7.350	Tehama Co (Red Bluff) UHSD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
09/28/21	25.003	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2021 Series K	Bond and Disclosure Counsel
09/01/21	35.000	Riverside Co (Hemet) USD	General Obligation Bonds	2021 Series C	Bond Counsel
09/01/21	49.075	Riverside Co (Hemet) USD	GO Refunding Bonds	Series 2021	Bond Counsel
08/05/21	3.210	Los Angeles Co (Palmdale) SD	GO Refunding Bonds	Series 2021 A	Bond and Disclosure Counsel
08/05/21	44.140	Los Angeles Co (Palmdale) SD	GO Refunding Bonds	Series 2021 B	Bond and Disclosure Counsel
07/28/21	8.020	San Diego Co (Oceanside) USD	General Obligation Bonds	Series A	Bond and Disclosure Counsel
07/28/21	11.520	San Diego Co (Oceanside) USD	GO Refunding Bonds	2021 Series	Bond and Disclosure Counsel
07/28/21	41.980	San Diego Co (Oceanside) USD	General Obligation Bonds	Series A	Bond and Disclosure Counsel
07/27/21	2.000	California Sch Cash Reserve Auth	Revenue Bonds	2021-2022 Series D	Bond Counsel
07/27/21	49.310	California Sch Cash Reserve Auth	Revenue Bonds	2021-2022 Series A-C	Bond Counsel
07/21/21	.315	Los Angeles Co (Castaic) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
07/21/21	5.685	Los Angeles Co (Castaic) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
07/14/21	7.600	El Dorado UHSD	Certificates of Participation		Bond and Disclosure Counsel
06/30/21	240.000	San Diego USD	TRANS	Series A	Bond Counsel
06/22/21	32.050	Santa Clara Co (Evergreen) SD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
05/27/21	3.585	Sonoma Co (Sonoma Valley) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
05/27/21	26.415	Sonoma Co (Sonoma Valley) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
05/25/21	36.945	San Diego Co (San Dieguito) UHSD	General Obligation & Ref Bonds	2021 Series & E-1	Bond Counsel
05/25/21	80.615	San Diego Co (San Dieguito) UHSD	General Obligation Bonds	2021 Series E-2	Bond Counsel
05/25/21	.155	Shasta Co (Redding) SD	General Obligation Bonds	Series C	Bond and Disclosure Counsel
05/25/21	5.845	Shasta Co (Redding) SD	General Obligation Bonds	Series C	Bond and Disclosure Counsel
05/19/21	12.000	Napa County Board of Education	Certificates of Participation	2021 Series	Bond and Disclosure Counsel
05/12/21	4.160	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2021 B	Bond Counsel
05/12/21	6.645	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2021 A	Bond Counsel
05/12/21	25.840	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2021 A	Bond Counsel
05/12/21	73.355	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2021 A	Bond Counsel
05/11/21	52.045	Santa Clara Co (Fremont) UHSD	GO Refunding Bonds	2021 Series	Bond Counsel
05/04/21	3.125	San Mateo Co (Ravenswood) SD	General Obligation Bonds	Series B	Bond Counsel
05/04/21	21.875	San Mateo Co (Ravenswood) SD	General Obligation Bonds	Series 2021 A	Bond Counsel
04/30/21	1.000	Orange Co (Buena Park) SD	General Obligation Bonds	Series 2021	Bond Counsel
04/30/21	10.000	Orange Co (Buena Park) SD	GO & Refunding Bonds	Series 2021 & A	Bond Counsel
04/30/21	14.065	Orange Co (Buena Park) SD	GO Refunding Bonds	Series 2021 B	Bond Counsel
04/07/21	3.000	Alameda Co (Albany) USD	General Obligation Bonds	Series 2021 C	Bond and Disclosure Counsel
04/07/21	24.500	Alameda Co (Albany) USD	General Obligation Bonds	Series 2021 C	Bond Counsel
03/31/21	70.000	Orange Co (Garden Grove) USD	General Obligation Bonds	Series 2021	Bond Counsel
03/18/21	4.525	Alameda Co (Castro Valley) USD	General Obligation Bonds	2021 Series C	Bond and Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
03/18/21	7.320	Alameda Co (Castro Valley) USD	GO Refunding Bonds	2021 Series	Bond and Disclosure Counsel
03/18/21	28.475	Alameda Co (Castro Valley) USD	General Obligation Bonds	2021 Series C	Bond and Disclosure Counsel
03/18/21	4.500	Alameda Co (Castro Valley) USD	Ref Certificates of Participation	Series 2021	Bond and Disclosure Counsel
03/17/21	1.575	Riverside Co (San Jacinto) USD	Special Tax Bonds	Series 22021 C	Bond and Disclosure Counsel
03/11/21	1.100	Calaveras Co (Vallecito) USD	Certificates of Participation	2021 Series	Bond and Disclosure Counsel
03/02/21	9.315	Santa Clara Co (Gilroy) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
03/02/21	16.475	Santa Clara Co (Gilroy) USD	GO Refunding Bonds	Series 2021	Bond and Disclosure Counsel
03/02/21	85.365	Santa Clara Co (Gilroy) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
02/25/21	34.185	Yuba Co (Marysville) JUSD	Certificates of Participation		Bond Counsel
02/23/21	100.000	San Francisco City & Co USD	TRANS	2020-21 Series	Bond Counsel
02/18/21	7.165	San Diego USD	General Obligation Bonds	2021 Series L-1	Bond Counsel
02/18/21	117.835	San Diego USD	General Obligation Bonds	2021 Series L-2	Bond Counsel
02/03/21	.345	Calaveras Co (Vallecito) USD	General Obligation Bonds	Series A	Bond and Disclosure Counsel
02/03/21	2.455	Calaveras Co (Vallecito) USD	General Obligation Bonds	Series A	Bond and Disclosure Counsel
02/03/21	8.870	Merced UHSD	General Obligation Bonds	Series F	Bond and Disclosure Counsel
02/03/21	11.127	Merced UHSD	General Obligation Bonds	Series F	Bond and Disclosure Counsel
01/28/21	37.110	Marin Co (Tamalpais) UHSD	General Obligation Bonds	2021 Series	Bond and Disclosure Counsel
01/13/21	.250	Sonoma Co (Harmony) USD	General Obligation Bonds	Series C	Bond and Disclosure Counsel
01/13/21	2.850	Sonoma Co (Harmony) USD	General Obligation Bonds	Series C	Bond and Disclosure Counsel
01/12/21	13.070	Solano Co (Dixon) USD	GO Refunding Bonds	Series 2021	Bond and Disclosure Counsel
01/06/21	.150	Sonoma Co (Piner-Olivet) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
01/06/21	5.849	Sonoma Co (Piner-Olivet) USD	General Obligation Bonds	Series 2021	Bond and Disclosure Counsel
01/06/21	6.215	Sonoma Co (Piner-Olivet) USD	GO Refunding Bonds	Series 2021	Bond and Disclosure Counsel
12/16/20	16.425	Orange Co (Savanna) ESD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
12/09/20	2.790	Orange Co (Capistrano) USD	Speical Tax Bonds	Series 2020	Bond Counsel
12/09/20	5.780	Orange Co (Capistrano) USD	Special Tax Bonds	Series 2020	Bond Counsel
12/09/20	4.765	San Bernardino Co (Redlands) USD	Special Tax Bonds	Series 2020	Bond Counsel
12/08/20	7.030	San Mateo Co (Millbrae) SD	GO Refunding Bonds	2020 Series	Bond and Disclosure Counsel
11/19/20	11.000	Hilmar USD Building Corp	General Obligation Bonds	Series 2020	Bond Counsel
11/19/20	21.946	Los Angeles Co (Paramount) USD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel
11/19/20	46.395	Los Angeles Co (Paramount) USD	General Obligation Bonds	Series 2020 C	Bond and Disclosure Counsel
11/18/20	3.435	Los Angeles Co (Paramount) USD	General Obligation Notes	Series 2020 C	Bond and Disclosure Counsel
11/18/20	44.810	Los Angeles Co (Paramount) USD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel
11/17/20	2.500	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2020	Bond Counsel
11/17/20	27.500	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2020	Bond Counsel
10/28/20	33.895	Yuba Co (Marysville) JUSD	Ref Certificates of Participation	Series 2020	Bond Counsel
10/27/20	149.870	Los Angeles USD	General Obligation Bonds	Series C 2020	Disclosure Counsel
10/27/20	907.190	Los Angeles USD	General Obligation Bonds	Series C 2020	Disclosure Counsel
10/15/20	62.880	Los Angeles Co (Burbank) USD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel
10/15/20	143.090	Sacramento Co (San Juan) USD	GO Refunding Bonds	2020 Series	Bond and Disclosure Counsel
10/15/20	171.820	Sacramento Co (San Juan) USD	General Obligation Bonds	Series 2020	Bond and Disclosure Counsel
10/15/20	8.180	Sacramento Co (San Juan) USD	General Obligation Bonds	Series 2020	Bond Counsel
10/14/20	1.000	San Bernardino Co (Colton) JUSD	General Obligation Bonds	Series 2020 E	Disclosure Counsel
10/14/20	2.297	San Bernardino Co (Colton) JUSD	CO Capital Appreciation Bonds	Series 2020 E	Disclosure Counsel
10/14/20	11.700	San Bernardino Co (Colton) JUSD	General Obligation Bonds	Series 2020 E	Disclosure Counsel
10/14/20	44.550	San Bernardino Co (Colton) JUSD	GO Refunding Bonds	2020 Series	Disclosure Counsel
10/13/20	34.000	Los Angeles Co (Lowell) JSD	General Obligation Bonds	Series 2020	Bond Counsel
10/01/20	105.165	Contra Costa Co (San Ramon Valley) USD	GO Refunding Bonds	Series 2020	Bond Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
09/30/20	1.120	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2020 Series J-1	Bond Counsel
09/30/20	19.380	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2020 Series J-2	Bond Counsel
09/29/20	8.090	EI Dorado UHSD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel
09/29/20	13.401	EI Dorado UHSD	GO Refunding Bonds	Series 2020	Bond and Disclosure Counsel
09/29/20	7.830	EI Dorado UHSD	Ref Certificates of Participation	Series 2020	Bond and Disclosure Counsel
09/24/20	302.000	Los Angeles USD	GO Unltd Ad Val Prop Tx Ref Bonds	2020 Series A	Disclosure Counsel
09/22/20	3.295	Los Angeles Co (Palmdale) SD	General Obligation Bonds	Series 2020	Bond Counsel
09/22/20	17.205	Los Angeles Co (Palmdale) SD	General Obligation Bonds	Series 2020 B	Bond Counsel
09/03/20	.100	Kings Co (Lemoore) UHSD	General Obligation Bonds	Series C	Bond and Disclosure Counsel
09/03/20	5.900	Kings Co (Lemoore) UHSD	General Obligation Bonds	Series C	Bond Counsel
08/26/20	19.645	Alameda Co (Hayward) USD	General Obligation Bonds	Series 2020	Bond and Disclosure Counsel
08/26/20	150.355	Alameda Co (Hayward) USD	General Obligation Bonds	Series 2020	Bond and Disclosure Counsel
08/26/20	175.095	Alameda Co (Hayward) USD	General Obligation Bonds	Series 2020	Bond and Disclosure Counsel
08/13/20	71.725	San Diego USD	General Obligation Bonds	2020 Ser M-1 & D-1	Bond Counsel
08/13/20	773.275	San Diego USD	General Obligation Bonds	Series M-2 & D-2	Bond Counsel
08/04/20	12.470	Contra Costa Co (Martinez) USD	GO Refunding Bonds	Series 2020	Bond Counsel
08/04/20	8.345	Sonoma Co (Sonoma Valley) USD	GO Refunding Bonds	Series 2020	Bond Counsel
07/30/20	24.000	San Mateo Co (Sequoia) UHSD	TRANS	2020-2021 Series	Bond Counsel
07/23/20	117.500	San Diego USD	TRANS	2020-21 Series A	Bond Counsel
07/23/20	117.500	San Diego USD	TRANS	2020-21 Series A	Bond Counsel
07/01/20	69.850	Orange Co (Huntington Beach) CSD	General Obligation Bonds	Series C	Underwriters' Counsel
06/24/20	7.790	Riverside Co (Hemet) USD	GO Refunding Bonds	Series 2020	Bond Counsel
06/24/20	26.500	Riverside Co (Hemet) USD	General Obligation Bonds	2020 Series B	Bond Counsel
06/23/20	3.490	Lake Co (Konocti) USD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
06/23/20	5.609	Lake Co (Konocti) USD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel
06/23/20	27.000	Mono Co (Mammoth) USD	General Obligation Bonds	Series B	Bond Counsel
06/09/20	30.060	Riverside Co (Val Verde) USD	GO Refunding Bonds	2020 Series	Bond & Disclosure Counsel
06/09/20	64.000	Riverside Co (Val Verde) USD	General Obligation Bonds	Series 2020 A & E	Bond & Disclosure Counsel
05/28/20	3.500	Sonoma Co (Roseland) ESD	General Obligation Bonds	Series A	Bond Counsel
05/21/20	48.950	Merced UHSD	GO Refunding Bonds	Series 2020	Bond & Disclosure Counsel
05/14/20	6.500	Kings Co (Lemoore) USD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel
05/06/20	9.000	San Mateo Co (Brisbane) SD	GO School Bonds	Series A	Bond & Disclosure Counsel
04/24/20	145.285	San Diego Co (San Dieguito) UHSD	GO Refunding Bonds	2020 Series	Bond Counsel
04/23/20	113.940	Los Angeles USD	General Obligation Bonds	Series RYQ 2020	Disclosure Counsel
04/23/20	829.000	Los Angeles USD	General Obligation Bonds	Series RYQ 2020	Disclosure Counsel
04/06/20	45.450	San Diego Co (Grossmont) UHSD	GO Refunding Bonds	Series 2020	Bond & Disclosure Counsel
03/12/20	46.238	San Diego USD	GO Refunding Bonds	2020 Series SR-2	Bond Counsel
03/12/20	46.238	San Diego USD	GO Refunding Bonds	2020 Series SR-2	Bond Counsel
02/20/20	3.000	Sonoma Co (Harmony) USD	General Obligation Bonds	Series B	Bond & Disclosure Counsel
01/30/20	113.640	San Mateo Co (Sequoia) UHSD	GO Refunding Bonds	2020 Series	Bond & Disclosure Counsel
01/30/20	1.250	Shasta Co (Redding) SD	General Obligation Bonds	Series B	Bond & Disclosure Counsel
01/30/20	10.750	Shasta Co (Redding) SD	General Obligation Bonds	Series B	Bond & Disclosure Counsel
01/28/20	15.000	Santa Clara Co (Evergreen) SD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel
01/23/20	.268	Humboldt Co (Cutten) SD	General Obligation Bonds	Series B	Bond & Disclosure Counsel
01/23/20	1.730	Humboldt Co (Cutten) SD	General Obligation Bonds	Series B	Bond & Disclosure Counsel
01/23/20	4.830	Sonoma Co (Sonoma Valley) USD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel
01/23/20	35.170	Sonoma Co (Sonoma Valley) USD	General Obligation Bonds	Series 2020	Bond & Disclosure Counsel
12/12/19	7.525	Santa Clara Co (Evergreen) SD	GO Refunding Bonds	Series 2020	Bond & Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
11/21/19	30.900	Sacramento City USD	General Obligation Bonds	2019 Series D	Bond & Disclosure Counsel
11/06/19	10.220	San Bernardino Co (Rialto) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
11/06/19	19.137	San Bernardino Co (Rialto) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
11/05/19	31.000	Los Angeles Co (Palmdale) SD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
10/31/19	12.035	San Mateo Co (Millbrae) SD	GO Refunding Bonds	2019 Series	Bond Counsel
10/23/19	6.040	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2019 Series I-1&C-1	Bond & Disclosure Counsel
10/23/19	13.580	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2019 Series I-2	Bond & Disclosure Counsel
10/23/19	37.380	San Diego Co (Grossmont) UHSD	General Obligation Bonds	2019 Series C-2	Bond & Disclosure Counsel
10/16/19	18.000	Kern Co (Panama-Buena Vista) USD	General Obligation Bonds	2019 Series D	Bond Counsel
10/16/19	13.647	San Diego USD	GO Dedicated Ad Prop Val Bonds	2019 Ser K-1 & C-1	Bond Counsel
10/16/19	13.648	San Diego USD	GO Dedicated Ad Prop Val Bonds	2019 Ser K-1 & C-1	Bond Counsel
10/16/19	161.352	San Diego USD	General Obligation Bonds	2019 Ser K-2,L,C-2	Bond Counsel
10/16/19	161.353	San Diego USD	General Obligation Bonds	2019 Ser K-2,L,C-2	Bond Counsel
10/15/19	5.000	Los Angeles Co (Torrance) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
10/15/19	112.380	Los Angeles Co (Torrance) USD	GO Refunding Bonds	Series 2019	Bond & Disclosure Counsel
10/09/19	1.000	San Diego Co (Santee) SD	General Obligation Bonds	Series 2019	Bond Counsel
10/09/19	14.370	San Diego Co (Santee) SD	General Obligation Bonds	Series 2019	Bond Counsel
10/08/19	124.165	Santa Clara Co (Gilroy) USD	GO Refunding Bonds	2019 Series	Bond & Disclosure Counsel
10/03/19	44.900	Riverside Co (Coachella Valley) USD	GO Refunding Bonds	Series 2019	Bond & Disclosure Counsel
09/26/19	20.000	Contra Costa Co (Brentwood) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
09/24/19	25.870	Orange Co (Garden Grove) USD	GO Refunding Bonds	Series 2019 A	Bond Counsel
09/24/19	130.460	Orange Co (Garden Grove) USD	GO Refunding Bonds	Series 2019 B	Bond Counsel
09/19/19	42.925	Marin Co (Tamalpais) UHSD	GO Refunding Bonds	2019 Series	Bond & Disclosure Counsel
09/10/19	3.365	San Mateo Co (Menlo Park City) SD	GO Refunding Bonds	2020 Series	Bond & Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
09/10/19	41.340	San Mateo Co (Menlo Park City) SD	GO Refunding Bonds	2019 Series	Bond & Disclosure Counsel
09/10/19	18.000	Santa Clara Co (Palo Alto) USD	TRANS	2019-20 Series	Bond Counsel
08/27/19	22.635	Los Angeles Co (Azusa) USD	GO Refunding Bonds	Series 2019	Bond & Disclosure Counsel
08/20/19	90.000	Alameda Co (Pleasanton) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
08/01/19	15.000	Alameda Co (Oakland) USD	General Obligation Bonds	Series 2019 B	Bond & Disclosure Counsel
08/01/19	160.000	Alameda Co (Oakland) USD	General Obligation Bonds	Series 2019 A	Bond & Disclosure Counsel
07/30/19	11.355	Alameda Co (Livermore Valley) JUSD	GO Refunding Bonds	2020 Series	Bond & Disclosure Counsel
07/30/19	100.000	Alameda Co (Livermore Valley) JUSD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
07/25/19	1.500	Amador Co Office of Education	TRANS	2019-20 Series A	Bond Counsel
07/25/19	11.000	Riverside Co (Alvord) USD	TRANS	2019-20 Series A	Bond Counsel
07/23/19	18.885	San Mateo Co (Sequoia) UHSD	TRANS	2019-2020 Series	Bond Counsel
07/10/19	30.000	Santa Clara Co (Palo Alto) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
07/10/19	220.000	San Diego USD	TRANS	2019-20 Series A	Bond Counsel
06/27/19	14.000	Los Angeles Co (Lowell) JSD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
06/27/19	10.485	Calaveras Co (San Andreas) USD	GO Refunding Bonds	Series 2019	Bond & Disclosure Counsel
06/26/19	117.890	California Sch Cash Reserve Auth	TRANS	2019-20 Ser A-C	Bond Counsel
06/19/19	13.590	El Dorado UHSD	GO Refunding Bonds	2020 Series	Bond & Disclosure Counsel
06/12/19	1.450	San Diego Co (Oceanside) USD	General Obligation Bonds	Series 2019	Bond Counsel
06/12/19	23.550	San Diego Co (Oceanside) USD	General Obligation Bonds	Series 2019 E	Bond Counsel
05/29/19	11.455	Calaveras Co (Vallecito) USD	GO Capital Appreciation BANs	Series 2019	Bond & Disclosure Counsel
05/21/19	.397	Sonoma Co (Roseland) ESD	GO Capital Appreciation Bonds	2019 Series C	Bond & Disclosure Counsel
05/21/19	1.105	Sonoma Co (Roseland) ESD	General Obligation Bonds	2019 Series C	Bond & Disclosure Counsel
05/16/19	11.025	Monterey Co (Santa Rita) USD	GO Refunding Bonds	2019 Series	Bond & Disclosure Counsel
05/15/19	6.000	San Diego (Mountain Empire) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
05/15/19	19.720	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2019 C	Bond & Disclosure Counsel
05/15/19	30.000	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2019 B	Bond & Disclosure Counsel
05/15/19	100.280	Santa Clara Co (Fremont) UHSD	General Obligation Bonds	Series 2019 A	Bond & Disclosure Counsel
05/14/19	11.170	Solano Co (Dixon) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
05/14/19	10.000	San Bernardino Co (Upland) USD	General Obligation Bonds	Series E	Underwriters' Counsel
05/08/19	33.000	San Mateo Co (Sequoia) UHSD	General Obligation Bonds	Series 2019	Bond Counsel
05/07/19	594.605	Los Angeles USD	GO Refunding Bonds	2019 Series A	Bond & Disclosure Counsel
04/24/19	1.900	Santa Clara Co (Gilroy) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
04/24/19	42.375	Santa Clara Co (Gilroy) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
04/24/19	125.000	San Diego USD	GO Dedicated Unltd Ad Val Bonds	Series A & B	Bond Counsel
04/24/19	125.000	San Diego USD	GO Dedicated Unltd Ad Val Bonds	Series A & B	Bond Counsel
04/16/19	4.200	Tehama Co (Red Bluff) UHSD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
04/11/19	15.000	Santa Barbara Co (Santa Maria-Bonita) SD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
03/27/19	8.196	Los Angeles Co (Paramount) USD	GO Capital Appreciation Bonds	Series 2019 B	Bond & Disclosure Counsel
03/27/19	22.300	Los Angeles Co (Paramount) USD	General Obligation Bonds	Series 2019 B	Bond & Disclosure Counsel
03/27/19	75.000	Orange Co (Garden Grove) USD	General Obligation Bonds	Series 2019	Bond Counsel
03/20/19	25.000	Los Angeles Co (Azusa) USD	General Obligation Bonds	2019 Series C	Bond & Disclosure Counsel
03/20/19	32.960	Orange Co (Newport-Mesa) USD	GO Refunding Bonds	Series 2020	Bond & Disclosure Counsel
03/12/19	7.500	Kings Co (Lemoore) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
03/06/19	5.750	Hilmar USD Building Corp	General Obligation Bonds	Series 2019	Bond Counsel
02/27/19	20.000	Alameda Co (Hayward) USD	General Obligation Bonds	Series 2019 B	Bond & Disclosure Counsel
02/27/19	211.315	Alameda Co (Hayward) USD	GO & Refunding Bonds	2019 & Series A	Bond & Disclosure Counsel
02/21/19	30.000	Contra Costa Co (Martinez) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
02/21/19	22.000	Kern Co (Panama-Buena Vista) USD	General Obligation Bonds	Series 2019	Bond Counsel

EXHIBIT 1 – EXPERIENCE WITH CALIFORNIA K-12 FINANCINGS SINCE JANUARY 1, 2019

Sale Date	Amount of Issue (\$ mils)	Issuer	Issue Description	Series	Team's Role
02/13/19	27.500	Riverside Co (Hemet) USD	General Obligation Bonds	2019 Series A	Bond & Disclosure Counsel
01/29/19	37.000	Alameda Co (Castro Valley) USD	General Obligation Bonds	2019 Series B	Bond & Disclosure Counsel
01/24/19	9.500	Lake Co (Konocti) USD	General Obligation Bonds	Series 2019	Bond & Disclosure Counsel
01/16/19	10.000	Riverside Co (Val Verde) USD	General Obligation Bonds	Series 2019 D	Bond Counsel
01/15/19	2.000	Humboldt Co (Cutten) SD	General Obligation Bonds	Series A	Bond Counsel
01/09/19	40.000	Orange Co (Huntington Beach) CSD	General Obligation Bonds	Series B	Underwriters' Counsel



DONALD FIELD

Partner

Los Angeles, Orange County

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Practice Areas

- Public Finance

Honors

- Named as one of the Top 25 Municipal Lawyers of 2011 in California by the Los Angeles and San Francisco *Daily Journal*

Education

- LL.M., New York University School of Law, 1994
- J.D., Southwestern University School of Law, 1993, *magna cum laude*
- B.A., Economics, University of California, Irvine, 1990

Don Field is a Partner in the Los Angeles and Orange County offices, and a member of the firm's Public Finance Department. He is the co-chair of Orrick's School and Community College Finance/General Obligation Bonds Practice Group. Don has more than 22 years of experience working as bond counsel and disclosure counsel on a variety of tax-exempt and federally-taxable bond financings for cities, counties and school districts in California, including, as indicated above, pension obligation bond financings.

He is also a member of Orrick's Leasing Practice Group, Assessment/Mello-Roos Practice Group, and Revenue Practice Group. Don has extensive experience, as bond counsel, disclosure counsel and underwriter's counsel, in the financing techniques used by school and community college districts, cities and counties in California. His practice focuses on local governmental infrastructure financing, including general obligation bond financing, municipal lease financing, and land-secured financing, as well as tax and revenue anticipation note (TRAN), pension obligation and other post-employment benefit (OPEB) obligation financings. Don serves as the lead lawyer for the California School Boards Association's annual tax and revenue anticipation note pool.

Publications

- Principal author and editor of "The XYZs of California School District Debt Financing," published by Orrick in 2005.

Admissions

- California



ANDREA NICOLE GREENWALD

Senior Associate

Orange County

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E agreenwald@orrick.com

Practice Areas

- Public Finance

Honors

- Named to the *Bond Buyer's* 2021 Rising Stars list recognizing leading municipal finance professionals under the age of 40

Education

- J.D., University of California, Berkeley School of Law, 2014
- B.A., English, Wittenberg University, 2009, *summa cum laude*, *Phi Beta Kappa*

Andrea Greenwald is a Senior Associate in the Orange County office, and a member of the Public Finance Department. Andrea represents school districts and community college districts, transportation agencies, and cities and counties across California in financings that improve California's schools, roads, bridges, and other infrastructure and public facilities.

Andrea has served as bond counsel, disclosure counsel, and underwriter's counsel in a range of school financing transactions, including general obligation bonds, lease revenue bonds, leases and certificates of participation.

Within school finance, Andrea specializes in advising on complex disclosure matters for distressed school districts within California. Clients value her thorough and relentless approach to disclosure diligence.

Andrea transitioned to the public finance practice in 2016 after successfully defending a Southern California school district in a taxpayer dispute over bond funds during a nine day bench trial.

Admissions

- California

Court Admissions

- [United States District Courts](#) | Central District of California



WINNIE TSIEN

Of Counsel

Los Angeles

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Practice Areas

- Tax

Education

- J.D., University of California, Davis School of Law, 1994, *Order of the Coif*
- B.A., Pitzer College, 1989

Memberships

- State Bar of California
- Los Angeles County Bar Association
- Hong Kong Association of Southern California

Winnie Tsien is of counsel specializing in tax-exempt bond financing. She has extensive experience in governmental and exempt facility bonds, including general governmental facilities, non-profit cultural, educational and health care facilities, and public utilities. She also has significant experience in rebate, short-term and long-term working capital financings and post-issuance compliance relating to private use issues.

Winnie has addressed the Bond Attorneys' Workshop for the National Association of Bond Lawyers relating to various topics, including arbitrage and rebate, refundings, working capital financings, and 501c3 financings. Winnie earned a J.D. in 1994 from the University of California, Davis School of the Law, where she was elected to the Order of the Coif and was a member of Law Review. She received her B.A. from Pitzer College.

Languages

- Chinese

Admissions

- California

EXHIBIT 3 – EVIDENCE OF PROFESSIONAL LIABILITY INSURANCE

		CERTIFICATE OF LIABILITY INSURANCE		DATE (MM/DD/YYYY) 04/13/2021	
<p>THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.</p>					
<p>IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).</p>					
PRODUCER MARSH RISK & INSURANCE SERVICES FOUR EMBARCADERO CENTER, SUITE 1100 CALIFORNIA LICENSE NO. 0437153 SAN FRANCISCO, CA 94111 CN103184850-STND-E&O1-21-22		CONTACT NAME: PHONE (A/C, No, Ext): E-MAIL: ADDRESS:		FAX (A/C, No): 	
INSURED ORRICK, HERRINGTON & SUTCLIFFE, LLP THE ORRICK BUILDING 405 HOWARD STREET SAN FRANCISCO, CA 94105-2669		INSURER(S) AFFORDING COVERAGE INSURER A : Lexington Insurance Company INSURER B : INSURER C : INSURER D : INSURER E : INSURER F :		NAIC # 19437	
COVERAGES					
CERTIFICATE NUMBER:		SEA-003725776-01		REVISION NUMBER: 2	
<p>THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.</p>					
INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSD WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:				
	UMBRELLA LIAB <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$				
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) if yes, describe under DESCRIPTION OF OPERATIONS below	Y/N <input checked="" type="checkbox"/> N / A			
A	LAWYERS PROFESSIONAL LIABILITY		11429208	04/15/2021	04/15/2022
					LIMIT OF LIABILITY: 25,000,000 RETENTION: 4,000,000
DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required) RE: EVIDENCE OF PROFESSIONAL LIABILITY INSURANCE THIS IS A CLAIMS MADE POLICY RETROACTIVE DATE: Not applicable EXCEPT that this Policy does not apply to, nor provide insurance coverage for any claim against any Insured arising out of any act, error, omission or Covered Offense by such Insured which occurred prior to the time that such Insured became an Insured under this Policy or any prior Lawyer's Professional Liability policy issued by the Company to the Named Insured which was consecutively renewed up to the date of this Policy (See Exclusion F)					
CERTIFICATE HOLDER ORRICK HERRINGTON & SUTCLIFFE LLP THE ORRICK BUILDING 405 HOWARD STREET SAN FRANCISCO, CA 94105-2669			CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE of Marsh Risk & Insurance Services Evan Long		

ACORD 25 (2016/03)

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ALUM ROCK UNION ELEMENTARY SCHOOL DISTRICT

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ADDENDUM 1 FOR RFQ No. 2122 – BUS03

Bond Counsel Services

Q & A

- Q. The referenced RFQ requires respondents to identify any term or condition of the Agreement that Respondent requests modifying, deleting, or adding. I was unable to locate a copy of the Agreement as part of the RFQ, and do not see it as part of the linked materials at the website that was provided (<https://www.arusd.org/district/departments/business-services/purchasing/bids>). Would it be possible to obtain a copy of the Agreement?
- A. *If a firm(s) is selected by our Board of Trustees that firm(s) would then receive a copy of the agreement to "identify any term or condition of the Agreement that Respondent requests modifying, deleting, or adding".*

Please submit a signed copy of this addendum with your RFQ response.

Company Name: Orrick, Herrington & Sutcliffe LLP

Signature: 

Print Name: Donald S. Field Date: February 25, 2022

Hilaria Bauer, Ph.D., Superintendent

Board of Trustees: Andrés Quintero, President · Minh Pham, Vice-President
Corina Herrera-Loera, Clerk · Ernesto Bejarano, Member · Linda Chavez, Member