

EXHIBIT A

SCOPE OF SERVICES

Task 1.1: Review the Status of Funding Mechanisms Presently in Place

EPS will first look at the status of various funding mechanism presently in place, such as the County's Transportation Impact Mitigation (TIM) Fees and sales and property tax revenue generated by existing retail businesses. EPS will also review the existing Missouri Flat Community Facilities District (CFD) structure, implementation, and funding of defined infrastructure improvements. EPS will gather information on any funding that could potentially be available from these existing funding mechanisms. EPS anticipates that one or more meetings with County staff will be required to fully assess the status of existing funding mechanisms.

Task 1.2: Identify Additional Potential Funding Sources

EPS will work to identify other potential funding sources. EPS will interview several contacts with information on additional potential funding sources. This task may also require a meeting with County staff to assess the potential for additional funding mechanisms to be used to fund the Project. In addition, this task includes attendance at one County Board of Supervisors meeting to present initial findings of potential funding sources and outstanding issues.

Task 1.3: Prepare a Cash Flow-Financing Mechanisms Model

Once EPS has identified and assessed existing and potential funding mechanisms, has gathered the most recent cost estimates for improvements, EPS will prepare a cash flow analysis that calculates any remaining shortfall in funding of the Project. EPS will meet with the County to discuss necessary steps in preparing a cash flow-financing model and corresponding Draft Memorandum. The cash flow-financing model will evaluate a variety of funding sources, including developer advances, the TIM Fees, a Mello-Roos Community Facilities District, and other potential sources such as sales and property tax revenues available from existing retail businesses. The cash flow model will include backup tables detailing an estimated development schedule, annual construction and related costs, and annual revenues from the various funding sources. Reimbursements for advance funding by certain development groups also will be addressed.

Task 1.4: Develop Financing Strategy

EPS will work with the County and development team to develop a financing strategy to fund shortfalls identified in the cash flow analysis. Creation of a financing strategy will include one or meetings with the County and private developers to discuss potential strategies and gather information for any additional technical analysis needed to address the funding of a shortfall.

Task 1.5: Prepare Memorandum

EPS will prepare a Draft Memorandum that briefly explains the technical analysis completed and presents the resulting financing strategy. Following County review, EPS will revise the Draft Memorandum as needed and will prepare a Final Memorandum. This task also includes one presentation of findings to the County Board of Supervisors.

EXHIBIT B

2008 Hourly Staff Billing Rates

Managing Principal	\$260-\$295
Principal	\$240
Senior Vice President	\$205
Vice President	\$190
Senior Technical Associate	\$155-\$180
Senior Associate	\$165
Associate	\$130
Research Analyst	\$75-\$105
Production and Administrative Staff	\$75

Billing rates updated annually.