

M. E. Allison & Co., Inc.
INVESTMENT BANKERS
950 East Basse Road, Second Floor
San Antonio, Texas 78209-1831

December 2, 2016

City of Corpus Christi, Texas
1201 Leopard
Corpus Christi, TX 78401

Re: **Up to \$51,300,000* City of Corpus Christi, Texas Utility System Junior Lien Revenue Refunding Bonds, Series 2017**

In regard to serving as the City's financial advisor and consultant, we submit the following proposal or agreement for your approval and acceptance.

1. **Term.** This Agreement shall be terminated by the delivery to the Purchaser of all the securities described above, whether delivered all at one time or in installments. It may be extended for an additional period by mutual agreement in writing. This agreement may be terminated at any time by either of us by giving thirty (30) days written notice to the other party.
2. **Duties.** The duties and responsibilities to be performed under this agreement include consulting and advising the City in the development and implementation of a financing plan for the issuance and sale of up to \$51,300,000* City of Corpus Christi, Texas Utility System Junior Lien Revenue Refunding Bonds, Series 2017.
3. **Compensation.** The fee will be based on the amount of proceeds of the issue, and computed on the attached schedule, Exhibit A. The fee will be due and payable from the proceeds of the Bonds. We would expect to be reimbursed for actual out-of-pocket expenses for telephone, photocopies, facsimile transmissions, printing, computer, if any, and travel incurred in connection with ratings, municipal bond insurance or Closing of such financing(s).
4. **Special Conditions.** In addition to the terms and obligations herein contained, this proposal and agreement is subject to the following special conditions:
 - a) M. E. Allison & Co., Inc. will incur and pay on behalf of the City the approved expenses in relation to the issuance of the Bonds and will submit said expenses for reimbursement at Closing. Approved expenses will include, but not be limited to, printing, shipping and posting of Official Statement, printing of Bonds, and travel expenses in relation thereto, Bond sale advertisements, municipal bond insurance premiums, Attorney General's fees, etc.
 - b) The City will pay Bond Attorney, Rating Agency fees and Paying Agent/Registrar directly or will direct M. E. Allison & Co., Inc. to pay these fees on behalf of the City from the cost of issuance proceeds subsequent to the closing of the bond transaction.

* Preliminary, subject to change.

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Attn: Constance Sanchez
Director of Finance

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(c) The City will at all times remain responsible for all fees incurred on behalf of the City in relation to the proposed bond issue. In the event the contemplated issue is not completed, the City will not owe the financial advisory fee to M. E. Allison & Co., Inc., but the City will remain responsible for all expenses incurred by the Firm on behalf of the City as well as all direct expenses of the City including Bond Attorney and Rating Agency fees.

5. This proposal is submitted in duplicate originals. When accepted by the City, it will constitute the entire agreement between the City and the undersigned for the purpose and considerations herein specified. Your acceptance will be indicated by proper signatures of your authorized officers or representatives on both copies and the returning of one executed copy to us.

Respectfully submitted,

M. E. ALLISON & CO., INC.

By 
Authorized Representative

ACCEPTED on behalf of the City of Corpus Christi, Texas the ____ day of _____, 2016.

Authorized Official

ATTEST:

City Secretary

*Preliminary, subject to change

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EXHIBIT A

FINANCIAL ADVISORY FEE SCHEDULE

GENERAL OBLIGATION BONDS

<u>More than</u>	<u>And Not More than</u>	
\$	\$ 250,000	\$7,500 plus \$20.00 per \$1,000 for all over \$150,000
250,000	350,000	\$9,500 plus \$10.00 per \$1,000 for all over \$250,000
350,000	500,000	\$10,500 plus \$8.00 per \$1,000 for all over \$350,000
500,000	700,000	\$11,700 plus \$7.00 per \$1,000 for all over \$500,000
700,000	1,000,000	\$13,100 plus \$6.00 per \$1,000 for all over \$700,000
1,000,000	1,500,000	\$14,900 plus \$5.00 per \$1,000 for all over \$1,000,000
1,500,000	5,000,000	\$17,400 plus \$3.00 per \$1,000 for all over \$1,500,000
5,000,000	10,000,000	\$27,900 plus \$1.65 per \$1,000 for all over \$5,000,000
10,000,000	20,000,000	\$36,150 plus \$1.00 per \$1,000 for all over \$10,000,000
20,000,000	No Limit	\$46,150 plus \$0.85 per \$1,000 for all over \$20,000,000

REVENUE BONDS, COMBINATION TAX AND REVENUE CERTIFICATES OF OBLIGATION, REFUNDING BONDS, OBLIGATIONS USING A REVENUE SOURCE AS REPAYMENT, DIRECT SUBSIDY OBLIGATIONS OR LEASE PURCHASE

In the event the Bonds to be issued are Revenue Bonds or Combination Tax and Revenue Certificates of Obligation, Refunding Bonds, Obligations using a revenue source as repayment, Direct Subsidy Obligations or Lease Purchase, the fee shall be the amount computed from the above schedule, plus 25%.