

# **HILBORNE & WEIDMAN**

A PROFESSIONAL CORPORATION

ATTORNEYS AND COUNSELORS

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January 11, 2021

Board of Education  
Independent School District No. 3  
of Tulsa County, Oklahoma

It is our pleasure to submit herewith our proposal to serve as Disclosure Counsel to Independent School District No. 3 of Tulsa County, Oklahoma (the "District"), regarding your proposed issuance and sale of general obligation bonds (the "Bonds") for the District.

As your Disclosure Counsel, we will work closely your attorney, financial advisor, and staff and advise you on the preparation of the District's Preliminary and Final Official Statements used in connection with the offer and sale of the Bonds. In this connection, the firm shall provide such legal services as may be required to assist in the preparation of the Preliminary and Final Official Statements and the review of the material contained therein with the proper District officials. The firm will prepare and submit a Due Diligence Questionnaire which must be reviewed and completed by the District. The Due Diligence Questionnaire will help to lead the District through the disclosure process necessary in connection with the offer and sale of the Bonds.

It is specifically understood that the Preliminary and Final Official Statements of the District are District's documents and the District is alone responsible for compliance by the District with all state and federal securities laws and regulations. The Firm will assist and advise the District in legal matters relating to its compliance with such laws and regulations.

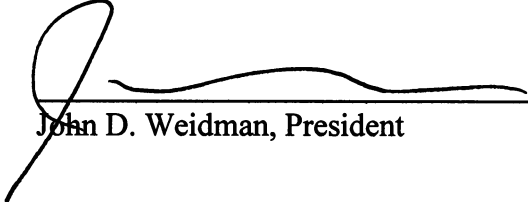
For such services rendered in connection with such issue of Bonds, our fee as Disclosure Counsel would be Twelve Thousand dollars (\$12,000.00), to be paid at the time such Bonds are delivered.

Our fee is contingent upon delivery of and payment for any such Bonds. In the event no Bonds are issued and delivered, we would receive no compensation for our services rendered therewith. The above quoted fee includes our out-of-pocket travel, telephone and photocopying expenses and there will be no reimbursement for such items.

We stand ready to proceed upon written notification from you and we will carry out the work with due diligence to completion within a reasonable time from notice to proceed.

Respectfully submitted,

**HILBORNE & WEIDMAN,**  
a professional corporation



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John D. Weidman, President

Approved and accepted this \_\_\_\_ day of January, 2021.

Independent School District No. 3 of  
Tulsa County, Oklahoma

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President

Attest:

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Clerk

(Seal)