

LEGAL SERVICES AGREEMENT

THIS AGREEMENT, by and between the City of Broken Arrow, Oklahoma (the "City") and the Kiser Law Firm, PLLC, Edmond, Oklahoma ("Attorneys") is made and entered into this 16th day of October, 2018, for legal services by Attorneys to the City in connection with the issuance of by the City of obligations to be designated General Obligation Refunding Bonds, Series 2018E (the "Bonds").

Attorneys hereby agree to prepare, furnish or review all necessary documentation and all proceedings and documentation required under state or federal law for the authorization and issuance of the Bonds, including all certifications and filings required in order that the interest on the Bonds be excludable from the gross income of the recipient thereof for purposes of federal and/or state income taxation. Attorneys will not be required to perform and the fees herein are not intended to cover legal work in connection with the preparation of any offering materials or official statement for the issuance of the Bonds. Attorneys will not be required to perform condemnation proceedings, title work, acquisition of rights-of-way and easements, proceedings incident to construction contracts, litigation or any other matters not generally considered part of a municipal bond financing transaction.

For such services, City agrees to pay Attorneys a fee of \$30,000, plus reimbursement of expenses not to exceed \$2,000.

Attorneys agree to render a legal market opinion to the purchaser(s) of the Bonds and furnish one copy of the complete transcript of proceedings for the Bonds to the City and to the purchaser and paying agent for the Bonds, if requested.

CITY OF BROKEN ARROW, OKLAHOMA

(SEAL)
ATTEST:

Mayor

City Clerk

KISER LAW FIRM, PLLC

APPROVED:



City Attorney

*Acting
Deputy*