



January 11, 2023

Town of Avon, Indiana

*Attn: Mr. Ryan Cannon, Town Manager
Ms. Julie Loker, Clerk-Treasurer*

VIA EMAIL: RCannon@avongov.org, JLoker@avongov.org

RE: 2023 CONTINUING DISCLOSURE FILINGS

2680 East Main Street
Suite 223
Plainfield, IN 46168
Phone: 317.837.4933

Email Addresses:

greg@fsgcorp.com

fsg@fsgcorp.com

Mr. Cannon, Ms. Loker:

The Town of Avon, Indiana (the "Town") has agreed to provide annual financial information pursuant to continuing disclosure agreements required under the bond issues previously sold by the Town. Compliance with the continuing disclosure requirement is becoming more important and non-compliance will have a negative impact on the next Town financing. Negative impacts could include credit rating downgrades, loss of potential bond purchasers and higher interest rates on the new bonds.

FSG Corp. has always taken a proactive approach in assisting our clients with all aspects of bond compliance issues, including continuing disclosure and arbitrage requirements. The Securities and Exchange Commission (SEC) and the Municipal Securities Rule Making Board (MSRB) have introduced new rules to further regulate the municipal bond industry. FSG Corp. is currently recognized as an independent municipal advisor by the SEC and a certified continuing disclosure agent by the MSRB.

We are submitting an engagement letter for our firm to provide this service to the Town in 2023. In order to perform this service, we must have the Town designate a Compliance Officer ("CO") for us to work directly with at the Town. We will send periodic reminders to the CO and will interact (on a monthly basis) with them throughout the year.

Scope of Services

The scope of our services will include all, or part, of the following, which is necessary for this project and the outstanding bonds:

1. Collection of required information (as detailed in the Continuing Disclosure Agreement);
2. Coordination with the Compliance Officer ("CO") on collection of information needed;
3. Preparation of a Continuing Disclosure report;
4. Filing with the Electronic Municipal Market Access (EMMA) system;
5. The CO must provide us with its annual Audit from the State Board of Accounts (SBOA) **as soon as it is received**. The Audit MUST be filed on EMMA within 60 days of the date of the Audit (**please send all Audit reports to fsg@fsgcorp.com**); and
6. The CO must provide us with any correspondence regarding outstanding Bonds, including notice from any rating agency, bank, bond holder or non-payment notice as soon as possible after the Town receives such information. This is not to be considered a complete listing (please call throughout the year if questions arise).

These Items MUST be Reported IMMEDIATELY Regardless of Materiality:

1. Principal and interest payment delinquencies;
2. Unscheduled draws on debt service reserves reflecting financial difficulties;
3. Rating changes;
4. Adverse tax opinions, or other material events, affecting the tax-exempt status of the Bonds
5. Bankruptcy, insolvency, receivership, or similar event of the obligated person; and
6. Incurrence of a new financial obligation (as defined in the SEC Rule). This would include issuance of tax warrants and could include entering into a new lease.

Items That Must be Disclosed in Addition to Annual Information:
If Material, These Items Must be Reported within 10 Days:

1. Non-payment related defaults;
2. Bond calls;
3. Release, substitution, or sale of property securing repayment of the Bonds; and
4. Appointment of a successor or additional trustee or the change of name of a trustee

Fees

The total fee for our professional services will range from **\$3,000 - \$4,500, per year**. This fee does not include any charges for overnight mailing, postal charges or copy expenses. These expenses will be billed to the Town, at cost.

If the terms of this engagement letter are consistent with your understanding of our employment and are acceptable to the Town, please sign below and send a copy back to us. Thank you for the opportunity to serve the Town of Avon!

Respectfully Submitted,
Financial Solutions Group, Inc.



Gregory T. Guerrettaz

AGREED AND ACCEPTED:

TOWN OF AVON, INDIANA

Signature of **Compliance Officer**

Date

Printed Name of **Compliance Officer**