

Exhibit A: SCOPE OF WORK

Financial Model Review, Master Operating Agreement (MOA) Assessment, Project Management and Support

In September 2023, the County's Board of Supervisors accepted the Public Infrastructure Department's recommendation to evaluate options for the expanded use of the existing CDS to meet regional capacity needs, as well as to make improvements to extend the site's useful life. CDS is currently operated under a Public Private Partnership (P3) arrangement between the County and Republic; this agreement will need to be amended to accommodate the development, implementation, and operation of the expanded CDS site. The County has engaged advisors, including Geosyntec, to support in preparation for negotiations with Republic. Geosyntec has developed an initial financial model which incorporates a number of key inputs and considerations. The County is now seeking additional industry-specific professional services from KPMG to complement its existing team, with a focus on financial and commercial considerations. In this capacity, the KPMG team members will support the County and its advisors in the following areas:

Task 1: Financial model review

Geosyntec has developed an initial model which the County is using to inform early development of its financial position with regards to the upcoming contract negotiation with Republic. Eventually, the County would like to expand the number of scenarios contemplated within the model and develop a shadow bid model to replicate Republic's likely fee estimate. To support this effort, the KPMG team will provide a range of financial advisory services, for example:

- Assessing assumptions to validate that they are logical, realistic, and supported by relevant data.
- Evaluating the structure of the model to confirm that it is aligned with financial model leading practice.
- Contributing to scenario definition where additional considerations should be incorporated into the model.
- Carrying out sensitivity analysis to test the model's response to different inputs and assumptions.
- Identifying any missing or misplaced formulas, links, or references, using our standard tool, MRT.

Following an initial in-depth model review, we will provide ongoing support to further refine and enhance the financial model as appropriate. We will also help identify and respond to the need for additional model reviews as new data becomes available, up to close of the agreement. At the appropriate time, we can prepare a

shadow bid model to help the County prepare a realistic budget for the project.

To the extent practical and in agreement with the County, we will share insights to help the County determine whether additional factors should be incorporated within the model. This may include consideration of tax credits that Republic may be able to benefit from through the Inflation Reduction Act (IRA), for example.

Task 2: Master Operating Agreement (MOA) assessment

Changes to the operating and financial model resulting from expansion of the CDS create an opportunity to meaningfully evaluate and update the current MOA between the County and Republic. To support this effort, KPMG will support the County’s review of its existing MOA and make recommendations in relation to its commercial and financial aspects. These areas of focus may include pricing mechanism, cost-sharing arrangements, revenue-sharing structures, and financial reporting requirements. We will also advise the County on risk allocation, performance metrics and monitoring, remedies for non-performance or underperformance, and financial terms and conditions (such as payment terms, termination provisions, indemnification, liabilities, and dispute resolution mechanisms). As we undertake the MOA review, we will capture lessons learned from the County’s own experience managing the existing contract with Republic. We will use this historical perspective – combined with industry experience and benchmarks – to suggest amendments for enhancement of the MOA to the County.

Task 3: Project management and support

Throughout the negotiation process, KPMG will support the County in ongoing project management activities. This will include participating in regular weekly or monthly meetings to present findings, provide updates on items in progress, and otherwise contribute to overall project success, as well as identifying topics action or decision, preparing documentation for review and feedback, and addressing requests for analysis or research.