

## **Scope of Services**

### **Special Legislative Counsel related to JEA's Strategic Options**

(To be included in the engagement letter)

The Firm will provide advice and counsel regarding the following areas of law with respect to Council's oversight review of JEA, specifically all of the strategic options\* JEA Board and management are presently considering, and in particular the scenario which calls for the recapitalization of the utility and its associated Invitation to Negotiate (ITN) process:

- General corporate, transactions, mergers and acquisitions;
- Environmental matters, including but not limited to utility, electric, water or wastewater permitting and licensing;
- Regulatory matters;
- Labor and employment matters including labor negotiations, employee benefits, pension plans and collective bargaining;
- Procurement;
- Local government, legislative options and related public policy matters.

Services will include advice, counsel and evaluation of matters related to the referenced legal areas, including: (1) the legal impact of the potential privatization of public utilities, (2) the engagement of third party consultants and experts (with prior City approval) to assist Council in its oversight function with regard to the potential privatization process, (3) attendance at public meetings, and (4) all other services as may be required or implied, in order to complete the scope of services and such other related legal matters as requested.

\*The strategic options related to JEA include and are not limited to: (1) maintaining a status quo plan inclusive of potential rate increases, workforce reduction and cost cuts, (2) maintaining a status quo plan inclusive of potential rate increases, workforce reduction and cost cuts, coupled with pursuing changes to the law (constitutional, statutory, charter or otherwise) to eliminate business restraints, (3) planning an initial public offering, (4) developing a utility cooperative (a community owned entity), or (5) achieving a recapitalization of one or more of JEA's operations through the invitation to negotiate process.