

**VIA ELECTRONIC MAIL (UPDATED)**

December 16, 2019

Lizett Aguilar  
Assistant Superintendent, Business Services  
Sylvan Union School District  
605 Sylvan Ave  
Modesto, CA 95350

**RE: Financing Quote – Capital Lease Financing**

Dear Ms. Aguilar:

Santander Bank is pleased to submit the following proposal for your review and acceptance. Our proposed terms and conditions are as follows:

**Company Overview:** Santander Bank is a market leader in providing cost-effective financing to public entities nationwide. With over \$3 billion in financings we have the knowledge, flexibility and financial strength that is unmatched in the finance industry.

Our public finance team of professionals has a thorough understanding of the municipal market to ensure transactions are completed quickly, efficiently and cost effectively.

Santander Bank was founded in Northern Spain in 1857, with over \$1.7 trillion in assets. Santander is one of the world's strongest, safest and most successful banks and has grown to become one of the five largest banks in the world by profit.

**Structure:** Tax-exempt Lease/Purchase Financing ("Lease")

**Borrower:** Sylvan Union School District, CA ("SUSD")

**Lender:** Santander Bank, N.A. ("Santander")

**Interest Rates & Term:** The below Interest Rates are valid for 30 days and will be indexed thereafter unless otherwise agreed upon by Santander. After which time Interest Rates and Payments will be indexed according to changes to the average life Libor of the financing term. For every change in Libor, an adjustment will be made to the Interest Rate and Payment and the Interest Rate will be locked 10 business days prior to closing.

**Mitel Phone System:** \$431,982.88

1st Payment due at closing followed by 2 annual payments due on 7/15/2020 and 7/15/2021.

Rate = 2.54%

	Date	Payment	Interest	Principal	Balance
	12/15/2019				431,982.88
1	12/15/2019	146,614.84	0.00	146,614.84	285,368.04
2	7/15/2020	146,614.84	4,229.86	142,384.98	142,983.06
3	7/15/2021	146,614.84	3,631.78	142,983.06	0.00
Grand Totals		439,844.52	7,861.64	431,982.88	

**Switching Upgrades:** \$680,258.25

1st Payment due at closing followed by 4 annual payments due on 7/15/2020, 7/15/2021, 7/15/2022 and 7/15/2023.

Rate = 2.42%

	Date	Payment	Interest	Principal	Balance
	12/15/2019				680,258.25
1	12/15/2019	141,523.16	0.00	141,523.16	538,735.09
2	7/15/2020	141,523.16	7,608.12	133,915.04	404,820.05
3	7/15/2021	141,523.16	9,796.65	131,726.51	273,093.54
4	7/15/2022	141,523.16	6,608.86	134,914.30	138,179.24
5	7/15/2023	141,523.16	3,343.92	138,179.24	0.00
Grand Totals		707,615.80	27,357.55	680,258.25	

**Prepayment Terms:** On any payment date after the lease's first anniversary with no prepayment penalty.

**Tax Assumption:** Interest income received by Santander will be exempt from Federal and State Income Tax.

**Escrow Agreement:** Santander will establish an Internal Escrow account for SUSD. In this case, there will be no fee assessed to SUSD for establishing the Internal Escrow account. All interest earnings shall be retained by Santander in consideration of managing the Internal Escrow account.

**Credit Review:** Upon award by SUSD, Santander will complete the credit approval process after receiving a complete credit package which consists of the equipment list/vendor quotes, last

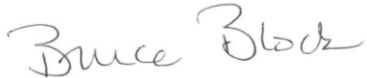
four years audited financial statements and an executed Lease Application from SUSD.

**Closing Costs and Fees:** SUSD will be responsible for any fees or expenses with respect to its (i) legal counsel and financial advisor fees and (ii) permits, titles and registration fees, if applicable. Santander is willing to finance any expenses related to closing the transaction.

This proposal is subject to final credit approval and final documentation. Please feel free to call me at 714-374-5289 with any questions or further clarification.

Thank you for the opportunity to present this proposal.

Sincerely,

A handwritten signature in dark ink that reads "Bruce Block". The signature is written in a cursive, flowing style.

Bruce Block  
Senior Vice President