

Treasury Management Services

PROPOSAL FOR

Mt. Blue Regional School District RSU #9

Proposal for Banking Services January 4, 2024



PREPARED BY

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Executive Summary



TD Bank is qualified to meet the financial service needs of the Mt. Blue Regional School District (also referred to as RSU #9). Throughout our proposal, TD Bank will demonstrate its unmatched commitment to customer service, our knowledge and understanding of banking for our Governmental Clients, our state-of-the-art treasury management products and services, our innovative approaches, and – most importantly – our desire to be your bank of choice. The following summarizes our proposal response:

Relationship Management, Customer Service, and Community Engagement

TD Bank prides itself on creating positive banking experiences for our clients. The TD Bank team is here to help and will continue to deliver best-in-class service to you while working to better the communities where we collectively live and work.

We know Government entities have unique needs and have developed a Government Banking group to help entities comply with numerous statutes that dictate how they conduct financial affairs. Our Relationship Team is well-versed in public finance and how to structure accounts and treasury management solutions that provide cost savings, maximize interest earnings, and simplify the way our Government Clients conduct business. Careful attention is paid to the details that matter, and our Government Bankers will provide on-going support the RSU #9's employees. Periodic relationship reviews will be conducted to ensure that you have the appropriate products and services and to keep staff abreast of new technologies and innovations in treasury management as well as other new services offered by the bank.

Maximize Interest Income

*Confidential Information

- Based on your current average balance of **\$4,148,588.00**, you have exceeded the balance required to offset fees.
- The RSU9 will earn interest on the first \$1.00 of the entire monthly Average Collected Balance
- Earn market based interest rate of **3.50%*** on monthly Average Collected Balance.
- Annual Interest Earnings, based on current rate, estimated at **\$146,985.00**.

CURRENT NET EARNINGS PROJECTION Regional School Unit #9

BANK	AVERAGE INVESTED BALANCE	PROJECTED TD BANK INTEREST *	RATE	TD BANK FEES	PROJECTED TD BANK EARNINGS
TD BANK	\$4,120,561.85	\$ 12,248.79	3.50%	-	\$12,248.79

PROJECTED AVERAGE MONTHLY NET EARNINGS AT TD BANK:

\$12,248.79

PROJECTED ANNUAL NET EARNINGS AT TD BANK:

\$146,985.52

* Based on the Commercial Money Market Tiered Rate (Refer to the Treasury Management Services section for balance tier information)

* Rate subject to change at TD Bank's discretion

Executive Summary



The Ready Commitment

TD Bank is committed to enriching the lives of our clients, colleagues, and communities. We aspire to help create an inclusive future where individuals and communities feel confident that they can succeed in a changing world. We deliver on this purpose through **The Ready Commitment**, grounded in four interconnected drivers of change:

- **Financial Security**
- **Vibrant Planet.**
- **Connected Communities**
- **Better Health**

The Ready Commitment creates value for businesses and communities across our footprint by driving social and environmental impact for all of our communities. We uncover ways to use our core business from product development to lending and investing to create shared value. As an environmental leader, we're committing \$100 billion (CDN) in our business transient to a low carbon economy by 2030.

With long-term view, we use our philanthropy to open doors to a more inclusive and sustainable tomorrow. We will deliver \$1 billion (CDN) in community giving by 2030. We leverage the strength of our employees to make an impact and are targeting 4 million volunteer hours globally by 2030.

About TD Bank

TD Bank, America's Most Convenient Bank, is one of the 10 largest banks in the U.S., with more than 28,000 colleagues providing over 10 million customers with a full range of retail, small business and commercial banking products and services at more than 1,100 locations throughout the Northeast, Mid-Atlantic, Metro D.C., the Carolinas and Florida.

In the U.S., TD Bank has a long history of prudent risk management and a strong mix of deposit clients and customers across all industries and sectors. TD Bank has maintained a dedication to stability while satisfying our customers, our employees, our shareholders and our communities.

TD Bank's parent, The Toronto-Dominion Bank of Toronto, Canada, was named by Global Finance Magazine among the "World's Safest Banks."

TD Bank Quick Facts

- \$417.4 billion in assets*
- \$334.1 billion in deposits*
- \$183.2 billion in loans*
- \$36.5 million in charitable contributions (2022)
- ~10 million customers*
- ~28,900 employees*
- 1,177 US locations*
- Credit Ratings (US): Moody's Aa2 / S&P AA-*

Environmental Stewardship

- Opened the nation's first net-zero energy bank location that produces more electricity on site than it consumes
- First large North American bank to be carbon neutral
- Purchases renewable energy credits for 100% of the electricity consumed by our Stores, ATMs, and operations

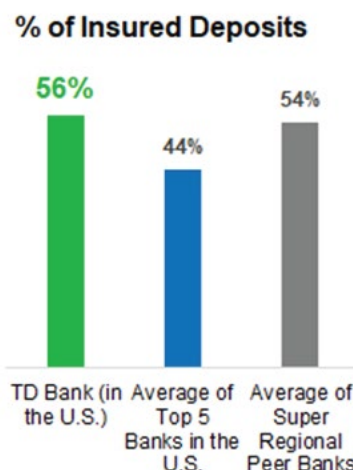
*As of 7/31/23. Additional information is available at www.td.com/investor-relations

Executive Summary



TD Bank, America's Most Convenient Bank, Key Facts¹

- TD Bank has total deposits of \$334.1 billion and a loan-to-deposit ratio of 48% as of 12/31/22.
- 56% of our total U.S. personal and business deposits (including small business) are insured by the FDIC, which helps provide us with significant access to liquidity.
- TD Bank is a Category III bank defined by the U.S. Federal Reserve and is required to complete an annual Comprehensive Capital and Analysis Review (CCAR) and Dodd-Frank Act Stress Tests (DFAST) to ensure the bank possess adequate capital.
- Considering Accumulated Other Comprehensive Income (AOCI), TD is a Category III bank, which means we have \$250 billion or more in assets, which allows us to opt out of including AOCI in our Common Equity Tier 1 Capital (CET1).
- In the latest DFAST results, TD Bank's minimum CET1 ratio remained at 15%. This is higher than the Category III bank's average of 14.1%, and above the regulatory minimum requirement of 7% by regulators.
- TD Bank is a member of TD Bank Group (TDBG) and a subsidiary of The Toronto-Dominion Bank of Toronto, Canada.



¹The financial data referenced is based on publicly disclosed financial information available on our website or via publicly available regulatory information, such as Call Reports and Y-9C Reports.

TDBG Key Facts

- Second largest bank in Canada by assets
- Global Systemically Important Bank (G-SIB), which means that it is held to a higher regulatory standard and higher capital requirements and more stringent stress tests.
- Historically maintained a stable balance sheet that is not overly invested in long-term assets, which facilitates liquidity.
- TD Bank Group has an investment grade credit rating (AA-).
- TD's investment portfolio as a percentage of assets is 18%, which includes significantly higher deposits than loans, which facilitates liquidity.

Financial Stability and Security

TD Bank is part of the powerful TD (Toronto Dominion) Bank Group (TDBG). We are a financially strong, committed banking partner. TD has a long-standing commitment to prudent risk management, mature governance controls, and a diversified mix of businesses. The TD Bank Group has maintained its position as one of the strongest banks in the world through past economic downturns and is prepared to maintain its strength going forward.

- Bloomberg ranked Toronto Dominion as "The Strongest Bank in North America" among the Bloomberg 20 Banks based on eight financial ratios equally weighted
- Global Finance Magazine ranked TD Bank Group, our parent company, among the "world's safest banks" in its 2022 survey.

Executive Summary



Throughout our history, we have built a reputation for being there for each other, our customers and our communities. Our resolve and commitment to putting the customer at the heart of every decision we make – each and every day, providing the safety and security they seek from the bank they choose to do business with.

An Important Decision

At TD Bank, we offer the best of both worlds: the hands-on, client-first mentality you would expect from a local bank combined with all the capabilities of a globally recognized financial institution. From meeting your borrowing needs to discussing capital strategy to investing excess cash, we're ready to help. Combined, these factors make TD Bank the ideal choice as the RSU #9's preferred financial services provider.

Conditions of Acceptance



Regional School Unit #9

All of the information supplied, and Exhibits and Appendices¹, in connection with the response to RFP submitted on behalf of TD Bank, N.A. ("TD" and "Bank") are, to the best of the TD representative's actual knowledge, information, and belief, accurate and true and correct in all material respects with the exception of those items listed below, the compliance with which TD cannot accommodate and hereby requests a waiver. To the extent there are any inconsistencies between the obligations of TD, as set forth in the RFP, local ordinances and rules, and the subsequent contract for services (collectively, the "Contract Requirements"), the Cash Management Master Agreement for Banking Services, Business Deposit Account Agreement, as well as the rules, statutes, and regulations to which TD is required to adhere by virtue of its regulators and status as a national banking association (collectively, the "Banking Requirements"), the Banking Requirements shall supersede and govern and TD shall be held harmless as a result of its failure to comply with any inconsistent Contract Requirements.

Page 1, Modifications and Amendments

TD requests that the option to renew shall be upon the mutual written agreement of both parties.

Page 2, Cancellation of Contract

TD is unable to accept the termination provision as stated. Further, TD requests the right to negotiate the conditions of termination.

Page 2, Cancellation of Contract

TD Bank partners with our Customers to take every action to safeguard their financial information and assets using the latest tools, encryption and software that can actually enhance our effectiveness. The Bank has appropriate measures in place to respond immediately with comprehensive investigations by our security teams in partnership with law enforcement. Protecting customer information is a top priority for the bank.

¹The official Cash Management Master Agreement and product Appendices will be provided upon award of the business.

II. Specifications

A. Checking Account Services Required

For check and deposit activity see attached Activity Summary for August 2023.

General Account: \$8 million approximate value of annual transactions

Payroll Account: \$24 million approximate value of annual transactions

TD Bank acknowledges the above.

1. Checks for the accounts will be provided at no cost to the School District by the Bank and will be purchased from our financial software company or a vendor of the School District's choosing.

TD Bank has expressed its willingness to meet the request, and the specific terms will be determined subsequent to the award of the Request for Proposal (RFP).

2. Deposit slips will be provided at no cost to the district by the Bank and:
 - i. Are to be printed with account name /school and number
 - ii. Are to be printed to District specifications

TD Bank has expressed its willingness to meet the request, and the specific terms will be determined subsequent to the award of the Request for Proposal (RFP).

B. Additional Data:

Accounts

- a. General Account – for all deposits and disbursements related to the day-to-day operations of the School District;

TD Bank is committed to maintaining the existing services offered to the RSU9.

- b. District Payroll Account– Zero balance account, including EFTPS, ACH service;

TD Bank is committed to maintaining the existing services offered to the RSU9.

- c. Direct deposit must be available via the web;

TD Bank is committed to maintaining the existing services offered to the RSU9.

- d. Transfers to cover daily payroll activity are to be made from the General Account.

TD Bank is committed to maintaining the existing services offered to the RSU9.

- e. Individual School (7) Activity accounts may be added to the banking relationship at any time and are to be maintained as separate accounts.

TD Bank acknowledges the above.

- f. Night deposit services will be available at no charge to the School District.

TD Bank has expressed its willingness to meet the request, and the specific terms will be determined subsequent to the award of the Request for Proposal (RFP).

C. Compensating Balance

- The District will pay the bank for performance of services provided using the compensating balance method. The Bank shall list in its proposal its required compensating balance required for each year of the contract. An account analysis must be provided to the district monthly.

TD Municipal NOW Checking

*Confidential Information

TD Bank is pleased to offer the RSU9 our Municipal NOW Checking Account model. This proposed solution provides a competitive Earnings Credit Rate (ECR) to offset service fees as well as a competitive interest rate.

- Interest Rate = **3.50%*** (Applied to the monthly Average Collected Balance)
- Earnings Credit Rate (ECR) = **1.00%***

Under the proposed solution, RSU9 will earn interest on the first \$1.00 of the entire monthly Average Collected Balance. Based on RSU9's Average Collected Balances of **\$ 4,120,561.85**, RSU9 will earn an estimated interest of **\$ 12,248.79** per month.

The RSU9 will also receive an earnings credit rate on collected balances less a 10% reserve to assist in offsetting any service fees incurred. This will allow RSU9 to potentially earn interest and earnings credits on the same deposits.

TD Bank does not have a minimum deposit that must be maintained; however while TD Bank does not require a compensating balance, we do identify the balances required to avoid pro-rated fees based on Earnings Credit and average investable balances.

Please refer to our Pricing Proposal for further information.

D. Investments

- An automatic sweep investment account, which invests all available funds at the end of each day on an overnight basis. Investments must be collateralized through a repurchase agreement or other instrument of appropriate risk for investing municipal funds. The District strongly prefers an investment arrangement perfecting the security interests of securities owned by the District under an investment agreement.

TD Cash Management Sweep

Our TD Cash Management (Investment) Sweep product is an automated sweep offering. It enables you to invest and earn interest on all cash in excess of a predetermined target balance. Cash is swept into an FDIC insured interest bearing deposit product. Interest is accrued daily and paid monthly.

Choose an interest bearing FDIC insured product for sweeping excess balances. We currently offer FDIC Sweep options into our Commercial Money Market.

Collected funds in excess of a target balance are automatically invested overnight into your product of choice. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. Swept balances are available immediately for withdrawal at any time, but are subject to Regulation D.

Benefits of the TD Cash Management Sweep are:

- Maximizes interest earned by investing all excess funds immediately
- Eliminates the need to transfer funds between accounts manually
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Line of Credit Sweep

TD Line of Credit Sweep allows you to maximize your funds by allowing the bank to advance on your line of credit when funds are needed to cover activity in your checking account. It allows you to pay down your line of credit when you have excess funds in your checking account.

Features include:

- Eliminates the need to manage your line of credit daily
- Access your checking and line of credit information through commercial online banking Utilizes all excess cash to its fullest
- Provides the option of paying for services by maintaining compensating balances or by charge through account analysis

TD Money Market Mutual Fund Sweep

This investment service automatically transfers funds from your checking account to a choice of high-quality money market fund options comprised of U.S. Government and U.S. Treasury securities including bills, bonds, notes and repurchase agreements. You can choose from a variety of funds that meet your specific investment objectives and tax requirements.

The choices are:

- Goldman Sachs Financial Square Treasury Obligations Fund
- Goldman Sachs Financial Square Government Fund

Collected funds in excess of a predetermined target balance are automatically invested in a money market fund of your choice. The investment occurs after all checks and deposits are processed and a net balance in excess of the target balance is calculated.

Benefits of the TD Money Market Fund Sweep include:

- Simplified account structure with a single account to maintain and transact, no daily transaction limits
- Excess balances earn interest based on market rates
- Eliminates the need to wire funds to an investment broker
- Your investment is fully liquid and funds are immediately available to you when needed
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Repurchase Sweep

Our TD Repurchase (Repo) Sweep enables RSU9 to invest and earn interest on all cash in excess of a predetermined target balance. Investments are fully collateralized by U.S. Government securities. Daily notifications are sent to confirm the security that collateralized the investment. Interest is accrued daily and paid monthly. The funds in the Repurchase Sweep are collateralized at 101%.

Collected funds in excess of a target balance, in increments of \$1,000, are automatically invested overnight in a perfected Repurchase Agreement. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. The investment is fully liquid and funds are immediately available by writing a check against the account.

Key Benefits/Features:

- Maximizes interest earned by investing all excess funds immediately
- Eliminates the need to transfer funds between accounts
- Provides a daily record of investments and identifies securities that are collateralizing investments
- Your investment is fully liquid, and funds are immediately available to you when needed – Transfers can be unlimited

- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Corporate Liquidity Management Sweep

Our TD Corporate Liquidity Management Account Sweep product is an automated overnight sweep offering that enables you to invest and earn interest on all cash in excess of a predetermined target balance. Cash is swept into an FDIC insured interest bearing deposit product. Interest is accrued daily and paid monthly.

Collected funds in excess of a target balance are automatically invested overnight into the TD Corporate Liquidity Management Account. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. Swept balances are available immediately for withdrawal at any time.

Benefits of the TD Corporate Liquidity Management Account Sweep are:

- Maximizes interest earned by investing all excess funds immediately
- Simplifies the account structure without maintaining separate accounts to earn interest or manually transfer funds.
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

E. Special Services for Checking Accounts

- Stop Payments – Stop payments will be issued to the bank by telephone and followed up in writing if the bank requires it. Upon receipt of the order by telephone, the bank will immediately examine their records and inform the School District as to whether the check has been cashed. If the bank finds that the check has been cashed, the bank will immediately forward the School District a copy of the cashed instrument. The bank shall be responsible for any item cashed if said item was confirmed as a Stop Payment on an as-of-day basis and is subsequently cashed by the bank. Stop payments will be issued to the bank online.

TD eTreasury offers online access for inquiring, cancelling, and placing stop payments on checks in real-time. Stop payments can also be made over the phone or in any of our stores and are effective immediately, if placed before the 8:00 p.m. ET deadline. The RSU9 may cancel a stop payment in the same manner.

TD eTreasury will verify if a check has been paid before processing the stop payment request. Front and back images of cleared checks are also available online for RSU9's convenience.

Stop payments remain in effect for 365 days. If RSU9 would like to extend the stop payment beyond 365 days, a second stop payment must be placed. Renewed stop payments will be assessed the stop payment fee. The RSU9 may request stop payments for a range of checks as long as the checks are in sequential order and the range is 25 or less.

For requesting stop payments of non-sequentially numbered checks, TD eTreasury provides a multiple entry screen for up to ten items. In addition, all stop payments can be monitored via TD eTreasury along with viewing all paid checks. TD Bank's system will verify if a check has been paid before accepting the stop payment. The RSU9 will receive notification once the stop payment has been processed.

- Deposit Return Items – The bank will make one attempt to present again any deposited checks returned because of insufficient or uncleared funds. Checks that are still “uncollectible” after this attempt will be returned to the District for processing.

TD Bank provides an automatic redeposit service for dishonored items. The RSU9's profile/special instructions will dictate criteria for which items are eligible for redeposit and also provides a specified dollar value. Dishonored items are only eligible for redeposit once and would be represented to the account it was originally presented to.

Returned checks will be mailed to the RSU9's Treasurer via First Class Mail. A previous day return item report is also available on TD eTreasury containing 365 days of return item history listing, an image of the returned item, the date of the return, and the dollar amount.

TD Bank supports electronic (ACH) presentment of returned items. TD Bank can produce a detailed return item transmission/flat file with basic text. Text file would include MICR line detail and other pertinent data. A file would be sent to the RSU9 via a secure network. If a flat file were not acceptable, TD Bank would make every effort to accommodate your specific file format and reporting requirements.

TD Bank can include checking account and ABA number, check number, check amount, original deposit date and reason code on a return item file transmission today.

TD eTreasury offers electronic return notification. You may receive notification by email or through TD eTreasury's prior day report. Information included in each notification includes: check number, amount, and return date. The image of the return item will also be available online.

Reports and the data included in the reports can be customized and exported in multiple formats for your convenience.

- Overdraft Protection – The District will make every effort to assure that collected funds in the bank are equal to or exceed the gross amount of checks issued. However, if an unintentional overdraft condition occurs, all checks presented for payment shall be paid.

A fee is assessed per check when there is an overdraft. Should your calculated balance position, after nightly batch processing, reflect an uncollected or overdrawn position; TD Bank will assess Drawn Against Unavailable (DAU) charge of Prime plus 4.00%. The DAU fee is calculated using the designated rate multiplied by the average monthly negative collected balance of your account for the month, and then multiplied by the number of days in the calendar month. DAU fees are charged monthly and noted on your account analysis statement. DAU fees may be offset on your account analysis statement by an Earnings Credit. Additionally, the RSU9 may monitor their account balances via TD eTreasury. The RSU9 may also set up balance alerts.

TD Bank also charges a per item fee of overdraft charges. There is no cap on the number of overdraft fees per day.

All overdraft fees incurred for every debit transaction on any business day will be included in the Treasury Management fees assessed on the RSU9's analysis statement.

Overdrafts are closely monitored by the Relationship Manager, Kerri Lewis, who has the ability to authorize the payment of the related items. We recognize that overdrafts do occur on occasion and we are willing to work with the RSU9 if such an event does occur. Your Relationship Manager or another bank representative will contact the RSU9 in the morning during normal business days to determine how the overdrawn items will be funded.

F. Statements

Monthly account statements will be cut on the last business day of the month and sent to RSU 9 no later than the 10th day of the following month. The monthly statements shall include analysis reports for each account showing all activity, deposits, paid items and fee items. Paid checks shall be listed on the statement in numerical order. Check image must be provided with the bank statement. A check reconciliation file must be available for download each month. The file format must meet the requirement of our checking reconciliation software.

The RSU9 will have access to monthly statements online, which will be available the first day after month end via TD eTreasury along with a rolling 365-day history of front and back images of paid checks, deposit items, deposit tickets, and returned items organized by date and by account. Search fields include transaction type, dollar amount, dollar range, bank/customer reference, serial number, date, and date range.

G. Account Services

- The bank will provide the district with a monthly analysis of each account showing:
 - a. The number of checks processed
 - b. The number of checks paid
 - c. The number of deposits (cash and checks)
 - d. The average monthly collection balance
 - e. All other charges and credits
- The District may from time to time ask for special reports or changes to these reports as outlined above so as to conform to the needs of the District.

The RSU9 will have access to monthly account analysis statements via TD eTreasury which are issued on or around the 15th of the following month. All analysis reports provide a detail of activity including the average monthly collected balance, balance requirements, itemized services, checks processed, checks paid, deposits, returned items, stop payments, and fees. Accrued interest will also be shown on this analysis report.

TD eTreasury provides efficient features for immediate access to account information. Through our online platform, items are processed in real-time and post to your account at the time they are presented.

TD eTreasury will provide the RSU9 real-time balance reporting and is constantly updated throughout the day. The Information Reporting module provides account number, account name, ledger date, view details, opening available balance, one day float, total debit amount, total credit amount and closing ledger balance. Under "View Details", you will be able to view all account transactions including BAI code, SWIFT code, transaction description, transaction detail, amount, debit/credit indicator, bank reference, customer reference and images (deposit ticket, deposited items and checks paid).

The following reports are available through TD eTreasury: Incoming ACH Details, Multi-Day Statement, Wire Confirmation Summary, Wire Confirmation Detail, Controlled Disbursement Detail, Controlled Disbursement Summary, ACH Detail, ACH Summary, Current Day Combination, Current Day Detail New Items, Current Day Detail, Current Day Summary, Paid Check, Prior Day Detail No Check, Prior Day Combination, Prior Day Detail, Prior Day Summary and many more customizable reports. TD eTreasury does have an automated report delivery feature that allows reports within eTreasury to be e-mailed to anyone within the organization.

This portal provides a clear cross-reference of transactions between the zero balance accounts and additional reports may be created for the ZBA activity. The Bank will work with the RSU9 to create a report that provides the detailed activity between the Operating account and the zero balance accounts. In addition, the monthly bank statement provides a clear cross-reference for the ZBA transfers, which includes the type of transfer (debit or credit) along with the checking account information where the funds were sent to or received from.

Transaction types reported in current day information include ACH credits and debits, wire transactions, teller activity, internal transfers, returned items, and Controlled Disbursement activity. Previous day information is available by 5:00 a.m. ET. Online images of deposit items and deposit tickets are available through TD eTreasury along with current and prior-day balance and transaction reporting.

H. Other Services

- The bank shall supply the District with various supplies such as coin wrappers, bill bands, coin bag seals, coin envelopes, rubber deposit stamps and disposable deposit bags (not clear ones) at no cost.

TD Bank has expressed its willingness to meet the request, and the specific terms will be determined subsequent to the award of the Request for Proposal (RFP).

- A proposer may submit optional proposals for other services that the proposer feels would be in the best interest of the District. Any optional service proposal will be considered separately from the basic service proposal.

Our TD Wealth partner can discuss investment options that have liquidity features such as T-Bills.

- The bank shall assign a representative who is available to the Director of Finance to discuss account problems and offer banking and investment advice.

TD Bank is pleased to introduce the RSU9 dedicated Relationship Management Team:

Government Banking

Kerri Lewis

Vice President, Relationship Manager

One Portland Square

Portland, ME 04101

Phone: (518) 598-8633 | Email: Kerri.Lewis@td.com

Fax: (844) 379-1386

Enriching the lives of my customers, colleagues and Community is at the heart of TD Bank. Kerri is a trusted, solutions driven Relationship Manager with 28 years in the Banking Industry. Best known for Community Relations and being a reputable trusted advisor with demonstrated leadership expertise.

Kerri is credited with numerous achievement awards for Community involvement and Community Leadership. She has built a reputation for producing long term growth by delivering value to customers, shareholders, and communities. Kerri combines the strength and stability of TD with kindness, compassion, and professional expertise.

Crystal Bridge**AVP, Government Bank Account Manager II**

One Portland Square, Portland, ME 04101

Phone: (207) 828-7021 | Email: Crystal.bridge@td.com

Crystal Bridge has 21 years of banking experience and joined TD Bank in 2009. She previously held the position of Treasury Accountant. She joined the Government Banking Division in 2010 as a Government Banking Specialist. She holds a Master's in Business Management. Crystal is active in Future Business Leaders of America, Maine Division as well as other volunteer opportunities.

Treasury Management**Rose E. Morin****Vice President, Treasury Management Sales Officer**

10 Great Falls Plaza

Auburn, ME 04210

Phone: (207) 795-5217 | Email: Rose.Morin@td.com

As the dedicated Treasury Management Officer for Southern Maine and Maine's Government portfolio, Rose provides treasury management solutions to a broad range of entities throughout the state.

Rose joined TD Bank in December of 2006. Over her 16 years with TD Rose has worked exclusively in Treasury Management, holding positions in both support and sales. Drawing on this experience, Rose brings a diverse banking perspective to her role as a trusted adviser with a strong focus on relationship development and growth.

Rose holds a degree in Psychology and Business Administration from Saint Joseph's College of Maine. She is actively involved in serving her community through various volunteer programs, including Good Shepherd Food Bank and United Way. A life-long Maine native, Rose lives in Auburn with her husband.

Retail

TD Bank Farmington

163 Broadway
Farmington, ME, 04938
Phone: (207) 778-6511

Store Location	Lobby Hours	
TD Bank Farmington (2.4 Miles) 163 Broadway Farmington, ME, 04938 Phone: (207) 778-6511	Monday:	8:30 a.m. – 5:00 p.m.
	Tuesday:	8:30 a.m. – 5:00 p.m.
	Wednesday:	8:30 a.m. – 5:00 p.m.
	Thursday:	8:30 a.m. – 5:00 p.m.
	Friday:	8:30 a.m. – 6:00 p.m.
	Saturday:	9:00 a.m. – 1:00 p.m.
	Sunday:	CLOSED

- The bank shall handle wire transfers upon direction from the Director of Finance with no legal restrictions and the District shall require no indemnification.(Sabrina please advise).

Wire services to the RSU9 will continue to be provided by TD Bank in the same manner as they have been so far.

- The bank will have a system for reporting and forwarding IRS electronic tax deposits.

RSU9 real-time balance and transaction data will continue to be provided by TD Bank through our TD eTreasury service. The reporting for the current day as well as the reporting for the prior day are now available for your convenience.

TD Bank defines real-time as the actual time during which a transaction posts to our systems which are constantly updated throughout the day.

Please be advised that while TD eTreasury processes balances and transactions in real-time, cut-off times for same-day availability still apply.

- The form of money wire transfer agreement shall be submitted with the proposal.

Please refer to our Conditions of Acceptance section.

- The bank must have the ability to process our PR ACH files.

TD Bank is one of 31 Direct Financial Institution members of the National Automated Clearing House Association (NACHA). TD Bank's Automated Clearing House (ACH) services allow RSU9 to create and process the exchange of funds electronically on predetermined dates through the NACHA network. Unlike writing a check or sending a wire transfer, ACH services provide the ability to transfer funds electronically between TD Bank accounts and accounts at other financial institutions for the purpose of disbursing or collecting funds. Additional payment details, known as addenda records, may be included with the transaction data.

RSU9 may select between a variety of delivery channels including direct transmission, TIBCO Web, or through our online banking platform, TD eTreasury.

- The bank will have night deposit service.

TD Bank credits deposits as processed. All deposits delivered to the vault by 6:00 p.m. ET will receive same day credit. Potential issues which could result in next day credit are:

- Delays in trucking to the vault
- Deposits not prepared based on the Deposit Preparation Guidelines.

Provisional credit is a feature for clients that are utilizing our Smart Safes, but not for traditional vault services.

Cash and check deposit credits are posted directly to RSU9's TD Bank account by way of an electronic transmission file received daily. Normal availability standards will apply on all check deposits.

TD Bank's policy is to work with our clients to provide a convenient solution to their physical deposit needs at our store locations. These practices include:

- Deposits being made during store hours. For RSU9's convenience, the store hours of our TD Bank Farmington location are provided below:
- Customized deposit slips to facilitate ease and convenience.
- Dual hand count procedures implemented for teller line deposits to identify counterfeit currency.

All cash and check deposits require their own deposit ticket and deposit bag for a money room environment. Whenever possible, the preferred method of preparing cash deposits is in full fed standard increments; however, the vault will accept cash deposits in partial straps. Although loose coin deposits are not accepted in the branch environment or via a night depository, loose coins are accepted for processing at our vendor money room facilities.

TD may change the location of where certain aspects of the services will be provided at any time and without prior notice.

TD Bank Farmington
163 Broadway
Farmington, ME, 04938
Phone: (207) 778-6511

Store Location	Lobby Hours	
TD Bank Farmington (2.4 Miles) 163 Broadway Farmington, ME, 04938 Phone: (207) 778-6511	Monday:	8:30 a.m. – 5:00 p.m.
	Tuesday:	8:30 a.m. – 5:00 p.m.
	Wednesday:	8:30 a.m. – 5:00 p.m.
	Thursday:	8:30 a.m. – 5:00 p.m.
	Friday:	8:30 a.m. – 6:00 p.m.
	Saturday:	9:00 a.m. – 1:00 p.m.
	Sunday:	CLOSED

I. Cash Management Services

- Please describe your cash management services or other options for investments. It is imperative that any investments have liquidity.

Please refer to our Pricing Proposal.

- You are encouraged to identify additional services your bank can provide which you believe would be in the best interest of the School District.

Our TD Wealth partner can discuss investment options that have liquidity features such as T-Bills.

J. Deposit Insurance and Collateralization of Investments; Legal Compliance.

- All accounts will be federally insured and supplemented by private deposit insurance for amounts in excess of Federal government backed insurance limits. Proposals must state the maximum of funds that are federally insured and provide the source and limits of private deposit insurance. If cumulative balances of the School District accounts exceed the FDIC limits, the bank will purchase additional insurance at no cost to the School District.

All deposits and deposit products at TD Bank, America's Most Convenient Bank, are FDIC insured, up to \$250,000 per depositor, per ownership category. Deposit products include: checking accounts, savings accounts, money market deposit accounts, certificates of deposit (CDs), and prepaid cards (assuming certain requirements for the prepaid cards are met).

Ownership category means the manner in which you hold your funds at the bank, including single accounts, certain retirement accounts and employee benefit plan accounts, joint accounts, trust accounts, business accounts, and government accounts. For more information on FDIC insurance, please visit: <https://www.fdic.gov/resources/depositinsurance/financial-products-insured/>

- Investments may be collateralized through repurchase agreements backed by securities of an appropriate government agency or other instrument of appropriate risk for investment of municipal funds.

TD Bank will fully collateralize the RSU9's deposited funds with a Federal Home Loan Bank of Pittsburgh Letter of Credit (FHLBP LOC) in accordance with Maine State Statutes governing public funds. TD Bank, N.A. will provide RSU9 with written proof of collateralization of deposits. At TD Bank, N.A. public fund deposit balances and related collateral requirements are monitored daily. This defined analysis will immediately identify balance fluctuations and appropriate actions will be taken to fulfill collateral requirements.

- All deposit accounts and investments proposed by a bank, including as applicable repurchase agreements, shall comply with the requirements of section 1491 of Title 20-A, and as applicable section 5706 of Title 30-A, of the Maine Revised Statutes. All deposit and investment accounts shall also comply with all federal requirements, including without limitation applicable FDIC disclosure requirements for sweep accounts under 12 CFR section 360.8.

TD Bank is in compliance with all State and Federal deposit requirements

Background and History

TD Bank, N.A. is a National Association that is a wholly-owned subsidiary of TD Bank US Holding Company which is in turn an indirect, wholly-owned subsidiary of the publicly owned TD (Toronto-Dominion) Bank Group of Toronto (TDBFG), Canada, a top 10 financial services company with the largest branch network of any bank operating in both the United States and Canada.

Headquartered in Toronto, Canada, with more than 83,400 employees in offices around the world, The Toronto-Dominion Bank and its subsidiaries are collectively known as TD Bank Group. TD offers a full range of financial products and services to approximately 25 million clients worldwide through three key business lines:

- Canadian Retail including TD Canada Trust, Business Banking, TD Auto Finance (Canada), TD Wealth (Canada), TD Direct Investing and TD Insurance
- TD Bank, America's Most Convenient Bank, TD Auto Finance (U.S.), TD Wealth (U.S.) and TD's investment in TD Ameritrade
- Wholesale Banking including TD Securities

TD also ranks among the world's leading online financial services firms, with ~12 million active online and mobile clients. The Toronto-Dominion Bank trades on the Toronto and New York stock exchanges under the symbol "TD" and prides itself as one of the strongest financial institutions in the world with a AA- rating from Standard and Poor's and an Aa2 rating from Moody's. TD's financial strength and stability has enabled our clients to rely on the Bank as a consistent source of capital and benefit from our continued investment in people and product capabilities.

The Toronto-Dominion Bank is a chartered bank subject to the provisions of the Bank Act (Canada). It was formed on February 1, 1955 through the amalgamation of The Bank of Toronto, chartered in 1855, and The Dominion Bank, chartered in 1869.

TD Bank, America's Most Convenient Bank®, is one of the 10 largest banks in the U.S., with more than 28,900 employees and deep roots in the community dating back more than 150 years. We offer a broad array of retail, small business, and commercial banking products and services to more than ~10.0 million clients through our extensive network of more than 1,177 convenient locations throughout the Northeast, Mid-Atlantic, Metro D.C., the Carolinas, and Florida. Our unique model, financial stability, and relationship focus have enabled us to aggressively acquire market share, grow our loan, deposit, and treasury management portfolios, and significantly outperform our peers even through challenging economic times.

The company first opened its doors as Portland Savings Bank in Portland, Maine, in 1852, and later grew through a series of mergers and became Peoples Heritage Bank in 1983. At the turn of the millennium, the opportunity for growth presented itself again as Peoples Heritage Bank, through several acquisitions, expanded deeper into New England and took the name Banknorth. Meanwhile, Cherry Hill, New Jersey-based Commerce Bank was turning clients into fans as America's Most Convenient Bank. Founded in 1973, Commerce Bank expanded rapidly over the next 30 years into metro New York and Philadelphia, Washington D.C., and South Florida, winning new clients with WOW! service and convenience.

In 2004, Banknorth caught the eye of TD Bank Group of Toronto, Canada, a top 10 financial services company in North America. TD Bank Group soon became Banknorth's majority shareholder and the company became known as TD Banknorth. TD Bank Group completed its purchase of TD Banknorth in 2007. Looking to expand further in the U.S., TD Bank Group acquired Commerce Bank on March 31, 2008, and the company rebranded as TD Bank, America's Most Convenient Bank. TD Banknorth locations followed suit in September 2009, completing the merger of the two companies and uniting them under the TD Bank brand name. On September 30, 2010, The South Financial Group, Inc. was acquired by TD Bank Group, and its subsidiary Carolina First Bank merged with TD Bank. Carolina First Bank in North and South Carolina and Mercantile Bank in Florida were rebranded in June 2011.

Today, TD Bank, America's Most Convenient Bank®, remains focused on delivering award-winning client service and hassle-free products to clients from Maine to Florida.

TD Bank, America's Most Convenient Bank®, continues to be a growth bank. TD Bank has been serving the public sector for over 30 years and currently assists many municipal entities. The majority of these institutions utilize TD Bank as their primary bank of choice for Payroll and Operating accounts. TD Bank realized years ago that Government entities have unique needs and require a higher level of client service. In addition, TD Bank recognized that many of these entities had to comply with numerous statutes that dictated how they conducted their financial affairs. In order to meet these needs, Government Banking was developed. Our Relationship Management Team is well-versed in public finance and how to structure accounts and treasury management solutions that provide cost savings, maximize interest earnings, and simplify the way our municipal clients conduct business.

We are convinced that our innovative approaches and commitment to detail set us apart from the competition. Our government bankers are dedicated to understanding the RSU9 's banking needs and are available to provide cost-effective solutions the moment those needs change.

Financial Information

TD ranks among the world's leading online financial services firms, with ~12 million active online and mobile clients. The Toronto-Dominion Bank trades on the Toronto and New York stock exchanges under the symbol "TD" and prides itself as one of the strongest financial institutions in the world with a AA- rating from Standard and Poor's and an Aa2 rating from Moody's. TD's financial strength and stability has enabled our clients to rely on the Bank as a consistent source of capital and benefit from our continued investment in people and product capabilities.

For the Authority's convenience and consideration, TD Bank's most recent financial information, including copies of our audited financial statements, is available online at:

<https://www.td.com/investor-relations/ir-homepage/ir-homepage/investor-index.jsp>

In addition, we have provided TD Bank's current Standard and Poors (S&P) and Moody's Ratings:

TD Bank, N.A.	S&P	Moody's
Subordinated debt	A	-
Long term debt	AA-	A1
Long term deposits	AA-	Aa2
Short term debt (deposits)	A-1+	P-1
Outlook	Stable	Stable

TD Bank US Holding Company	S&P	Moody's
Long term debt (deposits)	AA-	A1
Short term debt (deposits)	-	-
Outlook	Stable	Stable

The Toronto-Dominion Bank	S&P	Moody's
Deposits/Counterparty	AA-	Aa1
Legacy Senior Debt	AA-	Aa2
Senior Debt	A	A1
Covered Bonds	-	Aaa
Subordinated Debt	A	A2
Subordinated Debt – NVCC	A-	A2 (hyb)
Preferred Shares – NVCC	BBB	Baa1 (hyb)
Limited Resource Capital Notes - NVCC	BBB	Baa1 (hyb)
Short Term Debt (Deposits)	A-1+	P-1
Outlook	Stable	Stable

RFP Response



References

*Confidential Information

Kids Regional

School Unit No. 2,

Kelleen Longfellow - Finance Director

Email: klongfellow@kidsrsu.org

Phone: 207-622-6351

7 Reed Street

Hallowell, ME 04347

Services: Operating accounts, Investment accounts, Sweep account, Etreasury, Check Positive Pay, ACH positive pay, ACH, Wire

RSU 87/MSAD 23

Shirley J. Waning- Accounting

Email: swaning@rsu87.org

Phone: (207)848-5173 Ext. 6001

44 Plymouth Rd.

Carmel, ME 04419

Services: Operating accounts, Investment accounts, Sweep account, Etreasury, Check Positive Pay, ACH positive pay, ACH, Wire

Sebago School Department

Steve Connolly-School Superintendent

Email: sconnolly@sebagolearners.org

Phone: 207-781-3445

6 Fundy Road

Suite 100

Falmouth, ME 04105

Services: Operating accounts, Investment accounts, Sweep account, Etreasury, Check Positive Pay, ACH positive pay, ACH, Wire

Pricing Proposal



Get the most out of your working capital by reducing expenses and increasing income. Put TD's **Municipal NOW Checking Account** to work for you.

TD Bank is pleased to offer the RSU9 an Earnings Credit Rate (ECR) of **1.00%***.

Improve Cash Flow

- Same-day availability on cash and On-U's checks deposited.
- Next day availability for all other checks deposited.
- Unlike other banks, we will not delay your deposits by two, three, and more days.
- More to invest and fewer occurrences of uncollected balances.

Bank Fees

- Projected net monthly cost for services outlined on the Volume Pro Forma, based on your current average balance of **\$4,148,588.00** will be \$0.00. Should your collected balances be insufficient to offset the cost for services, a charge will be deducted from your account on the 15th of the month concluding the month of service.
- Decrease costs.
- Better predictability of cash flow.

Maximize Interest Income

- Based on your current average balance of **\$4,148,588.00**, you have exceeded the balance required to offset fees.
- The RSU9 will earn interest on the first \$1.00 of the entire monthly Average Collected Balance
- Earn market based interest rate of **3.50%*** on monthly Average Collected Balance.
- Annual Interest Earnings, based on current rate, estimated at **\$146,985.00**.

CURRENT NET EARNINGS PROJECTION Regional School Unit #9

BANK	AVERAGE INVESTED BALANCE	PROJECTED TD BANK INTEREST *	RATE	TD BANK FEES	PROJECTED TD BANK EARNINGS
TD BANK	\$4,120,561.85	\$ 12,248.79	3.50%	-	\$12,248.79

PROJECTED AVERAGE MONTHLY NET EARNINGS AT TD BANK:

\$12,248.79

PROJECTED ANNUAL NET EARNINGS AT TD BANK:

\$146,985.52

* Based on the Commercial Money Market Tiered Rate (Refer to the Treasury Management Services section for balance tier information)

* Rate subject to change at TD Bank's discretion

**TD Bank reserves the right to change its rate and methodology from time to time in its sole and absolute discretion without regard to any external interest rate index or market conditions.*

**Confidential Information*



Bank

2024 Pricing Proforma ~ Municipal NOW Checking

Prepared for:

Regional School Unit #9

Date (MM/DD/YYYY): 12/12/2023

Days in Year: 365

Days in Period: 31

Balance Information

Average Ledger Balance			\$ 4,148,588.46
Less: Estimated Float			28,026.61
Average Collected Balance			4,120,561.85
Less: Required Reserve	Rate 10.00%		412,056.19
Investable Balance			3,708,505.67
Collected Balances Required to Offset Services			1,222,506.67
Collected Balance Excess (Deficit)			2,898,055.18

Balance and Fee Summary

Balances Available for Earnings Credit (Avg Coll Bal less Required Reserve)			\$ 3,708,505.67
Earnings Credit Allowance	Rate 1.00%		3,149.69
Less: Total Analyzed Services			934.46
Total Analyzed Charges			-
Total Fee Based Charges*			-
Total Charges Due			-

Interest Summary

Average Collected Balance			\$ 4,120,561.85
Total Monthly Interest Earned	Rate: 3.50%		\$ 12,248.79

Summary of Services

AFP CODE	SERVICE CODE	SERVICE DESCRIPTION	VOLUME	PER ITEM FEE	TOTAL FEE	BALANCE TO SUPPORT SERVICES
General Account Services					110.94	145,136.56
010000	01000	Account Maintenance	2	17.4000	34.80	45,526.88
		Tier I (<5 Accounts)		17.4000		
		Tier II (5-10 Accounts)		16.2000		
		Tier III (11+ Accounts)		15.0000		
150100	15100	Checks Paid	465	0.1560	72.54	94,900.00
010310	01401	DDA Paper Statement Fee	0	3.6000	0.00	0.00
010410	01403	Account Analysis Paper Statements	1	3.6000	3.60	4,709.68
000214	00214	Dau [Drawn Against Uncollected]	Prime + 4%	-		
000230	00230	Balance Premium Assessment		-	0.00	0.00
Depository Services					56.51	73,926.24
010020	01020	ZBA Parent Account Maintenance	1	27.0000	27.00	35,322.58
010021	01021	ZBA Sub Account Maintenance/Per Account	1	16.2000	16.20	21,193.55
010111	01022	ZBA Credit Transfer	23	0.1800	4.14	5,416.13
010110	01023	ZBA Debit Transfer	23	0.1800	4.14	5,416.13
010101	10000	Deposits Processed	2	0.7200	1.44	1,883.87
100200	10222	Checks Deposited	26	0.1380	3.59	4,693.98
100015	10718	Branch Cash Deposit/\$100 (>\$10,000)	0		0.00	0.00
		Tier 1: \$0 - \$10,000	0	-		0.00
		Tier 2: \$10,000+	0	0.0003		0.00
100400	10452	Return Checks First Presentment	0	13.8000	0.00	0.00
150320	10400	Return Checks Final Presentment	0	13.8000	0.00	0.00

AFP CODE	SERVICE CODE	SERVICE DESCRIPTION	VOLUME	PER ITEM FEE	TOTAL FEE	BALANCE TO SUPPORT SERVICES
Disbursement Services					0.00	0.00
150341	15345	Overdraft Per Item - Paid	0	21.0000	0.00	Fee-Based
150342	15326	Overdraft Per Item - Return	0	21.0000	0.00	Fee-Based
150341	15352	Uncollected Per Item - Paid	0	21.0000	0.00	0.00
150342	15332	Uncollected Per Item - Return	0	21.0000	0.00	0.00
150420	15420	Stop Payment - Manual	0	23.1000	0.00	0.00
Information Reporting and Transfer Services					227.29	297,345.48
011000	44101	TD eTreasury Base Package Maintenance - Silver	1	75.0000	75.00	98,118.28
011002	44108	TD eTreasury - Online Accounts (Silver)	5		30.00	39,247.31
		Tier 1: 1 - 3	3	-		
		Tier 2: 4+	2	15.0000		
400272	44107	TD eTreasury - Transaction Record (Silver)	556		10.08	13,187.10
		Tier 1: 1 - 500	500	-		
		Tier 2: 500+	56	0.1800		
250000	44110	TD eTreasury - ACH Module Maintenance (Silver)	1	9.0000	9.00	11,774.19
350000	44144	TD eTreasury - Wire Transfer Module (Silver)	1	9.0000	9.00	11,774.19
010821	44126	TD eTreasury - Online Security	4	8.4000	33.60	43,956.99
150410	44129	TD eTreasury - Stop Payments	0	16.8000	0.00	0.00
250102	44112	TD eTreasury - ACH Initiated	3	0.1320	0.40	518.06
250505	44163	TD eTreasury - ACH Batch Initiated	3	0.7500	2.25	2,943.55
250120	44111	TD eTreasury - ACH Addenda Record Initiated	3	0.1200	0.36	470.97
250640	44115	TD eTreasury - ACH Transaction Reversal	0	10.5000	0.00	0.00
250641	44114	TD eTreasury - ACH Batch Reversal	0	45.0000	0.00	0.00
350120	44142	TD eTreasury - Book Transfers	0	0.3600	0.00	0.00
350100	44145	TD eTreasury - Wire Out Domestic	0	9.0000	0.00	0.00
350110	44147	TD eTreasury - Wire International USD	2	21.0000	42.00	54,946.24
350115	44146	TD eTreasury - Wire International FX	0	12.0000	0.00	0.00
350551	44154	TD eTreasury - Customer Maint Wire Templates	0	0.5400	0.00	0.00
20020B	44151	TD eTreasury - Issue / Cancel Transactions	14	0.3000	4.20	5,494.62
012014	44125	TD eTreasury - Extended Image Search	1	11.4000	11.40	14,913.98
011021	44117	TD eTreasury - Automated Email Report Delivery	0	0.7500	0.00	0.00
350120	44500	BC - Book Transfer		0.3600	0.00	0.00
ACH Services					301.62	394,592.47
250201	25201	ACH Received Credits	16	0.1200	1.92	2,511.83
250200	25202	ACH Received Debits	13	0.1200	1.56	2,040.86
250000	25001	ACH Maintenance Direct	1	31.2000	31.20	40,817.20
250102	25100	ACH Originated Items	1,415	0.1020	144.33	188,818.82
250141	25101	ACH Same Day Originated Surcharge	0	1.8000	0.00	0.00
		Tier 1: 1 - 99		1.8000		
		Tier 2: 100 - 499		1.2000		
		Tier 3: 500+		1.0500		
250120	25103	ACH Addenda Record Initiated	2	0.0300	0.06	78.49
251070	25850	ACH Notice Of Change	1	3.0000	3.00	3,924.73
250400	25301	ACH Returns Per Item	3	3.4500	10.35	13,540.32
250312	25302	ACH Unauthorized Return Surcharge	0	3.9000	0.00	0.00
250705	25401	ACH File Transmission	4	12.0000	48.00	62,795.70
251050	25804	ACH Positive Pay Accounts	2	16.2000	32.40	42,387.10
251057	25803	ACH Filter (Capped at \$100)	6	4.8000	28.80	37,677.42
250640	25602	ACH Manual Item Reversal	0	12.0000	0.00	0.00
2506ZZ	25603	ACH Manual File/Batch Reversal/Deletion	0	45.0000	0.00	0.00
250400	25334	ACH Returns File Transmission - Ftx	0	12.0000	0.00	0.00
250619	25851	Bank Assisted NOC Correct Surcharge	0	1.5000	0.00	0.00
251010	25605	ACH EDI Research	0	30.0000	0.00	0.00
Account Reconciliation Services					238.11	311,505.91
2001ZZ	20100	ARP Paid Items	465	0.0540	25.11	32,850.00
150030	15030	Positive Pay Maintenance	2	39.0000	78.00	102,043.01

AFP CODE	SERVICE CODE	SERVICE DESCRIPTION	VOLUME	PER ITEM FEE	TOTAL FEE	BALANCE TO SUPPORT SERVICES
150322	15032	Positive Pay Returned Item	0	9.0000	0.00	0.00
150320	15035	Check Block Positive Pay	0	15.0000	0.00	0.00
150124	15299	Payee PositivePay Monthly Maintenance	1	15.0000	15.00	19,623.66
20020D	20201	Issue File Transmission	13		120.00	156,989.25
		Tier 1: 1 - 10	10	12.0000		
		Tier 2: 10+	3	-		
TOTAL SERVICES PROVIDED					<u>934.46</u>	<u>1,222,506.67</u>

The above Pro Forma Summary of Services and Activity reflects an understanding of your current banking relationship. Additional charges will apply should any additional services be discussed, offered or implemented after the presentment of this proposal. The proposed "per item fee" pricing will remain in effect for 90 days from the date of issuance; however ECR and other quoted rates may vary depending on current market conditions and are subject to change at any time.

*Fee-Based service fees are not eligible for offset using Earnings Credit.

GB



Member FDIC | TD Bank, N.A.

Treasury Management Services



TD Bank Treasury Management Services creates value for our clients by listening to needs, recommending solutions, delivering legendary service and offering a highly functional product set. Our product management and development organization is solutions oriented leveraging the latest technology, strategic partnerships, competitive intelligence and data analytics to continually bring fresh products to market. It is our goal to structure a custom tailored suite of solutions for each client, helping them achieve operational and cost efficiencies, streamline processes, receive timely information and maximize working capital opportunities. In aggregate these solutions are designed to support the product continuum across all industry lines including the Not-for-Profit, Small Business, Middle Market, Large Corporate and Government segments.

TD Treasury Management Services – Full Suite of Solutions

The full suite of payment solutions are categorized into four (4) functional product groups as outlined below:

- **TD A/R Management Direct – Accounts Receivable Solutions**
- **TD A/P Management Direct – Accounts Payable Solutions**
- **TD Treasury Management Direct – Information Reporting Solutions**
- **TD Liquidity Management Direct – Working Capital Solutions**

TD A/R Management Direct

Solutions to Streamline and Accelerate Revenue & Receivables

- TD Lockbox – Retail
- TD Lockbox – Wholesale
- TD Lockbox – Remote
- TD eLockbox (Payment Aggregation)
- TD eBill SolutionSM
- TD Healthcare Remittance Management
- TD Digital Express
- TD Deposit Reconciliation
- TD ACH Services
- TD Currency Services
- TD Merchant Services
- TD Smart Safe with Advance Credit

TD Liquidity Management Direct

Solutions to Maximize Working Capital

- TD Demand Deposit Account (DDA) Services
- TD Enterprise Money Market
- TD Commercial Money Market
- TD Corporate Liquidity Account
- TD Savings Accounts and Certificate of Deposit
- TD Sweep Accounts (Repo Sweep, Investment Sweep and Asset Management Institutional Funds Sweep, Corporate Liability Sweep)
- TD Zero Balance Account
- TD Line of Credit Sweep

Technical Sales

- Commercial Card/ePayables
- Healthcare
- Integrated Payables

TD A/P Management Direct

Solutions to Enhance Control and Efficiencies of Payments

- TD Account Reconciliation – Full
- TD Account Reconciliation – Partial
- TD Controlled Disbursement
- TD ACH/IAT Services
- TD Commercial Card Plus (purchasing card)
- TD Integrated Payables
- Paymode-X | Visa Payable Solutions
- TD ePayables (Pull Pay & Push Pay)
- TD Positive Pay (Check & ACH Fraud Protection)
- TD Wire Transfer
- TD SWIFT

TD Treasury Management Direct

Solutions to Leverage Information, Maintain Control & Minimize Risk

- TD eTreasury
- TD EscrowDirect
- TD Check Imaging

Program Management

- Strategy
- Data Analytics
- P&L Reporting/Metrics
- Product Development/Enhancements
- Industry Thought Leaders/Consulting
- Regulation/Risk/Compliance/Audit
- Business Continuity



Product Solutions by Segment

- Creating Unique Solutions to Provide Legendary Products for Corporate & Specialty Banking, Government Banking, Small Business, International, Foreign Exchange (FX) and Trade Finance Small Business
- Corporate & Specialty Banking
- Government Banking
- International/Foreign Exchange & Trade Finance

TD A/R Management Direct – Accounts Receivables Solutions

TD ACH Debit Block

TD Bank's ACH Debit Block system provides added security against electronic fraud. The system enables you to authorize specific ACH payments to debit / credit your accounts. Any unauthorized ACH transactions received will be returned to the originator.

To establish the service, you will need to complete an Electronic Payment Authorization (EPA) – ACH Debit Filter Profile that identifies your checking account number(s) and the filter criteria for the debits you want the bank to honor. Upon receipt of an executed request to place a filter or block on an account, the bank will implement system settings to reflect your instructions. The system settings are applied to the best of our ability. This service is not a guarantee, but is offered under the same commercial standards that we apply to all bank services.

Benefits for TD ACH Debit Block include:

- Protects against unauthorized, fraudulent or erroneous ACH debit activity
- Allows posting of only the ACH transactions that meet your specified criteria
- Maintain control over accounts
- Rejected transactions are never charged to your account.
- Allows debit authorization of a specific item upon review

TD A/P Management Direct – Accounts Payables Solutions

TD Positive Pay

TD Bank's Positive Pay service is an excellent way to maintain tight control of check issuance and payments. Used in conjunction with our Full Reconciliation product, Positive Pay compliments the internal security measures you employ to ensure that only authorized checks are paid.

For items received through our in-clearing, you will receive notification via the Positive Pay Module of TD eTreasury® for a "pay" or "no pay" decision. Points of verification are OCR line verification and ICR, (Intelligent Character Recognition). We also provide the means to add Paid Not Issued Items through our Positive Pay module. This will alleviate the need to re-send files to the Bank to ensure a complete reconciliation. The operation is a simple-point and click decision. Images of suspect items are provided on-line for reference and verification and TD Bank should be advised of the Pay or No Pay decision by 2:00 PM Eastern Time.

Additionally, we "push" our Positive Pay information directly to our teller platforms. If an item is presented at a teller window that was not on the issue file, or there is a variation of information (i.e., dollar amount), notification will be sent to the specified contact at your organization for a pay or no pay decision. The teller line will be updated 5 times a day at: 9:00 AM, 11:00 AM, 1:00 PM, 3:00 PM and 4:30 PM.

TD Bank also offers Positive Pay with Payee Name Verification. Payee verification is a process that requires your organization to send in payee information on their positive pay issue file. TD Bank will then process the payee information and store it on our Account Reconciliation platform. When checks come in for payment, TD Bank uses optical recognition software to read the payee name from the cleared check. This read payee name is then compared to the name originally supply on the positive pay issue file. If the name is a match, no further processing is needed.

If the payee name is not a match, then the item will be sent to your organization for approval to pay the item or return it.

Benefits of TD Positive Pay are:

- Provides protection against certain types of check fraud
- Payee verification
- Fraud detection at encashment at the branch
- Enables viewing of the image of the check through commercial online banking prior to making a decision
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD ACH Origination

ACH Services allow you to create and process the exchange of money electronically on predetermined dates through the Automated Clearing House (ACH) system. Unlike writing a check, ACH Services allow you to process both electronic deposits and withdrawals from your clients' or employees' accounts. You have the option of either creating your ACH Services file or you can use commercial online banking to create your transactions.

You will need to establish a commercial checking account for this service and submit an ACH Services application to the bank for approval. Once the application has been reviewed and we have established an exposure limit, we will contact you to begin the process of creating your ACH file. Before your service can begin, we will need to process a test ACH file to ensure that your transmission of data can be accepted and processed to meet your schedule of payments.

Benefits of TD ACH Origination include:

- Uses of ACH include Payroll Direct Deposit, Corporate or Tax Payments, Concentration of Funds
- Reduce costs and inefficiencies of producing checks
- Offers a more secure alternative to check payments
- Simplifies payroll reconcilements

TD Same-Day ACH Origination

TD Bank offers Same-Day ACH debit and credit origination services, a new payment option that allows for faster processing of certain high-priority, low-value electronic payments using the ACH network. With this service, eligible business clients may originate domestic ACH entries each valued at \$100,000 or less for processing on the same day when the entries are submitted by noon of the effective entry date of the batches. Same Day ACH excludes International ACH Transaction (IAT) payment types.

TD Treasury Management Direct – Information Reporting Solutions

TD eTreasury®

TD eTreasury® is TD Bank's premier Internet-based information reporting and transaction initiation service. The highly functional and easy to use secure website offers immediate access to account information and provides the ability to conveniently initiate transactions. TD eTreasury® may be accessed from any location with Internet access. Some of the systems beneficial features include:

- Current and Prior-day Balance and Transaction Reporting
- Online images of paid checks, deposit items, deposit tickets and return items
- Standard 365-day history
- Extended 7-years of images available
- Customizable Dashboard
- Convenient eLearning Tool for all online modules
- Custom Alerts and Favorite Reports
- Real Time Book and Loan Transfers between accounts
- Real Time Stop Payments
- Recurring Payments
- ACH Origination
- Domestic and International Wire Initiation
- Positive Pay Reporting and exception management with Payee Verification
- Standard and Custom Bank Reports
- ACH Return, NOC and EDI Reporting
- Cash Position Worksheet
- Advanced export capability
- Multi-bank balance and transaction reporting available (data exchange)

Our TD eTreasury system offers 365-day storage of detailed banking history for all of your accounts including balances, transactions, images of all paid checks, deposit items, deposit tickets, and returned items organized by date and by account. Search fields also include transaction type, dollar amount, dollar range, bank/client reference, serial number, date, and date range. In addition, you will also be able to review the full amount and source of all ACH and wire transactions when they post to your account.

TD eTreasury provides efficient features for immediate access to account information. Through our online platform, items are processed in real-time and post to your account at the time they are presented.

TD eTreasury will provide you with real-time balance reporting and is constantly updated throughout the day. Current day reporting and previous day reporting are available for your convenience.

The following prior day reports are available through TD eTreasury: Prior Day Detail and Balance, Paid Check Reports with images, ACH & Wire Reports with full addenda information, Audit Reports, Controlled Disbursement Reports, and many more customizable reports. TD eTreasury does have an Automated Report Delivery service where all reports within the system can be e-mailed to a user.

Transaction types reported in current day information include ACH credits and debits, wire transactions, teller activity, internal transfers, returned items, and Controlled Disbursement activity. Online images of deposit items and deposit tickets are available through TD eTreasury along with Current and Prior-day Balance and Transaction Reporting.

TD eTreasury also offers a wide array of industry standard and customizable formats for download, including Excel. Information is available for download in the following formats:

- BAI
- CSV
- XML
- PDF
- Word
- Excel
- PowerPoint
- QuickBooks
- Quicken
- Tab separated
- Custom formats

Additional security features are provided below:

Authentication Features

- Company ID, User ID, and PIN + SecurID Token Passcode required to login
- Users prompted to activate their token upon initial login including unique pin creation
- User lockout after 3 incorrect login attempts
- User timeout after 30 minutes of inactivity
- Monitoring of user activity patterns to detect suspicious activity

Authorization Features

- System Administrator establishes the level of user access
- System Administrator can disable and add users
- Dual Control is available for System Administrative functions
- System Administrator can assign users daily dollar limits per item/per batch/per day for ACH, wires, and book transfers
- System Administrator determines ACH and wire transaction approval requirements
- Dual Control is required for all ACH and wire transactions

Infrastructure Features

- 2048 bit-encryption
- Secure Socket Layer (SSL) protocol
- DMZ protected
- Use of industry standard best practices with regard to system security, data encryption, and monitoring activities

TD ACH Fraud Control

ACH Fraud Control can provide you with the effective tools to control the ACH transactions that post to your accounts.

TD Bank's most comprehensive solution, ACH Positive Pay, lets you create filters to specify allowable ACH transactions using TD eTreasury®, TD Bank's corporate online banking solution. ACH items received that do not match your filter criteria are presented via TD eTreasury®, allowing you to accept or return the items. ACH Positive Pay also gives you the ability to update existing filters online to minimize future exceptions. With ACH Block and Filter service, you will give the bank instructions to restrict all ACH activity on accounts, or specify the transactions that should be paid automatically. Upon receipt of your instructions, TD Bank will begin monitoring accounts and returning ACH items that do not meet the predefined criteria. You won't need to do anything further once the criteria for blocks or filters have been defined – items will be paid or returned automatically by the bank based on your instructions.

The benefits and features of this solution are provided below:

- Strengthens control over your accounts
- Protects against unauthorized, fraudulent or erroneous ACH activity
- Allows posting of only the ACH transactions that meet the specified criteria
- ACH Positive Pay service gives you the added flexibility to set-up and manage
- ACH Filters online. Filter criteria modifications can be setup under dual-control at your request
- Alerts are available within TD eTreasury® to notify you when items are pending review

TD Liquidity Management Direct – Working Capital Solutions

TD Zero Balance Account

Zero Balance Accounts (ZBAs) allow you to consolidate the net balances of multiple sub-checking accounts into one master checking account. The activity in each Zero Balance Account remains segregated, allowing you to keep separate accounting records and statements for each fund. Zero Balance Accounts can be used to segregate disbursements from deposits, or a combination of both.

Benefits of TD Zero Balance Accounts are:

- There is no limit to the number of sub-accounts that can be maintained in a zero balance arrangement
- New sub-accounts can be added at any time
- You can establish a minimum balance in a sub-account
- Easy to monitor a net cash position, facilitating investments and funding decisions
- All deposits and/or checks are processed in the sub-account and summarized separately
- Based on net balances, the sub-account will automatically pull funds from the parent account to cover a net deficiency or transfer excess balances to the parent account
- Account reconciliation is simplified by having one operating account, while maintaining individual deposit and disbursement accounts
- Zero Balance Accounts reduce the amount of cash required to cover daily disbursements or to pool funds when they are used in a depository account

TD Treasury Management Sweep

Our TD Treasury Management Sweep product is an automated sweep offering. It enables you to invest and earn interest on all cash in excess of a predetermined target balance. Cash is swept into an FDIC insured interest bearing deposit product. Interest is accrued daily and paid monthly.

Choose an interest bearing FDIC insured product for sweeping excess balances. We currently offer the following FDIC Sweep options:

- Commercial Savings
- Commercial Money Market

Collected funds in excess of a target balance are automatically invested overnight into your product of choice. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. Swept balances are available immediately for withdrawal at any time, but are subject to Regulation D.

Benefits of the TD Treasury Management Sweep are:

- Maximizes interest earned by investing all excess funds immediately
- Eliminates the need to transfer funds between accounts manually
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Line of Credit Sweep

TD Line of Credit Sweep allows you to maximize your funds by allowing the bank to advance on your line of credit when funds are needed to cover activity in your checking account. It allows you to pay down your line of credit when you have excess funds in your checking account.

You will need to establish a commercial line of credit for this service. Each morning your commercial checking account cash position is calculated by using your available balance plus or minus any current day transactions. Based on your net cash position, the bank transfers funds on your behalf to or from your line of credit.

Benefits of the TD Line of Credit Sweep are:

- Eliminates the need to manage your line of credit daily
- Access your checking and line of credit information through commercial online banking
- Utilizes all excess cash to its fullest
- Provides the option of paying for services by maintaining compensating balances or by charge through account analysis

TD Money Market Fund Sweep

This investment service automatically transfers funds from your checking account to a choice of TD Asset Management (TDAM) money market fund options. You can choose from a variety of funds that meet your specific investment objectives and tax requirements. The choices are:

- TDAM Institutional Treasury Obligations Fund
- TDAM Institutional U.S. Government Fund

Collected funds in excess of a predetermined target balance are automatically invested in a money market fund of your choice. The investment occurs after all checks and deposits are processed and a net balance in excess of the target balance is calculated.

Benefits of the TD Money Market Fund Sweep are:

- Excess balances earn interest based on market rates
- Eliminates the need to wire funds to an investment broker
- Your investment is fully liquid and funds are immediately available to you when needed
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Repo Sweep

Our TD Repo Sweep enables you to invest and earn interest on all cash in excess of a predetermined target balance. Investments are fully collateralized by U.S. Government securities. Daily notifications are sent to confirm the security, by CUSIP that collateralized the investment. Interest is accrued daily and paid monthly. Swept amount is collateralized at 101%.

Collected funds in excess of a target balance, in increments of \$1,000, are automatically invested overnight in a perfected Repurchase Agreement. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. The investment is fully liquid and funds are immediately available by writing a check against the account.

Benefits of the TD Repo Sweep are:

- Maximizes interest earned by investing all excess funds immediately
- Eliminates the need to transfer funds between accounts
- Provides a daily record of investments and identifies securities, by CUSIP, that are collateralizing investments
- Sweep amount is collateralized at 101%
- Your investment is fully liquid, and funds are immediately available to you when needed – Transfers can be unlimited
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

TD Corporate Liquidity Management Sweep

Our TD Corporate Liquidity Management Account Sweep product is an automated overnight sweep offering that enables you to invest and earn interest on all cash in excess of a predetermined target balance. Cash is swept into an FDIC insured interest bearing deposit product. Interest is accrued daily and paid monthly.

Collected funds in excess of a target balance are automatically invested overnight into the TD Corporate Liquidity Management Account. The transfer automatically occurs after all checks and deposits are processed and the collected balance is calculated. Swept balances are available immediately for withdrawal at any time.

Benefits of the TD Corporate Liquidity Management Account Sweep are:

- Maximizes interest earned by investing all excess funds immediately
- Simplifies the account structure without maintaining separate accounts to earn interest or manually transfer funds.
- Provides the option of paying for services by maintaining compensating balances or by direct charge through account analysis

Bank at Work



The TD Bank at Work Program is a convenient one-stop shop for all of your employees' banking needs and we bring it right to your doorstep.

During our Bank at Work events, we'll have meaningful conversations with your employees about products and services that are right for them. What's even more convenient is that we can open their account, set up direct deposits and even complete credit card applications right on the spot!

Why Should You Invite Us to Your Business?

- You'll provide convenience to your employees; giving them access at work to our financial experts can save valuable time.
- We'll make Direct Deposit easy to take advantage of; that means fewer checks to distribute.
- We have great new account opening incentives and bonuses.

We're More than Just Great Checking

- Live Customer Service 24/7
- Free mobile banking app with mobile deposit
- Free access at thousands of TD ATMs in the U.S. and Canada
- Open late with extended hours
- Online banking with free bill pay and balance alerts
- TD Bank Visa® Debit Card on the spot

Schedule a Bank at Work event today! We look forward to working with you and your team.



Legendary Service



TD Bank is experiencing unprecedented growth as a direct result of our unsurpassed service and convenience model. We offer superior service to our employees and clients. We will provide RSU #9 with an Implementation and Customer Service team dedicated to ensure a smooth transition and complete satisfaction.

Treasury Management Service Support

- Physical location of service staff, in the center of Treasury Management Operations, assures timely resolution of inquiries.
- Customer Service maintains direct access to Implementation, Sales, Product Management, Operations and Senior Management.
- Convenient hours Monday through Friday 7:30 a.m. to 8:00 p.m., and Saturday 9:30 a.m. to 1:00 p.m.

Treasury Management Implementation

- Implementation Product Specialists will be assigned to your conversion based on your product selection, they will manage product conversions from beginning to end.
- Implementation process measured against rigorous criteria, referred to as TD WOW! Standards.
- Implementation Group maintains direct access to Sales, Customer Service, Product Management, Operations and Senior Management for driving project to completion.

General Customer Service

- Telephone access to a live person 24 hours a day, seven days a week.
- Access to Senior Management for issue resolution.



About Us

TD Bank¹, America's Most Convenient Bank®, is one of the largest banks in the U.S.², providing over 10 million customers with a full range of retail, small business and commercial banking products and services at more than 1,100 convenient locations throughout the Northeast, Mid-Atlantic, Metro D.C., the Carolinas and Florida. In addition, TD Auto Finance, a division of TD Bank, N.A., offers vehicle financing and dealer commercial services. TD Bank and its subsidiaries also offer customized private banking and wealth management services through TD Wealth®. TD Bank is headquartered in Cherry Hill, N.J. To learn more, visit www.td.com/us. Find TD Bank on Facebook at www.facebook.com/TDBank and on Twitter at www.twitter.com/TDBank_US and www.twitter.com/TDNews_US.

TD Bank, America's Most Convenient Bank®, is a member of TD Bank Group and a subsidiary of The Toronto-Dominion Bank of Toronto, Canada, a top 10 financial services company in North America³. The Toronto-Dominion Bank trades on the New York and Toronto stock exchanges under the ticker symbol "TD". To learn more, visit www.td.com/us.

Our Business Model

We're committed to delivering everything Customers would expect from a bank—plus, everything they wouldn't—while also protecting the health and well-being of our Customers and Colleagues in today's environment. We're dedicated to our Customers, Communities and Colleagues, to inclusion and diversity and to our environment. And we focus on always being more Customer-centric, more convenient, and more Unexpectedly Human, than any other bank.

- Legendary Service
- Live Customer Service 24/7
- Instant Debit Card Issuance
- Longer Hours
- Online & Mobile Banking
- Mobile Check-in available at Stores

Key Statistics

TD Bank (see footnote 1)	(As of 07/31/2023)
Total Assets	~\$417.4 billion
Total Deposits	~\$334.1 billion
Total Loans	~\$183.2 billion
Commercial	~\$94.1 billion
Personal	~\$89.1 billion
Retail Stores	1,177
ATMs (see footnote 4)	2,714
Customers (see footnote 5)	~10.0 million
Employees	28,900
2022 Charitable Contributions (see footnote 6)	\$36.5 million

Credit Ratings (see footnote 7)

		Moody's	S&P	Fitch	DBRS
The Toronto-Dominion Bank	Long Term Deposits	Aa1	AA-	AA	AA (high)
	Legacy Long Term Debt (see footnote 8)	Aa2	AA-	AA	AA (high)
	Long Term Debt (see footnote 9)	A1	A	AA-	AA
TD Bank, N.A.	Long Term Deposits	Aa2	AA-	AA	AA
	Long Term Debt	A1	AA-	AA-	AA

For further details on financial information and credit ratings for The Toronto-Dominion Bank and TD Bank, N.A., please visit our Investor Relations website: td.com/investor

¹ TD Bank refers to the U.S. retail banking segment of TD Bank Group. Amounts are in U.S. dollars unless otherwise noted. Total Deposits and Total Loans reported are averages for the third quarter ended July 31, 2023. Total Loans include personal and business loans. Total Deposits include personal and business deposits as well as the insured deposit account agreement with Schwab. Total Assets based on TD Bank U.S. Holding Company.

² Based on total assets as of June 6, 2023. Source: S&P Global, Largest 50 US banks by total assets.

³ Based on assets as of July 31, 2023 (for Canadian peers).

⁴ Total ATM numbers as of July 31, 2023 and include Live, Mobile and TD Branded ATMs.

⁵ Customer numbers updated as of June 30, 2023.

⁶ U.S. Community Giving processed through the TD Ready Commitment Network; includes TD Bank giving and TD Charitable Foundation grants as reported from November 1, 2021 through October 31, 2022.

⁷ Ratings on long-term debt and deposits of The Toronto-Dominion Bank and TD Bank, N.A., as of July 31, 2023. Credit ratings are not recommendations to purchase, sell, or hold a financial obligation inasmuch as they do not comment on market price or suitability for a particular investor. Ratings are subject to revision or withdrawal at any time by the rating organization.

⁸ Includes (a) Senior debt issued prior to September 23, 2018; and (b) Senior debt issued on or after September 23, 2018 which is excluded from the bank recapitalization "bail-in" regime.

⁹ Subject to conversion under the bank recapitalization "bail-in" regime

¹⁰ TD Auto Finance Proposed by TD Bank, N.A. The non-captive national — prime segment in the J.D. Power 2020-2023 U.S. Dealer Financing Satisfaction Studies of dealers' satisfaction with automotive finance providers. Visit jdpower.com/awards for more details.

U.S. Retail Banking Lines of Business:

- ✓ Retail Banking
- ✓ Commercial Banking
- ✓ Wealth Management
- ✓ TD Auto Finance

Operates retail Stores in 15 states & the District of Columbia:

Connecticut	New Jersey
Delaware	New York
D.C.	North Carolina
Florida	Pennsylvania
Maine	Rhode Island
Maryland	South Carolina
Massachusetts	Vermont
New Hampshire	Virginia

TD's Commitment to Communities it Serves:

TD announced the winners of this year's Housing for Everyone grant competition, a program that focuses on increasing opportunities for affordable housing. The TD Charitable Foundation awarded a total of \$7 million to 37 non-profits across the bank's footprint. Since its inception in 2005, the Housing for Everyone grant program has awarded more than \$42 million to non-profit organizations and helped support more than 525 affordable housing initiatives in the communities TD serves.

Awards and Recognition:

TD Auto Finance ranked #1 in Dealer Satisfaction among National Prime Credit Non-Captive Automotive Finance Lenders, 4 years in a row. (see footnote 10).



TD Bank Group Quick Facts

Our Strategy

Proven Business Model

- Leading Customer Franchises
- Strong Balance Sheet with Conservative Risk Appetite
- Consistent and Predictable Earnings Growth

Forward-Focused

- Reimagining Financial Services
- Delivering OneTD
- Investing for Growth

Purpose-Driven

- Relentless Customer Focus
- Diverse Talent and Inclusive Culture
- Creating a Sustainable Future

Key Metrics (as at July 31)	2023	2022
Total Assets	\$1,887 B	\$1,841 B
Total Deposits	\$1,159 B	\$1,202 B
Total Loans	\$868 B	\$791 B
Assets Under Administration (AUA) ²	\$607 B	\$568 B
Assets Under Management (AUM) ²	\$470 B	\$454 B
Common Equity Tier 1 Capital Ratio ³	15.2%	14.9%
Full Time Employees ⁴	104,268	97,117
Total Retail Locations	2,231	2,218
Market Capitalization	\$159 B	\$151 B

Credit Ratings ⁵	Moody's	S&P	Fitch	DBRS
Rating (Deposits/Counterparty) ⁶	Aa1	AA-	AA	AA (high)
Rating (Legacy Senior) ⁷	Aa2	AA-	AA	AA (high)
Rating (Bail-in Senior) ⁸	A1	A	AA-	AA
Outlook	Stable	Stable	Stable	Stable

- The Bank prepares its consolidated financial statements in accordance with International Financial Reporting Standards (IFRS), the current generally accepted accounting principles (GAAP), and refers to results prepared in accordance with IFRS as the "reported" results. The Bank also utilizes non-GAAP financial measures referred to as "adjusted" results (i.e., reported results excluding "items of note") and non-GAAP ratios to assess each of its businesses and measure overall Bank performance. Non-GAAP financial measures and ratios used in this presentation are not defined terms under IFRS and, therefore, may not be comparable to similar terms used by other issuers. See "Financial Results Overview" in the Q3 2023 RTS (available at www.td.com/investor and www.sedar.com), which is incorporated by reference, for further explanation, reported basis results, a list of the items of note, and a reconciliation of adjusted to reported results.
- For additional information about this metric, refer to the Glossary in the Q3 2023 RTS, which is incorporated by reference.
- This measure has been calculated in accordance with the Office of Financial Institutions Canada's (OSFI's) Capital Adequacy Requirements guideline.
- Average number of full-time equivalent staff for the three months ending July 31, 2023.
- Ratings on senior long-term debt of The Toronto-Dominion Bank as at July 31, 2023. Credit ratings are not recommendations to purchase, sell, or hold a financial obligation in as much as they do not comment on market price or suitability for a particular investor. Ratings are subject to revision or withdrawal at any time by the rating organization.
- Represents Moody's Long-Term Deposits Rating and Counterparty Risk Rating, S&P's Issuer Credit Rating, Fitch's Long-Term Deposits Rating and DBRS' Long-Term Issuer Rating.
- Includes (a) Senior debt issued prior to September 23, 2018 and (b) Senior debt issued on or after September 23, 2018 which is excluded from the bank recapitalization "bail-in" regime.
- Subject to conversion under the bank recapitalization "bail-in" regime.

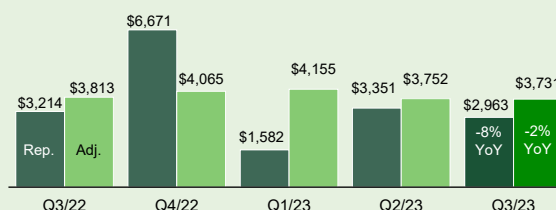
Corporate Profile

- Headquartered in Toronto, Canada
- Offers a full range of financial products and services
- More than 27.5 million customers worldwide
- 16.4 million active online and mobile customers

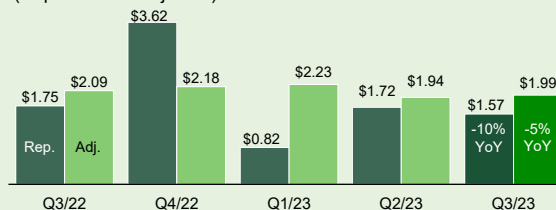
Our Business Segments

- Canadian Personal and Commercial Banking
- U.S. Retail
- Wealth Management and Insurance
- Wholesale Banking

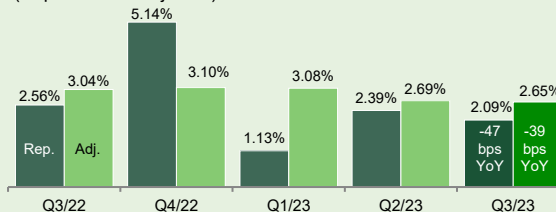
Net Income (C\$MM) (Reported and Adjusted)¹



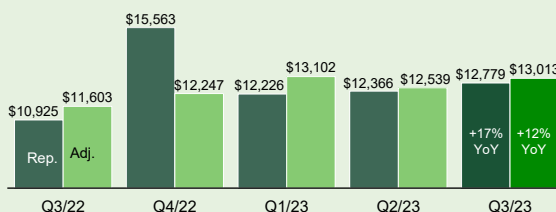
Diluted Earnings Per Share² (C\$) (Reported and Adjusted)¹



Return on Risk-Weighted Assets² (Reported and Adjusted)¹



Revenue (C\$MM) (Reported and Adjusted)¹



Q3 2023 Business Segment Performance

(except as noted, figures are in C\$ millions and percentages reflect year-over-year change)

Canadian Personal & Commercial Banking

Net income for the quarter was \$1,655 million, a decrease of \$23 million, or 1%. Revenue increased 7%. **Net interest income** increased 12% reflecting volume growth and higher margins. **Average loan volumes** increased 6%, reflecting 5% growth in personal loans and 9% growth in business loans. **Average deposit volumes** increased 1%, reflecting 6% growth in personal deposits, partially offset by 6% decline in business deposits. **Net interest margin**^{9,10} was 2.74%, flat to the prior quarter. **Non-interest income** decreased 6% primarily reflecting a prior years' adjustment. **Provision for credit losses (PCL)** was \$379 million, an increase of \$132 million QoQ. PCL – impaired for the quarter was \$285 million, an increase of \$51 million QoQ, largely recorded in the commercial lending portfolios, primarily reflecting a few impairments across various industries. PCL – performing was \$94 million, an increase of \$81 million QoQ, largely recorded in the consumer lending portfolios, reflecting current credit conditions and volume growth. Total PCL as an annualized percentage of credit volume was 0.28%, an increase of 9 bps QoQ. **Expenses** increased 5%, reflecting higher spend supporting business growth, including technology and higher employee-related expenses.

Net Income	\$1,655
Revenue	\$4,570
PCL	\$379
Expenses	\$1,895

U.S. Retail

Net income for the quarter was US\$984 million, a decrease of US\$138 million, or 12%. Adjusted¹⁰ net income was US\$1,032 million, down US\$107 million or 9%. U.S. Retail net income includes contributions from the U.S. Retail Bank and the Bank's investment in Schwab. **U.S. Retail Bank net income** of US\$842 million decreased US\$54 million, or 6%. Adjusted¹⁰ net income was US\$890 million, a decrease of US\$23 million, or 3%. **Revenue** for the quarter increased 10%. **Net interest income** increased 13%, driven by the benefit of higher deposit margins from the rising rate environment and higher loan volumes, partially offset by lower deposit volumes and lower loan margins. **Net interest margin**^{10,11} of 3.00% decreased 25 bps QoQ, due to lower deposit margins reflecting higher deposit costs and deposit mix shift. **Non-interest income** decreased 4%, primarily reflecting lower overdraft fees, partially offset by fee income growth from increased customer activity. **Average loan volumes** increased 10%. Personal loans increased 11% while business loans increased 9%. **Average deposit volumes** decreased 14%, reflecting a 5% decrease in personal deposit volumes, a 6% decrease in business deposits, and a 28% decrease in sweep deposits. **PCL** for the quarter was US\$185 million compared with PCL of US\$140 million in the prior quarter. PCL – impaired increased US\$56 million QoQ. PCL – performing was a recovery of US\$8 million, compared with a build of US\$3 million in the prior quarter. **U.S. Retail PCL as an annualized percentage of credit volume** including only the Bank's share of PCL in the U.S. strategic cards portfolio was 0.41%, an increase of 8bps QoQ. **Reported expenses** increased 13%, reflecting higher employee-related expenses, acquisition and integration-related charges for the terminated First Horizon transaction, and higher investments in the business. On an adjusted basis, non-interest expenses increased US\$129 million, or 10%. Reported net income from the **Bank's investment in Schwab** was US\$142 million, a decrease of US\$84 million, or 37%.

Net Income	\$1,314
Revenue	\$3,527
PCL	\$249
Expenses	\$2,004

Wealth Management & Insurance

Net income for the quarter was \$504 million, a decrease of \$71 million, or 12%. **Revenue** for the quarter increased 1%. **Non-interest income** was relatively flat, reflecting higher volumes in the insurance business and higher fee-based revenue in the wealth management business, offset by a decrease in the fair value of investments supporting claims liabilities which resulted in a similar decrease in insurance claims, and lower transaction revenue in the wealth management business. **Net interest income** increased 3%, reflecting higher investment income in the insurance business. **AUA** increased 6%, reflecting market appreciation and net asset growth. **AUM** increased 3%, reflecting market appreciation, partially offset by mutual fund redemptions. **Insurance claims and related expenses** were \$923 million, an increase of \$94 million, or 11%, reflecting more severe weather-related events, increased driving activity and claims severity, partially offset by the impact of changes in the discount rate which resulted in a similar decrease in the fair value of investments supporting claims liabilities reported in non-interest income. **Expenses** increased 2%, reflecting higher spend supporting business growth including technology costs and employee-related expenses.

Net Income	\$504
Revenue	\$2,779
Ins. Claims & Related Exp.	\$923
Expenses	\$1,170

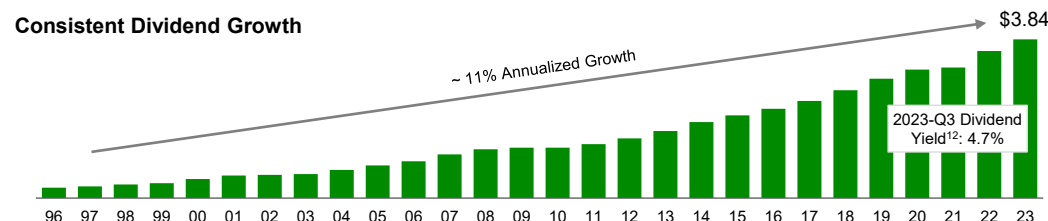
Wholesale Banking

Net income for the quarter was \$272 million, relatively flat compared with the third quarter last year. Adjusted¹⁰ net income was \$377 million, an increase of \$106 million, or 39%. **Revenue** for the quarter, including TD Cowen, was \$1,568 million, up 46%, reflecting higher equity commissions, underwriting fees, trading-related revenue, global transaction banking revenue, and markdowns in certain loan underwriting commitments in the prior year. **PCL** for the quarter was \$25 million, compared with PCL of \$12 million in the prior quarter. PCL – impaired was \$10 million compared with \$5 million in the prior quarter. PCL – performing was \$15 million compared with \$7 million in the prior quarter. **Expenses**, including TD Cowen, increased 80%, primarily reflecting acquisition and integration-related costs. Higher expenses also reflected continued investments in Wholesale Banking's U.S. dollar strategy, including the hiring of banking, sales and trading, and technology professionals, and the impact of foreign exchange translation.

Net Income	\$272
Revenue	\$1,568
PCL	\$25
Expenses	\$1,247

Shareholder Performance

Consistent Dividend Growth

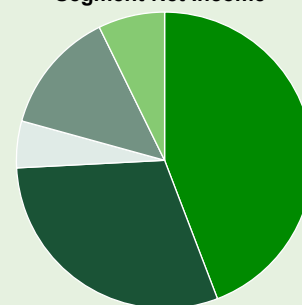


Closing Share Price (C\$) – TSX



Q3 2023

Segment Net Income¹³



Canadian P&C Banking	44.2%
U.S. Retail	35.1%
U.S. Retail Bank	30%
Charles Schwab	5.1%
WM&I	13.5%
Wholesale Banking	7.3%

Active Digital Users¹⁴



Common Shares Outstanding¹⁵

For the quarter ended July 31, 2023
1,827.5 million shares

Ticker Symbol

TD

Market Listings

Toronto Stock Exchange (TSX)
New York Stock Exchange (NYSE)

Total Shareholder Return⁹

As at July 31, 2023

1 Year	9.4%
3 Years	18.5%
5 Years	6.8%
10 Years	11.5%

9. Refer to footnote 2 on page 1.

10. Refer to footnote 1 on page 1.

11. U.S. Retail segment net interest income and average interest-earning assets used in the calculation of NIM are non-GAAP financial measures. Refer to "Non-GAAP and Other Financial Measures" in the "How We Performed" section and the Glossary of the Q3 2023 RTS for additional information about these metrics.

12. Dividend yield is calculated as the annualized dividend per common share divided by the daily average closing stock price for the quarter.

13. For the purpose of calculating contribution by each business segment, earnings from the Corporate segment are excluded. Numbers may not add to 100% due to rounding.

14. Enterprise active digital users include Canadian Personal and Commercial Banking, TD WebBroker, MBNA active users, TD Insurance active users, and U.S. Retail. Canadian active mobile users based on Canadian Personal and Commercial Banking. U.S. active mobile users based on U.S. Retail and Small Business Banking.

15. Weighted-average number of diluted common shares outstanding.

Contact Information

Investor Relations for investment analysts & institutional shareholders: www.td.com/investor or td.investorrelations@td.com

Relationship Management Team



TD Bank is pleased to introduce the RSU9 dedicated Relationship Management Team:

Government Banking

Kerri Lewis

Vice President, Relationship Manager

One Portland Square

Portland, ME 04101

Phone: (518) 598-8633 | Email: Kerri.Lewis@td.com

Fax: (844) 379-1386

Enriching the lives of my customers, colleagues and Community is at the heart of TD Bank. Kerri is a trusted, solutions driven Relationship Manager with 28 years in the Banking Industry. Best known for Community Relations and being a reputable trusted advisor with demonstrated leadership expertise.

Kerri is credited with numerous achievement awards for Community involvement and Community Leadership. She has built a reputation for producing long term growth by delivering value to customers, shareholders, and communities. Kerri combines the strength and stability of TD with kindness, compassion, and professional expertise.

Crystal Bridge

AVP, Government Bank Account Manager II

One Portland Square, Portland, ME 04101

Phone: (207) 828-7021 | Email: Crystal.bridge@td.com

Crystal Bridge has 21 years of banking experience and joined TD Bank in 2009. She previously held the position of Treasury Accountant. She joined the Government Banking Division in 2010 as a Government Banking Specialist. She holds a Master's in Business Management. Crystal is active in Future Business Leaders of America, Maine Division as well as other volunteer opportunities.

Treasury Management Service Support

Dial **1-866-475-7262** or email **TMSS@td.com** for questions related to:

- TD eTreasury
- Account Analysis
- Treasury Management Services

Implementation Management Team

- Expedites Implementation of New Treasury Management Services
- Obtain Details for Set-Up from Your Designated Contact
- Communicates Status of Implementation

Relationship Management Team



Treasury Management

Rose E. Morin
Vice President, Treasury Management Sales Officer
10 Great Falls Plaza
Auburn, ME 04210
Phone: (207) 795-5217 | Email: Rose.Morin@td.com

As the dedicated Treasury Management Officer for Southern Maine and Maine's Government portfolio, Rose provides treasury management solutions to a broad range of entities throughout the state.

Rose joined TD Bank in December of 2006. Over her 16 years with TD Rose has worked exclusively in Treasury Management, holding positions in both support and sales. Drawing on this experience, Rose brings a diverse banking perspective to her role as a trusted adviser with a strong focus on relationship development and growth.

Rose holds a degree in Psychology and Business Administration from Saint Joseph's College of Maine. She is actively involved in serving her community through various volunteer programs, including Good Shepherd Food Bank and United Way. A life-long Maine native, Rose lives in Auburn with her husband.

Retail

TD Bank Farmington
163 Broadway
Farmington, ME, 04938
Phone: (207) 778-6511

Store Location	Lobby Hours	
TD Bank Farmington (2.4 Miles) 163 Broadway Farmington, ME, 04938 Phone: (207) 778-6511	Monday:	8:30 a.m. – 5:00 p.m.
	Tuesday:	8:30 a.m. – 5:00 p.m.
	Wednesday:	8:30 a.m. – 5:00 p.m.
	Thursday:	8:30 a.m. – 5:00 p.m.
	Friday:	8:30 a.m. – 6:00 p.m.
	Saturday:	9:00 a.m. – 1:00 p.m.
	Sunday:	CLOSED