

MINUTES FOR COMMON COUNCIL JUNE 18, 2024

A Common Council was held on **Tuesday, June 18, 2024 at 6:30 PM** in the Council Chambers at City Hall, 819 Superior Avenue, Tomah, WI.

Call to Order, Pledge of Allegiance, Roll Call

The meeting was called to order by Mayor Paul Dwyer at 6:30 p.m. Roll call was taken after the Pledge of Allegiance. Present: Paul Dwyer, Travis Scholze, Richard Yarrington, Shawn Zabinski, John Glynn, Patrick Devine, Nellie Pater, and Dean Peterson. Absent: Nicole Hart. Also present: Tim Adler, Irma Keller, Pam Buchda, Becki Weyer, Kirk Arity, Joe Protz, Tina Thompson, and Molly Powell. The meeting was available via Zoom and was recorded by Hagen Sports Network. All motions are unanimously approved unless otherwise notated.

ANYONE DESIRING TO APPEAR TO COUNCIL

Mark Tralmer, the owner of a downtown business, appeared before the Council to request the city do more for downtown business owners; specifically, assistance with beautification of the downtown. He also voiced concerns about the city needs to do more for small businesses thrive in the downtown area. He also gave his opinion on the need for a city administrator, and his opinions on how the city should not be enforcing the sign ordinance.

Jim Stroh from 1022 Superior Ave. and owner of Stroh's barbershop appeared to voice his dissatisfaction with the enforcement of the sign ordinance in the downtown area and his feelings that the ordinance is being enforced unfairly.

Jim Weinzetl from 115 Schaller St. and the executive director of the Tomah Area Historical Museum appeared to voice his support for keeping the parade on Superior Ave. due to lack of bathrooms on Butts Ave. and the reduction of traffic to the museum if the parade is moved.

Don Roscovious from 524 Kilbourne Ave appeared to voice his support for keeping the parade in the downtown area due to concerns about parking and bathrooms and his opinion that it will not be well attended.

Troy Gilson from 1130 Charles Dr. appeared to voice his opinion about keeping the parade in the downtown area as it supports his downtown business.

Sue Hackett, the owner of the Brick Sip Haus appeared to speak to the Council about the Downtown Thursday Nights location and her support of keeping DTN and the parade in the downtown area as it supports her business.

Michael Weber from 1320 Lakeview Drive appeared to voice his opinion on keeping the parade downtown due to tradition. He also agreed that the signs should not be enforced downtown for business owners.

Mayor

The Mayor said it has been a busy month with issues and phone calls from residents. He thanked the citizens who came to the Council meeting to voice their concerns.

Discussion on Reinstatement of City Administrator Position and Dissolution of the Senior Executive Team

With the attrition of the Building Inspector, the mayor said that it is a good potential time to hire an Administrator who could take on some of the tasks of the previous Building Inspector/Zoning Administrator. The Mayor previously met with members of SET who said they will support the mayor's decisions.

Nellie Pater stated that the SET was not intended to be permanent and that with the growth of Tomah, the city may have to look at things in a different light. She commended the current SET but is looking towards future growth. Yarrington stated that SET has done a wonderful job and is in favor of keeping the SET unless a highly qualified candidate can be found.

John Glynn stated that the Council has failed to let the public know what the SET has done for the city, and why it was put into place. That SET took over the duties of the City Administrator when previous administrators did not work out. He praised the SET for overcoming the large budget shortfalls in the past three years, encouraging and promoting teamwork throughout the city, and appreciated their contributions to the city during a trying time. He said that if the Council decides to hire a City Administrator, they need to come up with a better hiring plan than used in the past.

Travis Scholze shared his negative experience working with previous City Administrators and the high costs associated with them. He defended the SET against the comments that things have not been getting done in the city. He stated the SET does a fabulous job.

Zabinski stated that SET has done a phenomenal job and stepped up to the plate when asked. She would like to see more economic growth and opines they would see more of that with a City Administrator. She also talked about accountability and there should be a check and balance system.

The Mayor stated that the City Administrator position is what he believes to be the best idea. He said he is not stating that the SET is doing a bad job and stated it has been successful. He said that forward thinking and considering options is important.

Parade and Downtown Thursday Night Location Discussion

Glynn stated that he appreciates Police Chief Scott Holum for producing a plan to modify the parade in the interest of safety due to the cross traffic in the downtown area. He likes the idea of the parade downtown, but his opinion is that the staging area for the parade is the majority of the problem. He suggested that the parade staging area be moved to Williams St. and should be coordinated with Downtown Thursday nights. Pater stated that the businesses downtown want to keep the parade downtown to support their businesses, and we need to find a way to make the current area safer without moving it. She also opined that there is a problem with parking and side streets during Downtown

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Thursday Nights. She stated she does not have a problem with DTN being downtown but the safety of the parking, people, and semi-trailers during the event. She also voiced concerns about people leaving the area with alcoholic beverages and driving after drinking. She asked that the Chamber find a way to increase the safety and monitoring of this event. Zabinski stated she thinks the non-profits need to get more involved to help with street security. The Mayor gave his opinion that the Council should listen to most people who he has spoken with and keep the parade downtown, despite the security concerns. He also opined that more business owners farther down the road should be included. The mayor asked Kirk Arity if it would be possible to route traffic down Jackson Street and to Butts Ave instead, which Arity affirmed could be looked at as a potential change.

Discussion on Direction for Enforcement of Signage and/or Modification of City Ordinance

Glynn stated that Superior Ave is a State Highway, and the city and its citizens are required to meet state statutes for signs and there is not much that the city can do about it. Pater stated that signs people should not put signs on the boulevard and should be fined if they do. Arity was recognized by the Mayor, and stated there are perceived variances in enforcement due to different property lines. Scholze stated it is their duty to enforce the ordinances of the city, state, and country, and expressed that if the public is unhappy with the laws, they should look at amendments, rather than persecute city employees for doing their jobs.

Jim Stroh was recognized by the Council for speaking. He claimed that the law has never been enforced in the past and there is such a thing as discretionary enforcement and that the state is not enforcing it so the city should not either.

The Mayor recognized Mike Weber to speak and again give his opinion that enforcement of this issue takes away from the city and its business owners.

The Mayor stated that when he ran for the position, he wanted the city to be more business friendly and signs do not hurt a thing and wants to know why it is being enforced now and that officials need to use common sense and stop impeding businesses from advertising with their signs on city sidewalks.

The Mayor recognized Don Roscovious to speak and stated that the Tractor Pull sign over the road should not be allowed, that he was complaining so it should be taken care of tomorrow.

The Mayor recognized Michael Weber to speak, and he said signs should be allowed all over the city, not just on the state highways.

The Council spoke at length at options to follow the law but still assist businesses.

Motion by Zabinski, second by Pater, to have the City Attorney look at state statutes and the current ordinance, and bring back suggestions and/or an amendment, and for city staff to defer complaints and enforcement other than in the center median on Superior Ave., until addressed at the next council meeting. Motion carried.

Public Safety May Monthly Report

Chief Adler provided a monthly written report. He said that the Fire/EMS departments are working with the Tomah Police Department on the upcoming Downtown Thursday Nights and the Independence Day parade. They are still waiting for the completion of the ambulance remount and anticipating a July completion. They are still waiting for insurance company information on the downtown building fires.

Library

Director Keller said there were 6,360 total checkouts from the library last month. She discussed the upcoming events and the new books at the library. Keller directed the public to the library's website at <https://tomahpubliclibrary.org/>.

Senior & Disabled Services Department monthly report

Buda provided a monthly written report. The Senior Center will be closed on July 4th and Friday July 5th, but the meal site will be open.

May 2024 Building Inspection Permit and Code Enforcement Reports

Written Building Inspection and Code Enforcement Reports were provided.

CONSENT AGENDA:

Motion by Zabinski, second by Scholze, to approve the following consent agenda:

- A. Renewal of "Class B" Liquor, Class "B" Fermented Malt Beverage, and "Class C" Wine Beverage Licenses
- B. Special Event Outdoor Cabaret Licenses for North American Squirrel Association for Winnebago Park located on Brandon St. in Tomah, WI for an event on July 6th of 2024.
- C. April 30, 2024 Cash and Investments Report
- D. May 31, 2024 Cash and Investments Report

Motion carried.

Approval of Tomah Transit Procurement Policy

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Motion by Glynn, second by Yarrington, to approve the Tomah Transit procurement policy as submitted. Motion carried.

Resolution Authorizing Payment of Monthly Bills

Motion by Zabinski, second by Scholze, to approve the resolution authorizing payment of monthly bills in the amount of \$1,217,846.24. Motion carried.

RESOLUTION NO : _____

RESOLUTION AUTHORIZING PAYMENT OF MONTHLY BILLS

Be it resolved by the Common Council of the City of Tomah that the Committee of the Whole has reviewed the monthly bills and recommends the City Council approve said bills as follows:

1. Pre-Paid Checks:	2024	\$257,672.67	Check #'s:	144916	144951
				144973	145060
2. Payroll:		\$320,713.12	Dir Dep #'s:	9302612	9302837
3. Wire/ACH Transfers:		\$633,242.39			
4. Invoices:		\$6,218.06			
Total:		<u>\$1,217,846.24</u>			

Mayor

Clerk

Requested by: Finance Department

Submitted by: Committee of the Whole

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Alternate parade route Discussion and Decision

At the Committee of the Whole meeting in May, Chief Scott Holum presented an alternative parade route due to concerns about public safety using the current downtown route. The alternate route would travel down Butts Ave. Tina Thompson told the council they could mitigate safety issues by paying for extra security during the event. Chief Adler suggested moving the staging area to the Tomah Middle School and use Clark Street to enter the parade.

Motion by, second by Glynn to move the staging area of the parade to Williams St. There were no aye votes and seven (7) no votes. Motion failed.

Motion by Peterson, second by Pater, to leave the parade route in the downtown area on Superior Ave., and let staff determine the best route for staging. Motion carried.

Ordinance Amending Chapter 16 of the City of Tomah Ordinances

Motion by Glynn, second by Zabinski, to waive the first verbatim reading of the Ordinance amending Chapter 16 of the City of Tomah Code of Ordinances. Motion carried

Motion by Scholze, second by Yarrington, to waive the second verbatim reading of the ordinance amending Chapter 16 of the City of Tomah Code of Ordinances. Motion carried.

Motion by Scholze, second by Yarrington, to adopt the ordinance amending chapter 16 of the City of Tomah Code of Ordinances. Motion carried.

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ORDINANCE NO. _____

Ordinance Amending Chapter 16 of the City of Tomah Municipal Code

The Common Council of the City of Tomah, Monroe County, Wisconsin, do ordain as follows:

SECTION ONE: Section 16-1 Joint action emergency government is hereby amended to read as follows:

A joint action ordinance of the county board providing for a county-municipal joint action emergency government plan of organization adopted by the county board on September 6, 1972, has been ratified and accepted by the city. This ratification and acceptance of the Joint Action Ordinance shall constitute a mutual agreement between the city and the county as provided by section VIII of the Joint Action Ordinance, and as amended by Res. No. 04-24-04 on April 24, 2024.

SECTION TWO: 16-2 County emergency management coordinator is hereby amended to read as follows:

The county emergency management coordinator, appointed and employed by the county board as provided in the referred-to ordinance, as amended, is hereby designated and appointed emergency management coordinator for the city, subject to the duties, conditions, and provisions set forth in the state statutes and the Monroe County Joint Action Emergency Management Ordinance, as amended. The decision-making authority as it relates to emergency responses, which are not otherwise considered emergency management as defined in sec. 323.02(8) of the state statutes, shall remain with the City.

SECTION THREE: All ordinances in conflict with the foregoing are hereby repealed.

SECTION FOUR: This ordinance shall take effect upon passage and publication.

Paul Dwyer, Mayor

ATTEST:

Rebecca Weyer, Clerk

READ:

PASSED:

PUBLISHED:

Approval of amendment of Recreation Park Emergency Operations Plan

Motion by Peterson, second by Zabinski, to approve the amendment to the Recreation Park Emergency Operations Plan. Motion carried.

Approval of Contract Between the City of Tomah and General Engineering for Inspection Services

Motion by Scholze, second by Peterson, to approve the contract between the City of Tomah and General Engineering for Inspection Services. Motion carried.

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Paul Dwyer, Mayor

ATTEST:

Rebecca Weyer, Clerk

READ:

PASSED:

PUBLISHED:

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Resolution Authorizing the Issuance and Establishing Parameters for the Sale of Not to Exceed \$2,640,000 General Obligation Promissory Notes, Series 2024A

Motion by Glynn, second by Zabinski, to approve the Resolution Authorizing the Issuance and Establishing Parameters for the Sale of Not to Exceed \$2,640,000 General Obligation Promissory Notes, Series 2024A. Motion carried.

RESOLUTION NO. 2024-06-18-11

RESOLUTION AUTHORIZING THE ISSUANCE AND ESTABLISHING PARAMETERS FOR THE SALE OF NOT TO EXCEED \$2,640,000 GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2024A

WHEREAS, on May 28, 2024, the Common Council of the City of Tomah, Monroe County, Wisconsin (the "City") adopted a resolution (the "Set Sale Resolution"), providing for the sale of General Obligation Promissory Notes, Series 2024A (the "Notes") for public purposes, including paying the cost of facility improvements, including to the Police Station, City Hall, Street Shop and Senior Center, street improvements, parks improvements, including for Tomah Ice Center, the acquisition of equipment for the Parks and Recreation Department and the acquisition of two squad cars for the Police Department (collectively, the "Project");

WHEREAS, the Common Council hereby finds and determines that the Project is within the City's power to undertake and therefore serves a "public purpose" as that term is defined in Section 67.04(1)(b), Wisconsin Statutes;

WHEREAS, the City is authorized by the provisions of Section 67.12(12), Wisconsin Statutes, to borrow money and issue general obligation promissory notes for such public purposes;

WHEREAS, it is the finding of the Common Council that it is in the best interest of the City to direct its financial advisor, Ehlers & Associates, Inc. ("Ehlers"), to take the steps necessary for the City to offer and sell the Notes at public sale and to obtain bids for the purchase of the Notes; and

WHEREAS, in order to facilitate the sale of the Notes in a timely manner, the Common Council hereby finds and determines that it is necessary, desirable and in the best interest of the City to delegate to each of the City Treasurer and the City Clerk (each an "Authorized Officer") of the City the authority to accept on behalf of the City the bid for the Notes that results in the lowest true interest cost for the Notes (the "Proposal") and meets the terms and conditions provided for in this Resolution by executing a certificate in substantially the form attached hereto as Exhibit A and incorporated herein by reference (the "Approving Certificate").

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the City that:

Section 1. Authorization and Sale of the Notes; Parameters. For the purpose of paying costs of the Project, the City is authorized to borrow pursuant to Section 67.12(12), Wisconsin Statutes, the principal sum of not to exceed TWO MILLION SIX HUNDRED FORTY THOUSAND DOLLARS (\$2,640,000) upon the terms and subject to the conditions set forth in this Resolution. Subject to satisfaction of the condition set forth in Section 17 of this Resolution, the Mayor and City Clerk are hereby authorized, empowered and directed to make, execute, issue and sell to the financial institution that submitted the Proposal (the "Purchaser") for, on behalf of and in the name of the City, Notes aggregating the principal amount of not to exceed TWO MILLION SIX HUNDRED FORTY THOUSAND DOLLARS (\$2,640,000). The purchase price to be paid to the City for the Notes shall not be less than 98.75% nor more than 107.0% of the principal amount of the Notes.

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Section 2. Terms of the Notes. The Notes shall be designated "General Obligation Promissory Notes, Series 2024A"; shall be issued in the aggregate principal amount of up to \$2,640,000; shall be dated as of their date of issuance; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall mature or be subject to mandatory redemption on the dates and in the principal amounts set forth below, provided that: (a) the Authorized Officer shall determine the amount of principal due in the year 2025 so that the amount the City is required to levy in the year 2024 to pay debt service on all general obligation debt, including the Notes, in the year 2025 will be approximately \$2,065,000; (b) the principal amount of each maturity or mandatory redemption amount in the years 2026-2044 may be increased or decreased by up to \$50,000 per maturity or mandatory redemption amount and (c) the aggregate principal amount of the Notes shall not exceed \$2,640,000. The schedule below assumes the Notes are issued in the aggregate principal amount of \$2,640,000.

Date	Principal Amount
05-01-2025	\$175,000
05-01-2026	120,000
05-01-2027	120,000
05-01-2028	120,000
05-01-2029	120,000
05-01-2030	115,000
05-01-2031	120,000
05-01-2032	120,000
05-01-2033	125,000
05-01-2034	125,000
05-01-2035	125,000
05-01-2036	130,000
05-01-2037	130,000
05-01-2038	135,000
05-01-2039	135,000
05-01-2040	135,000
05-01-2041	140,000
05-01-2042	145,000
05-01-2043	150,000
05-01-2044	155,000

Interest shall be payable semi-annually on May 1 and November 1 of each year commencing on May 1, 2025. The true interest cost on the Notes (computed taking the Purchaser's compensation into account) shall not exceed 5.25%. Interest shall be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to the rules of the Municipal Securities Rulemaking Board.

Section 3. Redemption Provisions. The Notes shall be subject to optional redemption as set forth on the Approving Certificate. If the Proposal specifies that certain of the Notes shall be subject to mandatory redemption, the terms of such mandatory redemption shall be set forth on an attachment to the Approving Certificate labeled as Schedule MRP. Upon the optional redemption of any of the Notes subject to mandatory redemption, the principal amount of such Notes so redeemed shall be credited against the mandatory redemption payments established in the Approving Certificate in such manner as the City shall direct.

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Section 4. Form of the Notes. The Notes shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit B and incorporated herein by this reference.

Section 5. Tax Provisions.

(A) Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Notes as the same becomes due, the full faith, credit and resources of the City are hereby irrevocably pledged, and there is hereby levied upon all of the taxable property of the City a direct annual irrepealable tax in the years 2024 through 2043 for the payments due in the years 2025 through 2044 in the amounts as are sufficient to meet the principal and interest payments when due.

(B) Tax Collection. So long as any part of the principal of or interest on the Notes remains unpaid, the City shall be and continue without power to repeal such levy or obstruct the collection of said tax until all such payments have been made or provided for. After the issuance of the Notes, said tax shall be, from year to year, carried onto the tax roll of the City and collected in addition to all other taxes and in the same manner and at the same time as other taxes of the City for said years are collected, except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account created below.

(C) Additional Funds. If at any time there shall be on hand insufficient funds from the aforesaid tax levy to meet principal and/or interest payments on said Notes when due, the requisite amounts shall be paid from other funds of the City then available, which sums shall be replaced upon the collection of the taxes herein levied.

Section 6. Segregated Debt Service Fund Account.

(A) Creation and Deposits. There shall be and there hereby is established in the treasury of the City, if one has not already been created, a debt service fund, separate and distinct from every other fund, which shall be maintained in accordance with generally accepted accounting principles. Debt service or sinking funds established for obligations previously issued by the City may be considered as separate and distinct accounts within the debt service fund.

Within the debt service fund, there hereby is established a separate and distinct account designated as the "Debt Service Fund Account for General Obligation Promissory Notes, Series 2024A" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. There shall be deposited into the Debt Service Fund Account (i) all accrued interest received by the City at the time of delivery of and payment for the Notes; (ii) any premium which may be received by the City above the par value of the Notes and accrued interest thereon; (iii) all money raised by the taxes herein levied and any amounts appropriated for the specific purpose of meeting principal of and interest on the Notes when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Notes when due; (v) surplus monies in the Borrowed Money Fund as specified below; and (vi) such further deposits as may be required by Section 67.11, Wisconsin Statutes.

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(B) Use and Investment. No money shall be withdrawn from the Debt Service Fund Account and appropriated for any purpose other than the payment of principal of and interest on the Notes until all such principal and interest has been paid in full and the Notes canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Notes may be used to reduce the next succeeding tax levy, or may, at the option of the City, be invested by purchasing the Notes as permitted by and subject to Section 67.11(2)(a), Wisconsin Statutes, or in permitted municipal investments under the pertinent provisions of the Wisconsin Statutes ("Permitted Investments"), which investments shall continue to be a part of the Debt Service Fund Account. Any investment of the Debt Service Fund Account shall at all times conform with the provisions of the Internal Revenue Code of 1986, as amended (the "Code") and any applicable Treasury Regulations (the "Regulations").

(C) Remaining Monies. When all of the Notes have been paid in full and canceled, and all Permitted Investments disposed of, any money remaining in the Debt Service Fund Account shall be transferred and deposited in the general fund of the City, unless the Common Council directs otherwise.

Section 7. Proceeds of the Notes: Segregated Borrowed Money Fund. The proceeds of the Notes (the "Note Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Notes into the Debt Service Fund Account created above) shall be deposited into a special fund (the "Borrowed Money Fund") separate and distinct from all other funds of the City and disbursed solely for the purpose or purposes for which borrowed monies in the Borrowed Money Fund may be temporarily invested in Permitted Investments. Any monies, including any income from Permitted Investments, remaining in the Borrowed Money Fund after the purpose or purposes for which the Notes have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purpose(s) shall be deposited in the Debt Service Fund Account.

Section 8. No Arbitrage. All investments made pursuant to this Resolution shall be Permitted Investments, but no such investment shall be made in such a manner as would cause the Notes to be "arbitrage bonds" within the meaning of Section 148 of the Code or the Regulations and an officer of the City, charged with the responsibility for issuing the Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of delivery of the Notes to the Purchaser which will permit the conclusion that the Notes are not "arbitrage bonds," within the meaning of the Code or Regulations.

Section 9. Compliance with Federal Tax Laws. (a) The City represents and covenants that the projects financed by the Notes and the ownership, management and use of the projects will not cause the Notes to be "private activity bonds" within the meaning of Section 141 of the Code. The City further covenants that it shall comply with the provisions of the Code to the extent necessary to maintain the tax-exempt status of the interest on the Notes including, if applicable, the rebate requirements of Section 148(f) of the Code. The City further covenants that it will not take any action, omit to take any action or permit the taking or omission of any action within its control (including, without limitation, making or permitting any use of the

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proceeds of the Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The City Clerk or other officer of the City charged with the responsibility of issuing the Notes shall provide an appropriate certificate of the City certifying that the City can and covenanting that it will comply with the provisions of the Code and Regulations.

(b) The City also covenants to use its best efforts to meet the requirements and restrictions of any different or additional federal legislation which may be made applicable to the Notes provided that in meeting such requirements the City will do so only to the extent consistent with the proceedings authorizing the Notes and the laws of the State of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

Section 10. Designation as Qualified Tax-Exempt Obligations. The Notes are hereby designated as "qualified tax-exempt obligations" for purposes of Section 265 of the Code, relating to the ability of financial institutions to deduct from income for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations.

Section 11. Execution of the Notes; Closing; Professional Services. The Notes shall be issued in printed form, executed on behalf of the City by the manual or facsimile signatures of the Mayor and City Clerk, authenticated, if required, by the Fiscal Agent (defined below), sealed with its official or corporate seal, if any, or a facsimile thereof, and delivered to the Purchaser upon payment to the City of the purchase price thereof, plus accrued interest to the date of delivery (the "Closing"). The facsimile signature of either of the officers executing the Notes may be imprinted on the Notes in lieu of the manual signature of the officer but, unless the City has contracted with a fiscal agent to authenticate the Notes, at least one of the signatures appearing on each Note shall be a manual signature. In the event that either of the officers whose signatures appear on the Notes shall cease to be such officers before the Closing, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until the Closing. The aforesaid officers are hereby authorized and directed to do all acts and execute and deliver the Notes and all such documents, certificates and acknowledgements as may be necessary and convenient to effectuate the Closing. The City hereby authorizes the officers and agents of the City to enter into, on its behalf, agreements and contracts in conjunction with the Notes, including but not limited to agreements and contracts for legal, trust, fiscal agency, disclosure and continuing disclosure, and rebate calculation services. Any such contract heretofore entered into in conjunction with the issuance of the Notes is hereby ratified and approved in all respects.

Section 12. Payment of the Notes; Fiscal Agent. The principal of and interest on the Notes shall be paid by Bond Trust Services Corporation, Roseville, Minnesota, which is hereby appointed as the City's registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the "Fiscal Agent"). The City hereby authorizes the Mayor and City Clerk or other appropriate officers of the City to enter into a Fiscal Agency Agreement between the City and the Fiscal Agent. Such contract may provide, among other things, for the performance by the Fiscal Agent of the functions listed in Wis. Stats. Sec. 67.10(2)(a) to (j), where applicable, with respect to the Notes.

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Section 13. Persons Treated as Owners; Transfer of Notes. The City shall cause books for the registration and for the transfer of the Notes to be kept by the Fiscal Agent. The person in whose name any Note shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Note shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Note to the extent of the sum or sums so paid.

Any Note may be transferred by the registered owner thereof by surrender of the Note at the office of the Fiscal Agent, duly endorsed for the transfer or accompanied by an assignment duly executed by the registered owner or his attorney duly authorized in writing. Upon such transfer, the Mayor and City Clerk shall execute and deliver in the name of the transferee or transferees a new Note or Notes of a like aggregate principal amount, series and maturity and the Fiscal Agent shall record the name of each transferee in the registration book. No registration shall be made to bearer. The Fiscal Agent shall cancel any Note surrendered for transfer.

The City shall cooperate in any such transfer, and the Mayor and City Clerk are authorized to execute any new Note or Notes necessary to effect any such transfer.

Section 14. Record Date. The 15th day of the calendar month next preceding each interest payment date shall be the record date for the Notes (the "Record Date"). Payment of interest on the Notes on any interest payment date shall be made to the registered owners of the Notes as they appear on the registration book of the City at the close of business on the Record Date.

Section 15. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Notes eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the City agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations, which the City Clerk or other authorized representative of the City is authorized and directed to execute and deliver to DTC on behalf of the City to the extent an effective Blanket Issuer Letter of Representations is not presently on file in the City Clerk's office.

Section 16. Payment of Issuance Expenses. The City authorizes the Purchaser to forward the amount of the proceeds of the Notes allocable to the payment of issuance expenses to a financial institution selected by Ehlers at Closing for further distribution as directed by Ehlers.

Section 17. Condition on Issuance and Sale of the Notes. The issuance of the Notes and the sale of the Notes to the Purchaser are subject to approval by an Authorized Officer of the principal amount, definitive maturities, redemption provisions, interest rates and purchase price for the Notes, which approval shall be evidenced by execution by an Authorized Officer of the Approving Certificate.

The Notes shall not be issued, sold or delivered until this condition is satisfied. Upon satisfaction of this condition, the Authorized Officer is authorized to execute a Proposal with the Purchaser providing for the sale of the Notes to the Purchaser.

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Section 18. Official Statement. The Common Council hereby directs an Authorized Officer to approve the Preliminary Official Statement with respect to the Notes and deem the Preliminary Official Statement as "final" as of its date for purposes of SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule"). All actions taken by the Authorized Officer or other officers of the City in connection with the preparation of such Preliminary Official Statement and any addenda to it or final Official Statement are hereby ratified and approved. In connection with the Closing, the appropriate City official shall certify the Preliminary Official Statement and any addenda or final Official Statement. The City Clerk shall cause copies of the Preliminary Official Statement and any addenda or final Official Statement to be distributed to the Purchaser.

Section 19. Undertaking to Provide Continuing Disclosure. The City hereby covenants and agrees, for the benefit of the owners of the Notes, to enter into a written undertaking (the "Undertaking") if required by the Rule to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the owners of the Notes or by the Purchaser on behalf of such owners (provided that the rights of the owners and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the City to comply with the provisions of the Undertaking shall not be an event of default with respect to the Notes).

To the extent required under the Rule, the Mayor and City Clerk, or other officer of the City charged with the responsibility for issuing the Notes, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the City's Undertaking.

Section 20. Record Book. The City Clerk shall provide and keep the transcript of proceedings as a separate record book (the "Record Book") and shall record a full and correct statement of every step or proceeding had or taken in the course of authorizing and issuing the Notes in the Record Book.

Section 21. Bond Insurance. If the Purchaser determines to obtain municipal bond insurance with respect to the Notes, the officers of the City are authorized to take all actions necessary to obtain such municipal bond insurance. The Mayor and City Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the Mayor and City Clerk including provisions regarding restrictions on investment of Note proceeds, the payment procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Notes by the bond insurer and notices to be given to the bond insurer. In addition, any reference required by the bond insurer to the municipal bond insurance policy shall be made in the form of Note provided herein.

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Section 22. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the Common Council or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Adopted, approved and recorded June 18, 2024.

Paul Dwyer
Mayor

ATTEST:

Rebecca Weyer
City Clerk

(SEAL)

ADJOURN

Motion by Scholze, second by Peterson, to adjourn. Motion carried. The meeting was adjourned at 8:57 p.m.

Mayor Paul Dwyer

Attest: Rebecca Weyer, City Clerk