

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Legislative Chambers
160 S Macy Street

November 10, 2021
6:00 PM

1. CALL TO ORDER

- a. Roll Call
- b. Declaration a Quorum Is Present
- c. Pledge of Allegiance
- d. Silent Reflection

2. PUBLIC HEARINGS

3. CONSENT AGENDA

- a. October 27, 2021 Regular Council Minutes
- b. List Of Claims Dated November 3, 2021

4. AUDIENCE COMMENTS (Agenda and Non-agenda items)

- a. Virtual Instructions

To Participate In The Public Comments:

Dial in Using Your Phone.
1-414-251-4301

Enter Access Code: 331 952 134#

Introduce Yourself To The Moderator If You Wish To Register To
Speak During The Public Comment Portion Of The Agenda.

Public Participation Sign-Up Sheets and Written Public Comment for
Non-Attendance Public Participation Forms can be found
<https://www.fdl.wi.gov/city-council/>

5. ACTION ITEMS

- a. Resolution No. 8962
A Resolution Awarding The Sale Of \$20,350,000 General Obligation
Promissory Notes, Series 2021A
Introduction: Director of Administration
- b. Resolution No. 8963
A Resolution Awarding The Sale Of \$3,830,000 Taxable General
Obligation Refunding Bonds, Series 2021B
Introduction: Director of Administration
- c. Resolution No. 8964
A Resolution Supplementing Resolution No. 4350: Authorizing The
Issuance And Awarding The Sale Of \$10,595,000 Waterworks System

Revenue Refunding Bonds, Series 2021 And Providing For The Payment Of Such Bonds And Other Details And Covenants With Respect Thereto
Introduction: Director of Administration

d. Resolution No. 8965

A Resolution Approving The Proposed 2022 Through 2026 Capital Improvement Plan

Introduction: City Manager/Director of Administration

e. Resolution No. 8966

A Resolution Adopting The 2022 Fond du Lac Area Transit Budgets

Introduction: City Manager/Director of Administration

f. Resolution No. 8967

A Resolution Adopting The Final 2022 City Budget, Levying A Tax, And Establishing Fees

Introduction: City Manager/Director of Administration

g. Resolution No. 8968

A Resolution Declaring Official Intent To Reimburse Expenditures From Proceeds Of Borrowing

Introduction: Director of Administration

6. PRESENTATION OF INPUT ITEMS

a. Ethics Code Update

Presented By: City Attorney

7. ADJOURN

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: October 27, 2021 Regular Council Minutes

Subject: October 27, 2021 Regular Council Minutes

Initiator:

Recommendation:

ATTACHMENTS:

File Name

Minutes_2021_10_27_Meeting(836).pdf

**CITY COUNCIL MEETING MINUTES
CITY OF FOND DU LAC, WISCONSIN**

Legislative Chambers
160 S Macy Street

October 27, 2021
6:00 PM

CALL TO ORDER

Roll Call

Present

Arletta Allen
Tiffany Brault
Ben Giles
Keith Heisler
Kay Miller
Patrick Mullen

Absent

Donna Richards

Administrative Staff

Joseph Moore, City Manager
Tracy Salter, Dir of Admin
Tricia Davi, Comptroller/Treasurer
Dyann Benson, Community Development Director
Deb Hoffmann, City Attorney
Paul De Vries, Dir of Public Works
Peter O'Leary, Fire Chief
Aaron Goldstein, Chief of Police
Kathryn Duveneck, IT Services Director
Jon Mark Bolthouse, Library Director (virtual)

Declaration a Quorum Is Present

President Miller declared a quorum present.

Pledge of Allegiance

Pledge of Allegiance was recited.

Silent Reflection

A moment of silent reflection was observed.

PUBLIC HEARINGS

2022 Budget

President Miller opened the Public Hearing.

With no one wishing to speak President Miller declared the Public Hearing closed.

2022 Transit Budget

President Miller opened the Public Hearing.

With no one wishing to speak President Miller declared the Public Hearing closed.

CONSENT AGENDA

October 13, 2021 Regular Council Minutes

List Of Claims Dated October 20, 2021

A Motion was made by Patrick Mullen to approve the consent agenda and seconded by Tiffany Brault, and the motion was **Passed**.

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

AUDIENCE COMMENTS (Agenda and Non-agenda items)

No audience comments were made at this meeting.

Virtual Instructions

ACTION ITEMS

Retail License Transfer - Person To Person

A Motion was made by Keith Heisler to approve Retail "Class B" license transfer for Googles Inn at 8 N Main Street to Debra Borndahl and seconded by Arletta Allen, and the motion was **Passed**.

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

"Class A" Intoxicating Liquor and Class "A" Fermented Malt Beverage Change Of Agent

A Motion was made by Arletta Allen to approve change of agent to Mark Aschenbach for "Class A" Intoxicating Liquor and Class "A" Fermented Malt Beverage for Pick N Save at 55 West Pioneer Rd. and seconded by Patrick Mullen, and the motion was **Passed**.

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

Resolution No. 8960

File No. 2021-03

A Motion was made by Arletta Allen to approve Resolution No. 8960 confirming an appointment to the Fond du Lac Public Library Board and seconded by Patrick Mullen, and the motion was **Passed.**

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

Resolution No. 8961

File No. 2021-90

A Motion was made by Patrick Mullen to approve Resolution No. 8961 granting a utility easement to Alliant Energy at the southwest corner of Rolling Meadows Drive and Hickory Street and seconded by Keith Heisler, and the motion was **Passed.**

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

Ordinance No. 3740

File No. 2021-89

A Motion was made by Tiffany Brault to approve Ordinance No. 3740 redistricting and amending Wards and seconded by Arletta Allen, and the motion was **Passed.**

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

PRESENTATION OF INPUT ITEMS

Concept Plan For Expanding Accessible Play Equipment At Plamore Park

A concept plan for expanding accessible play equipment at Plamore Park was presented by City Manager, Joe Moore and Director of Public Works, Paul DeVries

ADJOURN

A Motion was made by Arletta Allen to adjourn at 6:42 p.m. and seconded by Keith Heisler, and the motion was **Passed.**

Ayes: Allen, Brault, Giles, Heisler, Miller, Mullen

Absent: Richards

Margaret Hefter
City Clerk

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: List Of Claims Dated November 3, 2021

Subject: List Of Claims Dated November 3, 2021

Initiator:

Recommendation:

ATTACHMENTS:

File Name

List_of_Claims_Memo_11-03-21.pdf

CITY OF FOND DU LAC - Memorandum

Department of Administration

Date: November 3, 2021

To: City Council

From: Tracy Salter, Director of Administration

Re: List of Claims

The list of claims for goods and services for the payment periods October 16, 2021 through October 29, 2021 for all funds total \$921,016.71. Wisconsin statute 66.0609 (2) requires the comptroller to file, at least monthly with the City Council, a list of approved claims paid.

Suggested Motion: Receive and File

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Virtual Instructions

Subject: To Participate In The Public Comments:

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Initiator:

Recommendation:

ATTACHMENTS:

File Name

Virtual_Council_Meeting_Instructions_-_Updated_092721.pdf



VIRTUAL COUNCIL MEETING DETAILS

Date: September 27, 2021

To help prevent the spread of COVID-19 and to protect our more vulnerable members of the community, the City of Fond du Lac City Council is encouraging everyone to watch the Council Meeting live online through the Government Channel Simulcast at: <https://www.fdl.wi.gov/city-council/webcasts/> , live via Charter Government Channel 980, or on demand the day after the meeting via our website at the above link.

In addition, the City of Fond du Lac will be allowing public comments via teleconference during this pandemic.

To participate in the public comments, please call in using the info below between 5:30-5:50pm and register to speak. Once registered with the moderator, please mute your phone and remain on hold until your turn to speak.

City Council Regular Meeting - Virtual Instructions

To participate in the public comments:

Step 1: Dial in using your phone to 414-251-4301

Step 2: Enter Access Code: 331 952 134#

Step 3: Introduce yourself to the moderator to get registered to speak during the public comment portion of the agenda.

Note: The call in instructions are available for those that want to **speak** during public comments. To **watch the meeting** without speaking, the webcast, Charter channel, or on demand the next day are the recommended methods and calling in is not necessary.

For more information about Fond du Lac's COVID-19 precautions visit www.fdl.wi.gov.

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8962

Subject: A Resolution Awarding The Sale Of \$20,350,000 General
Obligation Promissory Notes, Series 2021A
Introduction: Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

Memo_Res_8962_-_GOPNS_Series_A.pdf

prs_plan_of_finance_fond_du_lac_cy_10132021.pdf

8962_Res_Approving_2021A_GOPNs.pdf

CITY OF FOND DU LAC - Memorandum

Department of Administration

To: Joe Moore, City Manager
City Council

From: Tracy Salter, Director of Administration

Date: November 3, 2021

Subject: Resolution 8962- General Obligation Promissory Notes, Series 2021A

This resolution authorizes the issuance and sale of \$20,350,000 general obligation promissory notes, series 2021A dated December 1, 2021, due March 1, 2031 for public purpose including capital projects totals \$6,560,000 and refinancing totals \$13,790,000.

This debt finances the 2021 CIP and refinances Series 2011B, Series 2012A, and Series 2012B debt. The 2021 Debt Plan of Finance provided by Justin Fischer, Robert W Baird & Co. in the October 13th City Council agenda packet is attached for reference and will be updated and presented at the November 10, 2021 meeting. The hypothetical 2021 CIP Financing Plan is presented on page 3 of the attached plan. The refinancing of the 2011B/2012A/2012B bonds as illustrated on page 2 and 4/5 of the attached plan, indicates a potential present value savings of \$1.4 million based upon interest rate estimates at the time provided. The refinancing is being done to save interest and will not extend the term of the debt repayment.

Resolutions 8907 passed in November 11, 2020 and 8926 passed on March 24, 2021 declared the official intent to reimburse the 2021 Capital Improvement Plan expenditures from proceeds of borrowing. This allowed staff to begin design, bidding, contracting and construction of projects while maintaining the tax exempt status of the notes.

S&P Global Ratings assigned its 'AA-' long-term rating to the City's 2021A general obligation (GO) promissory notes and series 2021B taxable GO refunding bonds and affirmed their 'AA-' long-term rating on the City's previously issued GO debt. In addition, they affirmed their 'SP+1' short-term rating on the outstanding series 2019B bond anticipation notes (BANs) with the outlook stable where applicable.

The resolution drafts related to Series 2021A general obligation promissory notes follow this memo with attached plan. The actual documents will be provided by Justin Fischer of Robert W. Baird at the November 10th meeting. The final interest rates will be included at that time.

Attachment: 2021 Debt Plan of Finance



City of Fond du Lac

City Council Meeting

October 13, 2021

Justin A. Fischer, Director

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777 East Wisconsin Avenue
Milwaukee, WI 53202
Phone 414.765.3827
Fax 414.298.7354

City of Fond du Lac

City Council Meeting

October 13, 2021



Borrowing/Structure/Purpose

Estimated Size:	\$20,350,000	\$3,830,000
Issue:	General Obligation Promissory Notes	Taxable General Obligation Refunding Bonds
Purpose:	<ul style="list-style-type: none">• Fund 2021 CIP• Refinancing of:<ul style="list-style-type: none">○ Series 2011B, Dated 2/15/2011○ Series 2012A & B, Dated 5/23/2012	<ul style="list-style-type: none">• Refinancing of:<ul style="list-style-type: none">○ Series 2013A, Dated 02/27/2013○ Series 2019B, Dated 10/23/2019 (TID #22)
Structure:	Matures March 1, 2022 – 2031	Matures April 1, 2022 – 2032
First Interest:	March 1, 2022	April 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter	October 1, 2028 or any date thereafter
Estimated Interest Rate:	1.73%	2.20%
Estimated PV Savings (\$)¹:	\$1,399,241	\$52,761 (Related to Series 2013A only)
Estimated PV Savings (%):	10.346%	5.276% (Related to Series 2013A only)

Estimated Size:	\$10,595,000
Issue:	Waterworks System Revenue Refunding Bonds
Purpose:	<ul style="list-style-type: none">• Refinancing of:<ul style="list-style-type: none">○ Series 2010, Dated 2/10/2010○ Series 2011B, Dated 9/28/2011
Structure:	Matures September 1, 2022 – 2029
First Interest:	March 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter
Estimated Interest Rate:	1.57%
Estimated PV Savings (\$)²:	\$1,470,325
Estimated PV Savings (%):	13.489%

¹ Present value calculated using the All-Inclusive Cost (AIC) of 1.70% as the discount rate for tax-exempt notes and 2.51% as discount rate on taxable bonds.

² Present value calculated using the All-Inclusive Cost (AIC) of 1.72% as discount rate on revenue bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

Hypothetical 2021 CIP Financing Plan



			PRELIMINARY					
			\$6,560,000 G.O. PROMISSORY NOTES <i>Dated December 1, 2021</i> <i>(First interest 3/1/22)</i>					
LEVY YEAR	YEAR DUE	EXISTING DEBT SERVICE <i>(Levy Supported)</i> <i>(A)</i>	PRINCIPAL <i>(3/1)</i>	INTEREST <i>(3/1 & 9/1)</i> <i>TIC=</i> <i>1.90%</i>	LESS: HYPOTHETICAL BID PREMIUM	TOTAL	COMBINED DEBT SERVICE <i>(Levy Supported)</i>	YEAR DUE
2020	2021	\$8,753,934					\$8,753,934	2021
2021	2022	\$8,759,288	\$280,000	\$103,056	(\$103,056)	\$280,000	\$9,039,288	2022
2022	2023	\$8,627,333	\$220,000	\$135,375	(\$42,421)	\$312,954	\$8,940,287	2023
2023	2024	\$8,612,777	\$210,000	\$133,225		\$343,225	\$8,956,002	2024
2024	2025	\$8,143,843	\$225,000	\$131,050		\$356,050	\$8,499,893	2025
2025	2026	\$8,250,211	\$200,000	\$128,925		\$328,925	\$8,579,136	2026
2026	2027	\$8,277,352	\$235,000	\$126,163		\$361,163	\$8,638,514	2027
2027	2028	\$8,338,118	\$290,000	\$122,225		\$412,225	\$8,750,343	2028
2028	2029	\$7,088,284	\$1,595,000	\$100,511		\$1,695,511	\$8,783,795	2029
2029	2030	\$8,046,276	\$1,630,000	\$61,005		\$1,691,005	\$9,737,281	2030
2030	2031	\$1,057,801	\$1,675,000	\$20,519		\$1,695,519	\$2,753,320	2031
<u>\$83,955,217</u>			<u>\$6,560,000</u>	<u>\$1,062,054</u>	<u>(\$145,477)</u>	<u>\$7,476,576</u>	<u>\$91,431,793</u>	

(A) After hypothetical refinancings of 2011B, 2012A, and 2012B Bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Tax-Exempt Refunding Illustration

BEFORE REFINANCING										
Calendar Year	\$5,700,000 G.O. Ref. Bonds, Series 2011B (AR) Dated February 15, 2011			\$5,475,000 G.O. Ref. Bonds, Series 2012A (AR) Dated May 23, 2012			\$7,650,000 G.O. Ref. Bonds, Series 2012B (CR) Dated May 23, 2012			TOTAL DEBT SERVICE
	PRINCIPAL (2/1)	RATE	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	
2021	\$250,000	4.375%	\$167,969	\$250,000	3.000%	\$150,250	\$100,000	4.000%	\$264,000	\$1,182,219
2022	\$250,000	4.500%	\$156,875	\$250,000	3.000%	\$142,750	\$100,000	4.000%	\$260,000	\$1,159,625
2023	\$600,000	5.000%	\$136,250	\$250,000	3.000%	\$135,250	\$100,000	3.000%	\$256,500	\$1,478,000
2024	\$700,000	5.000%	\$103,750	\$625,000	4.000%	\$119,000	\$275,000	4.000%	\$249,500	\$2,072,250
2025	\$850,000	5.000%	\$65,000	\$700,000	3.000%	\$96,000	\$300,000	3.000%	\$239,500	\$2,250,500
2026	\$875,000	5.000%	\$21,875	\$900,000	4.500%	\$65,250	\$500,000	4.000%	\$225,000	\$2,587,125
2027				\$1,000,000	4.500%	\$22,500	\$800,000	4.500%	\$197,000	\$2,019,500
2028							\$850,000	4.500%	\$159,875	\$1,009,875
2029							\$950,000	3.500%	\$124,125	\$1,074,125
2030							\$1,000,000	3.500%	\$90,000	\$1,090,000
2031							\$1,000,000	3.625%	\$54,375	\$1,054,375
2032							\$1,000,000	3.625%	\$18,125	\$1,018,125
	<u>\$3,525,000</u>		<u>\$651,719</u>	<u>\$3,975,000</u>		<u>\$731,000</u>	<u>\$6,975,000</u>		<u>\$2,138,000</u>	<u>\$17,995,719</u>

Maturities callable 2/1/2021 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

	CALLABLE MATURITIES
X.XXX%	TERM BONDS

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Tax-Exempt Refinancing Illustration (cont.)

AFTER REFINANCING										
Calendar Year	\$5,700,000 G.O. Ref. Bonds, Series 2011B (AR) Dated February 15, 2011		\$5,475,000 G.O. Ref. Bonds, Series 2012A (AR) Dated May 23, 2012		\$7,650,000 G.O. Ref. Bonds, Series 2012B (CR) Dated May 23, 2012		\$13,790,000 G.O. Promissory Notes (CR) Dated December 1, 2021 ¹		TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
	PRINCIPAL (2/1)	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)		
	TIC= 1.61%									
2021	\$250,000	\$167,969	\$250,000	\$150,250	\$100,000	\$264,000			\$1,182,219	\$0
2022	***		\$250,000	\$3,750	\$100,000	\$2,000	\$655,000	\$144,469	\$1,155,219	\$4,406
2023	***		***		***		\$1,165,000	\$184,618	\$1,349,618	\$128,383
2024	***		***		***		\$1,775,000	\$169,918	\$1,944,918	\$127,333
2025	***		***		***		\$1,965,000	\$151,218	\$2,116,218	\$134,283
2026	***		***		***		\$2,330,000	\$129,743	\$2,459,743	\$127,383
2027			***		***		\$1,855,000	\$104,180	\$1,959,180	\$60,320
2028					***		\$930,000	\$83,293	\$1,013,293	(\$3,418)
2029					***		\$1,015,000	\$63,884	\$1,078,884	(\$4,759)
2030					***		\$1,055,000	\$38,526	\$1,093,526	(\$3,526)
2031					***		\$1,045,000	\$12,801	\$1,057,801	(\$3,426)
2032					***					\$1,018,125
	\$250,000	\$167,969	\$500,000	\$154,000	\$200,000	\$266,000	\$13,790,000	\$1,082,648	\$16,410,617	\$1,585,102

REFINANCED WITH 2021 ISSUE.

ROUNDING AMOUNT..... **\$4,160**
POTENTIAL GROSS SAVINGS..... **\$1,589,262**

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... **\$1,399,241**
POTENTIAL PRESENT VALUE SAVINGS %..... **10.346%**

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.70% as the discount rate.

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	11.688%	\$1,580,762
-0.20%	11.241%	\$1,520,355
-0.10%	10.794%	\$1,459,902
+0.10%	9.895%	\$1,338,350
+0.20%	9.446%	\$1,277,558
+0.30%	8.995%	\$1,216,539

City of Fond du Lac

City Council Meeting

October 13, 2021



Hypothetical TID #22 Financing Illustration

TID #22 Project		Refunding of Taxable NAN			
\$2,695,000		\$2,745,000			
Taxable Note Anticipation Notes		TAXABLE G.O. REFUNDING BONDS			
Dated October 23, 2019		Dated December 1, 2021			
(Due 4/1/22)		(First interest 4/1/22)			
YEAR DUE	RATE= 3.50%	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1) TIC= 2.18%	TOTAL	YEAR DUE
2021	\$116,858				2021
2022	Assumes NAN principal paid with bond proceeds on 12/27/2021. Assumes TID revenues pay Taxable NAN interest until payoff.	\$265,000	\$37,418	\$302,418	2022
2023		\$260,000	\$42,635	\$302,635	2023
2024		\$260,000	\$39,645	\$299,645	2024
2025		\$265,000	\$36,099	\$301,099	2025
2026		\$270,000	\$32,018	\$302,018	2026
2027		\$275,000	\$27,451	\$302,451	2027
2028		\$280,000	\$22,315	\$302,315	2028
2029		\$285,000	\$16,521	\$301,521	2029
2030		\$290,000	\$10,195	\$300,195	2030
2031		\$295,000	\$3,466	\$298,466	2031
\$116,858		\$2,745,000	\$267,763	\$3,012,763	

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Taxable Refunding Illustration

BEFORE REFINANCING						AFTER REFINANCING						
Calendar Year	\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013					\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013		\$1,085,000 Taxable G.O. Refunding Bonds (AR) Dated December 1, 2021 ¹			TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
	PRINCIPAL (4/1)	RATE	INTEREST (4/1 & 10/1)	TOTAL		PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	TOTAL				
									TIC= 2.25%			
2021	\$75,000	3.000%	\$49,688	\$124,688		\$75,000	\$49,688				\$124,688	\$0
2022	\$100,000	3.125%	\$47,000	\$147,000		\$100,000	\$4,813	\$20,000	\$17,063	\$37,063	\$141,875	\$5,125
2023	\$100,000	3.250%	\$43,813	\$143,813		\$100,000	\$1,625	\$15,000	\$20,329	\$35,329	\$136,954	\$6,859
2024	\$100,000	3.875%	\$40,250	\$140,250		***		\$115,000	\$19,531	\$134,531	\$134,531	\$5,719
2025	\$100,000	3.875%	\$36,375	\$136,375		***		\$110,000	\$18,015	\$128,015	\$128,015	\$8,360
2026	\$100,000	4.000%	\$32,438	\$132,438		***		\$110,000	\$16,338	\$126,338	\$126,338	\$6,100
2027	\$100,000	4.000%	\$28,438	\$128,438		***		\$110,000	\$14,495	\$124,495	\$124,495	\$3,943
2028	\$100,000	4.250%	\$24,313	\$124,313		***		\$105,000	\$12,509	\$117,509	\$117,509	\$6,804
2029	\$125,000	4.250%	\$19,531	\$144,531		***		\$130,000	\$10,088	\$140,088	\$140,088	\$4,444
2030	\$125,000	4.500%	\$14,063	\$139,063		***		\$125,000	\$7,284	\$132,284	\$132,284	\$6,779
2031	\$125,000	4.500%	\$8,438	\$133,438		***		\$125,000	\$4,409	\$129,409	\$129,409	\$4,029
2032	\$125,000	4.500%	\$2,813	\$127,813		***		\$120,000	\$1,470	\$121,470	\$121,470	\$6,343
	\$1,275,000		\$347,156	\$1,622,156		\$275,000	\$56,125	\$1,085,000	\$141,529	\$1,226,529	\$1,557,654	\$64,502

Maturities callable 4/1/2023 or any date thereafter.

*TID No. 13 Supported

CALLABLE MATURITIES
X.XXX% TERM BONDS

*** REFINANCED WITH 2021 ISSUE.

- (1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

- (2) Present value calculated using the All Inclusive Cost (AIC) of 2.51% as the discount rate.

ROUNDING AMOUNT.....	(\$3,325)
POTENTIAL GROSS SAVINGS.....	\$61,177
(2) POTENTIAL PRESENT VALUE SAVINGS \$.....	\$52,761
POTENTIAL PRESENT VALUE SAVINGS %.....	5.276%

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	7.129%	\$71,291
-0.20%	6.515%	\$65,152
-0.10%	5.901%	\$59,013
+0.10%	4.660%	\$46,605
+0.20%	4.044%	\$40,440
+0.30%	3.428%	\$34,276



City of Fond du Lac

City Council Meeting

October 13, 2021

Hypothetical Waterworks System Revenue Bonds Financing Illustration

BEFORE REFINANCING							AFTER REFINANCING							POTENTIAL DEBT SERVICE SAVINGS		
Calendar Year	\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010 Dated February 10, 2010			\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B Dated September 28, 2011			TOTAL DEBT SERVICE	\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010 Dated February 10, 2010		\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B Dated September 28, 2011		\$10,595,000 Waterworks Sys. Rev. Ref. Bonds (CR) Dated December 1, 2021 ¹			TOTAL NEW DEBT SERVICE	
	PRINCIPAL	RATE	INTEREST	PRINCIPAL	RATE	INTEREST		PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL	INTEREST			
	(9/1)		(3/1 & 9/1)	(9/1)		(3/1 & 9/1)		(9/1)	(3/1 & 9/1)	(9/1)	(3/1 & 9/1)	(9/1)	(3/1 & 9/1)			
	TIC= 1.57%															
2021	\$650,000	4.000%	\$398,663	\$125,000	4.000%	\$140,944	\$1,314,606	\$650,000	\$398,663	\$125,000	\$140,944		\$1,314,606	\$0		
2022	\$650,000	4.000%	\$372,663	\$150,000	4.000%	\$135,944	\$1,308,606	***		***		\$930,000	\$128,143	\$1,058,143	\$250,463	
2023	\$725,000	4.250%	\$346,663	\$125,000	4.000%	\$129,944	\$1,326,606	***		***		\$915,000	\$161,558	\$1,076,558	\$250,049	
2024	\$950,000	4.300%	\$315,850	\$400,000	4.000%	\$124,944	\$1,790,794	***		***		\$1,385,000	\$152,408	\$1,537,408	\$253,386	
2025	\$1,000,000	5.000%	\$275,000	\$425,000	4.375%	\$108,944	\$1,808,944	***		***		\$1,415,000	\$138,558	\$1,553,558	\$255,386	
2026	\$1,050,000	5.000%	\$225,000	\$425,000	5.000%	\$90,350	\$1,790,350	***		***		\$1,415,000	\$124,408	\$1,539,408	\$250,943	
2027	\$1,100,000	5.000%	\$172,500	\$500,000	5.000%	\$69,100	\$1,841,600	***		***		\$1,495,000	\$96,108	\$1,591,108	\$250,493	
2028	\$1,150,000	5.000%	\$117,500	\$500,000	4.200%	\$44,100	\$1,811,600	***		***		\$1,495,000	\$66,208	\$1,561,208	\$250,393	
2029	\$1,200,000	5.000%	\$60,000	\$550,000	4.200%	\$23,100	\$1,833,100	***		***		\$1,545,000	\$36,308	\$1,581,308	\$251,793	
								\$650,000	\$398,663	\$125,000	\$140,944	\$10,595,000	\$903,696	\$12,813,302	\$2,012,904	
Maturities callable 9/1/2020 or any date thereafter.							Maturities callable 9/1/2021 or any date thereafter.									
CALLABLE MATURITIES							*** REFINANCED WITH 2021 ISSUE.							CHANGE IN DSRF.....		(\$411,945)
X.XXX% TERM BOND														ROUNDING AMOUNT.....		\$1,938
														POTENTIAL GROSS SAVINGS.....		\$1,602,897

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.72% as the discount rate.

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... \$1,470,325
POTENTIAL PRESENT VALUE SAVINGS %..... 13.489%

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	15.004%	\$1,635,476
-0.20%	14.497%	\$1,580,191
-0.10%	13.992%	\$1,525,101
+0.10%	12.990%	\$1,415,942
+0.20%	12.495%	\$1,361,964
+0.30%	12.002%	\$1,308,206



City of Fond du Lac

City Council Meeting

October 13, 2021

Tentative Timeline

- City/Baird develop Plan of Finance September - October 2021
- City Council considers plan of finance and Initial Resolutions..... October 13, 2021
 - Preparations are made for issuance
 - ✓ Official Statements
 - ✓ Bond Rating
 - ✓ Marketing
- City Council considers Award Resolutions (finalizes terms and interest rates) November 10, 2021
- Closing (funds available)..... December 1, 2021

RESOLUTION NO. 8962

RESOLUTION AWARDING THE SALE OF
\$20,350,000 GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2021A

WHEREAS, on October 13, 2021, the City Council of the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City") adopted a resolution (the "Set Sale Resolution"), providing for the sale of general obligation promissory notes for public purposes, including paying the cost of projects and equipment included in the City's capital improvement plan (the "Project") and refunding outstanding obligations of the City, specifically, the callable portions of its General Obligation Refunding Bonds, Series 2011B, dated February 15, 2011 (the "2011B Bonds"), General Obligation Refunding Bonds, Series 2012A, dated May 23, 2012 (the "2012A Bonds"), and General Obligation Refunding Bonds, Series 2012B, dated May 23, 2012 (the "2012B Bonds") (collectively, the "Refunded Obligations") (hereinafter the refinancing of the Refunded Obligations shall be referred to as the "Refunding");

WHEREAS, the City Council deems it to be necessary, desirable and in the best interest of the City to refund the Refunded Obligations for the purpose of achieving debt service savings;

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 and to refinance its outstanding obligations; and

WHEREAS, it is the finding of the City Council that it is necessary, desirable and in the best interest of the City to sell general obligation promissory notes designated "General Obligation Promissory Notes, Series 2021A" (the "Notes") to Robert W. Baird & Co. Incorporated (the "Purchaser"), pursuant to the terms and conditions of its note purchase agreement attached hereto as Exhibit A and incorporated herein by this reference (the "Proposal").

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

Section 1. Authorization and Sale of the Notes. For the purpose of paying the cost of the Project and the Refunding, there shall be borrowed pursuant to Section 67.12(12), Wisconsin Statutes, the principal sum of TWENTY MILLION THREE HUNDRED FIFTY THOUSAND DOLLARS (\$20,350,000) from the Purchaser in accordance with the terms and conditions of the Proposal. The Proposal is hereby accepted and the City Manager and City Clerk or other appropriate officers of the City are authorized and directed to execute an acceptance of the Proposal on behalf of the City. To evidence the obligation of the City, the City Manager and City Clerk are hereby authorized, empowered and directed to make, execute, issue and sell to the Purchaser for, on behalf of and in the name of the City, general obligation promissory notes aggregating the principal amount of TWENTY MILLION THREE HUNDRED FIFTY THOUSAND DOLLARS (\$20,350,000) for the sum set forth on the Proposal, plus accrued interest to the date of delivery.

Section 2. Terms of the Notes. The Notes shall be designated "General Obligation Promissory Notes, Series 2021A"; shall be issued in the aggregate principal amount of \$20,350,000; shall be dated December 1, 2021; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall bear interest at the rates per annum and mature on March 1 of each year, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit B-1 and incorporated herein by this reference. Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2022. 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. The schedule of principal and interest payments due on the Notes is set forth on the Debt Service Schedule attached hereto as Exhibit B-2 and incorporated herein by this reference (the "Schedule").

Section 2A. Designation of Maturities. For purposes of State law, the Notes are designated as being issued to pay and discharge the debts incurred by the City through the issuance of the Refunded Obligations (and any obligations refunded by the Refunded Obligations) in the order in which those debts were incurred, so that the Notes of the earliest maturities are considered to be issued to discharge the debts which were incurred first.

Section 3. Redemption Provisions. The Notes maturing on March 1, 2029 and thereafter are subject to redemption prior to maturity, at the option of the City, on September 1, 2028 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

[If the Proposal specifies that any of the Notes are subject to mandatory redemption, the terms of such mandatory redemption shall be set forth on an attachment hereto as Exhibit MRP and incorporated herein by this reference. 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 Exhibit MRP for such Notes in such manner as the City shall direct.]

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 C 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 2021 through 2030 for the payments due in the years 2022 through 2031 in the amounts set forth on the Schedule.

(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 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 2021A" (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 not used for the Refunding 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.

(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 City 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 not used for the Refunding 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 by the Refunded Obligations and the ownership, management and use of the projects will not cause the Notes or the Refunded Obligations 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 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. 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 City Manager 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 11. Payment of the Notes; Fiscal Agent. The principal of and interest on the Notes shall be paid by Zions Bancorporation, National Association, Chicago, Illinois, 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 City Manager 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.

Section 12. 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 City Manager 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 City Manager and City Clerk are authorized to execute any new Note or Notes necessary to effect any such transfer.

Section 13. 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 14. 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 15. Official Statement. The City Council hereby approves the Preliminary Official Statement with respect to the Notes and deems 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 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 16. 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 City Manager 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 17. Redemption of the 2011B Bonds. The 2011B Bonds maturing on February 1, 2022 and thereafter are hereby called for prior payment and redemption on December 27, 2021 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit D-1 and incorporated herein by this reference (the "2011B Bonds Notice"), to be provided at the times, to the parties and in the manner set forth on the 2011B Bonds Notice. Any and all actions heretofore taken by the officers and agents of the City to effectuate the redemption of the 2011B Bonds are hereby ratified and approved.

Section 18. Redemption of the 2012A Bonds. The 2012A Bonds maturing on March 1, 2023 and thereafter are hereby called for prior payment and redemption on March 1, 2022 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit D-2 and incorporated herein by this reference (the "2012A Bond Notice"), to be provided at the times, to the parties and in the manner set forth on the 2012A Bond Notice. Any and all actions heretofore taken by the officers and agents of the City to effectuate the redemption of the 2012A Bonds are hereby ratified and approved.

Section 19. Redemption of the 2012B Bonds. The 2012B Bonds maturing on March 1, 2023 and thereafter are hereby called for prior payment and redemption on March 1, 2022 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit D-3 and incorporated herein by this reference (the "2012B Bonds Notice"), to be provided at the times, to the parties and in the manner set forth on the 2012B Bonds Notice. Any and all actions heretofore taken by the officers and agents of the City to effectuate the redemption of the 2012B Bonds are hereby ratified and approved.

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 City Manager and City Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the City Manager 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.

Section 22. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the City 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 and recorded November 10, 2021.

Kay Miller
City Council President

ATTEST:

Margaret Hefter
City Clerk

(SEAL)

City Attorney
Reviewed: _____

EXHIBIT A

Note Purchase Agreement

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

EXHIBIT B-1

Pricing Summary

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

EXHIBIT B-2

Debt Service Schedule and Irrepealable Tax Levies

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

[EXHIBIT MRP

Mandatory Redemption Provision

The Notes due on March 1, ____, ____ and ____ (the "Term Bonds") are subject to mandatory redemption prior to maturity by lot (as selected by the Depository) at a redemption price equal to One Hundred Percent (100%) of the principal amount to be redeemed plus accrued interest to the date of redemption, from debt service fund deposits which are required to be made in amounts sufficient to redeem on March 1 of each year the respective amount of Term Bonds specified below:

For the Term Bonds Maturing on March 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on March 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on March 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on March 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)]

EXHIBIT C

(Form of Note)

REGISTERED UNITED STATES OF AMERICA DOLLARS
STATE OF WISCONSIN
FOND DU LAC COUNTY
NO. R-____ CITY OF FOND DU LAC \$_____
GENERAL OBLIGATION PROMISSORY NOTE, SERIES 2021A

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
March 1, _____ December 1, 2021 _____% _____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
(\$_____)

FOR VALUE RECEIVED, the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2022 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Note are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Note is registered on the Bond Register maintained by Zions Bancorporation, National Association, Chicago, Illinois (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding each interest payment date (the "Record Date"). This Note is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

For the prompt payment of this Note together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the City are hereby irrevocably pledged.

This Note is one of an issue of Notes aggregating the principal amount of \$20,350,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the City pursuant to the provisions of Section 67.12(12), Wisconsin Statutes, for public purposes, including paying the cost of projects and equipment included in the City's capital improvement plan and refunding certain obligations of the City, as authorized by a resolution adopted on November 10, 2021. Said resolution is recorded in the official minutes of the City Council for said date.

The Notes maturing on March 1, 2029 and thereafter are subject to redemption prior to maturity, at the option of the City, on September 1, 2028 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

【The Notes maturing in the years _____ are subject to mandatory redemption by lot as provided in the resolution referred to above, at the redemption price of par plus accrued interest to the date of redemption and without premium.】

In the event the Notes are redeemed prior to maturity, as long as the Notes are in book-entry-only form, official notice of the redemption will be given by mailing a notice by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by the Depository, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all of the Notes of a maturity are to be called for redemption, the Notes of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Notes called for redemption, CUSIP numbers, and the date of redemption. Any notice provided as described herein shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice. The Notes shall cease to bear interest on the specified redemption date provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Notes shall no longer be deemed to be outstanding.

It is hereby certified and recited that all conditions, things and acts required by law to exist or to be done prior to and in connection with the issuance of this Note have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the City, including this Note and others issued simultaneously herewith, does not exceed any limitation imposed by law or the Constitution of the State of Wisconsin; and that a direct annual irrepealable tax has been levied sufficient to pay this Note, together with the interest thereon, when and as payable.

This Note is transferable only upon the books of the City kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Notes, and the City appoints another depository, upon surrender of the Note to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Note in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the City for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Notes (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Notes, or (iii) with respect to any particular Note, after such Note has been called for redemption. The Fiscal Agent and City may treat and consider the Depository in

whose name this Note is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Notes are issuable solely as negotiable, fully-registered Notes without coupons in the denomination of \$5,000 or any integral multiple thereof.

This Note shall not be valid or obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Fiscal Agent.

No delay or omission on the part of the owner hereof to exercise any right hereunder shall impair such right or be considered as a waiver thereof or as a waiver of or acquiescence in any default hereunder.

IN WITNESS WHEREOF, the City of Fond du Lac, Fond du Lac County, Wisconsin, by its governing body, has caused this Note to be executed for it and in its name by the manual or facsimile signatures of its duly qualified City Manager and City Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN

By: _____
Joseph P. Moore
City Manager

(SEAL)

By: _____
Margaret Hefter
City Clerk

Date of Authentication: _____, _____

CERTIFICATE OF AUTHENTICATION

This Note is one of the Notes of the issue authorized by the within-mentioned resolution of the City of Fond du Lac, Fond du Lac County, Wisconsin.

ZIONS BANCORPORATION, NATIONAL
ASSOCIATION, CHICAGO, ILLINOIS

By _____
Authorized Signatory

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

the within Note and all rights thereunder and hereby irrevocably constitutes and appoints _____, Legal Representative, to transfer said Note on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

(e.g. Bank, Trust Company
or Securities Firm)

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Note in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

EXHIBIT D-1

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2011B,
DATED FEBRUARY 15, 2011

NOTICE IS HEREBY GIVEN that the Bonds of the above-referenced issue which mature on the dates and in the amounts; bear interest at the rates; and have CUSIP Nos. as set forth below have been called for prior payment on December 27, 2021 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
02/01/2022	\$250,000	4.50%	344461BR8
02/01/2023	600,000	5.00	344461BS6
02/01/2024	700,000	5.00	344461BT4
02/01/2025	850,000	5.00	344461BU1
02/01/2026	875,000	5.00	344461BV9

Upon presentation and surrender of said Bonds to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Bonds, the registered owners thereof will be paid the principal amount of the Bonds plus accrued interest to the date of prepayment.

Said Bonds will cease to bear interest on December 27, 2021.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A. at least thirty-five (35) days prior to December 27, 2021. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to December 27, 2021 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.

EXHIBIT D-2

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2012A, DATED MAY 23, 2012

NOTICE IS HEREBY GIVEN that the Bonds of the above-referenced issue which mature on the dates and in the amounts; bear interest at the rates; and have CUSIP Nos. as set forth below have been called for prior payment on March 1, 2022 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
03/01/2023	\$ 250,000	3.00%	344461CF3
03/01/2024	625,000	4.00	344461CG1
03/01/2025	700,000	3.00	344461CH9
03/01/2027	1,900,000	4.50	344461CK2

Upon presentation and surrender of said Bonds to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Bonds, the registered owners thereof will be paid the principal amount of the Bonds plus accrued interest to the date of prepayment.

Said Bonds will cease to bear interest on March 1, 2022.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A. at least thirty-five (35) days prior to March 1, 2022. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to March 1, 2022 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.

EXHIBIT D-3

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2012B, DATED MAY 23, 2012

NOTICE IS HEREBY GIVEN that the Bonds of the above-referenced issue which mature on the dates and in the amounts; bear interest at the rates; and have CUSIP Nos. as set forth below have been called for prior payment on March 1, 2022 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
03/01/2023	\$ 100,000	3.00 %	344461CV8
03/01/2024	275,000	4.00	344461CW6
03/01/2025	300,000	3.00	344461CX4
03/01/2026	500,000	4.00	344461CY2
03/01/2028	1,650,000	4.50	344461DA3
03/01/2030	1,950,000	3.50	344461DC9
03/01/2032	2,000,000	3.625	344461DE5

Upon presentation and surrender of said Bonds to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Bonds, the registered owners thereof will be paid the principal amount of the Bonds plus accrued interest to the date of prepayment.

Said Bonds will cease to bear interest on March 1, 2022.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A. at least thirty-five (35) days prior to March 1, 2022. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to March 1, 2022 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8963

Subject: A Resolution Awarding The Sale Of \$3,830,000 Taxable
General Obligation Refunding Bonds, Series 2021B
Introduction: Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

Memo_Res_8963_-_2021_Taxable_GOBs.pdf

prs_plan_of_finance_fond_du_lac_cy_10132021.pdf

8963_Res_Approving_2021B_Taxable_GORs.pdf

CITY OF FOND DU LAC - Memorandum

Department of Administration

To: Joe Moore, City Manager
City Council

From: Tracy Salter, Director of Administration

Date: November 3, 2021

Subject: Resolution 8963 - Taxable General Obligation Refunding Bonds, Series 2021B

This resolution authorizes the issuance and sale of \$3,830,000 Taxable General Obligation Refunding Bonds, Series 2021B dated December 1, 2021, due April 1, 2032. The proceeds will be used for the public purpose of current and advance refunding of Tax Increment District outstanding obligations, TID #22 and TID #13, of the City, including interest on them.

The 2021 Debt Plan of Finance provided by Justin Fischer, Robert W Baird & Co. in the October 13th City Council agenda packet is attached for reference and will be updated and presented at the November 10, 2021 meeting. The refinancing of these series will result in a potential gross savings as indicated on pages 2 and 6/7 of the attached plan.

The City issued Series 2019B Note Anticipation Notes (NANs) to fund TID #22 project costs with interest only payments and principal to be refinanced by April 1, 2022. This was done to maximize flexibility to structure the debt annual payment amounts and number of years required for repayment based on forecasted annual tax increments received. TID #22 project plan includes three parcels with The Hotel Retlaw and Livery Lofts projects complete. The TID #22 financing plan illustration is on page 6 of the attached plan as of October 13th.

2013A TID #13 - Mercury Marine refinancing takes advantage of the debt issuance efforts already being done and the purpose is strictly to save interest costs over the remaining term of the debt. Page 7 of the attached plan estimates potential gross savings of \$61,000 (potential present value savings \$53,000) based upon interest rate estimates at the time provided.

S&P Global Ratings assigned its 'AA-' long-term rating to the City's 2021A general obligation (GO) promissory notes and series 2021B taxable GO refunding bonds and affirmed their 'AA-' long-term rating on the City's previously issued GO debt. In addition, they affirmed their 'SP+1' short-term rating on the outstanding series 2019B bond anticipation notes (BANs) with the outlook stable where applicable.

The resolution draft related to the Taxable General Obligation Refunding Bonds, Series 2021B follow this memo with attached plan. The actual documents will be provided by Justin Fischer of Robert W. Baird at the November 10th meeting. Final interest rates will be included at that time.

Attachment: 2021 Debt Plan of Finance



City of Fond du Lac

City Council Meeting

October 13, 2021

Justin A. Fischer, Director

jfischer@rwbaird.com
777 East Wisconsin Avenue
Milwaukee, WI 53202
Phone 414.765.3827
Fax 414.298.7354

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Borrowing/Structure/Purpose

Estimated Size:	\$20,350,000	\$3,830,000
Issue:	General Obligation Promissory Notes	Taxable General Obligation Refunding Bonds
Purpose:	<ul style="list-style-type: none">Fund 2021 CIPRefinancing of:<ul style="list-style-type: none">Series 2011B, Dated 2/15/2011Series 2012A & B, Dated 5/23/2012	<ul style="list-style-type: none">Refinancing of:<ul style="list-style-type: none">Series 2013A, Dated 02/27/2013Series 2019B, Dated 10/23/2019 (TID #22)
Structure:	Matures March 1, 2022 – 2031	Matures April 1, 2022 – 2032
First Interest:	March 1, 2022	April 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter	October 1, 2028 or any date thereafter
Estimated Interest Rate:	1.73%	2.20%
Estimated PV Savings (\$)¹:	\$1,399,241	\$52,761 (Related to Series 2013A only)
Estimated PV Savings (%):	10.346%	5.276% (Related to Series 2013A only)

Estimated Size:	\$10,595,000
Issue:	Waterworks System Revenue Refunding Bonds
Purpose:	<ul style="list-style-type: none">Refinancing of:<ul style="list-style-type: none">Series 2010, Dated 2/10/2010Series 2011B, Dated 9/28/2011
Structure:	Matures September 1, 2022 – 2029
First Interest:	March 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter
Estimated Interest Rate:	1.57%
Estimated PV Savings (\$)²:	\$1,470,325
Estimated PV Savings (%):	13.489%

¹ Present value calculated using the All-Inclusive Cost (AIC) of 1.70% as the discount rate for tax-exempt notes and 2.51% as discount rate on taxable bonds.

² Present value calculated using the All-Inclusive Cost (AIC) of 1.72% as discount rate on revenue bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical 2021 CIP Financing Plan

			PRELIMINARY					
			\$6,560,000 G.O. PROMISSORY NOTES Dated December 1, 2021 (First interest 3/1/22)					
LEVY YEAR	YEAR DUE	EXISTING DEBT SERVICE (Levy Supported) (A)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1) TIC= 1.90%	LESS: HYPOTHETICAL BID PREMIUM	TOTAL	COMBINED DEBT SERVICE (Levy Supported)	YEAR DUE
2020	2021	\$8,753,934					\$8,753,934	2021
2021	2022	\$8,759,288	\$280,000	\$103,056	(\$103,056)	\$280,000	\$9,039,288	2022
2022	2023	\$8,627,333	\$220,000	\$135,375	(\$42,421)	\$312,954	\$8,940,287	2023
2023	2024	\$8,612,777	\$210,000	\$133,225		\$343,225	\$8,956,002	2024
2024	2025	\$8,143,843	\$225,000	\$131,050		\$356,050	\$8,499,893	2025
2025	2026	\$8,250,211	\$200,000	\$128,925		\$328,925	\$8,579,136	2026
2026	2027	\$8,277,352	\$235,000	\$126,163		\$361,163	\$8,638,514	2027
2027	2028	\$8,338,118	\$290,000	\$122,225		\$412,225	\$8,750,343	2028
2028	2029	\$7,088,284	\$1,595,000	\$100,511		\$1,695,511	\$8,783,795	2029
2029	2030	\$8,046,276	\$1,630,000	\$61,005		\$1,691,005	\$9,737,281	2030
2030	2031	\$1,057,801	\$1,675,000	\$20,519		\$1,695,519	\$2,753,320	2031
<u>\$83,955,217</u>			<u>\$6,560,000</u>	<u>\$1,062,054</u>	<u>(\$145,477)</u>	<u>\$7,476,576</u>	<u>\$91,431,793</u>	

(A) After hypothetical refinancings of 2011B, 2012A, and 2012B Bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Tax-Exempt Refunding Illustration

BEFORE REFINANCING										
Calendar Year	\$5,700,000			\$5,475,000			\$7,650,000			TOTAL DEBT SERVICE
	G.O. Ref. Bonds, Series 2011B (AR)			G.O. Ref. Bonds, Series 2012A (AR)			G.O. Ref. Bonds, Series 2012B (CR)			
	Dated February 15, 2011			Dated May 23, 2012			Dated May 23, 2012			
	PRINCIPAL (2/1)	RATE	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	
2021	\$250,000	4.375%	\$167,969	\$250,000	3.000%	\$150,250	\$100,000	4.000%	\$264,000	\$1,182,219
2022	\$250,000	4.500%	\$156,875	\$250,000	3.000%	\$142,750	\$100,000	4.000%	\$260,000	\$1,159,625
2023	\$600,000	5.000%	\$136,250	\$250,000	3.000%	\$135,250	\$100,000	3.000%	\$256,500	\$1,478,000
2024	\$700,000	5.000%	\$103,750	\$625,000	4.000%	\$119,000	\$275,000	4.000%	\$249,500	\$2,072,250
2025	\$850,000	5.000%	\$65,000	\$700,000	3.000%	\$96,000	\$300,000	3.000%	\$239,500	\$2,250,500
2026	\$875,000	5.000%	\$21,875	\$900,000	4.500%	\$65,250	\$500,000	4.000%	\$225,000	\$2,587,125
2027				\$1,000,000	4.500%	\$22,500	\$800,000	4.500%	\$197,000	\$2,019,500
2028							\$850,000	4.500%	\$159,875	\$1,009,875
2029							\$950,000	3.500%	\$124,125	\$1,074,125
2030							\$1,000,000	3.500%	\$90,000	\$1,090,000
2031							\$1,000,000	3.625%	\$54,375	\$1,054,375
2032							\$1,000,000	3.625%	\$18,125	\$1,018,125
	\$3,525,000		\$651,719	\$3,975,000		\$731,000	\$6,975,000		\$2,138,000	\$17,995,719

Maturities callable 2/1/2021 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

	CALLABLE MATURITIES
X.XXX%	TERM BONDS

City of Fond du Lac

City Council Meeting

October 13, 2021

Tax-Exempt Refinancing Illustration (cont.)

BAIRD

AFTER REFINANCING										
Calendar Year	\$5,700,000 G.O. Ref. Bonds, Series 2011B (AR) Dated February 15, 2011		\$5,475,000 G.O. Ref. Bonds, Series 2012A (AR) Dated May 23, 2012		\$7,650,000 G.O. Ref. Bonds, Series 2012B (CR) Dated May 23, 2012		\$13,790,000 G.O. Promissory Notes (CR) Dated December 1, 2021 ¹		TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
	PRINCIPAL (2/1)	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)		
								TIC= 1.61%		
2021	\$250,000	\$167,969	\$250,000	\$150,250	\$100,000	\$264,000			\$1,182,219	\$0
2022	***		\$250,000	\$3,750	\$100,000	\$2,000	\$655,000	\$144,469	\$1,155,219	\$4,406
2023	***		***		***		\$1,165,000	\$184,618	\$1,349,618	\$128,383
2024	***		***		***		\$1,775,000	\$169,918	\$1,944,918	\$127,333
2025	***		***		***		\$1,965,000	\$151,218	\$2,116,218	\$134,283
2026	***		***		***		\$2,330,000	\$129,743	\$2,459,743	\$127,383
2027			***		***		\$1,855,000	\$104,180	\$1,959,180	\$60,320
2028					***		\$930,000	\$83,293	\$1,013,293	(\$3,418)
2029					***		\$1,015,000	\$63,884	\$1,078,884	(\$4,759)
2030					***		\$1,055,000	\$38,526	\$1,093,526	(\$3,526)
2031					***		\$1,045,000	\$12,801	\$1,057,801	(\$3,426)
2032					***					\$1,018,125
	\$250,000	\$167,969	\$500,000	\$154,000	\$200,000	\$266,000	\$13,790,000	\$1,082,648	\$16,410,617	\$1,585,102

REFINANCED WITH 2021 ISSUE.

ROUNDING AMOUNT..... \$4,160
POTENTIAL GROSS SAVINGS..... \$1,589,262

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... \$1,399,241
POTENTIAL PRESENT VALUE SAVINGS %..... 10.346%

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.70% as the discount rate.

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	11.688%	\$1,580,762
-0.20%	11.241%	\$1,520,355
-0.10%	10.794%	\$1,459,902
+0.10%	9.895%	\$1,338,350
+0.20%	9.446%	\$1,277,558
+0.30%	8.995%	\$1,216,539

City of Fond du Lac

City Council Meeting

October 13, 2021



Hypothetical TID #22 Financing Illustration

TID #22 Project		Refunding of Taxable NAN			
\$2,695,000		\$2,745,000			
Taxable Note Anticipation Notes		TAXABLE G.O. REFUNDING BONDS			
Dated October 23, 2019		Dated December 1, 2021			
(Due 4/1/22)		(First interest 4/1/22)			
YEAR DUE	RATE=	PRINCIPAL	INTEREST	TOTAL	YEAR DUE
	3.50%	(4/1)	(4/1 & 10/1)		
			TIC=		
			2.18%		
2021	\$116,858				2021
2022	Assumes NAN principal paid with bond proceeds on 12/27/2021. Assumes TID revenues pay Taxable NAN interest until payoff.	\$265,000	\$37,418	\$302,418	2022
2023		\$260,000	\$42,635	\$302,635	2023
2024		\$260,000	\$39,645	\$299,645	2024
2025		\$265,000	\$36,099	\$301,099	2025
2026		\$270,000	\$32,018	\$302,018	2026
2027		\$275,000	\$27,451	\$302,451	2027
2028		\$280,000	\$22,315	\$302,315	2028
2029		\$285,000	\$16,521	\$301,521	2029
2030		\$290,000	\$10,195	\$300,195	2030
2031		\$295,000	\$3,466	\$298,466	2031
	\$116,858	\$2,745,000	\$267,763	\$3,012,763	

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Taxable Refunding Illustration

BEFORE REFINANCING					AFTER REFINANCING					TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
Calendar Year	\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013				\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013		\$1,085,000 Taxable G.O. Refunding Bonds (AR) Dated December 1, 2021 ¹				
	PRINCIPAL (4/1)	RATE	INTEREST (4/1 & 10/1)	TOTAL	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	TOTAL		
										TIC= 2.25%	
2021	\$75,000	3.000%	\$49,688	\$124,688	\$75,000	\$49,688				\$124,688	\$0
2022	\$100,000	3.125%	\$47,000	\$147,000	\$100,000	\$4,813	\$20,000	\$17,063	\$37,063	\$141,875	\$5,125
2023	\$100,000	3.250%	\$43,813	\$143,813	\$100,000	\$1,625	\$15,000	\$20,329	\$35,329	\$136,954	\$6,859
2024	\$100,000	3.875%	\$40,250	\$140,250	***		\$115,000	\$19,531	\$134,531	\$134,531	\$5,719
2025	\$100,000	3.875%	\$36,375	\$136,375	***		\$110,000	\$18,015	\$128,015	\$128,015	\$8,360
2026	\$100,000	4.000%	\$32,438	\$132,438	***		\$110,000	\$16,338	\$126,338	\$126,338	\$6,100
2027	\$100,000	4.000%	\$28,438	\$128,438	***		\$110,000	\$14,495	\$124,495	\$124,495	\$3,943
2028	\$100,000	4.250%	\$24,313	\$124,313	***		\$105,000	\$12,509	\$117,509	\$117,509	\$6,804
2029	\$125,000	4.250%	\$19,531	\$144,531	***		\$130,000	\$10,088	\$140,088	\$140,088	\$4,444
2030	\$125,000	4.500%	\$14,063	\$139,063	***		\$125,000	\$7,284	\$132,284	\$132,284	\$6,779
2031	\$125,000	4.500%	\$8,438	\$133,438	***		\$125,000	\$4,409	\$129,409	\$129,409	\$4,029
2032	\$125,000	4.500%	\$2,813	\$127,813	***		\$120,000	\$1,470	\$121,470	\$121,470	\$6,343
	\$1,275,000		\$347,156	\$1,622,156	\$275,000	\$56,125	\$1,085,000	\$141,529	\$1,226,529	\$1,557,654	\$64,502

Maturities callable 4/1/2023 or any date thereafter.

*TID No. 13 Supported

CALLABLE MATURITIES
X.XXX% TERM BONDS

*** REFINANCED WITH 2021 ISSUE.

ROUNDING AMOUNT.....	(\$3,325)
POTENTIAL GROSS SAVINGS.....	\$61,177

(2) POTENTIAL PRESENT VALUE SAVINGS \$.....	\$52,761
POTENTIAL PRESENT VALUE SAVINGS %.....	5.276%

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 2.51% as the discount rate.

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	7.129%	\$71,291
-0.20%	6.515%	\$65,152
-0.10%	5.901%	\$59,013
+0.10%	4.660%	\$46,605
+0.20%	4.044%	\$40,440
+0.30%	3.428%	\$34,276

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Waterworks System Revenue Bonds Financing Illustration

Calendar Year	BEFORE REFINANCING						AFTER REFINANCING						POTENTIAL DEBT SERVICE SAVINGS				
	\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010			\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B			TOTAL DEBT		\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010		\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B			\$10,595,000 Waterworks Sys. Rev. Ref. Bonds (CR)		TOTAL NEW DEBT	
	Dated February 10, 2010			Dated September 28, 2011			SERVICE		Dated February 10, 2010		Dated September 28, 2011			Dated December 1, 2021 ¹		SERVICE	
	PRINCIPAL	RATE	INTEREST	PRINCIPAL	RATE	INTEREST		PRINCIPAL	INTEREST	PRINCIPAL	INTEREST	PRINCIPAL		INTEREST			
	(9/1)		(3/1 & 9/1)	(9/1)		(3/1 & 9/1)		(9/1)	(3/1 & 9/1)	(9/1)	(3/1 & 9/1)	(9/1)		(3/1 & 9/1)			
													TIC= 1.57%				
2021	\$650,000	4.000%	\$398,663	\$125,000	4.000%	\$140,944	\$1,314,606	\$650,000	\$398,663	\$125,000	\$140,944			\$1,314,606	\$0		
2022	\$650,000	4.000%	\$372,663	\$150,000	4.000%	\$135,944	\$1,308,606	***		***		\$930,000	\$128,143	\$1,058,143	\$250,463		
2023	\$725,000	4.250%	\$346,663	\$125,000	4.000%	\$129,944	\$1,326,606	***		***		\$915,000	\$161,558	\$1,076,558	\$250,049		
2024	\$950,000	4.300%	\$315,850	\$400,000	4.000%	\$124,944	\$1,790,794	***		***		\$1,385,000	\$152,408	\$1,537,408	\$253,386		
2025	\$1,000,000	5.000%	\$275,000	\$425,000	4.375%	\$108,944	\$1,808,944	***		***		\$1,415,000	\$138,558	\$1,553,558	\$255,386		
2026	\$1,050,000	5.000%	\$225,000	\$425,000	5.000%	\$90,350	\$1,790,350	***		***		\$1,415,000	\$124,408	\$1,539,408	\$250,943		
2027	\$1,100,000	5.000%	\$172,500	\$500,000	5.000%	\$69,100	\$1,841,600	***		***		\$1,495,000	\$96,108	\$1,591,108	\$250,493		
2028	\$1,150,000	5.000%	\$117,500	\$500,000	4.200%	\$44,100	\$1,811,600	***		***		\$1,495,000	\$66,208	\$1,561,208	\$250,393		
2029	\$1,200,000	5.000%	\$60,000	\$550,000	4.200%	\$23,100	\$1,833,100	***		***		\$1,545,000	\$36,308	\$1,581,308	\$251,793		
	\$8,475,000		\$2,283,838	\$3,200,000		\$867,369	\$14,826,206	\$650,000	\$398,663	\$125,000	\$140,944	\$10,595,000	\$903,696	\$12,813,302	\$2,012,904		
Maturities callable 9/1/2020 or any date thereafter.				Maturities callable 9/1/2021 or any date thereafter.				*** REFINANCED WITH 2021 ISSUE.				CHANGE IN DSRF..... (\$411,945)					
CALLABLE MATURITIES												ROUNDING AMOUNT..... \$1,938					
X.XXX% TERM BOND												POTENTIAL GROSS SAVINGS..... \$1,602,897					

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.72% as the discount rate.

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... \$1,470,325
POTENTIAL PRESENT VALUE SAVINGS %..... 13.489%

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	15.004%	\$1,635,476
-0.20%	14.497%	\$1,580,191
-0.10%	13.992%	\$1,525,101
+0.10%	12.990%	\$1,415,942
+0.20%	12.495%	\$1,361,964
+0.30%	12.002%	\$1,308,206



City of Fond du Lac

City Council Meeting

October 13, 2021

Tentative Timeline

- City/Baird develop Plan of Finance September - October 2021
- City Council considers plan of finance and Initial Resolutions..... October 13, 2021
 - Preparations are made for issuance
 - ✓ Official Statements
 - ✓ Bond Rating
 - ✓ Marketing
- City Council considers Award Resolutions (finalizes terms and interest rates) November 10, 2021
- Closing (funds available)..... December 1, 2021

RESOLUTION NO. 8963

RESOLUTION AWARDDING THE SALE OF
\$3,830,000 TAXABLE GENERAL OBLIGATION REFUNDING BONDS, SERIES 2021B

WHEREAS, on October 13, 2021, the City Council of the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City") adopted a resolution (the "Set Sale Resolution"), providing for the sale of taxable general obligation refunding bonds for the public purpose of paying the cost of refunding certain outstanding obligations of the City, specifically, the callable portion of its Taxable General Obligation Refunding Bonds, Series 2013A, dated February 27, 2013 (the "2013A Bonds") and its Taxable Note Anticipation Notes, Series 2019B, dated October 23, 2019 (the "2019B Notes") (collectively, the "Refunded Obligations") (hereinafter the refinancing of the Refunded Obligations shall be referred to as the "Refunding");

WHEREAS, the City Council deems it to be necessary, desirable and in the best interest of the City to refund the Refunded Obligations for the purpose of achieving debt service savings and providing permanent financing for the projects financed by the 2019B Notes;

WHEREAS, due to certain provisions contained in the Internal Revenue Code of 1986, as amended, it is necessary to issue such general obligation refunding bonds on a taxable rather than tax-exempt basis; and

WHEREAS, it is the finding of the City Council that it is necessary, desirable and in the best interest of the City to sell taxable general obligation refunding bonds designated "Taxable General Obligation Refunding Bonds, Series 2021B" (the "Bonds") to Robert W. Baird & Co. Incorporated (the "Purchaser"), pursuant to the terms and conditions of its bond purchase agreement attached hereto as Exhibit A and incorporated herein by this reference (the "Proposal").

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

Section 1. Authorization and Sale of the Bonds. For the purpose of paying the cost of the Refunding, there shall be borrowed pursuant to Section 67.04, Wisconsin Statutes, the principal sum of THREE MILLION EIGHT HUNDRED THIRTY THOUSAND DOLLARS (\$3,830,000) from the Purchaser in accordance with the terms and conditions of the Proposal. The Proposal is hereby accepted and the City Manager and City Clerk or other appropriate officers of the City are authorized and directed to execute an acceptance of the Proposal on behalf of the City. To evidence the obligation of the City, the City Manager and City Clerk are hereby authorized, empowered and directed to make, execute, issue and sell to the Purchaser for, on behalf of and in the name of the City, the taxable general obligation bonds aggregating the principal amount of THREE MILLION EIGHT HUNDRED THIRTY THOUSAND DOLLARS (\$3,830,000) for the sum set forth on the Proposal, plus accrued interest to the date of delivery.

Section 2. Terms of the Bonds. The Bonds shall be designated "Taxable General Obligation Refunding Bonds, Series 2021B"; shall be issued in the aggregate principal amount of \$3,830,000; shall be dated December 1, 2021; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall bear interest at the rates

per annum and mature on April 1 of each year, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit B-1 and incorporated herein by this reference. Interest shall be payable semi-annually on April 1 and October 1 of each year commencing on April 1, 2022. 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. The schedule of principal and interest payments due on the Bonds is set forth on the Debt Service Schedule attached hereto as Exhibit B-2 and incorporated herein by this reference (the "Schedule").

Section 3. Redemption Provisions. The Bonds maturing on April 1, 2029 and thereafter are subject to redemption prior to maturity, at the option of the City, on October 1, 2028 or on any date thereafter. Said Bonds are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

[If the Proposal specifies that any of the Bonds are subject to mandatory redemption, the terms of such mandatory redemption shall be set forth on an attachment hereto as Exhibit MRP and incorporated herein by this reference. Upon the optional redemption of any of the Bonds subject to mandatory redemption, the principal amount of such Bonds so redeemed shall be credited against the mandatory redemption payments established in Exhibit MRP for such Bonds in such manner as the City shall direct.]

Section 4. Form of the Bonds. The Bonds shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit C 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 Bonds 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 2021 through 2031 for the payments due in the years 2022 through 2032 in the amounts set forth on the Schedule.

(B) Tax Collection. So long as any part of the principal of or interest on the Bonds 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 Bonds, 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 Bonds 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 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 Taxable General Obligation Refunding Bonds, Series 2021B" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Bonds 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 Bonds; (ii) any premium not used for the Refunding which may be received by the City above the par value of the Bonds 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 Bonds when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Bonds 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.

(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 Bonds until all such principal and interest has been paid in full and the Bonds canceled; provided (i) the funds to provide for each payment of principal of and interest on the Bonds 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 Bonds may be used to reduce the next succeeding tax levy, or may, at the option of the City, be invested by purchasing the Bonds 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.

(C) Remaining Monies. When all of the Bonds 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 City Council directs otherwise.

Section 7. Proceeds of the Bonds; Segregated Borrowed Money Fund. The proceeds of the Bonds (the "Bond Proceeds") (other than any premium not used for the Refunding and accrued interest which must be paid at the time of the delivery of the Bonds 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. In order to accomplish the purpose for which the Bonds are issued, proceeds of the Bonds shall be transferred to the Escrow Account, as provided below. 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 Bonds 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. Execution of the Bonds; Closing; Professional Services. The Bonds shall be issued in printed form, executed on behalf of the City by the manual or facsimile signatures of the City Manager 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 Bonds may be imprinted on the Bonds in lieu of the manual signature of the officer but, unless the City has contracted with a fiscal agent to authenticate the Bonds, at least one of the signatures appearing on each Bond shall be a manual signature. In the event that either of the officers whose signatures appear on the Bonds 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 Bonds 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 Bonds, 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 Bonds is hereby ratified and approved in all respects.

Section 9. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Zions Bancorporation, National Association, Chicago, Illinois, 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 City Manager 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 Bonds.

Section 10. Persons Treated as Owners; Transfer of Bonds. The City shall cause books for the registration and for the transfer of the Bonds to be kept by the Fiscal Agent. The person in whose name any Bond 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 Bond 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 Bond to the extent of the sum or sums so paid.

Any Bond may be transferred by the registered owner thereof by surrender of the Bond 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 City Manager and City Clerk shall execute and deliver in the name of the transferee or transferees a new Bond or Bonds 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 Bond surrendered for transfer.

The City shall cooperate in any such transfer, and the City Manager and City Clerk are authorized to execute any new Bond or Bonds necessary to effect any such transfer.

Section 11. Record Date. The 15th day of the calendar month next preceding each interest payment date shall be the record date for the Bonds (the "Record Date"). Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the City at the close of business on the Record Date.

Section 12. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Bonds 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 13. Official Statement. The City Council hereby approves the Preliminary Official Statement with respect to the Bonds and deems 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 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 14. Undertaking to Provide Continuing Disclosure. The City hereby covenants and agrees, for the benefit of the owners of the Bonds, 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 Bonds 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 Bonds).

To the extent required under the Rule, the City Manager and City Clerk, or other officer of the City charged with the responsibility for issuing the Bonds, 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 15. Escrow Agent; Escrow Agreement; Escrow Account. Zions Bancorporation, National Association, Chicago, Illinois, is hereby appointed escrow agent for the City, for the purpose of ensuring the payment of the principal of and interest on the refunded 2013A Bonds (the "Escrow Agent").

The City Manager and City Clerk, or other appropriate officers of the City, are hereby authorized and directed to execute an escrow agreement (the "Escrow Agreement") with the Escrow Agent, for the purpose of effectuating the provisions of this Resolution.

The Bond Proceeds allocable to refunding the 2013A Bonds, other than any premium not used for the Refunding and accrued interest which shall be deposited in the Debt Service Fund Account created above, shall be deposited in a refunding escrow account which is hereby created with the Escrow Agent, pursuant to the Escrow Agreement, for the purpose of retaining the required amount of cash, if any, and acquiring the United States obligations provided for in the Escrow Agreement.

Upon transfer of the Bond Proceeds and any other necessary funds allocable to refunding the 2013A Bonds to the Escrow Account, the taxes heretofore levied to pay debt service on the 2013A Bonds shall be abated to the extent such transfer together with investment earnings thereon is sufficient to pay the principal of and interest on the 2013A Bonds, but such abatement shall not affect the City's pledge of its full faith, credit and resources to make such payments. The refunding escrow account created by the Escrow Agreement shall hereinafter serve as the debt service (or sinking) fund account for the 2013A Bonds. The Escrow Agent shall serve as custodian of said debt service (or sinking) funds.

Section 16. Escrow Securities. The Escrow Agent and appropriate officers and agents of the City are authorized to purchase U.S. government securities on behalf of the City in such amount as is necessary in order to carry out the refunding of the 2013A Bonds. Causey Demgen & Moore P.C. is hereby authorized, but not required, to solicit and accept bids for such securities on behalf of the City.

Section 17. Redemption of the 2013A Bonds. The 2013A Bonds maturing on April 1, 2025 and thereafter are hereby called for prior payment and redemption on April 1, 2023 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the Escrow Agent appointed above to cause timely notice of redemption, in substantially the form to be attached to the Escrow Agreement (the "2013A Bonds Notice"), to be provided at the times, to the parties and in the manner set forth on the 2013A Bonds Notice.

Section 18. Redemption of the 2019B Notes. The 2019B Notes are hereby called for prior payment and redemption on December 27, 2021 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit D and incorporated herein by this reference (the "2019B Notes Notice"), to be provided at the times, to the parties and in the manner set forth on the 2019B Notes Notice. Any and all actions heretofore taken by the officers and agents of the City to effectuate the redemption of the 2019B Notes are hereby ratified and approved.

Section 19. 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 Bonds in the Record Book.

Section 20. Bond Insurance. If the Purchaser determines to obtain municipal bond insurance with respect to the Bonds, the officers of the City are authorized to take all actions necessary to obtain such municipal bond insurance. The City Manager and City Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the City Manager and City Clerk including provisions regarding restrictions on investment of Bond 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 Bonds 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 Bond provided herein.

Section 21. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the City 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 and recorded November 10, 2021.

Kay Miller
City Council President

ATTEST:

Margaret Hefter
City Clerk

(SEAL)

City Attorney
Reviewed: _____

EXHIBIT A

Bond Purchase Agreement

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

EXHIBIT B-1

Pricing Summary

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

EXHIBIT B-2

Debt Service Schedule and Irrepealable Tax Levies

To be provided by the Purchaser and incorporated into the Resolution.

(See Attached)

DRAFT

[EXHIBIT MRP

Mandatory Redemption Provision

The Bonds due on April 1, ____, ____ and ____ (the "Term Bonds") are subject to mandatory redemption prior to maturity by lot (as selected by the Depository) at a redemption price equal to One Hundred Percent (100%) of the principal amount to be redeemed plus accrued interest to the date of redemption, from debt service fund deposits which are required to be made in amounts sufficient to redeem on April 1 of each year the respective amount of Term Bonds specified below:

For the Term Bonds Maturing on April 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on April 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on April 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)

For the Term Bonds Maturing on April 1, ____

<u>Redemption Date</u>	<u>Amount</u>
____	\$ ____
____	____
____	____ (maturity)]

EXHIBIT C

(Form of Bond)

REGISTERED UNITED STATES OF AMERICA DOLLARS
STATE OF WISCONSIN
FOND DU LAC COUNTY
NO. R-____ CITY OF FOND DU LAC \$_____
TAXABLE GENERAL OBLIGATION REFUNDING BOND, SERIES 2021B

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
April 1, _____ December 1, 2021 _____% _____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
(\$_____)

FOR VALUE RECEIVED, the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest shall be payable semi-annually on April 1 and October 1 of each year commencing on April 1, 2022 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Bond are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by Zions Bancorporation, National Association, Chicago, Illinois (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding each interest payment date (the "Record Date"). This Bond is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

For the prompt payment of this Bond together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the City are hereby irrevocably pledged.

This Bond is one of an issue of Bonds aggregating the principal amount of \$3,830,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the City pursuant to the provisions of Section 67.04, Wisconsin Statutes, for the public purpose of paying the cost of refunding certain obligations of the City, as authorized by a resolution adopted on November 10, 2021. Said resolution is recorded in the official minutes of the City Council for said date.

The Bonds maturing on April 1, 2029 and thereafter are subject to redemption prior to maturity, at the option of the City, on October 1, 2028 or on any date thereafter. Said Bonds are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

【The Bonds maturing in the years _____ are subject to mandatory redemption by lot as provided in the resolution referred to above, at the redemption price of par plus accrued interest to the date of redemption and without premium.】

In the event the Bonds are redeemed prior to maturity, as long as the Bonds are in book-entry-only form, official notice of the redemption will be given by mailing a notice by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by the Depository, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all of the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice provided as described herein shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice. The Bonds shall cease to bear interest on the specified redemption date provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

It is hereby certified and recited that all conditions, things and acts required by law to exist or to be done prior to and in connection with the issuance of this Bond have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the City, including this Bond and others issued simultaneously herewith, does not exceed any limitation imposed by law or the Constitution of the State of Wisconsin; and that a direct annual irrepealable tax has been levied sufficient to pay this Bond, together with the interest thereon, when and as payable.

This Bond is transferable only upon the books of the City kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Bonds, and the City appoints another depository, upon surrender of the Bond to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Bond in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the City for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Bonds (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Bonds, or (iii) with respect to any particular Bond, after such Bond has been called for redemption. The Fiscal Agent and City may treat and

consider the Depository in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Bonds are issuable solely as negotiable, fully-registered Bonds without coupons in the denomination of \$5,000 or any integral multiple thereof.

This Bond shall not be valid or obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Fiscal Agent.

No delay or omission on the part of the owner hereof to exercise any right hereunder shall impair such right or be considered as a waiver thereof or as a waiver of or acquiescence in any default hereunder.

IN WITNESS WHEREOF, the City of Fond du Lac, Fond du Lac County, Wisconsin, by its governing body, has caused this Bond to be executed for it and in its name by the manual or facsimile signatures of its duly qualified City Manager and City Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN

By: _____
Joseph P. Moore
City Manager

(SEAL)

By: _____
Margaret Hefter
City Clerk

Date of Authentication: _____, _____

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds of the issue authorized by the within-mentioned resolution of the City of Fond du Lac, Fond du Lac County, Wisconsin.

ZIONS BANCORPORATION, NATIONAL
ASSOCIATION, CHICAGO, ILLINOIS

By _____
Authorized Signatory

DRAFT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____, Legal Representative, to transfer said Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

(e.g. Bank, Trust Company
or Securities Firm)

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

EXHIBIT D

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
TAXABLE NOTE ANTICIPATION NOTES, SERIES 2019B, DATED OCTOBER 23, 2019

NOTICE IS HEREBY GIVEN that the Notes of the above-referenced issue which mature on the date and in the amount; bear interest at the rate; and have a CUSIP No. as set forth below have been called for prior payment on December 27, 2021 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
04/01/2022	\$2,695,000	3.50%	344461LY2

Upon presentation and surrender of said Notes to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Notes, the registered owners thereof will be paid the principal amount of the Notes plus accrued interest to the date of prepayment.

Said Notes will cease to bear interest on December 27, 2021.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A. at least thirty-five (35) days prior to December 27, 2021. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to December 27, 2021 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8964

Subject: A Resolution Supplementing Resolution No. 4350:
Authorizing The Issuance And Awarding The Sale Of
\$10,595,000 Waterworks System Revenue Refunding Bonds,
Series 2021 And Providing For The Payment Of Such Bonds
And Other Details And Covenants With Respect Thereto
Introduction: Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

Memo_Res_8964_-_2021_ref_Waterworks_Sys_Rev_Bonds.pdf

prs_plan_of_finance_fond_du_lac_cy_10132021.pdf

8964_Res_Approving_Waterworks_Bonds.pdf

CITY OF FOND DU LAC - Memorandum

Department of Administration

To: Joe Moore, City Manager
City Council

From: Tracy Salter, Director of Administration

Date: November 3, 2021

Subject: Resolution 8964- Waterworks System Revenue Refunding Bonds, Series 2021

This resolution authorizes the issuance and sale of \$10,595,000 Waterworks System Revenue Refunding Bonds, Series 2021 dated December 1, 2021, due September 1, 2029. The proceeds from the sale of the Bonds will be used for the public purpose of current refunding outstanding obligations of the City, including interest on them.

This debt refinances Series 2010 and Series 2011B Waterworks System Revenue Bonds. The 2021 Debt Plan of Finance provided by Justin Fischer, Robert W Baird & Co. in the October 13th City Council agenda packet is attached for reference and will be updated and presented at the November 10, 2021 meeting. The refinancing of these bonds as illustrated on page 8 of the attached plan, will result in a potential gross savings of \$1.6 million (potential present value savings \$1.47 million) based upon interest rate estimates at the time provided.

The resolution drafts related to Waterworks System Revenue Refunding Bonds, Series 2021 follow this memo. The actual documents will be provided by Justin Fischer of Robert W. Baird at the November 10th meeting. The final interest rates will be included at that time.

S&P Global Ratings assigned its 'A' long-term rating to these 2021 waterworks system revenue refunding bonds and affirmed their 'A' rating on the city's existing waterworks revenue bonds with a stable outlook.

Attachment: 2021 Debt Plan of Finance



City of Fond du Lac

City Council Meeting

October 13, 2021

Justin A. Fischer, Director

jfischer@rwbaird.com
777 East Wisconsin Avenue
Milwaukee, WI 53202
Phone 414.765.3827
Fax 414.298.7354

City of Fond du Lac

City Council Meeting

October 13, 2021



Borrowing/Structure/Purpose

Estimated Size:	\$20,350,000	\$3,830,000
Issue:	General Obligation Promissory Notes	Taxable General Obligation Refunding Bonds
Purpose:	<ul style="list-style-type: none">• Fund 2021 CIP• Refinancing of:<ul style="list-style-type: none">○ Series 2011B, Dated 2/15/2011○ Series 2012A & B, Dated 5/23/2012	<ul style="list-style-type: none">• Refinancing of:<ul style="list-style-type: none">○ Series 2013A, Dated 02/27/2013○ Series 2019B, Dated 10/23/2019 (TID #22)
Structure:	Matures March 1, 2022 – 2031	Matures April 1, 2022 – 2032
First Interest:	March 1, 2022	April 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter	October 1, 2028 or any date thereafter
Estimated Interest Rate:	1.73%	2.20%
Estimated PV Savings (\$)¹:	\$1,399,241	\$52,761 (Related to Series 2013A only)
Estimated PV Savings (%):	10.346%	5.276% (Related to Series 2013A only)

Estimated Size:	\$10,595,000
Issue:	Waterworks System Revenue Refunding Bonds
Purpose:	<ul style="list-style-type: none">• Refinancing of:<ul style="list-style-type: none">○ Series 2010, Dated 2/10/2010○ Series 2011B, Dated 9/28/2011
Structure:	Matures September 1, 2022 – 2029
First Interest:	March 1, 2022
Preliminary Call Date:	September 1, 2028 or any date thereafter
Estimated Interest Rate:	1.57%
Estimated PV Savings (\$)²:	\$1,470,325
Estimated PV Savings (%):	13.489%

¹ Present value calculated using the All-Inclusive Cost (AIC) of 1.70% as the discount rate for tax-exempt notes and 2.51% as discount rate on taxable bonds.

² Present value calculated using the All-Inclusive Cost (AIC) of 1.72% as discount rate on revenue bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

Hypothetical 2021 CIP Financing Plan



			PRELIMINARY					
			\$6,560,000 G.O. PROMISSORY NOTES <i>Dated December 1, 2021</i> <i>(First interest 3/1/22)</i>					
LEVY YEAR	YEAR DUE	EXISTING DEBT SERVICE <i>(Levy Supported)</i> <i>(A)</i>	PRINCIPAL <i>(3/1)</i>	INTEREST <i>(3/1 & 9/1)</i> <i>TIC=</i> <i>1.90%</i>	LESS: HYPOTHETICAL BID PREMIUM	TOTAL	COMBINED DEBT SERVICE <i>(Levy Supported)</i>	YEAR DUE
2020	2021	\$8,753,934					\$8,753,934	2021
2021	2022	\$8,759,288	\$280,000	\$103,056	(\$103,056)	\$280,000	\$9,039,288	2022
2022	2023	\$8,627,333	\$220,000	\$135,375	(\$42,421)	\$312,954	\$8,940,287	2023
2023	2024	\$8,612,777	\$210,000	\$133,225		\$343,225	\$8,956,002	2024
2024	2025	\$8,143,843	\$225,000	\$131,050		\$356,050	\$8,499,893	2025
2025	2026	\$8,250,211	\$200,000	\$128,925		\$328,925	\$8,579,136	2026
2026	2027	\$8,277,352	\$235,000	\$126,163		\$361,163	\$8,638,514	2027
2027	2028	\$8,338,118	\$290,000	\$122,225		\$412,225	\$8,750,343	2028
2028	2029	\$7,088,284	\$1,595,000	\$100,511		\$1,695,511	\$8,783,795	2029
2029	2030	\$8,046,276	\$1,630,000	\$61,005		\$1,691,005	\$9,737,281	2030
2030	2031	\$1,057,801	\$1,675,000	\$20,519		\$1,695,519	\$2,753,320	2031
<u>\$83,955,217</u>			<u>\$6,560,000</u>	<u>\$1,062,054</u>	<u>(\$145,477)</u>	<u>\$7,476,576</u>	<u>\$91,431,793</u>	

(A) After hypothetical refinancings of 2011B, 2012A, and 2012B Bonds.

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Tax-Exempt Refunding Illustration

BEFORE REFINANCING										
Calendar Year	\$5,700,000 G.O. Ref. Bonds, Series 2011B (AR) Dated February 15, 2011			\$5,475,000 G.O. Ref. Bonds, Series 2012A (AR) Dated May 23, 2012			\$7,650,000 G.O. Ref. Bonds, Series 2012B (CR) Dated May 23, 2012			TOTAL DEBT SERVICE
	PRINCIPAL (2/1)	RATE	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	RATE	INTEREST (3/1 & 9/1)	
2021	\$250,000	4.375%	\$167,969	\$250,000	3.000%	\$150,250	\$100,000	4.000%	\$264,000	\$1,182,219
2022	\$250,000	4.500%	\$156,875	\$250,000	3.000%	\$142,750	\$100,000	4.000%	\$260,000	\$1,159,625
2023	\$600,000	5.000%	\$136,250	\$250,000	3.000%	\$135,250	\$100,000	3.000%	\$256,500	\$1,478,000
2024	\$700,000	5.000%	\$103,750	\$625,000	4.000%	\$119,000	\$275,000	4.000%	\$249,500	\$2,072,250
2025	\$850,000	5.000%	\$65,000	\$700,000	3.000%	\$96,000	\$300,000	3.000%	\$239,500	\$2,250,500
2026	\$875,000	5.000%	\$21,875	\$900,000	4.500%	\$65,250	\$500,000	4.000%	\$225,000	\$2,587,125
2027				\$1,000,000	4.500%	\$22,500	\$800,000	4.500%	\$197,000	\$2,019,500
2028							\$850,000	4.500%	\$159,875	\$1,009,875
2029							\$950,000	3.500%	\$124,125	\$1,074,125
2030							\$1,000,000	3.500%	\$90,000	\$1,090,000
2031							\$1,000,000	3.625%	\$54,375	\$1,054,375
2032							\$1,000,000	3.625%	\$18,125	\$1,018,125
	\$3,525,000		\$651,719	\$3,975,000		\$731,000	\$6,975,000		\$2,138,000	\$17,995,719

Maturities callable 2/1/2021 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

Maturities callable 3/1/2022 or any date thereafter.

	CALLABLE MATURITIES
X.XXX%	TERM BONDS

City of Fond du Lac

City Council Meeting

October 13, 2021

Tax-Exempt Refinancing Illustration (cont.)

BAIRD

AFTER REFINANCING										
Calendar Year	\$5,700,000 G.O. Ref. Bonds, Series 2011B (AR) Dated February 15, 2011		\$5,475,000 G.O. Ref. Bonds, Series 2012A (AR) Dated May 23, 2012		\$7,650,000 G.O. Ref. Bonds, Series 2012B (CR) Dated May 23, 2012		\$13,790,000 G.O. Promissory Notes (CR) Dated December 1, 2021 ¹		TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
	PRINCIPAL (2/1)	INTEREST (2/1 & 8/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1)		
								TIC= 1.61%		
2021	\$250,000	\$167,969	\$250,000	\$150,250	\$100,000	\$264,000			\$1,182,219	\$0
2022	***		\$250,000	\$3,750	\$100,000	\$2,000	\$655,000	\$144,469	\$1,155,219	\$4,406
2023	***		***		***		\$1,165,000	\$184,618	\$1,349,618	\$128,383
2024	***		***		***		\$1,775,000	\$169,918	\$1,944,918	\$127,333
2025	***		***		***		\$1,965,000	\$151,218	\$2,116,218	\$134,283
2026	***		***		***		\$2,330,000	\$129,743	\$2,459,743	\$127,383
2027			***		***		\$1,855,000	\$104,180	\$1,959,180	\$60,320
2028					***		\$930,000	\$83,293	\$1,013,293	(\$3,418)
2029					***		\$1,015,000	\$63,884	\$1,078,884	(\$4,759)
2030					***		\$1,055,000	\$38,526	\$1,093,526	(\$3,526)
2031					***		\$1,045,000	\$12,801	\$1,057,801	(\$3,426)
2032					***					\$1,018,125
	\$250,000	\$167,969	\$500,000	\$154,000	\$200,000	\$266,000	\$13,790,000	\$1,082,648	\$16,410,617	\$1,585,102

REFINANCED WITH 2021 ISSUE.

ROUNDING AMOUNT..... **\$4,160**
POTENTIAL GROSS SAVINGS..... **\$1,589,262**

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... **\$1,399,241**
POTENTIAL PRESENT VALUE SAVINGS %..... **10.346%**

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.70% as the discount rate.

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	11.688%	\$1,580,762
-0.20%	11.241%	\$1,520,355
-0.10%	10.794%	\$1,459,902
+0.10%	9.895%	\$1,338,350
+0.20%	9.446%	\$1,277,558
+0.30%	8.995%	\$1,216,539

City of Fond du Lac

City Council Meeting

October 13, 2021



Hypothetical TID #22 Financing Illustration

TID #22 Project		Refunding of Taxable NAN			
\$2,695,000		\$2,745,000			
Taxable Note Anticipation Notes		TAXABLE G.O. REFUNDING BONDS			
<i>Dated October 23, 2019</i>		<i>Dated December 1, 2021</i>			
<i>(Due 4/1/22)</i>		<i>(First interest 4/1/22)</i>			
YEAR DUE	RATE= 3.50%	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1) TIC= 2.18%	TOTAL	YEAR DUE
2021	\$116,858				2021
2022	Assumes NAN principal paid with bond proceeds on 12/27/2021. Assumes TID revenues pay Taxable NAN interest until payoff.	\$265,000	\$37,418	\$302,418	2022
2023		\$260,000	\$42,635	\$302,635	2023
2024		\$260,000	\$39,645	\$299,645	2024
2025		\$265,000	\$36,099	\$301,099	2025
2026		\$270,000	\$32,018	\$302,018	2026
2027		\$275,000	\$27,451	\$302,451	2027
2028		\$280,000	\$22,315	\$302,315	2028
2029		\$285,000	\$16,521	\$301,521	2029
2030		\$290,000	\$10,195	\$300,195	2030
2031		\$295,000	\$3,466	\$298,466	2031
	\$116,858	\$2,745,000	\$267,763	\$3,012,763	

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Taxable Refunding Illustration

BEFORE REFINANCING					AFTER REFINANCING					TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS	
Calendar Year	\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013				\$1,800,000 Taxable G.O. Ref. Bonds, Series 2013A (CR)* Dated February 27, 2013		\$1,085,000 Taxable G.O. Refunding Bonds (AR) Dated December 1, 2021 ¹					
	PRINCIPAL (4/1)	RATE	INTEREST (4/1 & 10/1)	TOTAL	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	TOTAL			
										TIC= 2.25%		
2021	\$75,000	3.000%	\$49,688	\$124,688		\$75,000	\$49,688			\$124,688	\$0	
2022	\$100,000	3.125%	\$47,000	\$147,000		\$100,000	\$4,813	\$20,000	\$17,063	\$37,063	\$5,125	
2023	\$100,000	3.250%	\$43,813	\$143,813		\$100,000	\$1,625	\$15,000	\$20,329	\$35,329	\$6,859	
2024	\$100,000	3.875%	\$40,250	\$140,250		***		\$115,000	\$19,531	\$134,531	\$5,719	
2025	\$100,000	3.875%	\$36,375	\$136,375		***		\$110,000	\$18,015	\$128,015	\$8,360	
2026	\$100,000	4.000%	\$32,438	\$132,438		***		\$110,000	\$16,338	\$126,338	\$6,100	
2027	\$100,000	4.000%	\$28,438	\$128,438		***		\$110,000	\$14,495	\$124,495	\$3,943	
2028	\$100,000	4.250%	\$24,313	\$124,313		***		\$105,000	\$12,509	\$117,509	\$6,804	
2029	\$125,000	4.250%	\$19,531	\$144,531		***		\$130,000	\$10,088	\$140,088	\$4,444	
2030	\$125,000	4.500%	\$14,063	\$139,063		***		\$125,000	\$7,284	\$132,284	\$6,779	
2031	\$125,000	4.500%	\$8,438	\$133,438		***		\$125,000	\$4,409	\$129,409	\$4,029	
2032	\$125,000	4.500%	\$2,813	\$127,813		***		\$120,000	\$1,470	\$121,470	\$6,343	
	\$1,275,000		\$347,156	\$1,622,156		\$275,000	\$56,125	\$1,085,000	\$141,529	\$1,226,529	\$1,557,654	\$64,502

Maturities callable 4/1/2023 or any date thereafter.

*TID No. 13 Supported

CALLABLE MATURITIES
X.XXX% TERM BONDS

*** REFINANCED WITH 2021 ISSUE.

- (1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

- (2) Present value calculated using the All Inclusive Cost (AIC) of 2.51% as the discount rate.

ROUNDING AMOUNT.....	(\$3,325)
POTENTIAL GROSS SAVINGS.....	\$61,177
(2) POTENTIAL PRESENT VALUE SAVINGS \$.....	\$52,761
POTENTIAL PRESENT VALUE SAVINGS %.....	5.276%

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	7.129%	\$71,291
-0.20%	6.515%	\$65,152
-0.10%	5.901%	\$59,013
+0.10%	4.660%	\$46,605
+0.20%	4.044%	\$40,440
+0.30%	3.428%	\$34,276

City of Fond du Lac

City Council Meeting

October 13, 2021

BAIRD

Hypothetical Waterworks System Revenue Bonds Financing Illustration

BEFORE REFINANCING								AFTER REFINANCING								POTENTIAL DEBT SERVICE SAVINGS		
Calendar Year	\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010 Dated February 10, 2010			\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B Dated September 28, 2011			TOTAL DEBT SERVICE	\$11,650,000 Waterworks Sys. Rev. Bonds Series 2010 Dated February 10, 2010		\$6,025,000 Waterworks Sys. Rev. Bonds Series 2011B Dated September 28, 2011		\$10,595,000 Waterworks Sys. Rev. Ref. Bonds (CR) Dated December 1, 2021 ¹		TOTAL NEW DEBT SERVICE				
	PRINCIPAL (9/1)	RATE	INTEREST (3/1 & 9/1)	PRINCIPAL (9/1)	RATE	INTEREST (3/1 & 9/1)		PRINCIPAL (9/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (9/1)	INTEREST (3/1 & 9/1)	PRINCIPAL (9/1)	INTEREST (3/1 & 9/1)					
	TIC= 1.57%																	
2021	\$650,000	4.000%	\$398,663	\$125,000	4.000%	\$140,944	\$1,314,606	\$650,000	\$398,663	\$125,000	\$140,944			\$1,314,606	\$0			
2022	\$650,000	4.000%	\$372,663	\$150,000	4.000%	\$135,944	\$1,308,606	***		***		\$930,000	\$128,143	\$1,058,143	\$250,463			
2023	\$725,000	4.250%	\$346,663	\$125,000	4.000%	\$129,944	\$1,326,606	***		***		\$915,000	\$161,558	\$1,076,558	\$250,049			
2024	\$950,000	4.300%	\$315,850	\$400,000	4.000%	\$124,944	\$1,790,794	***		***		\$1,385,000	\$152,408	\$1,537,408	\$253,386			
2025	\$1,000,000	5.000%	\$275,000	\$425,000	4.375%	\$108,944	\$1,808,944	***		***		\$1,415,000	\$138,558	\$1,553,558	\$255,386			
2026	\$1,050,000	5.000%	\$225,000	\$425,000	5.000%	\$90,350	\$1,790,350	***		***		\$1,415,000	\$124,408	\$1,539,408	\$250,943			
2027	\$1,100,000	5.000%	\$172,500	\$500,000	5.000%	\$69,100	\$1,841,600	***		***		\$1,495,000	\$96,108	\$1,591,108	\$250,493			
2028	\$1,150,000	5.000%	\$117,500	\$500,000	4.200%	\$44,100	\$1,811,600	***		***		\$1,495,000	\$66,208	\$1,561,208	\$250,393			
2029	\$1,200,000	5.000%	\$60,000	\$550,000	4.200%	\$23,100	\$1,833,100	***		***		\$1,545,000	\$36,308	\$1,581,308	\$251,793			
	\$8,475,000		\$2,283,838	\$3,200,000		\$867,369	\$14,826,206	\$650,000	\$398,663	\$125,000	\$140,944	\$10,595,000	\$903,696	\$12,813,302	\$2,012,904			
Maturities callable 9/1/2020 or any date thereafter.								Maturities callable 9/1/2021 or any date thereafter.										
	CALLABLE MATURITIES X.XXX% TERM BOND							*** REFINANCED WITH 2021 ISSUE.								CHANGE IN DSRF.....		(\$411,945)
																ROUNDING AMOUNT.....		\$1,938
																POTENTIAL GROSS SAVINGS.....		\$1,602,897

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates +35bps for municipal bonds as of 9/17/21. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.72% as the discount rate.

(2) POTENTIAL PRESENT VALUE SAVINGS \$..... \$1,470,325
POTENTIAL PRESENT VALUE SAVINGS %..... 13.489%

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV \$ Savings
-0.30%	15.004%	\$1,635,476
-0.20%	14.497%	\$1,580,191
-0.10%	13.992%	\$1,525,101
+0.10%	12.990%	\$1,415,942
+0.20%	12.495%	\$1,361,964
+0.30%	12.002%	\$1,308,206



City of Fond du Lac

City Council Meeting

October 13, 2021

Tentative Timeline

- City/Baird develop Plan of Finance September - October 2021
- City Council considers plan of finance and Initial Resolutions..... October 13, 2021
 - Preparations are made for issuance
 - ✓ Official Statements
 - ✓ Bond Rating
 - ✓ Marketing
- City Council considers Award Resolutions (finalizes terms and interest rates) November 10, 2021
- Closing (funds available)..... December 1, 2021

RESOLUTION NO. 8964

RESOLUTION SUPPLEMENTING RESOLUTION NO. 4350;
AUTHORIZING THE ISSUANCE AND AWARDING THE SALE OF
\$10,595,000 WATERWORKS SYSTEM REVENUE REFUNDING BONDS, SERIES 2021
AND PROVIDING FOR THE PAYMENT OF SUCH BONDS AND OTHER
DETAILS AND COVENANTS WITH RESPECT THERETO

WHEREAS, the City of Fond du Lac, Fond du Lac County, Wisconsin (the "Municipality") owns and operates a municipal waterworks system (the "System") which is operated for a public purpose as a public utility by the Municipality;

WHEREAS, under the provisions of Section 66.0621, Wisconsin Statutes, any municipality may, by action of its governing body, provide for purchasing, acquiring, constructing, extending, adding to, improving, conducting, controlling, operating and managing a public utility or for the purpose of refunding outstanding municipal obligations issued for the above purposes ("System Costs") from the proceeds of bonds, which bonds are to be payable only from the revenues received from any source by such utility, including all rentals and fees;

WHEREAS, the Municipality has heretofore issued revenue bonds which pledge the income and revenues of, and constitute a lien on, the System, pursuant to Resolution No. 4350 adopted by the City Council of the Municipality (the "Governing Body") on March 11, 1987 (the "Bond Resolution"), to wit: Waterworks System Revenue Bonds, dated March 1, 1987, which are no longer outstanding;

WHEREAS, Section 9 of the Bond Resolution provides that additional revenue bonds may be issued to pay System Costs or to refund revenue bonds issued for System Costs with respect to the lien and claim to the income and revenues of the System provided certain conditions are met;

WHEREAS, pursuant to the Bond Resolution, as amended, the Municipality heretofore has issued and has outstanding the Waterworks System Revenue Bonds listed on the attached Exhibit A which were issued on a parity and equality of rank with each other with respect to the lien and claim to the income and revenues of the System, as permitted by and in compliance with the conditions of Section 9 of the Bond Resolution (collectively, the 2013 Bonds and the 2014 Bonds defined on the attached Exhibit A shall be referred to herein as the "Prior Bonds") (collectively, the 2013 Resolution and 2014 Resolution defined on the attached Exhibit A shall be referred to herein as the "Prior Resolutions");

WHEREAS, the Municipality has also heretofore issued to the State of Wisconsin and has outstanding its (a) Waterworks System Revenue Bonds, Series 2008, dated April 23, 2008 (the "2008 Bonds"), pursuant to Resolution No. 7985 adopted by the Governing Body on April 9, 2008 (the "2008 Resolution"); (b) Waterworks System Revenue Bonds, Series 2010B, dated March 24, 2010 (the "2010B Bonds"), pursuant to Resolution No. 8157 adopted by the Governing Body on March 10, 2010 (the "2010B Resolution"); and (c) Waterworks System Revenue Bonds, Series 2011, dated February 23, 2011 (the "2011 Bonds"), pursuant to Resolution No. 8236 adopted by the Governing Body on February 9, 2011 (the "2011

Resolution"), all of which are payable solely from the income and revenues of the System on a basis junior and subordinate to the Prior Bonds (the 2008 Bonds, 2010B Bonds and 2011 Bonds shall be collectively referred to herein as the "Junior Bonds") (the 2008 Resolution, 2010B Resolution and 2011 Resolution shall be collectively referred to herein as the "Junior Bond Resolutions");

WHEREAS, the Governing Body now deems it to be necessary, desirable and in the best interest of the Municipality to issue additional revenue bonds to pay the cost of refunding the Municipality's Waterworks System Revenue Bonds, Series 2010, dated February 10, 2010 (the "2010 Bonds") and Waterworks System Revenue Bonds, Series 2011B, dated September 28, 2011 (the "2011 Bonds") (the 2010 Bonds and 2011 Bonds shall be referred to herein collectively as the "Refunded Obligations") for the purpose of achieving interest cost savings (the "Refunding");

WHEREAS, such additional revenue bonds shall be issued pursuant to Section 66.0621, Wisconsin Statutes, on a parity with the Prior Bonds in accordance with the provisions of Section 9 of the Bond Resolution, as amended;

WHEREAS, to the best of the Municipality's knowledge, information and belief, and in reliance upon the Additional Bonds Certificate, attached hereto as Exhibit B and incorporated herein by this reference, the Municipality has complied or will comply with the conditions precedent to the issuance of additional revenue bonds on a parity with the Prior Bonds set forth in the Bond Resolution, as amended by the Prior Resolutions and the Junior Bond Resolutions;

WHEREAS, other than the Prior Bonds (and the 2010 Bonds and 2011 Bonds, which are being refunded by this issue of Bonds), and the Junior Bonds, no bonds or notes payable from the revenues of the System are now outstanding;

WHEREAS, the revenue bonds will mature, in accordance herewith, commencing not later than 3 years after the date of the issuance thereof in such amounts that the requirement each year to pay both principal and interest thereon (the latter being payable not less than annually from the date of issuance of the revenue bonds) will, it is hereby found by this Governing Body, be reasonable in accordance with prudent municipal utility management practices;

WHEREAS, for the purpose of paying the cost of the Refunding (including paying legal, financing and other professional fees and issuance expenses in connection therewith, and any cost of increasing the amount deposited in the Reserve Account created and established pursuant to the Bond Resolution, as amended), the Governing Body deems it to be necessary, desirable and in the best interest of the Municipality to authorize and sell waterworks system revenue bonds of the Municipality on a parity with the Prior Bonds and senior to the Junior Bonds, payable solely from the revenues of the System, which bonds are to be authorized and issued pursuant to the provisions of Section 66.0621, Wisconsin Statutes and Section 9 of the Bond Resolution and Section 11 of the Junior Bond Resolutions; and

WHEREAS, the Governing Body now deems it to be necessary, desirable and in the best interest of the Municipality to supplement the Bond Resolution, as amended by the Prior Resolutions, to provide for the issuance and sale of waterworks system revenue bonds on a parity

with the Prior Bonds and senior to the Junior Bonds and to award the sale of such bonds to Robert W. Baird & Co. Incorporated.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the Municipality that:

Section 1(a). Definitions. The definitions in the Bond Resolution, as amended by the Prior Resolutions apply to and are incorporated into this Resolution except as expressly amended below or unless the context expressly or by necessary implication requires otherwise. References in the Bond Resolution, as amended by the Prior Resolutions to "Bonds" and "Additional Bonds" shall apply to the Bonds being issued pursuant to this Resolution unless otherwise amended herein. All references to specific sections in the Bond Resolution, as amended by the Prior Resolutions also apply to the Bonds being issued pursuant to this Resolution unless otherwise amended herein.

Section 1(b). Restated Additional and/or Amended Definitions. In addition to and/or in amendment of the terms defined in subsection 1(a) hereof, the following terms shall have the following meanings in this Resolution unless the text expressly or by implication requires otherwise:

"Annual Debt Service Requirement" means the total amount of principal and interest due on the Prior Bonds, the Bonds or any Parity Bonds in any Bond Year whether at maturity or pursuant to mandatory redemption thereof;

"Bond Registrar" or "Fiscal Agent" means Zions Bancorporation, National Association, Chicago, Illinois, which is herein appointed by the Governing Body pursuant to the provisions of Section 67.10(2), Wisconsin Statutes, to act as fiscal agent and paying agent for the Bonds;

"Bond Resolution" means Resolution No. 4350 adopted by the Governing Body on March 11, 1987;

"Bond Year" means the one-year period ending on a principal payment date for the Bonds;

"Bonds" means Waterworks System Revenue Refunding Bonds, Series 2021 of the Municipality, dated December 1, 2021 authorized to be issued by this Resolution;

"DTC" or "Depository" means The Depository Trust Company, New York, New York, or its nominee or its successor which shall act as securities depository for the Bonds;

"Junior Bonds" means the 2008 Bonds, 2010B Bonds and 2011 Bonds;

"Junior Bond Resolutions" means the 2008 Resolution, 2010B Resolution and 2011 Resolution;

"Original Purchaser" or "Purchaser" means Robert W. Baird & Co. Incorporated, Milwaukee, Wisconsin;

"Parity Bonds" means any additional bonds issued pursuant to the Act and Section 9 of the Bond Resolution;

"Prior Bonds" means the 2013 Bonds and 2014 Bonds;

"Prior Resolutions" means the 2013 Resolution and 2014 Resolution;

"Refunded Obligations" means the 2010 Bonds and the 2011 Bonds;

"Refunding" means paying the cost of the Refunded Obligations;

"Reserve Account" means the Reserve Account of the Special Redemption Fund created and established pursuant to Section 6 of the Bond Resolution, as amended by the Prior Resolutions and this Resolution, which has been funded with the proceeds of the Prior Bonds and funds of the System and may be additionally funded with System funds and proceeds of the Bonds;

"Reserve Requirement" means an amount which at no time exceeds an amount equal to the lesser of maximum amount of principal and interest due on the Prior Bonds and the Bonds in any Bond Year or an amount not greater than 125% of average annual debt service on the Prior Bonds and the Bonds. If Parity Bonds are issued, the Reserve Requirement shall be an amount equal to the lesser of maximum amount of principal and interest due on the Prior Bonds and the Bonds and the Parity Bonds in any Bond Year or an amount not greater than 125% of average annual debt service on the Prior Bonds and the Bonds and the Parity Bonds;

"Resolution" means this resolution entitled: "Resolution Supplementing Resolution No. 4350; Authorizing the Issuance and Awarding the Sale of \$10,595,000 Waterworks System Revenue Refunding Bonds, Series 2021 and Providing for the Payment of such Bonds and Other Details and Covenants with Respect Thereto" adopted by the Governing Body on November 10, 2021;

"2008 Bonds" means the outstanding balance of the Waterworks System Revenue Bonds, Series 2008, dated April 23, 2008;

"2008 Resolution" means Resolution No. 7985 adopted by the Governing Body on April 9, 2008;

"2010B Bonds" means the outstanding balance of the Waterworks System Revenue Bonds, Series 2010B, dated March 24, 2010;

"2010B Resolution" means Resolution No. 8157 adopted by the Governing Body on March 10, 2010;

"2011 Bonds" means the outstanding balance of the Waterworks System Revenue Bonds, Series 2011, dated February 23, 2011;

"2011 Resolution" means Resolution No. 8236 adopted by the Governing Body on February 9, 2011;

"2013 Bonds" means the outstanding balance of the Waterworks System Revenue Refunding Bonds, Series 2013, dated October 1, 2013;

"2013 Resolution" means Resolution No. 8426 adopted by the Governing Body on September 11, 2013;

"2014 Bonds" means the outstanding balance of the Waterworks System Revenue Refunding Bonds, Series 2014, dated July 9, 2014; and

"2014 Resolution" means Resolution No. 8477 adopted by the Governing Body on June 25, 2014.

Section 2. Authorization of the Bonds. For the purpose of paying the cost of the Refunding (including paying legal, fiscal, financing and other professional fees in connection therewith), there shall be borrowed on the credit of the income and revenue of the System the sum of \$10,595,000, and registered revenue bonds of the Municipality are hereby authorized to be issued in evidence thereof to Robert W. Baird & Co. Incorporated (the "Purchaser") in accordance with the terms and conditions of its bond purchase agreement attached hereto as Exhibit C and incorporated herein by this reference (the "Proposal").

Section 2A. Terms of the Bonds. The revenue bonds shall be designated "Waterworks System Revenue Refunding Bonds, Series 2021" (the "Bonds"); shall be dated December 1, 2021; shall be in the denomination of \$5,000 or any integral multiple thereof; shall bear interest at the rates and shall mature on September 1 of each year, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit D-1 and incorporated herein by this reference. Interest on the Bonds shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2022. The schedule of principal and interest payments due on the Bonds is set forth on the Debt Service Schedule attached hereto as Exhibit D-2 and incorporated herein by this reference (the "Schedule").

It is hereby determined and declared that:

- (a) the above schedule of maturities of the Bonds is such that the requirements each year to pay both the principal of and interest on the Bonds is reasonable in accordance with prudent municipal utility management practices;
- (b) the refunding of the Refunded Obligations is advantageous to the Municipality;
- (c) the aggregate amount of Bonds, which shall encompass sums sufficient to provide for the costs hereinabove set out, is necessary; and
- (d) the proceeds of the Bonds deposited in the Refunding Fund (referenced in Section 11(c) below), together with the interest earnings thereon shall provide an amount sufficient to pay when due the principal and redemption price of and interest on the Refunded Obligations being refunded.

Section 3. Redemption Provisions. The Bonds maturing on September 1, 2029 are subject to redemption prior to maturity, at the option of the Municipality, on September 1, 2028 or on any date thereafter. Said Bonds are redeemable as a whole or in part, and if in part, by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

[If the Proposal specifies that any of the Bonds are subject to mandatory redemption, the terms of such mandatory redemption shall be set forth on an attachment hereto as Exhibit MRP and incorporated herein by this reference. Upon the optional redemption of any of the Bonds subject to mandatory redemption, the principal amount of such Bonds so redeemed shall be credited against the mandatory redemption payments established in Exhibit MRP for such Bonds in such manner as the Municipality shall direct.]

Section 4. Parity with Prior Bonds; Senior to Junior Bonds. The Bonds shall be additional bonds within the meaning of Section 9 of the Bond Resolution, as amended by the Prior Resolutions and this Resolution; shall be additional senior bonds within the meaning of Section 11 of the Junior Bond Resolutions; are issued on a parity with the Prior Bonds and senior to the Junior Bonds; and are secured by an equal lien and claim to the revenues and properties of the System and the monies on deposit in the Special Redemption Fund equal to the Prior Bonds and senior to the Junior Bonds all as set forth in the Bond Resolution, as amended by the Prior Resolutions and this Resolution, and the Junior Bond Resolutions.

Section 5. Form, Execution, Registration and Payment of the Bonds. The Bonds shall be issued in book-entry form only, shall be registered in the name of the Depository and shall be numbered from 1 consecutively upward. If, for any reason, the relationship with the Depository is terminated, the Municipality may at its sole discretion establish a relationship with another depository in order to maintain the Bonds in book-entry form. If the Municipality does not appoint another depository, it shall prepare, authenticate and deliver at its expense fully registered certificated Bonds in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding to the beneficial owners of the Bonds, as shown upon the records of the Depository. The book-entry Bonds shall be in the form attached hereto as Exhibit E and incorporated herein by this reference.

Section 5A. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Zions Bancorporation, National Association, Chicago, Illinois, which is hereby appointed as the Municipality's registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the "Fiscal Agent"). The Municipality hereby authorizes the City Manager and City Clerk or other appropriate officers of the Municipality to enter a Fiscal Agency Agreement between the Municipality 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 Bonds.

Section 5B. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the Municipality agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations, which the City Clerk or other authorized representative of the Municipality is authorized and directed to execute and deliver to DTC on

behalf of the Municipality to the extent an effective Blanket Issuer Letter of Representations is not presently on file in the City Clerk's office.

Section 5C. Persons Treated as Owners; Transfer of Bonds. The Municipality shall cause books for the registration and for the transfer of the Bonds to be kept by the Fiscal Agent. The person in whose name any Bond 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 Bond 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 Bond to the extent of the sum or sums so paid.

Any Bond may be transferred by the registered owner thereof by surrender of the Bond 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 City Manager and City Clerk shall execute and the Fiscal Agent shall deliver in the name of the transferee or transferees a new Bond or Bonds 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 Bond surrendered for transfer.

The Municipality shall cooperate in any such transfer, and the City Manager and City Clerk are authorized to execute any new Bond or Bonds necessary to effect any such transfer.

Section 6. Security for the Bonds. The Bonds, together with interest thereon, shall not constitute an indebtedness of the Municipality nor a charge against its general credit or taxing power. The Bonds, together with interest thereon, shall be payable only out of the Special Redemption Fund created and established pursuant to the Bond Resolution, as amended and supplemented by the Prior Resolutions and this Resolution, and shall be a valid claim of any holder thereof only against said Special Redemption Fund and the revenues of the System pledged to such fund on a parity with the Prior Bonds and senior to the Junior Bonds. Sufficient revenues have been heretofore pledged to said Special Redemption Fund, and shall be used for no other purpose than to pay the principal of, premium, if any, and interest on the Prior Bonds, the Bonds and any Parity Bonds as the same becomes due. It is the express intent and determination of the Governing Body that the amount of revenues to be set aside in the Special Redemption Fund (including the Reserve Account) shall be sufficient in any event to pay the principal of and interest on the Prior Bonds, the Bonds, any Parity Bonds, and the Junior Bonds as the same becomes due and to provide any amounts required to be paid into the Reserve Account to maintain the Reserve Requirement.

Section 7. Funds and Accounts. In accordance with the Act, for the purpose of the application and proper allocation of the revenues of the System, and to secure the payment of the principal of and interest on the Prior Bonds, the Bonds, the Junior Bonds and any Parity Bonds, certain funds of the System have been created and established pursuant to Section 6 of the Bond Resolution, as amended by the Prior Resolutions and this Resolution, which shall be used solely for the purposes set forth in the Bond Resolution, as amended by the Prior Resolutions and this Resolution as follows:

Subparagraph (c) of Section 6 of the Bond Resolution is hereby amended and supplemented to read as follows:

"(c) Waterworks System Special Redemption Fund, which shall be divided into two separate accounts to be known as the "Interest and Principal Account" and the "Reserve Account".

(i) There shall be deposited in the Interest and Principal Account from Bond and any Parity Bond proceeds all accrued interest and any premium. In addition, there shall be deposited in said account in the manner specified in Section 7 of the Bond Resolution, an amount sufficient (after giving effect to available amounts in said account from accrued interest, any premium, investment earnings and any other source) to pay the principal of and interest on first, the Prior Bonds, the Bonds and any Parity Bonds as the same becomes due on a basis senior to the Junior Bonds and second, the Junior Bonds as the same become due. The Interest and Principal Account shall be used first solely for the purposes of paying principal of and interest on the Prior Bonds, the Bonds and any Parity Bonds in accordance with the provisions of the Bond Resolution as amended and supplemented by the Prior Resolutions and this Resolution and second, the Junior Bonds.

The minimum amounts to be so deposited in the Interest and Principal Account for debt service on the Bonds are set forth on Exhibit D and incorporated herein by this reference.

(ii) There heretofore has been deposited into the Reserve Account \$2,585,607.00 from proceeds of the Prior Bonds and funds of the System and other available funds. Upon the issuance of the Bonds, the Reserve Account shall be reduced so that the amount on deposit in the Reserve Account is equal to the Reserve Requirement. The Reserve Account shall be used solely for the purpose of paying principal of or interest on the Prior Bonds, the Bonds or any Parity Bonds at any time when there shall be insufficient money in the Interest and Principal Account. The Reserve Account does not secure the Junior Bonds, and monies on deposit therein shall under no circumstances be used to pay principal of or interest on the Junior Bonds. The Reserve Account shall be funded and replenished in the manner specified in Section 7 of the Bond Resolution, except that one-twelfth of the Reserve Requirement shall replace any specific amount as the total amount deposited in the Reserve Account which shall be deposited to replenish the Reserve Account within twelve months if depleted."

Section 8. Application of Revenues. After the delivery of the Prior Bonds, the entire gross earnings of the System have been and will continue to be deposited as collected in the Revenue Fund and shall be transferred monthly to the funds listed in the Bond Resolution, as amended and supplemented by the Prior Resolutions and this Resolution in the amounts, the order of priority and in the manner set forth in the Bond Resolution, as amended and supplemented by the Prior Resolutions and this Resolution.

Section 9. Service to the Municipality. As stated in the Bond Resolution, the reasonable cost and value of services rendered to the Municipality by the System by furnishing water for public purposes, shall be charged against the Municipality and shall be paid by it in quarterly installments as the service accrues. As stated in the Bond Resolution, as amended by the Prior Resolutions, the reasonable cost and value of such service to the Municipality in any year shall be in an amount which, together with the other revenues of the System, will produce in each Bond Year Net Revenues equivalent to not less than 1.25 times annual principal and interest requirements on the Prior Bonds, the Bonds and any Parity Bonds then outstanding after deduction of all operation and maintenance expenses of the System but before deduction of depreciation charges or local tax equivalents. Such compensation for such service shall be paid into the Revenue Fund created by Section 6 of the Bond Resolution. All other provisions of Section 8 of the Bond Resolution still apply and are incorporated into this Section 9.

Section 10. Sale of the Bonds. The Bonds shall be sold to the Purchaser for the sum set forth on the Proposal plus accrued interest to the date of delivery.

Section 11. Application of Bond Proceeds. The proceeds of the sale of the Bonds (including any premium and accrued interest from their date to the date of delivery) shall be deposited and applied as follows:

(a) to the Interest and Principal Account of the Special Redemption Fund, the amount of any accrued interest received from the sale of the Bonds;

(b) to the Reserve Account of the Special Redemption Fund, a sum (if any) necessary from the proceeds of the Bonds so that, together with additional System funds on hand deposited therein, the amount in the Reserve Account equals the Reserve Requirement and is in compliance with Section 7 above; and

(c) to the Refunding Fund, a special fund hereby created and established, a portion of the proceeds of the Bonds in an amount sufficient, together with additional System funds on hand deposited therein, to refund the Refunded Obligations. Said Refunding Fund shall be adequately secured and shall be used solely for the purpose of paying the cost of refunding the Refunded Obligations, as more fully described in the preamble hereof (including paying legal, financing, and other professional fees). Any balance remaining in said Refunding Fund after paying the cost of the Refunding shall be transferred to the Special Redemption Fund for use in payment of principal of or interest on the Prior Bonds, the Bonds, the Junior Bonds and any Parity Bonds.

Upon issuance of the Bonds, any funds on deposit in the Reserve Account in excess of the Reserve Requirement shall be transferred to the Refunding Fund to be applied for the purposes thereof.

Section 12. Investments and Arbitrage. Monies accumulated in any of the funds and accounts referred to in Sections 7 and 11 hereof which are not immediately needed for the respective purposes thereof, may be invested in legal investments subject to the provisions of Sec. 66.0603(1m), Wisconsin Statutes, until needed. All income derived from such investments shall be credited to the fund or account from which the investment was made; provided, however, that at any time that the Reserve Requirement is on deposit in the Reserve Account, any income derived from investment of the Reserve Account shall be deposited into the Special Redemption Fund and used to pay principal and interest on the Bonds. A separate banking account is not required for each of the funds and accounts established under this Resolution; however, the monies in each fund or account shall be accounted for separately by the Municipality and used only for the respective purposes thereof. The proceeds of the Bonds shall be used solely for the purposes for which they are issued but may be temporarily invested until needed in legal investments. No such investment shall be made in such a manner as would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code or the Regulations of the Commissioner of Internal Revenue thereunder (the "Regulations").

An officer of the Municipality, charged with the responsibility for issuing the Bonds, shall, on the basis of the facts, estimates and circumstances in existence on the date of closing, make such certifications as are necessary to permit the conclusion that the Bonds are not "arbitrage bonds" under Section 148 of the Code or the Regulations.

Section 13. Compliance with Federal Tax Laws. (a) The Municipality represents and covenants that the projects financed by the Bonds and by the Refunded Obligations and the ownership, management and use of the projects will not cause the Bonds or the Refunded Obligations to be "private activity bonds" within the meaning of Section 141 of the Code. The Municipality 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 Bonds including, if applicable, the rebate requirements of Section 148(f) of the Code. The Municipality 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 proceeds of the Bonds) if taking, permitting or omitting to take such action would cause any of the Bonds to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Bonds to be included in the gross income of the recipients thereof for federal income tax purposes. The City Clerk or other officer of the Municipality charged with the responsibility of issuing the Bonds shall provide an appropriate certificate of the Municipality certifying that the Municipality can and covenanting that it will comply with the provisions of the Code and Regulations.

(b) The Municipality 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 Bonds provided that in meeting such requirements the Municipality will do so only to the extent consistent with the proceedings authorizing the Bonds and the laws of the State of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

The foregoing covenants shall remain in full force and effect, notwithstanding the defeasance of the Bonds, until the date on which all of the Bonds have been paid in full.

Section 14. Execution of the Bonds; Closing; Professional Services. The Bonds shall be issued in printed form, executed on behalf of the Municipality by the manual or facsimile signatures of the City Manager and City Clerk, authenticated, if required, by the Fiscal Agent, sealed with its official or corporate seal, if any, or a facsimile thereof, and delivered to the Purchaser upon payment to the Municipality 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 Bonds may be imprinted on the Bonds in lieu of the manual signature of the officer but, unless the Municipality has contracted with a fiscal agent to authenticate the Bonds, at least one of the signatures appearing on each Bond shall be a manual signature. In the event that either of the officers whose signatures appear on the Bonds 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 Bonds and all such documents, certificates and acknowledgements as may be necessary and convenient to effectuate the Closing. The Municipality hereby authorizes the officers and agents of the Municipality to enter into, on its behalf, agreements and contracts in conjunction with the Bonds, 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 Bonds is hereby ratified and approved in all respects.

Section 15. Official Statement. The Governing Body hereby approves the Preliminary Official Statement with respect to the Bonds and deems 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 officers of the Municipality 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 of the Bonds, the appropriate Municipality 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 16. Resolution a Contract. The provisions of this Resolution, together with the Bond Resolution, as amended by the Prior Resolutions shall constitute a contract between the Municipality and the holder or holders of the Prior Bonds, the Bonds and any Parity Bonds, and after issuance of any Bond or any Parity Bond no change or alteration of any kind in the provisions of this Resolution may be made until all of the Prior Bonds, the Bonds and any Parity Bonds have been paid in full as to both principal and interest. The holder or holders of any Bond or any Parity Bonds shall have the right in addition to all other rights, by mandamus or other suit or action in any court of competent jurisdiction, to enforce his or their rights against the Municipality, the Governing Body thereof, and any and all officers and agents thereof, including, but without limitation, the right to require the Municipality, its Governing Body and other authorized body, to fix and collect rates and charges fully adequate to carry out all of the provisions and agreements contained in this Resolution and the Bond Resolution as amended by the Prior Resolutions.

Section 17. Ratification of Bond Resolution. Except as expressly amended and supplemented by the provisions of the Prior Resolutions and this Resolution, the provisions of the Bond Resolution shall remain in full force and effect.

Section 18. Undertaking to Provide Continuing Disclosure. The Municipality hereby covenants and agrees, for the benefit of the holders of the Bonds, to enter into a written undertaking (the "Undertaking") 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. This Undertaking shall be enforceable by the holders of the Bonds or by the Purchaser on behalf of such holders (provided that the rights of the holders and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations hereunder and any failure by the Municipality to comply with the provision of this Undertaking shall not be an event of default with respect to the Bonds).

The City Manager and City Clerk, or other officer of the Municipality charged with the responsibility for issuing the Bonds, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the Municipality's Undertaking.

Section 19. Redemption of the 2010 Bonds. The Governing Body hereby calls the 2010 Bonds for redemption on December 27, 2021 at a price of par plus accrued interest to the date of redemption. The Municipality hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit F-1 and incorporated herein by this reference (the "2010 Bonds Notice"), to be provided at the times, to the parties and in the manner set forth on the 2010 Bonds Notice.

Section 20. Redemption of the 2011 Bonds. The Governing Body hereby calls the 2011 Bonds for redemption on December 27, 2021 at a price of par plus accrued interest to the date of redemption. The Municipality hereby directs the City Clerk to work with the Purchaser to cause timely notice of redemption, in substantially the form attached hereto as Exhibit F-2 and incorporated herein by this reference (the "2011 Bonds Notice"), to be provided at the times, to the parties and in the manner set forth on the 2011 Bonds Notice.

Section 21. Bond Insurance. The City Manager and City Clerk are authorized to agree to such additional provisions as any municipal bond insurer which makes a commitment accepted by the Municipality to insure the Bonds may reasonably request and which are acceptable to the City Manager and City Clerk, including provisions regarding restrictions on investment of Bond 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 Bonds by the bond insurer and notices to be given to the bond insurer. In addition, appropriate reference to the municipal bond insurance policy shall be made in the form of Bond provided herein.

Section 22. Conflicting Resolutions, Resolutions, Severability, Closing and Effective Date. All prior resolutions (other than the Bond Resolution and the Prior Resolutions), rules or other actions of the Governing Body or any parts thereof in conflict with the provisions hereof shall be and the same are hereby rescinded insofar as they 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 appropriate officers and agents of the Municipality are hereby directed and authorized to do all acts and execute and deliver all documents as may be necessary and convenient to effectuate the closing of this transaction. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Adopted and recorded November 10, 2021.

Kay Miller
City Council President

ATTEST:

Margaret Hefter
City Clerk

(SEAL)

City Attorney
Reviewed: _____

EXHIBIT A

CITY OF FOND DU LAC
WATERWORKS SYSTEM REVENUE BONDS

Schedule of Prior Bonds

1. \$1,140,000 Waterworks System Revenue Bonds, dated March 1, 1987 (which are no longer outstanding) pursuant to Resolution No. 4350 adopted on March 11, 1987 (the "Bond Resolution").
2. \$4,325,000 Waterworks System Revenue Refunding Bonds, Series 2013, dated October 1, 2013 (the "2013 Bonds") pursuant to Resolution No. 8426 adopted on September 11, 2013 (the "2013 Resolution").
3. \$5,275,000 Waterworks System Revenue Refunding Bonds, Series 2014, dated July 9, 2014 (the "2014 Bonds") pursuant to Resolution No. 8477 adopted on June 25, 2014 (the "2014 Resolution").

EXHIBIT B

ADDITIONAL BONDS CERTIFICATE

The undersigned, Tracy C. Salter, Director of Administration/Comptroller/Finance Director/Treasurer of the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City") hereby certifies the following in connection with the issuance by the City of its \$10,595,000 Waterworks System Revenue Refunding Bonds, Series 2021, dated December 1, 2021 (the "2021 Bonds"):

1. I have reviewed and am familiar with the provisions of the resolution entitled: "Resolution Supplementing Resolution No. 4350; Authorizing the Issuance and Awarding the Sale of \$10,595,000 Waterworks System Revenue Refunding Bonds, Series 2021 and Providing for the Payment of such Bonds and Other Details and Covenants with Respect Thereto" adopted by the City Council of the City on November 10, 2021 (the "2021 Resolution"), which authorized the issuance of the 2021 Bonds.

2. I have also reviewed and am familiar with the provisions of the Bond Resolution and the Prior Resolutions (as those terms are defined in the 2021 Resolution).

3. To the best of my knowledge, information and belief, the City meets the conditions set forth in Section 9 of the Bond Resolution, as amended by the Prior Resolutions, necessary to issue the 2021 Bonds as additional bonds on a parity and equality of rank with the Prior Bonds (as defined in the 2021 Resolution), to wit:

(i) Net Revenues. Net Revenues (based on the City's unaudited revenues and expenditures attached hereto as Schedule I) for the last completed fiscal year preceding the issuance of the additional bonds are at least equal to one and one-quarter (1.25) times the highest combined annual interest and principal requirements on the Prior Bonds and any parity bonds currently outstanding payable from the revenues of the System and the 2021 Bonds, as set forth on Schedule I.

(ii) No Default. The payments required to be made into the various funds and accounts provided in the Bond Resolution, as amended by the Prior Resolutions, are current and the City is not in default under any of the terms of the Bond Resolution, as amended by the Prior Resolutions.

(iii) Payment Dates. The additional bonds will be payable as to principal as of September 1 of each year and payable as to interest semi-annually on March 1 and September 1 of each year.

4. We have also reviewed and are familiar with the provisions of Resolution No. 7985 (the "2008 Resolution") adopted by the City Council on April 9, 2008 to authorize the issuance of Waterworks System Revenue Bonds, Series 2008 (the "2008 Bonds"); Resolution No. 8157 (the "2010B Resolution") adopted by the City Council on March 10, 2010 to authorize the issuance of Waterworks System Revenue Bonds, Series 2010B, dated March 24, 2010 (the

"2010B Bonds"); Resolution No. 8236 (the "February 2011 Resolution") adopted by the City Council on February 9, 2011 to authorize the issuance of Waterworks System Revenue Bonds, Series 2011 (the "February 2011 Bonds") (the 2008 Bonds, 2010B Bonds and February 2011 Bonds shall be collectively referred to herein as the "Junior Bonds") (the 2008 Resolution, 2010B Resolution and February 2011 Resolution shall be collectively referred to herein as the "Junior Resolutions").

5. To the best of our knowledge, information and belief, the City meets the conditions set forth in Section 11 of the Junior Resolutions necessary to issue the 2021 Bonds as additional bonds on a basis senior to the Junior Bonds, to wit:

(i) Net Revenues. As set forth in the attached Schedule II, the Net Revenues (as defined in the Junior Resolutions) for the fiscal year immediately preceding the issuance of the 2021 Bonds have been at least equal to the maximum annual interest and principal requirements on all bonds outstanding payable from the revenues of the System and on the 2021 Bonds proposed to be issued, times the greater of (a) 1.10 or (b) the highest debt service coverage ratio to be required with respect to the 2021 Bonds to be issued or any other obligations payable from the revenues of the System then outstanding, which is 1.25.

(ii) Rating. The rating classification of the 2021 Bonds shall be confirmed by a publicly released municipal rating of the "A" quality investment group, or better, as assigned by Moody's Investors Service, or Standard & Poor's Corporation or by a similar nationally recognized rating agency, without regard to any credit enhancement provided for the 2014 Bonds.

(iii) No Default. The payments required to be made into the various funds and accounts provided in the Junior Resolutions are current.

(iv) Payment Dates. The 2021 Bonds will be payable as to principal as of September 1 of each year and payable as to interest semi-annually on March 1 and September 1 of each year.

(v) Purpose. The 2021 Bonds will be used only for the purpose of providing additions, extensions or improvements to the System, or to refund obligations issued for such purpose.

IN WITNESS WHEREOF, I have executed this Certificate in my official capacity effective this 10th day of November, 2021.

Tracy C. Salter
Director of Administration/
Comptroller/Finance Director/
Treasurer

EXHIBIT C

Bond Purchase Agreement

To be provided by Robert W. Baird & Co. Incorporated and incorporated into the Resolution.

DRAFT

EXHIBIT D-1

Pricing Summary

To be provided by Robert W. Baird & Co. Incorporated and incorporated into the Resolution.

DRAFT

EXHIBIT D-2

Debt Service Schedule

To be provided by Robert W. Baird & Co. Incorporated and incorporated into the Resolution.

DRAFT

EXHIBIT E

(Form of Bond)

REGISTERED UNITED STATES OF AMERICA DOLLARS
STATE OF WISCONSIN
FOND DU LAC COUNTY
NO. R-____ CITY OF FOND DU LAC \$_____
WATERWORKS SYSTEM REVENUE REFUNDING BOND, SERIES 2021

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
September 1, _____ December 1, 2021 _____ % _____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
(\$ _____)

FOR VALUE RECEIVED, the City of Fond du Lac, Fond du Lac County, Wisconsin (the "City"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), solely from the fund hereinafter specified, on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest is payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2022 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Bond are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by Zions Bancorporation, National Association, Chicago, Illinois (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding the semi-annual interest payment date (the "Record Date"). This Bond is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

The Bonds maturing on September 1, 2029 are subject to redemption prior to maturity, at the option of the City, on September 1, 2028 or on any date thereafter. Said Bonds are redeemable as a whole or in part, and if in part, by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

【The Bonds maturing in the years _____ are subject to mandatory redemption by lot as provided in the resolution referred to above, at the redemption price of par plus accrued interest to the date of redemption and without premium.】

In the event the Bonds are redeemed prior to maturity, as long as the Bonds are in book-entry-only form, official notice of the redemption will be given by mailing a notice by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by the Depository, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all of the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice provided as described herein shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice. The Bonds shall cease to bear interest on the specified redemption date provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

This Bond is one of an issue aggregating \$10,595,000, issued for the purpose of paying the cost of refunding obligations of the City issued to finance additions, improvements and extensions to the City's Waterworks System, pursuant to Article XI, Section 3, of the Wisconsin Constitution, Section 66.0621, Wisconsin Statutes, acts supplementary thereto and a Resolution adopted November 10, 2021, and entitled: "Resolution Supplementing Resolution No. 4350; Authorizing the Issuance and Awarding the Sale of \$10,595,000 Waterworks System Revenue Refunding Bonds, Series 2021 and Providing for the Payment of such Bonds and Other Details and Covenants with Respect Thereto" (the "Resolution") and the Bond Resolution, as amended and supplemented by the Prior Resolutions (as those terms are defined in the Resolution) and is payable only from the income and revenues derived from the operation of said Waterworks System. Such revenues have been set aside and pledged as a special fund for that purpose and identified as "Special Redemption Fund", created by the Bond Resolution and continued by the Prior Resolutions and the Resolution.

The City has heretofore issued and has outstanding certain Waterworks System Revenue Bonds described in the Resolution (the 2013 Bonds and 2014 Bonds defined in the Resolution shall be referred to collectively herein as the "Prior Bonds" and the 2008 Bonds, 2010B Bonds and 2011 Bonds defined in the Resolution shall be referred to collectively herein as the "Junior Bonds"). The Bonds are issued on a parity with the Prior Bonds and are secured by an equal lien and claim to the revenues and properties of the Waterworks System and the monies on deposit in the Special Redemption Fund (referenced below). The Bonds are issued senior to the Junior Bonds as to the lien and claim to the revenues and properties of the Waterworks System and the monies on deposit in the Special Redemption Fund. This Bond does not constitute an

indebtedness of the City within the meaning of any constitutional or statutory debt limitation or provision.

This Bond is transferable only upon the books of the City kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Bonds, and the City appoints another depository, upon surrender of the Bond to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, upon surrender of this Bond together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Bond in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the City for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Bonds after the Record Date. The Fiscal Agent and City may treat and consider the Depository in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Bonds are issuable solely as negotiable, fully-registered Bonds without coupons in the denomination of \$5,000 or any integral multiple thereof.

It is hereby certified, recited and declared that all conditions, things and acts required by law to exist, happen, and be performed precedent to and in the issuance of this Bond have existed, have happened and have been performed in due time, form and manner as required by law; and that sufficient of the income and revenue to be received by said City from the operation of its Waterworks System has been pledged to and will be set aside into a special fund for the payment of the principal of and interest on this Bond.

This Bond shall not be valid or obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Fiscal Agent.

IN WITNESS WHEREOF, the City of Fond du Lac, Fond du Lac County, Wisconsin, by its governing body, has caused this Bond to be executed for it and in its name by the manual or facsimile signatures of its duly qualified City Manager and City Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

CITY OF FOND DU LAC,
FOND DU LAC COUNTY, WISCONSIN

By: _____
Joseph P. Moore
City Manager

(SEAL)

By: _____
Margaret Hefter
City Clerk

Date of Authentication: _____

CERTIFICATE OF AUTHENTICATION

This Bond is one of the City of Fond du Lac Waterworks System Revenue Refunding Bonds, Series 2021, described in the within-mentioned Resolution.

ZIONS BANCORPORATION,
NATIONAL ASSOCIATION
as Fiscal Agent

By: _____
Authorized Signature

DRAFT

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____, Legal Representative, to transfer said Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

(e.g. Bank, Trust Company
or Securities Firm)

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

EXHIBIT F-1

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
WATERWORKS SYSTEM REVENUE BONDS, SERIES 2010,
DATED FEBRUARY 10, 2010

NOTICE IS HEREBY GIVEN that the Bonds of the above-referenced issue which mature on the dates and in the amounts; bear interest at the rates; and have CUSIP Nos. as set forth below have been called for prior payment on December 27, 2021 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
09/01/2022	\$ 650,000	4.00%	344532KG0
09/01/2023	725,000	4.25	344532KH8
09/01/2024	950,000	4.30	344532KJ4
09/01/2025	1,000,000	5.00	344532KK1
09/01/2026	1,050,000	5.00	344532KL9
09/01/2027	1,100,000	5.00	344532KM7
09/01/2028	1,150,000	5.00	344532KN5
09/01/2029	1,200,000	5.00	344532KP0

Upon presentation and surrender of said Bonds to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Bonds, the registered owners thereof will be paid the principal amount of the Bonds plus accrued interest to the date of prepayment.

Said Bonds will cease to bear interest on December 27, 2021.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A., at least thirty-five (35) days prior to December 27, 2021. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to December 27, 2021 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org. Notice shall also be provided to Assured Guaranty Municipal Corp., or any successor, the bond insurer of the Bonds.

EXHIBIT F-2

NOTICE OF FULL CALL*

CITY OF FOND DU LAC
FOND DU LAC COUNTY, WISCONSIN
WATERWORKS SYSTEM REVENUE BONDS, SERIES 2011B,
DATED SEPTEMBER 28, 2011

NOTICE IS HEREBY GIVEN that the Bonds of the above-referenced issue which mature on the dates and in the amounts; bear interest at the rates; and have CUSIP Nos. as set forth below have been called for prior payment on December 27, 2021 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
09/01/2022	\$ 150,000	4.00 %	344532LA2
09/01/2023	125,000	4.00	344532LB0
09/01/2024	400,000	4.00	344532LC8
09/01/2025	425,000	4.375	344532LD6
09/01/2026	425,000	5.00	344532LE4
09/01/2027	500,000	5.00	344532LF1
09/01/2029	1,050,000	4.20	344532LH7

Upon presentation and surrender of said Bonds to The Bank of New York Mellon Trust Company, N.A., the registrar and fiscal agent for said Bonds, the registered owners thereof will be paid the principal amount of the Bonds plus accrued interest to the date of prepayment.

Said Bonds will cease to bear interest on December 27, 2021.

By Order of the
City Council
City of Fond du Lac
City Clerk

Dated _____

* To be provided to The Bank of New York Mellon Trust Company, N.A., at least thirty-five (35) days prior to December 27, 2021. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to December 27, 2021 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org. Notice shall also be provided to Assured Guaranty Municipal Corp., or any successor, the bond insurer of the Bonds.

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8965

Subject: A Resolution Approving The Proposed 2022 Through 2026
Capital Improvement Plan
Introduction: City Manager/Director of Administration

Initiator:

Recommendation: Plan Commission Recommendation: **Approve**

ATTACHMENTS:

File Name

8965_Resolution_Approving_2022-2026_CIP.pdf

RESOLUTION NO. 8965

**A RESOLUTION APPROVING THE PROPOSED
2022 THROUGH 2026
CAPITAL IMPROVEMENT PLAN**

WHEREAS, the proposed Capital Improvement Plan has been presented for the five-year period from 2022 through 2026; and

WHEREAS, the Plan Commission has reviewed the proposed Plan; and

WHEREAS, the City Council has reviewed the five-year Capital Improvement Plan.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Fond du Lac that the proposed 2022-2026 Capital Improvement Plan as proposed is hereby approved.

ADOPTED:

Kay Miller, President
Fond du Lac City Council

Attest:

City Attorney:

Margaret Hefter, City Clerk

Reviewed DSM

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8966

Subject: A Resolution Adopting The 2022 Fond du Lac Area Transit
Budgets
Introduction: City Manager/Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

8966_Res_Approving_2022_Transit_Budget.pdf

2022_Public_Hearing_Notice-Transit_Capital.pdf

RESOLUTION NO. 8966

A RESOLUTION ADOPTING THE 2022 FOND DU LAC AREA TRANSIT BUDGETS

WHEREAS, the City Manager has prepared and the City Council has reviewed the proposed budget of the City of Fond du Lac for the year 2022; and

WHEREAS, a Summary of the Budget and Notices of Public Hearing were published October 13 and 20, 2021; and

WHEREAS, on October 27, 2021, the City Council held a public hearing on the 2022 City Budget pursuant to Section 65.90 and 85.20 of the Wisconsin Statutes, the rules of the Wisconsin Department of Transportation, and the Federal Transit Administration; and

WHEREAS, the Federal Transit Administration has been delegated authority to award Federal financial assistance for a transportation project;

WHEREAS, the grant or cooperative agreement for Federal Financial assistance will impose certain obligations upon the applicant, and may require the Applicant to provide the local share of the project cost;

WHEREAS, the Applicant has or will provide all annual certifications and assurances to the Federal Transit Administration required for the project;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Fond du Lac, Wisconsin that the 2022 Operating Budget of the Fond du Lac Area Transit in the amount of \$2,064,394 and the 2022 Capital Budget in the amount of \$77,000, with the local share of \$15,400 for one paratransit vehicle replacement and \$940,000, with the local share of \$188,000 for city passenger bus replacements, are hereby adopted and the appropriate state and federal operating and capital applications shall be filed with the Department of Transportation.

BE IT FURTHER RESOLVED, that the Fond du Lac Area Transit Manager or his/her designee is authorized to execute and file application for Federal Assistance authorized by 49 U.S.C. chapter 53, title 23, United States Code or other Federal statutes authorizing a project administered by the Federal Transit Administration.

BE IT FURTHER RESOLVED, that the Director of Administration is authorized to execute and file with such applications all assurances or any other documents required by the United States Department of Transportation effectuating the purposes of Title VI of the Civil Rights Act of 1964 and other legally mandated requirements of the United States Department of Transportation.

BE IT FURTHER RESOLVED, that the Fond du Lac Area Transit Manager is authorized to furnish such additional information as the United States Department of Transportation may require in connection with the application for the program of projects.

BE IT FURTHER RESOLVED, that the City Manager is authorized to execute grant agreements on behalf of the City of Fond du Lac with the United States Department of Transportation for aid in the financing of the capital and operating assistance program of projects.

ADOPTED:

Kay Miller, President
Fond du Lac City Council

Attest:

City Attorney:

Margaret Hefter, City Clerk

Reviewed 

PUBLIC HEARING NOTICE - TRANSIT CAPITAL BUDGET 2022

Notice is hereby given that the City of Fond du Lac is applying to the Wisconsin Department of Transportation with a federal grant request of \$813,600 under Section 5307 of the Federal Transit Act, as amended. A public hearing will be in the Legislative chambers located in the City-County Government Center, 160 South Macy Street, Fond du Lac, Wisconsin on October 27, 2021 at 6:00 p.m. at which time any person shall have an opportunity to be heard on the proposed 2022 capital budget for Fond du Lac Area Transit.

Program of Projects

Project Descriptions:

(1) Paratransit Vehicle	\$77,000
(2) Passenger Bus	\$940,000
Total	<u>\$1,017,000</u>

Federal Share:	\$813,600
Local Share:	\$203,400
Total	<u>\$1,017,000</u>

Copies of the detailed program of projects are available for public inspection at the:

Department of Public Works
City of Fond du Lac
PO Box 150
160 S Macy Street
Fond du Lac, WI 54936-0150

Additionally, written comments will be considered if submitted to the:

City Clerk's Office
City of Fond du Lac
PO Box 150
160 S Macy Street
Fond du Lac, WI 54936-0150

By: October 27, 2021

Notice is further given that the proposed Program of Projects, as shown above, will be the final Program of Projects if no changes are required.

Margaret Hefter
City Clerk
City of Fond du Lac

Published October 13 and 20, 2021

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8967

Subject: A Resolution Adopting The Final 2022 City Budget,
Levying A Tax, And Establishing Fees
Introduction: City Manager/Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

8967_Res_Adopting_the_2022_City_Budget.pdf

2022_Public_Hearing_Notice-Budget.pdf

RESOLUTION NO. 8967

**A RESOLUTION ADOPTING THE FINAL 2022
CITY BUDGET, LEVYING A TAX, AND ESTABLISHING FEES**

WHEREAS, the City Manager has prepared and the City Council has reviewed the proposed budget of the City of Fond du Lac for the year 2022; and

WHEREAS, a Summary of the Budget and Notice of Public Hearing was published October 13 and 20, 2021; and

WHEREAS, on October 27, 2021, the City Council held a public hearing on the 2022 City Budget pursuant to Section 65.90 of the Wisconsin Statutes; and

WHEREAS, the City Council wishes to finalize the 2022 City Budget pursuant to State law.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Fond du Lac that the 2022 City Budget is hereby adopted.

BE IT FURTHER RESOLVED, that a tax of \$29,669,049 is hereby levied upon all taxable property within the City of Fond du Lac as returned by the Assessor in the year 2021 for the uses and purposes as set forth in said budget, and that all taxing officers of the City are hereby authorized and directed to spread the tax upon the current tax roll of the City of Fond du Lac.

BE IT FURTHER RESOLVED, that the revenues of the Special Revenues Funds are committed for the specific purposes for which the individual Special Revenue Funds are established.

BE IT FURTHER RESOLVED, that the proposed fee schedules set forth on Exhibits A through O in said budget are hereby adopted and that said fees shall be effective commencing on January 1, 2022.

ADOPTED:

Kay Miller, President
Fond du Lac City Council

Attest:

City Attorney:

Margaret Hefter, City Clerk

Reviewed 

CITY OF FOND DU LAC

NOTICE IS HEREBY GIVEN that a Public Hearing will be held in the Legislative Chambers located in the City-County Government Center, 160 South Macy Street, Fond du Lac, Wisconsin, on October 27, 2021 at 6:00 p.m. at which time any resident or taxpayer of the City of Fond du Lac shall have an opportunity to be heard on the Proposed 2022 City Budgets. A summary of the proposed budgets is presented below and copies of the proposed budgets are available for public inspection in the City Clerk's office in the City-County Government Center, 160 South Macy Street, at the Fond du Lac Public Library, 32 Sheboygan Street, and on the City of Fond du Lac website, www.fdl.wi.gov.

CITY OF FOND DU LAC 2022 PROPOSED BUDGET SUMMARY

The 2022 GENERAL FUND BUDGET is as follows:

REVENUES AND OTHER FINANCING SOURCES:	2021 Budget	2022 Budget	Percent Change
Taxes (other than property taxes)	\$2,395,832	\$2,353,900	
Special Assessment Payments	107,000	107,000	
Licenses and Permits	1,379,205	1,298,530	
Intergovernmental Revenues	10,581,201	10,770,282	
Public Charges for Services	2,785,465	2,825,665	
Fines, Forfeits and Penalties	460,000	430,000	
Interest and Rent	347,600	314,100	
Miscellaneous Revenues	87,000	94,100	
Total Revenues Excluding Property Taxes	\$18,143,303	\$18,193,577	
General Property Taxes	14,670,473	16,381,068	
Transfers from Other Funds	-	180,900	
Fund Balance Applied			
Unassigned Fund Balance Applied to Budget	1,283,018	1,561,055	
TOTAL REVENUES, OTHER FINANCING SOURCES AND FUND BALANCE APPLIED	\$34,096,794	\$36,316,600	6.5%

EXPENDITURES AND OTHER FINANCING USES:

General Government	3,169,355	3,345,050	
Public Safety	20,796,702	22,420,701	
Public Works	6,003,618	6,234,600	
Parks, Culture & Recreation	2,177,614	2,273,513	
Community Development	1,666,109	1,711,005	
TOTAL EXPENDITURES	33,813,398	35,984,868	6.4%
Transfers to Other Funds	283,396	331,732	
TOTAL EXPENDITURES AND OTHER FINANCING USES	\$34,096,794	\$36,316,600	6.5%

The 2022 budgets for

all funds combined:	Fund Balance January 1	Total Revenues	Total Expenditures	Fund Balance December 31
General Fund	\$ 7,672,454	\$34,755,545	\$36,316,600	\$ 6,111,399
Special Revenue Funds	2,672,215	9,656,373	8,822,202	3,506,386
Debt Service Fund	14,222	9,531,093	9,542,442	2,873
Capital Projects Funds	493,400	21,305,548	21,798,948	-
Wastewater Treatment & Resource Recovery	7,797,127	18,001,561	18,640,481	7,158,206
Water Utility	(181,241)	19,043,618	18,832,112	30,265
Internal Service Fund-Health Insurance	2,835,011	5,876,237	6,016,636	2,694,612
Internal Service Fund-Information Technology	232,622	2,229,316	2,248,550	213,389
Total All Funds	\$ 21,535,810	\$120,399,291	\$ 122,217,971	\$ 19,717,129

The property tax levy for City purposes is summarized as follows:

	2021 Budget	2022 Budget	
General Fund	\$14,670,473	\$16,381,068	
Library Special Revenue Fund	1,968,052	2,007,413	
Residential Recycling Special Revenue Fund	600,000	600,000	
Transit Special Revenue Fund	210,120	210,120	
Capital Projects Fund	1,972,765	1,790,448	
Debt Service Fund	8,390,000	8,680,000	
Total City Property Tax Levy	\$27,811,410	\$29,669,049	6.7%

	2021	2022	\$ Change	
Estimated Equalized Value Property Tax Rate	\$9.210	\$9.282	\$0.072	0.8%

The City's outstanding debt at December 31, 2021 is projected to be:

General Obligation Notes and Bonds	\$88,927,000
Utility Revenue Bonds	46,616,379
Total Debt	\$135,543,379

**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Resolution No. 8968

Subject: A Resolution Declaring Official Intent To Reimburse
Expenditures From Proceeds Of Borrowing
Introduction: Director of Administration

Initiator:

Recommendation:

ATTACHMENTS:

File Name

8968_Res_Approving_Intent_to_reimb_from_debt_proceeds.pdf

Memo-Res_intent_to_reimb.pdf

RESOLUTION NO. 8968

A RESOLUTION DECLARING OFFICIAL INTENT TO REIMBURSE EXPENDITURES FROM PROCEEDS OF BORROWING

WHEREAS, the City of Fond du Lac, Fond du Lac County, Wisconsin (the "Issuer") plans to undertake capital projects (the "Projects") approved by the City Council in the 2022 Capital Projects Budget, as follows; and

2022 Project Description	GO Debt
General Government:	
Redesign of Network Infrastructure with Encryption	\$ 100,000
Security Camera Replacements	200,000
Fiber Extension - North End Lift Stations/Well Houses	85,000
WiFi Network Replacement	68,000
Vehicle Replacement	17,000
Community Development:	
Macy Parking Ramp - Repairs	135,000
Placemaking Public Spaces	100,000
Flood Mitigation - Acquisition	85,000
Brownfield Redevelopment	400,000
Industrial Park Development	100,000
Senior Center Exterior Programming Improvements	120,000
River District	50,000
Library:	
Roof Replacement	182,500
Police:	
Building Renovations	1,813,000
Evidence Storage	140,000
Fire:	
Fire Station 1 - Roof Replacement	250,000
Public Works-Streets:	
Bridge Rehabilitation	210,000
Street Reconstruction	585,000
Street Restoration - Utility Repair	685,000
Sidewalk Program - City	95,000
Sidewalk Program - Private	225,000
Downtown Alley Program	175,000
W Division St Bridge Replacement	50,000
Military Rd - Superior to Western - DOT STP Urban	810,000
CTH VV - Pioneer Rd - Forest to Johnson	550,000
CTH VV - Pioneer Rd & Johnson St Intersection	125,000
CTH VV - Pioneer Rd - Sullivan to Forest	175,000
CTH VV - Pioneer Rd - CTH V to FDL Ave	50,000
Promen Drive Bridge - DOT Cost Share	225,000
Public Works-Storm Water:	
Storm Sewer Replacement - Utility Repair	385,000
Storm Water Pump & Motor Replacements	350,000
TMDL Storm Water Improvements	200,000
Lincoln & Thomas Pump Station Upgrade	6,200,000
Public Works-Parks:	
Lighthouse Repairs	200,000
Oven to Fountain Island Bridge Replacement	50,000
Roof Replacements	35,000
Tennis Court Resurfacing	79,000
Basketball Court Resurfacing	38,000
Trail Maintenance	59,000
Bridge from Lakeside East to Lakeside West	200,000
Pavement Resurfacing - Lighthouse Drive & Parking Lot	210,000
Public Works-Trees:	
Terrace Trees	40,000
Public Works-Capital Equipment	
Capital Equipment Program	635,000
Total Debt - All Projects	\$ 16,486,500

WHEREAS, the Issuer expects to finance the Projects on a long-term basis by issuing tax exempt promissory notes (collectively the “Notes”); and

WHEREAS, because the Notes will not be issued prior to commencement of the Projects, the Issuer must provide interim financing to cover costs of the Projects incurred prior to receipt of the proceeds of the Notes; and

WHEREAS, the City Council of the Fond du Lac deems it to be necessary, desirable, and in the best interests of the Issuer to advance moneys from its funds on hand on an interim basis to pay the costs of the Projects until the Notes are issued.

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of Fond du Lac, that

Section 1. Expenditure of Funds. The City of Fond du Lac shall make expenditures as needed from its funds on hand to pay the cost of the Projects until proceeds of the Notes become available.

Section 2. Declaration of Official Intent. The City of Fond du Lac hereby officially declares its intent under Treas. Reg. Section 1.150-2 to reimburse said expenditures with proceeds of the Notes, the principal amount of which is not expected to exceed \$16,486,500.

Section 3. Unavailability of Long-Term Funds. No funds for payments for the Projects, from sources other than the Notes, are or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside by the City pursuant to its budget or financial policies.

Section 4. Effective Date. This Resolution shall be effective upon its adoption and approval.

ADOPTED:

Kay Miller, President
Fond du Lac City Council

Attest:

City Attorney:

Margaret Hefter, City Clerk

Reviewed 

CITY OF FOND DU LAC - Memorandum

Department of Administration

To: Joe Moore, City Manager
City Council

From: Tracy Salter, Director of Administration

Date: November 2, 2021

Subject: Resolution – Declaring Official Intent to Reimburse Expenditures from Proceeds of Borrowing

This reimbursement resolution declares the municipality's official intent to reimburse the City's account with proceeds from tax-exempt promissory notes, and is a requirement of the IRS. This reimbursement resolution is required if the City intends to borrow at a future date to reimburse the City's internal fund for costs incurred before the borrowing is complete. Without this resolution March is the earliest the City can issue general CIP debt due to State Statute requirements on timing of loan repayments and availability of funds from tax settlement. This practice is common in other government units.

Adoption of this resolution gives some flexibility on when the City issues debt while allowing the procurement and bidding process to begin before the debt is issued. The past two years utilizing this type of resolution proved successful by providing the ability to schedule projects to begin earlier as well as leverage increasing contractor competition and availability to bid on projects. The recent construction environment combined with our previous timeline contributed to fewer bids, higher bids and sometimes no bids.

The adopted 2022 Capital Projects Budget includes \$16,486,500 of projects that were deemed eligible for and requiring debt financing to complete the projects. A list of the capital projects scheduled for long-term financing is included in the Declaration of Intent to Reimburse Resolution.

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**CITY COUNCIL MEETING AGENDA
CITY OF FOND DU LAC, WISCONSIN**

Title: Ethics Code Update
Subject: Presented By: City Attorney
Initiator:
Recommendation:

ATTACHMENTS:

File Name

Memo_on_Ethics_Revisions.11.8.21.pdf

Back_up_for_Chapter_52_Ethics_changes_11_8_21.pdf

Ethics_Code_Revisions.pdf

WI_Ethics_Commission_Oct._21_Memo.pdf

CITY OF FOND DU LAC - Memorandum

City Attorney/Department of Human Resources

Date: November 8, 2021

To: City Manager, City Council

From: Deb Hoffmann, City Attorney *DCH*

Re: Update on Ethics Code revisions

The Fond du Lac Ethics Board met on Friday November 5th to consider the revisions and take public comments. Two people presented comments, one that lives in the City of Fond du Lac and one that lives outside of the City in Fond du Lac County. Both commenters were concerned about the proposed change to limit the ability to file ethics complaints to eligible voters of the City of Fond du Lac. The Ethics Board discussed the commenters' concern regarding residency but declined to take a position on this particular change. The Board recommended approval of the balance of the revisions.

This revised Code does the following:

1. Adds language to strengthen the purpose of the Ethics Code and adopts the current State of Wisconsin Ethics Code by reference to Section 19.59, Wis. Stats.
2. Adds Definitions for various terms used in the ordinance and clarifies which sections apply to which definitions.
3. Clarifies who may request and how advisory ethics opinions can be obtained from the Ethics Board.
4. Provides more details regarding what must be included in a Complaint to the Ethics Board and how such Complaints will be handled.
 - a. For complaints which mistakenly assert matters that are not within the jurisdiction of the Ethics Board, the City Attorney's office will advise the Complainant of the lack of jurisdiction and advise them if there are other governmental agencies that may address their complaint.
5. Adds a clear path for holding hearings on Ethics Violations in front of the Municipal Court or Circuit Court.
6. Adds a bond requirement if the Complaint is made public prior to the Board making a determination on the Complaint.

Chapter 52

Code of Ethics

§ 52-1 Declaration of policy.

The proper operation of democratic government requires that elected and appointed officials be independent, impartial and responsible to the people; that government decisions and policy be made in proper channels of the governmental structure; that elected office not be used for personal gain; and the public have confidence in the integrity of its government. In recognition of these goals, there is hereby established a Code of Ethics for the City elected and appointed officials, as well as any individuals who are candidates for elective office as soon as such individuals file nomination papers with the City. The purpose of this code is to establish guidelines for ethical standards of conduct for all such elected and appointed officials by setting forth those acts or actions that are incompatible with the best interest of the City and by directing disclosure by such officials of private financial or other interests in matters affecting the City. The provisions and purpose of this code and such rules and regulations as may be established are hereby declared to be in the best interests of the City.

The purpose of this code is to establish guidelines or ethical standards of conduct for all ~~city officials and employees~~ local public officials by setting forth those acts or actions which are incompatible with the best interests of the City and by requiring such officials and ~~employees~~ to disclose personal interests, financial or otherwise in matter affecting the City.

Nothing contained in this code is intended to deny to any individual the rights granted by the United States Constitution, the constitution of this state, the laws of this state or labor agreements between the City and its bargaining units.

§ 52-2 Standards of conduct.

The Code of Ethics for local government, officials, employees and candidates as set out in Section 19.59 of the Wisconsin Statutes, or as subsequently amended, is hereby adopted and included herein by reference.

There are certain provisions of the Wisconsin Statutes which should, while not set forth in this chapter, be considered an integral part of any Code of Ethics. Accordingly, the provisions of the following sections of the Wisconsin Statutes are made a part of this Code of Ethics and shall apply to ~~elected and appointed~~ local public officials whenever applicable:

- § 946.10 Bribery of public officers and employees
- § 946.11 Special privileges from public utilities
- § 946.12 Misconduct in public office
- § 946.13 Private interest in public contract prohibited

§ 52-3 Responsibility of public office.

~~Elected and appointed~~ Local public officials are agents of public purpose and hold office for the benefit of the public. They are bound to uphold the United States Constitution and the Wisconsin Constitution and impartially carry out the laws of the nation, state

and City. In their official acts, ~~elected and appointed~~local public officials are bound to observe the highest standards of morality and to discharge faithfully the duties of their office regardless of personal considerations, recognizing that the public interest must be their prime concern.

§ 52-4 Dedicated service.

- A. All ~~elected and appointed~~local public officials of the City should be loyal to the objectives expressed by the citizens and the programs developed to attain these objectives.
- B. ~~Elected and appointed~~Local public officials should not exceed their authority, breach the law or ask others to do so, and they should work in full cooperation with other public officials and employees unless prohibited from so doing by law or by officially recognized confidentiality of their work.

§ 52-5 Fair and equal treatment.

- A. Use of public property. No ~~elected or appointed~~local public official shall request or permit the unauthorized use of personnel, City-owned vehicles, equipment, materials or property for personal convenience, profit or political reasons.
- B. Obligations to citizens. No ~~elected or appointed~~local public official shall grant any special consideration, treatment or advantage to any citizen beyond that which is available to every other citizen.

§ 52-6 Definitions.

The following terms shall have the meanings indicated:

ANYTHING OF VALUE

Any money or property, favor, service, payment, advance, forbearance, loan or promise of future employment, but does not include compensation and expenses paid by the state, fees, honorariums and expenses which are permitted and reported under § 19.56, Wis. Stats., and political contributions which are reported under Ch. 11, Wis. Stats. Such allowable fees and contributions shall not influence good public policy.

~~APPOINTED OFFICIAL~~

~~Any person not a City employee who is appointed by the City Manager or City Council to a City board, committee or commission.~~^[KA1]

ASSOCIATED

Includes any organization (when used with reference to an organization) in which an individual or a member of their immediate family is a director, officer or trustee, or owns or controls directly or indirectly, and severally or in the aggregate, at least ten percent of the outstanding equity or of which an individual or member of their immediate family is an authorized representative or agent.

CONFIDENTIAL INFORMATION

Written material or oral information related to city government, which is not otherwise subject to the public records law and which is expressly designated or marked as confidential.

CANDIDATE

Files nomination papers with the City Clerk.

~~ELECTED OFFICIAL~~

~~Any official of the City who holds an elective office, including all candidates for such office as soon as they have filed nomination papers with the City Clerk.~~

FINANCIAL INTEREST

Any interest which yields, directly or indirectly, a monetary or other material benefit to the ~~elected or appointed~~local public official or to any person employing or retaining services of the elected or appointed official.

GIFT

The payment or receipt of anything of value without valuable consideration.

LOCAL PUBLIC OFFICE

~~An elective office of the City of Fond du Lac, City Manager, an appointive office or position of the City in which an individual serves for a specified term, except a position limited to the exercise of ministerial action or a position filled by an independent contractor and an appointive office or position of the City which is filled by the City Council or the City Manager and the position serves at the pleasure of the appointing authority, except a clerical position, a position limited to the exercise of ministerial action or a position filled by an independent contractor.~~

An elective office of the City of Fond du Lac, the City Manager, or an appointive office or position of the City that is filled by the City Council or City Manager and the position serves for a specified term or at the pleasure of the appointing authority. This definition does not include a candidate, a position that is limited to the exercise of ministerial action, a clerical position, or a position filled by an independent contractor.

LOCAL PUBLIC OFFICIAL

An individual holding a local public office.

PERSON

Any natural person, corporation, partnership or joint venture.

PERSONAL INTEREST

Any interest arising from blood or marriage relationships or from close business or political associations, whether or not any financial interest is involved.

§ 52-7 Conflict of interest.

- A. Financial and personal interest prohibited. No local public official~~elected or appointed official~~, whether paid or unpaid, shall engage in any business or transaction or shall act in regard to financial or other personal interest, direct or indirect, which is incompatible with the proper discharge of official duties in the public interest, contrary to the provisions of this chapter or which would tend to impair independence of judgment or action in the performance of official duties.

- B. Incompatible employment. No ~~local public~~~~elect~~~~ed or appointed~~ official shall engage in or accept private employment or render service, for private interest, when such employment or service is incompatible with the proper discharge of official duties or would tend to impair independence of judgment or action in the performance of his official duties, unless otherwise permitted by law and unless disclosure is made as provided below.
- C. Disclosure of confidential information. No ~~local public~~~~elect~~~~ed or appointed~~ official shall, without proper legal authorization, disclose confidential information concerning the property, government or affairs of the City nor shall such information be used to advance the financial or other private interest of the official or others. Information generated in closed session shall be confidential until such time as it is legally allowed or required to be made public.
- D. Gifts and favors.
- (1) No ~~local public~~~~elect~~~~ed or appointed~~ official ~~or candidate~~ shall accept anything of value, whether in the form of gift, service, loan, thing or promise, from any person which may tend to impair his independence of judgment or action in the performance of his duties or grant in the discharge of his duties any improper favor, service or thing of value. ~~Any elected or appointed official who receives, directly or indirectly, any gift or gifts having an aggregate value of more than \$50 within any calendar year from any person who is known by such official to be interested directly or indirectly in any manner whatsoever in business dealings with the City upon which the official has any influence or input or over which the official has any jurisdiction, discretion or control shall disclose the nature and value of such gifts to the Ethics Board by March 31 following the year in which the gift is received.~~
- (2) No ~~local public~~~~elect~~~~ed or appointed~~ official ~~or candidate~~ may solicit or accept, either directly or indirectly, from any person or organization money or anything of value, if it could reasonably be expected to influence the official's actions or judgments or be considered a reward for any action or inaction on the part of the official.
- (3) A ~~local public~~~~elect~~~~ed or appointed~~ official ~~or candidate~~ is not to accept hospitality if after consideration of the surrounding circumstances it could reasonably be concluded that such hospitality would not be extended were it not for the fact that the guest or a member of the guest's immediate family was a ~~City official~~~~local public official or candidate~~. Participation in celebrations, grand openings, open houses, informational meetings and similar events is excluded from this prohibition. This subsection further shall not be construed to prevent candidates for elective office from accepting hospitality from citizens for the purpose of supporting the candidate's campaign.
- (4) Gifts received by an ~~local public~~~~elect~~~~ed or appointed~~ official under unusual circumstances should be referred to the Ethics Board within 10 days of receipt for recommended disposition.
- E. Contracts.

- (1) No ~~local public elected or appointed~~ official and no business in which an ~~local public elected or appointed~~ official holds a 10% or greater interest may enter into a contract with the City involving a payment or payments of more than \$3,000 within a twelve-month period unless such official has first made a written disclosure of the nature and extent of such relationship or interest to the Ethics Board and department acting for the City in regard to such contract, with the following exceptions:
 - (a) The contract is awarded through a process of public notice and competitive bidding; or
 - (b) The City Council waives the requirement of this subsection after determining that it is in the best interest of the City to do so.
 - (2) The provisions of this subsection shall not apply to the designation of a public depository of public funds.
 - (3) This subsection does not affect the application of § 946.13, Wis. Stats.
- F. Disclosure of interest in legislation. Any member of the City Council who has a financial interest or personal interest in any proposed legislation before the City Council shall disclose on the records of the Council or the Ethics Board created by this chapter the nature and extent of such interest.
- G. Campaign contributions. Campaign contributions shall be reported by all candidates for City office in conformance with the provisions of Ch. 11, Wis. Stats. Any campaign contribution tendered to or accepted by a candidate subsequent to the final statutory report shall be reported to the Ethics Board.
- H. Interference with election officials. No ~~local public official or candidate~~ for elective office shall in any manner interfere with or obstruct any local election official from performing his statutory duties and responsibilities as provided in Chs. 7, 8 and 11, Wis. Stats., unless such official is specifically authorized to perform those duties and responsibilities.

§ 52-8 Ethics Board established.

- A. The Ethics Board shall consist of three members who shall serve without compensation unless the Council otherwise provides. The members of the Board shall be residents of the City and shall not be elected officials or City employees, nor shall they be currently serving on any other City board or commission. Each member shall be appointed by the City Council with members to be selected as follows:
- (1) Two members and an alternate selected from a list of proposed members gathered under the provisions of § 14-1 of this Code.
 - (2) One member selected from a list of proposed members suggested by the Fond du Lac County Bar Association.
- B. If the Bar Association fails to supply a list of proposed members, the Council shall appoint a member under § 14-1 of this Code.

- C. Terms of office shall be three years. The alternate member shall be a member of the Board whenever one of the regular members is unavailable. The Board shall elect its own Chairperson and Vice Chairperson. The City Attorney's office or its designee shall provide the Board with the legal assistance necessary to carry out its function.

§ 52-9 Duties of Ethics Board.

- A. The Board shall adopt and develop written rules governing its operation. A copy of such rules shall be filed with the City Clerk.

B. Ethics Advisory Opinions.

- (1) Any individual (personally or on behalf of an organization or governmental body or local public official ~~(with the consent of a prospective organization or official)~~) may request of the Board, ~~an advisory opinion regarding the propriety of any matter to which the person is or may become a party. In the absence of an ethics board or when time is of the essence, the City Attorney may provide the advisory opinion.~~
- (2) Advisory opinions and requests will be in writing. Any individual requesting an advisory opinion or any individuals or organizations mentioned in the opinion shall not be made public, unless the individual, organization or governmental body consents to it and alterations are made to the summary of the opinion, which prevents disclosure of the identities of individuals involved in the opinion.

~~B. An elected or appointed official covered by this code may apply to the Ethics Board for an advisory opinion and shall be guided by the opinion rendered. Such person shall have the opportunity to present his interpretation of the facts at issue and of the applicability of provisions of the code before the advisory decision is rendered. The Board's deliberations and action upon such applications shall be conducted in meetings not open to the public to the extent allowed under Ch. 19, Wis. Stats. Records of the Board's opinions, opinion requests and investigations of violations shall also be closed to public inspection to the extent allowed under Ch. 19, Wis. Stats. The Board, however, may make such records public with the consent of the individual requesting the advisory opinion.~~

~~C. The Board shall investigate any complaint properly filed with it.~~

~~D.C.~~ The Board ~~shall~~ will accept from any ~~resident taxpayer~~ eligible voter of the City of Fond du Lac a written, verified complaint stating the name of the local public official alleged to have committed a violation of this chapter and the particulars thereof. ~~The complaint can be e-mailed, mailed or served in person on the City Attorney or City Manager.~~

D. Confidentiality: The information contained in such complaint shall be kept confidential until a finding is made by the Board under Subsection E.F. ~~The Board shall forward within 10 days a copy of the complaint to the elected or appointed official who is accused.~~ If no action on the verified complaint is taken by the Board within 60 days, the complaint shall be void and the Board shall issue a formal finding of no probable cause in the matter.

Breach of Confidentiality: If the complaint is not kept confidential, the complainant will be notified of the lapse in confidentiality and will have 10 days to post a cash bond in the amount of \$500.- with the City Clerk. The bond will be held while the Complaint is processed. If no bond is posted, the complaint will be dismissed. If the Board determines that the cComplainant negligently or deliberately leaked the complaint, they may order all or part of the bond to be paid to the subject of the complaint or otherwise disbursed. If the Board cannot determine the source of the leak, they may order the bond to be returned.

FE. Complaint Processing.

- (1) A complaint must comply with certain requirements to be valid. It **must**:
 - (a) Provide the full name and address of the person filing the complaint (called the complainant); and
 - (b) Be signed and sworn under oath before a notary.
- (2) In order for a complaint to be considered complete and proper, it **should**:
 - (a) Clearly recite the facts that show specific violations under the Board's jurisdiction (citations to the law and/or regulations are valuable);
 - (b) Clearly identify each person, committee or group that is alleged to have committed a violation (called the respondent [s]);
 - (c) Include any documentation supporting the allegations, if available; and
 - (d) Differentiate between statements based on the complainant's (the person who files the complaint) personal knowledge and those based on information and belief. Statements not based on personal knowledge should identify the source of the information.
- (3) The City Attorney's Office ~~reviews~~ will review each complaint to determine whether it states a violation within the jurisdiction of the Board and satisfies the ~~above~~ criteria set forth in Subsection (E) for a proper complaint. If the complaint does not meet these requirements, the City Attorney ~~notifies~~ will notify the complainant of the deficiencies.
 - (a) Non-jurisdictional Complaints
 - [1] Within five (5) days of receiving a complaint, the City Attorney or Assistant City Attorney ~~wish~~ shall determine whether the complaint involves a matter outside of the Board's jurisdiction. The City Attorney's office will generate an email or letter advising the complainant:
 - [a] that the Board does not have jurisdiction regarding the matter, and informing the complainant of any other governmental agency that may be able to assist with the matter, if that information is known; or
 - [b] that the matter should be addressed to the District Attorney or other governmental body. Standardized

communications may be utilized to resolve matters outside of the Board's jurisdiction. The letter or email will also attach the complaint.

(b) Jurisdictional Complaints

[1] Within five (5) days of receiving a complaint that is within the jurisdiction of the Ethics Board, staff will email and mail the sworn complaint to the complainant and respondent. Before voting on whether to take any action regarding the complaint, other than to dismiss, the Board will give ~~each~~the complainant and respondent receiving a notice an opportunity to demonstrate to the Board, in writing and within 15 days after receiving the notice, that the Board should take no action against the person on the basis of the complaint.

[2] A respondent who is or intends to be represented by legal counsel should inform the Board by sending a statement regarding the designation of counsel, including the name and address of the attorney that is representing them.

(4) ~~Initial Vote to Proceed~~ (Reasonable Suspicion Inquiry and Vote to Proceed)

(a) Each jurisdictional complaint will be submitted to the Board with recommendations on whether there is "reasonable suspicion" that the respondent has committed or is committing a violation of the law provisions of this Chapter. The Board ~~makes~~will make the a final decision by voting for or against a "reasonable suspicion" determination or otherwise terminating the complaint. Two affirmative votes are required to go forward with any referral for enforcement). In making this determination, the Board members may consider the complaint, the respondent's reply, available information on the public record and the staff's analysis and recommendations.

(b) If the Board finds that there is "reasonable suspicion" that the respondent has violated or is violating the provisions of this Chapter, the Board may either:

[1] Referral for enforcement by the District Attorney's Office. The Board may refer the matter to the District Attorney for criminal prosecution, or

[2] Referral for enforcement in Municipal Court. The Board may refer the matter to the Municipal Court as a civil forfeiture prosecution.

(c) If the Board fails to find "reasonable suspicion" that a violation has occurred or is occurring with respect to all of the allegations, or if the Board dismisses the matter for other reasons, the case is closed, and the parties involved are notified. The Board can provide additional advisory guidance to the respondent or the complainant in their dismissal notice. ~~If, on the other hand, the~~

~~Board finds that there is "reasonable suspicion" that the respondent has violated or is violating the law, the Board may either:~~

~~[1]—refer the matter to the District Attorney for criminal prosecution, or~~

~~[2]—refer the matter to the Municipal Court as a civil forfeiture prosecution~~

~~F.—If, after such investigation, the Board finds that probable cause exists for believing the allegations of the complaint, it shall conduct a hearing on the matter which shall be held not more than 60 days after such finding. The Board shall give the accused at least 20 days' notice of the hearing date. Such hearings shall be conducted in open session unless the accused petitions for a hearing closed to the public and closure is authorized by § 19.85, Wis. Stats. The rules of criminal evidence shall apply to such hearings. All evidence, including certified copies of records and documents which the Board considers, shall be fully offered and made part of the record in the case. Every party shall be afforded adequate opportunity to rebut or offer countervailing evidence.~~

~~G.—During all stages of any proceeding conducted under this section, the elected or appointed official whose activities are under investigation shall be entitled to be represented by counsel of his own choosing.~~

~~H.—The accused or his representative shall have an adequate opportunity to examine all documents and records to be used at the hearing under Subsection F at a reasonable time before the date of the hearing as well as during the hearing, to bring witnesses, to establish pertinent facts and circumstances and to question or refute any testimony or evidence, including opportunity to confront and cross-examine adverse witnesses.~~

~~I.H.~~ The Board shall have the power to compel the attendance of witnesses and to issue subpoenas granted other boards and commissions under § 885.01(3), Wis. Stats.

~~J.—Upon conclusion of the hearing the Board shall file its decision within five days, in writing, signed by all participating Board members with findings of fact and conclusions of law concerning the propriety of the conduct of the official and, if appropriate, refer the matter to the City Council or other proper authority with a recommendation for censure or other disciplinary action. A member of the Council censured may be subject to recall under § 9.10, Wis. Stats., or any other legal process authorized by law.~~

~~K.—A majority vote of the Board shall be required for any action taken by the Board, with the exception that action taken by the Board pursuant to a hearing conducted under Subsection F shall require a unanimous vote.~~

~~L.—If the Board by unanimous vote at any time after an investigation has commenced finds that any complaint filed had no basis in fact and was frivolous or was brought for the purpose of harassment, it may award the costs of the proceedings, including reasonable attorneys' fees, to the accused and assess those costs against the complainant.~~

§ 52-10 Applicability.

This Code of Ethics shall apply in all instances covered by its provisions except when superseded by an applicable statutory provision and statutory action is mandatory or

when the application of a statutory provision is discretionary but determined by the Ethics Board to be more appropriate or desirable.

§ 52-11 Distribution.

The City Clerk shall provide copies of this code to local public ~~elected and appointed~~ officials covered by this code and shall keep at least one copy permanently on file for the use of the public.

§ 52-12 Violations and penalties.

Violation of this chapter ~~will~~ be subject to a forfeiture as outlined in the general penalty provisions of Section 1-4 of the Fond du Lac Code of Ordinances ~~of not less than \$100 nor more than \$1,000 for each offense.~~

CITY OF FOND DU LAC - Memorandum

City Attorney/Department of Human Resources

Date: November 3, 2021
To: City Manager, City Council
From: Deb Hoffmann, City Attorney
Re: Ethics Code revisions

The City Attorney's office has provided a draft revised Ethics Code to the Ethics Board for their consideration and input. They are meeting on Friday November 6th to consider the revisions and take public comments.

The Wisconsin Ethics Commission Administrator, Daniel A. Carlton, provided a memo on Commission Complaint Practices for the October 7, 2021 Wisconsin Ethics Commission meeting. A copy of his memo is attached. Some portions of the proposed FDL Ethics Code revisions are based on the recommendations of this memo.

The revisions to the Draft Ethics Code include the following:

1. Adds language to strengthen the purpose of the Ethics Code and adopts the current State of Wisconsin Ethics Code, by reference, to Section 19.59, Wis. Stats.
2. Adds Definitions for various terms used in the ordinance and clarifies which sections apply to which definitions.
3. Clarifies who may request and how advisory ethics opinions can be obtained from the Ethics Board.
4. Provides more details regarding what must be included in a Complaint to the Ethics Board and how such Complaints will be handled and requires a \$10 filing fee.
5. Adds a clear path for holding hearings on Ethics Violations in front of the Municipal Court or Circuit Court.



Wisconsin Ethics Commission

Campaign Finance | Lobbying | Ethics
101 E. Wilson Street | Suite 127 | P.O. Box 7125 | Madison, WI 53707-7125
(608) 266-8123 | ethics@wi.gov | <https://ethics.wi.gov>

DATE: For the Commission Meeting on October 7, 2021

TO: Members, Wisconsin Ethics Commission

FROM: Daniel A. Carlton, Jr., Administrator

SUBJECT: Commission Complaint Practices

FOR COMMISSION ACTION

For this agenda item, the Commission may:

1. Direct staff to begin creating orders for all actions of the Commission beginning December 14, 2021, as outlined herein;
2. Direct staff to begin creating orders only for findings of no reasonable suspicion, no probable cause, authorizing the filing of civil litigation, or referring the matter to a district attorney or other prosecutor; or
3. Take other action consistent with today's discussion.

Introduction

The purpose of this memo is to consider the Commission's complaint processes with an eye toward improving transparency. It is not unusual for complainants and respondents to publicize the fact that a complaint was filed. While a complaint is being considered or investigated, it is imperative that confidentiality be maintained. This protects the integrity of the complaint and investigative process and is required by law. While the complaint is pending, the Commission and staff cannot and do not confirm a complaint was filed or discuss it with anyone other than the parties, their representatives, or witnesses. But, once the process is concluded, transparency is very important. It benefits the public, the Commission, and parties to have as transparent of a process as possible. The public gains a better understanding of what the law prohibits and why there was (or was not) a violation. It shows the public that the Commission took deliberative action and that the action was supported by the law and the facts. Transparency also benefits the Commission by bolstering the public's confidence in its actions. Finally, transparency benefits the parties by having a clear record explaining the Commission's actions.

Current Complaint Process

Generally, the Wisconsin Ethics Commission can only initiate an investigation upon receipt of a sworn complaint. Once a complaint is received, staff reviews the complaint to determine whether it is in the proper form and whether it alleges a potential violation of a law within the Commission's jurisdiction. If so, Commission staff transmits the complaint to the Respondent. The Commission cannot act on the complaint, other than to dismiss the complaint, within 15 days after the

Wisconsin Ethics Commissioners
Paul Connell | Awais Khaleel | Shauntay Nelson | Pat Strachota | Timothy Van Akkeren | David Wambach

Administrator
Daniel A. Carlton, Jr.

Respondent received notice. This window allows the Respondent a chance to demonstrate to the Commission in writing that the Commission should take no action or provide any other pertinent information.

In most cases, the Commission receives a response. Once a response is received, staff prepares a memo. The purpose of this memo is to fully brief the Commission on the facts and legal issues to allow the Commission to decide whether or how to proceed on the complaint. The memo summarizes the allegations and responses. It contains quotes of pertinent statutory provisions and a plain language explanation of the statutory provisions. The memo discusses how the law applies to the facts presented in the complaint and response. Any exculpatory information that the staff is aware of is included in the memo. This memo, the complaint, and the response are provided to the Commission in advance of the meeting.

In closed session at the meeting, staff presents the memo to the Commission. The Commission then asks any questions it may have of staff and discusses whether and how to proceed. At the first meeting the Commission considers a complaint, the Commission generally either:

- Finds no reasonable suspicion of a violation of the laws within the Commission's jurisdiction and dismisses the complaint; or
- Finds reasonable suspicion of a violation of the laws within the Commission's jurisdiction and:
 - Orders an investigation, prescribing the scope of the investigation, or
 - Directs staff to offer a settlement.¹

If the Commission dismisses the complaint, it notifies the complainant and respondent that it has dismissed the complaint. If the Commission orders an investigation, it decides whether the investigation is conducted by staff or an outside investigator. If the Commission directs staff to offer a settlement, staff prepares and transmits the settlement to the Respondent. At this stage, the only record that would become public is a record containing a finding of no reasonable suspicion. If the Commission chooses to investigate or offer a settlement, the matter remains confidential.

Assuming the Commission offers a settlement, staff prepares a settlement offer that contains a brief restatement of the allegations, the applicable law, and the terms of the settlement offer. This remains confidential until the settlement is completed. Once completed, the Commission is required to retain the settlement agreement in its office for public inspection.

If the Commission orders an investigation, staff must update the Commission every 30 days. Within 90 days after the order of investigation, the Commission must either make a determination on the merits of the complaint or reauthorize the investigation. If the Commission fails to do one of these two things, the matter is deemed dismissed. If the Commission orders an investigation, a report containing recommendations prepared pursuant to Wis. STAT. § 19.49(2)(b)4. is presented to the Commission at the next meeting. This document summarizes the results of the investigation and recommends a finding of probable cause, further investigation, or termination due to lack of sufficient evidence. If the Commission finds no probable cause, staff notifies the complainant and

¹ At the initial meeting, the Commission could also find probable cause. If the Commission finds probable cause, it can either proceed to litigation, offer a settlement, issue a warning, or take no further action if appropriate under the circumstances.

respondent it has found no probable cause and dismissed the complaint. If the Commission offers a settlement, staff prepares and transmits the settlement offer to the respondent. If the Commission orders further investigation, the matter remains confidential while staff investigates further. If the Commission finds probable cause and directs staff to file litigation or refers the matter to a district attorney or other prosecutor, staff will either file the litigation or refer the matter to the appropriate district attorney.

Confidentiality and Public Records

Subch. III, Ch. 19, of the Wisconsin Statutes, is very strict concerning confidentiality of complaints and complaint-related proceedings. Pursuant to WIS. STAT. § 19.50(1), the general rule is that no information may be disclosed by the Commission or anyone acting on behalf of the Commission about a complaint. The only exceptions relate to communications made in the course of the investigation or prosecution; communications with local, state, or federal law enforcement; or communications with the respondent or his/her attorney. Further, WIS. STAT. § 19.55(3) prohibits disclosure of records obtained or prepared by the Commission in connection with an investigation, including the full text of any complaint, unless one of the exceptions applies. In the normal course, the pertinent exceptions are:

- A record of the action of the Commission authorizing the filing of a civil complaint;
- A record of the action of the Commission referring a matter to a district attorney or other prosecutor for investigation or prosecution;
- A record containing a finding that a complaint does not raise a reasonable suspicion that a violation of the law occurred; or
- A record containing a finding, following an investigation, that no probable cause exists to believe that a violation of the law has occurred.

Additionally, WIS. STAT. § 19.55(3)(d) allows the subject of the investigation to essentially waive confidentiality and allow inspection and copy of all records if the Commission commences a civil action. In the absence of an exception, WIS. STAT. § 19.58(4) provides that any person that discloses information about a complaint may be fined not more than \$10,000 or imprisoned for not more than 9 months or both.

To summarize, the only records that become public under the current statutes are:

- A record containing a finding of no reasonable suspicion;
- A record containing a finding of no probable cause;
- A settlement;
- A record authorizing the filing of a civil complaint;
- A record referring the matter to a district attorney or other prosecutor; and
- A civil complaint initiating a lawsuit.

Commission's Current Practice

The Commission's practice has been to notify complainants and respondents that the Commission has found no reasonable suspicion or probable cause via email. If the complainant requests, the Commission can provide a copy of a settlement agreement once the settlement is complete. The Commission has not yet authorized a civil lawsuit to be filed concerning a complaint.

It is not unusual for a complainant or respondent to talk about the fact that a complaint was filed. It is also not unusual to have members of the press, the public, the complainant, or other officials ask about a complaint even before the matter has reached a point where it becomes public. Consistent with the confidentiality requirements, staff does not discuss anything about complaints while a matter is pending. As a result, a complaint is only public when a matter is dismissed or a settlement has been completed. Staff is frequently asked why a specific outcome occurred. Currently, the only thing that can be provided is the email that says simply that the matter was dismissed. In an effort to promote transparency, the Commission may want to consider a more intentional, formal approach to creating public records concerning complaints. Below are some recommendations to make the complaint process more transparent for the Commission's consideration.

Potential Change

Creating Orders for Certain Actions

At certain points during the complaint process, the statutes clearly contemplate some sort of writing. For example, WIS. STAT. § 19.49(1)(b) requires a settlement agreement to be in writing which will be open to inspection. Additionally, if the Commission believes there is a reasonable suspicion that a violation occurred, WIS. STAT. § 19.49(2)(b)3. contemplates the Commission authorizing an investigation via resolution.² Though it does not become a public record, at the conclusion of each investigation the Administrator is required to present a report and recommendations (whether probable cause exists, further investigation, or termination due to lack of sufficient evidence). *See* WIS. STAT. § 19.49(2)(b)4. The Commission shall then, in preliminary written findings of fact and conclusions based thereon, make a determination of whether or not probable cause exists to believe that a violation has occurred or is occurring. If the Commission determines that no probable cause exists, the complaint shall be dismissed, and the Commission shall immediately send written notice of the dismissal to the complainant and respondent. WIS. STAT. § 19.49(2)(b)7.

The statutes clearly contemplate some of these writings would eventually become publicly available. In addition to the staff memos already prepared, the Commission could begin creating formal orders for: a finding of no reasonable suspicion, a finding of no probable cause, directing staff to initiate litigation, referring a complaint to a district attorney or other prosecutor. These orders could contain a succinct explanation of the facts and allegations, a statement of the law(s) implicated, and the action taken by the Commission. While the law and procedure in Florida is significantly different than our laws, I have attached an example of an order dismissing a complaint as insufficient (akin to our no reasonable suspicion findings), an example of an order initiating an investigation (akin to our findings of a reasonable suspicion), an example of an order finding no probable cause, and an example of an order finding probable cause from the Florida Commission on Ethics. While there would inherently be some differences between our orders and theirs, these attachments are intended to show how clearly and concisely these public orders can be accomplished.

² Art. I, s. 4 of Robert's Rules of Order explains the difference between a main motion and a resolution is that a resolution should be in writing. Additionally, that section also provides that in assemblies with paid employees, instructions given to employees are called orders instead of resolutions.

In addition, the Commission may also want to adopt similar types of orders for the following matters which would not be available to the public except in limited circumstances:

- An order finding a reasonable suspicion; and
- An order finding probable cause, unless combined with direction to file litigation.

If the Commission decides to formalize its actions through orders, there are a couple of different approaches that the Commission should consider. First, the Commission can continue the complaint process as it currently does. When the Commission makes a finding or directs investigation, litigation, or a referral, staff can bring back a draft order for the Commission's approval at the next meeting.

Alternatively, if staff anticipates that the Commission will take a certain action, it can present the usual materials and a draft order for the Commission's consideration.³ This draft order will be watermarked "DRAFT" so as to not confuse it with an order the Commission has issued. The Commission is free to approve, reject, or direct staff to incorporate necessary revisions. If the Commission approves the order or approves an order with revisions which do not need to be presented to the Commission again, staff can then remove the watermark and prepare the order for signature. If the Commission rejects the order or wants to see the revisions before entering the order, an alternative order would be presented to the Commission at the next meeting. This approach would be more efficient from a staff perspective while respecting the fact that it is the Commission's role, not staff's, to make the determination on these issues.

Regardless of which approach the Commission chooses, it is important to remember that some of these orders would become available to the public pursuant to Wis. Stat. § 19.55(3). If the Commission adopted an order, the press, public, complainant, respondent, and others would all be entitled access to those orders. Staff would begin providing them upon request once they are adopted, the watermark is removed, and the order is signed.

As the Commission is aware, orders are typically signed by the judge or agency entering the order. The Commission could choose to have these orders signed by the Chair, signed by the Vice Chair, or have both the Chair and Vice Chair signatures on the orders. For efficiency's sake, the Commission may want to authorize the staff to add an electronically-created signature on behalf of whoever will sign the order.

Recommended Process

Upon receipt of a complaint and response (if the Respondent chooses to provide one), staff will continue to prepare the usual meeting memorandum reciting the facts, quoting and explaining the law, and providing any other pertinent information the Commission needs. In addition to that memo, if the staff anticipates the Commission making a certain finding, staff will prepare a draft order and include it as an attachment to the memo. The draft will have a blank signature line for the Chair and/or Vice Chair. The draft order will be clearly watermarked "DRAFT." The Commission will decide whether to accept the draft order, reject it, or modify it. If the Commission

³ If staff is not sure what action the Commission is likely to take, staff would not prepare an order until after the Commission has considered the matter. A draft order would then be presented at the next meeting.

accepts the draft order, staff will remove the watermark and add an electronically-created signature for the Chair and/or Vice Chair. If the Commission rejects the order or wants to review revisions prior to entry of the order, a new/revised draft order will be presented to the Commission at the next meeting in Closed session.

Once an order has been approved, the watermark removed, and the electronically-created signature added, staff will include the order in the file with the other records. If the order finds no reasonable suspicion, no probable cause, directs litigation to be filed, or refers the matter to a district attorney or other prosecutor, a copy of the order will be provided to anyone who requests it. If the order finds a reasonable suspicion or probable cause, without direction to file suit, the order will remain confidential unless required to be disclosed by a court.

If the Commission chooses to begin creating orders, staff will begin preparing orders for matters to be considered at the Commission's meeting on December 14, 2021.

Enclosures: Attachment A- FL COE Order Dismissing Complaint as Insufficient
 Attachment B- FL COE Order to Investigate
 Attachment C- FL COE Order Finding No Probable Cause
 Attachment D- FL COE Order Finding Probable Cause

JUL 28 2021

BEFORE THE
STATE OF FLORIDA
COMMISSION ON ETHICS

COMMISSION ON ETHICS

In re CARMINE MARCENO,

Respondent.

Complaint No. 21-100

PUBLIC REPORT AND ORDER DISMISSING COMPLAINT

On Friday, July 23, 2021, the Commission on Ethics met in its executive session and considered this complaint for legal sufficiency pursuant to Commission Rule 34-5.002, F.A.C. The Commission's review was limited to questions of jurisdiction of the Commission and of the adequacy of the details of the complaint to allege a violation of the Code of Ethics for Public Officers and Employees. No factual investigation preceded the review, and therefore the Commission's conclusions do not reflect on the accuracy of the allegations of the complaint.

The Commission voted to dismiss the complaint for lack of legal sufficiency, based on the following analysis:

1. This complaint was filed by Carmen Lee McKinney of Cape Coral, Florida.
2. The Respondent, Carmine Marceno, serves as Sheriff of the Lee County Sheriff's Office (LCSO).
3. The complaint alleges that the Respondent and others misused public funds to ensure that life-sized images of the Respondent appeared on the façade of six different "Community Out Reach Centers" located throughout the City and which are only intermittently open to the public. The complaint then questions the public purpose of the Community Out Reach Centers and the use of public resources to adorn the exterior of these facilities with the image of the Respondent.

4. The complaint also requests an audit and investigation of expenditures made by the LCSO over a twenty month period for the possible misuse of Forfeiture Funds contained in the LCSO Law Enforcement Trust Fund (LETf) allegedly expended in violation of Section 932.7055, Florida Statutes, governing the disposition of liens and forfeiture property. The complaint questions, with particularity, a transfer of \$15,000 made on May 27, 2020, from the LCSO LETf to Compassionate Cops, LLC d/b/a Compassionate Cops, Inc., (Compassionate Cops) an entity wherein the Respondent and other members of the LSCO serve or served as officers or directors.

5. The Code of Ethics provision¹ arguably applicable to the allegations in paragraphs 3 and 4 is Section 112.313(6), Florida Statutes, which states:

MISUSE OF PUBLIC POSITION.--No public officer, employee of an agency, or local government attorney shall corruptly use or attempt to use his or her official position or any property or resource which may be within his or her trust, or perform his or her official duties, to secure a special privilege, benefit, or exemption for himself, herself, or others.

Section 112.312(9), Florida Statutes, defines "corruptly" as

. . . done with a wrongful intent and for the purpose of obtaining, or compensating or receiving compensation for, any benefit resulting from some act or omission of a public servant which is inconsistent with the proper performance of his or her public duties.

6. The allegations in paragraph 3 fail to indicate a possible violation by the Respondent of Section 112.313(6). In order to indicate a possible violation of this provision, a complaint must substantively allege that a respondent corruptly used or attempted to use his public position or resources within his public trust, or that he corruptly performed his official duties, in order to benefit himself or another. Here, even assuming the Respondent was involved in

¹ With respect to the allegation in paragraph 4 concerning the May 27, 2020, transfer of \$15,000 from the LCSO LETf to Compassionate Cops, the allegation does not trigger the prohibition currently found in Article II, Section 8(g)(2) of the Florida Constitution, which did not become effective until December 31, 2020.

establishing the Community Outreach Centers, the complaint does not indicate, in a factual, nonconclusory manner, any private capacity benefit to the Respondent, as would be supportive of the "corruption" required under the statute. Further, while the complaint claims the Respondent was attempting to obtain a benefit via the use of his personal image on the façade of the Community Outreach Centers, the broad assertion that the Respondent's involvement with the Community Outreach Centers as Sheriff was to benefit himself via free publicity is conclusory; and while material assertions of fact are taken as true in an analysis of legal sufficiency, conclusions or unwarranted deductions of fact are not a sufficiently specific basis for investigation. Moreover, it is well settled that Section 112.313(6) will not be violated in situations where there is a valid public purpose for a public officer's actions, notwithstanding that the action provides an incidental personal or private benefit to the public officer or another. See Blackburn v. State, Commission on Ethics, 589 So. 2d 431, (Fla. 1st DCA 1991). Here, the complaint contains photographs of Community Outreach Centers where the life-sized photos of the Sheriff, police vehicles, a police dog, and the LCSO decal appear; while one effect of the establishment of these centers may be greater notoriety for the Respondent, the benefit of these centers is primarily deigned to serve the community in Lee County as a location wherein, for example, self-defense and active shooter trainings may occur. Thus, because apparently there was a public purpose for the Respondent's conduct and the Community Outreach Centers, it cannot form the basis of a violation of Section 112.313(6).

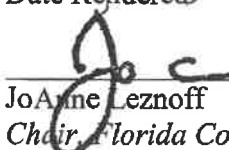
7. With respect to the allegations of paragraph 4 regarding expenditures made by the LCSO of Forfeiture Funds maintained in the LETF, these allegations also fail to indicate a possible violation by the Respondent of Section 112.313(6). The complaint process is not designed to serve as a general review or audit function to second guess the budgetary determinations of independent agencies of a political subdivision. The Complainant's doubt or skepticism about the LCSO's

process via which it used Law Enforcement Trust Funds, or his observation that certain funds were provided to an entity formed for the purpose of facilitating police outreach activities within the Lee County community, is not enough to trigger the Commission's investigative jurisdiction absent factual allegations which are not contained in the complaint.

8. In sum, we recognize the importance of matters in the complaint to the Complainant and the Complainant's effort in filing the complaint. Nevertheless, the Complainant's remedy, if any, lies with courts, forums, or agencies other than this Commission.

Accordingly, this complaint is hereby dismissed for failure to constitute a legally sufficient complaint with the issuance of this public report.

ORDERED by the State of Florida Commission on Ethics meeting in executive session on Friday, July 23, 2021.

July 28, 2021
Date Rendered

JoAnne Leznoff
Chair, Florida Commission on Ethics

JL/cmk

cc: Mr. R.W. Evans, Attorney for Respondent
Mr. Carmen Lee McKinney, Complainant

DATE FILED

OCT 17 2019

BEFORE THE
STATE OF FLORIDA
COMMISSION ON ETHICS

COMMISSION ON ETHICS

CONFIDENTIAL

In re DERRICK DIGGS,

Respondent.

Complaint No. 19-162

DETERMINATION OF INVESTIGATIVE JURISDICTION
AND ORDER TO INVESTIGATE

UPON REVIEW of this complaint, I find as follows:

1. This complaint was filed by Anthony Thomas, Jr., of Fort Myers, Florida.
2. The Respondent, Derrick Digs, allegedly serves as the Chief of Police of the Fort Myers Police Department.
3. The complaint alleges that Respondent used his City purchasing card for his own private benefit or the benefit of others, including the purchase of meals, boots, and a Sirius Satellite radio subscription, in contravention of the City's purchasing card policy or State statutes governing purchasing by public officers and employees. This indicates possible violation of Section 112.313(6), Florida Statutes, by the Respondent.

WHEREFORE staff of the Commission on Ethics shall conduct a preliminary investigation of this complaint for a probable cause determination of whether the Respondent has violated Section 112.313(6), Florida Statutes, as set forth above.

Date


 C. Christopher Anderson, III
 Executive Director

CCA/cmk

JUL 29 2020

BEFORE THE
STATE OF FLORIDA
COMMISSION ON ETHICS

COMMISSION ON ETHICS

In re KARYN CUNNINGHAM,)
)
Respondent.)
)
)
_____)

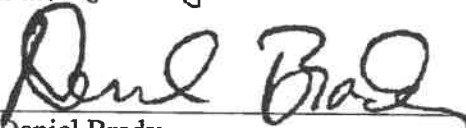
Complaint No. 20-002

PUBLIC REPORT

Based on the preliminary investigation of this complaint and on the recommendation of the Commission's Advocate, the Commission on Ethics finds that there is no probable cause to believe Respondent, as the Mayor of the Village of Palmetto Bay, violated Section 112.313(6), Florida Statutes, by using her position as Mayor of the Village of Palmetto Bay and/or using the Village's resources to benefit herself and/or a candidate for public office, as alleged in the complaint.

Accordingly, this complaint is dismissed with the issuance of this public report.

ORDERED by the State of Florida Commission on Ethics meeting in executive session on Friday, July 24, 2020.

Date July 29, 2020

Daniel Brady
Chair, Florida Commission on Ethics

DB/cmk

cc: Mr. Benedict P. Kuehne and Mr. Mark Herron, Attorneys for Respondent
Ms. Melody A. Hadley, Commission Advocate
Mr. David M. Singer, Complainant

DATE FILED

SEP 16 2020

BEFORE THE
STATE OF FLORIDA
COMMISSION ON ETHICS

COMMISSION ON ETHICS

In re DERRICK DIGGS,

Respondent.

Complaint No. 19-162


ORDER FINDING PROBABLE CAUSE

Based on the preliminary investigation of this complaint the Commission on Ethics rejects the recommendation of the Commission's Advocate and finds that there is probable cause to believe Respondent, as the Chief of Police for the Fort Myers Police Department, violated Section 112.313(6), Florida Statutes, by using his City-issued Purchasing Card for his own special private benefit and/or others' special benefit. Therefore, the Commission orders a public hearing as to whether the Respondent violated Sections 112.313(6), Florida Statutes.

A formal notice of hearing of the matter on which probable cause has been found will be prepared and sent to the Respondent and to the Advocate. Under Commission Rule 34-5.020, Florida Administrative Code, the Commission may resolve a complaint proceeding through a stipulation, settlement or consent order entered into by the Respondent and the Commission's Advocate and approved by the Commission. If the Respondent wishes to pursue a settlement of this case, he should contact the Commission's Advocate at (850) 414-3300 to discuss the terms of a possible settlement.

ORDERED by the State of Florida Commission on Ethics meeting in executive session on

Friday, September 11, 2020.

September 16, 2020
Date


Daniel Brady
Chair, Florida Commission on Ethics

DB/cmk

cc: Mr. Derrick Diggs, Respondent
Ms. Melody A. Hadley, Commission Advocate
Mr. Anthony Thomas, Jr., Complainant