

PROCEEDINGS OF THE
ROCK COUNTY BOARD OF SUPERVISORS

Janesville, Wisconsin
October 27, 2011

The Rock County Board of Supervisors met pursuant to adjournment on October 27, 2011, at 6:00 P.M. in the Courthouse at Janesville, Wisconsin.

Chair Podzilni called the meeting to order. Supervisor Sweeney gave the invocation.

3. Roll Call. At roll call, Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni were present. Supervisors Johnson and Wopat were absent. Present – 27. Absent – 2.

QUORUM PRESENT

4. Adoption of Agenda.

Supervisors Owens and Peer moved to the Agenda as presented. ADOPTED as presented. Agenda is as follows:

1. CALL TO ORDER
2. INVOCATION & PLEDGE OF ALLEGIANCE
3. ROLL CALL
4. ADOPTION OF AGENDA
5. APPROVAL OF MINUTES – October 13, 2011
6. PUBLIC HEARING
7. CITIZEN PARTICIPATION, COMMUNICATIONS AND ANNOUNCEMENTS
8. NOMINATIONS, APPOINTMENTS AND CONFIRMATION
 - A. Appointments to Criminal Justice Coordinating Council
 - B. Appointment to Justice and Mental Health Ad Hoc Committee
9. INTRODUCTION OF NEW RESOLUTIONS OR ORDINANCES BY SUPERVISORS FOR REFERRAL TO APPROPRIATE COMMITTEE
10. REPORTS
11. UNFINISHED BUSINESS
12. NEW BUSINESS
 - A. Supplementary Appropriations and Budget Changes – Roll Call
 1. Amending the Council on Aging Budget to Increase NSIP Budget
 2. Authorizing Funding to Pay for Gasoline for Sheriff Vehicles
 3. Amending the 2011 Rock County Human Services Department Budget to Accept Additional Funding for the Independent Living Program
 4. Amending the 2011 Rock County Human Services Department Budget to Accept Additional Funding for the Community Intervention Program
 - B. Bills over \$10,000 – No Roll Call
 - C. Encumbrances Over \$10,000 – Roll Call
 - D. Contracts – Roll Call
 1. Approving Dental Insurance Contract
 2. Authorizing Contract for Section 125 Plan (Flexible Spending Account)
 3. Rock County Planning, Economic & Community Development Agency Products and Services Contract with the Town of Porter: Town Zoning Ordinance Update and Revision

- E. Recognizing Medicolegal Death Investigators Week
 - F. To Recognize Jane Thompson and The Janesville Academy for International Studies
 - G. Designating a Qualified Newspaper for All Rock County Legal Publications for 2012
 - H. Authorizing the Payment of Issuance Costs for \$22,000,000 GO Bonds
 - I. Resolution Awarding the Sale of \$22,000,000 General Obligation Bonds (Rock Haven Project), Series 2011B, Providing the Form of the Bonds; and Levying a Tax in Connection Therewith
13. ADJOURNMENT

5. Approval of Minutes of October 13, 2011.
Supervisors Jensen and Bostwick moved the approval of the minutes of October 13, 2011 as presented. ADOPTED as presented by acclamation.

7. Citizen Participation, Communications and Announcements.

Tony Farrell, Sr. addressed the Board to share further information about the success of the "remember me" program that the Board approved in March of this year. To date over 600 stuffed animals have been collected and distributed with the help of New Life Assembly of God Church and other donors. Mr. Farrell also announced that he would be continuing the Suicide Prevention training through next year due to the outpouring of support and the need in the community. Mr. Farrell, Sr. thanked the County staff and Board for their commitment to Rock County citizens.

Supervisor Yankee announced that Joleen Stinson was selected as the Wisconsin Park and Recreation Association – Recreation Section Young Professional of the year. Each year the organization recognizes one of their peers for their hard work, dedication and enthusiasm regarding the services and work they do for the association and our communities. Joleen AND Lori Williams were both also selected to receive the 2011 IMPACT Magazine Author award for their article in the 2011 Spring issue titled "Beckman Mill County Park: A Story of History and a Labor of Love." Both of these ladies will be presented at the WPRA annual conference awards luncheon in Green Bay on November 2, 2011.

Chair Podzilni announced that he has received the resignation of Anna Marie Johnson from the Rock County Board of Supervisors. She has represented citizens in Supervisory District 13 since 2001 (City of Beloit Wards 12-14) but has recently moved out of her District, thereby needing to resign effective immediately.

County Clerk Stottler announced that the United Way pledge forms were distributed to each Supervisor this evening and should be returned by the next meeting on November 7th at 9am.

8.A. Appointments to the Criminal Justice Coordinating Council (CJCC).

NEW APPOINTMENT: Laura Kleber
 DHS Southwest Regional Office
 141 NW Barstow Street
 Waukesha WI 53188

ALTERNATE APPOINTMENTS:

CJCC Member

Laura Kleber

Alternate – Ending 5/31/13

Angie Moran, Area Coordinator
DHS Southwest Regional Office
141 NW Barstow Street, Room 159
Waukesha WI 53188

EFFECTIVE DATE: October 27, 2011

Supervisors Kraft and Collins moved the above appointments. ADOPTED by acclamation.

8.B. Appointment to Justice and Mental Health Ad Hoc Committee.

NEW APPOINTMENT: Deputy Chief John Olsen
 Janesville Police Department
 100 N Jackson Street
 PO Box 5005
 Janesville WI 53547-5005

EFFECTIVE DATE: October 27, 2011

Supervisors Kraft and Owens moved the above appointment. ADOPTED by acclamation.

12.A.1. Amending the Council on Aging Budget to Increase NSIP Budget.

Resolution No. 11-10B-482

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby amend the Adopted 2011 Rock County Council on Aging budget as follows:

<u>A/C-Description</u>	<u>Budget At</u> 10/01/2011	<u>Increase</u> (Decrease)	<u>Amended</u> Budget
<u>Source of Funds:</u>			
30-3903-0000-42102 Federal Aid-NSIP	41,221	85	41,306
<u>Use of Funds:</u>			
30-3903-0000-62119 Other Contracted Services	112,612	85	112,697

Supervisors Thomas and Gustina moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.A.2. Authorizing Funding to Pay for Gasoline for Sheriff Vehicles.

Resolution No. 11-10B-483

NOW, THEREFORE, BE IT RESOLVED by the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 that the 2011 budget be amended as follows:

<u>A/C-Description</u>	<u>Budget At</u> 09/30/2011	<u>Increase</u> (Decrease)	<u>Amended</u> Budget
<u>Source of Funds:</u>			
19-1921-0000-47010 General Fund	4,235.00	\$72,000.00	76,235.00
<u>Use of Funds:</u>			
21-2100-0000-63501 Gasoline and Other Fuel	\$250,000.00	\$72,000.00	\$322,000.00

Supervisors Collins and Wiedenfeld moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.A.3. Amending the 2011 Rock County Human Services Department Budget to Accept Additional Funding for the Independent Living Program.

Resolution No. 11-10B-484

NOW, THEREFORE, BE IT RESOLVED by the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby accept \$6,892 in additional Independent Living Program funds and amend the 2011 Rock County Human Services Department Budget as follows:

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<u>A/C-Description</u>	<u>Budget At 10/03/2011</u>	<u>Increase (Decrease)</u>	<u>Amended Budget</u>
<u>Source of Funds:</u>			
36-3638-0000-42100 ILP Federal Aid	\$28,272	\$6,892	\$35,164
<u>Use of Funds:</u>			
36-3636-0000-64604 ILP Program Expense	\$6,720	\$1,423	\$8,143
36-3636-0000-68311 Allocated Juvenile Detention Center	\$0	\$5,469	\$5,469

Supervisors Knudson and Thomas moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.A.4. Amending the 2011 Rock County Human Services Department Budget to Accept Additional Funding for the Community Intervention Program.

Resolution No. 11-10B-485

NOW, THEREFORE, BE IT RESOLVED by the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby accept \$30,612 in additional Community Intervention Program funds and amend the 2011 Rock County Human Services Department budget as follows:

<u>A/C-Description</u>	<u>Budget At 10/03/2011</u>	<u>Increase (Decrease)</u>	<u>Amended Budget</u>
<u>Source of Funds:</u>			
36-3656-0000-42200 State Aid	\$136,940	\$30,612	\$167,552
<u>Use of Funds:</u>			
36-3656-0000-68205 Allocated Juvenile Justice	\$136,940	\$30,612	\$167,552

Supervisors Knudson and Thomas moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.B. Approval of Bills Over \$10,000.00. Resolution No. 11-10B-486

NOW, THEREFORE, BE IT RESOLVED, that the Rock County Board of Supervisors at its regular meeting on October 27, 2011, approves payment and authorizes and directs the County Clerk and County Treasurer to pay the same.

Bandt Communications Inc.	Emergency Management	Contracted Services	\$39,397.11
Dane Co. Coroners Office	Coroner	Contracted Services	\$14,500.00
Dell	911 Comm. Center	Contracted Services	\$23,136.34
Dell	Information Technology	Contracted Services	\$12,694.56
General Communications Inc.	911 Comm. Center	Contracted Services	\$24,974.00

Supervisors Mawhinney and Peer moved the above resolution. ADOPTED by acclamation.

12.C. Approval of Encumbrances and Pre-Approved Encumbrance Amendments Over \$10,000.00. Resolution No. 11-10B-487

NOW, THEREFORE, BE IT RESOLVED, that the Rock County Board of Supervisors at its regular meeting on October 27, 2011, approves payment and authorizes and directs the County Clerk and County Treasurer to pay the same, upon acceptance by the department head.

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Ayres Associates Inc.	Real Property	Contracted Services	\$98,600.00
Dirty Ducks Cleaning Environmental	General Services	Contracted Services	\$107,785.00
Hendricks Commercial Properties	General Services	Contracted Services	\$21,232.46
<u>Pre-Approved Amendments</u>			
Fleet Services	Sheriff's Office	Contracted Services	\$16,000.00
Fleet Services	Sheriff's Office	Contracted Services	\$72,000.00

Supervisors Mawhinney and Fizzell moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.D.1. Approving Dental Insurance Contract. Resolution No. 11-10B-488

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby authorize the execution of a contract with Delta Dental for the County's dental insurance for the period of January 1, 2012 through December 31, 2012.

Supervisors Mawhinney and Arnold moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.D.2. Authorizing Contract for Section 125 Plan (Flexible Spending Account).

Resolution No. 11-10B-489

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby authorize and direct the County Board Chair and County Clerk to enter into a contract with Employee Benefits Cooperative of Madison, Wisconsin to administer Rock County's Section 125 Plan (Flexible Spending Account) for the period of January 1, 2012 through December 31, 2012 at a cost of \$3.35 per participant per month.

Supervisors Mawhinney and Diestler moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.D.3. Rock County Planning, Economic & Community Development Agency Products and Services Contract with the Town of Porter: Town Zoning Ordinance Update and Revision.

Resolution No. 11-10B-490

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 do ordain as follows:

- I. The Rock County Board of Supervisors, does, by enactment of this Resolution, authorize the Contract and the terms and conditions stated therein.
- II. If a court of competent jurisdiction adjudges any section, clause, provision or portion of this Resolution unconstitutional or invalid, the remainder of this Resolution shall not be affected thereby.

Supervisors Sweeney and Gustina moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

12.E. Recognizing Medicolegal Death Investigators Week. Resolution No. 11-10B-491
NOW, THEREFORE, BE IT RESOLVED by the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 that the fourth week of October will be recognized as Medicolegal Death Investigators' Week, with the gratitude of the people of the County of Rock, for the services that they provide.

Supervisors Collins and Knudson moved the above resolution. ADOPTED by acclamation.

12.F. To Recognize Jane Thompson and The Janesville Academy for International Studies.
Resolution No. 11-10B-492

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby recognize Jane Thompson and the Janesville Academy for International Studies for inspiring the youth of this community and encouraging young people to be responsible global citizens; and,
BE IT FURTHER RESOLVED, that the Rock County Clerk will be authorized and directed to furnish a copy of this resolution to Jane Thompson and the Janesville Academy for International Studies.

Supervisors Thomas and Gustina moved the above resolution. ADOPTED by acclamation.

12.G. Designating a Qualified Newspaper for All Rock County Legal Publications for 2012.
Resolution No. 11-10B-493

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby designate The Janesville Gazette as the official county newspaper for all county legal publications for 2012.

Supervisors Diestler and Yoss moved the above resolution. ADOPTED by acclamation.

12.H. Authorizing the Payment of Issuance Costs for \$22,000,000 GO Bonds.
Resolution No. 11-10B-494

NOW, THEREFORE, BE IT RESOLVED that the Rock County Board of Supervisors duly assembled this 27th day of October, 2011 does hereby authorize and direct the Finance Director to pay any and all debt issuance costs related to the \$22,000,000 General Obligation Bonds issued for the replacement and equipping of a new skilled nursing home.

Supervisors Mawhinney and Diestler moved the above resolution. ADOPTED by acclamation.

12.I. Resolution Awarding the Sale of \$22,000,000 General Obligation Bonds (Rock Haven Project), Series 2011B, Providing the Form of the Bonds; and Levying a Tax in Connection Therewith. Resolution No. 11-10B-495

WHEREAS, on September 8, 2011, the County Board of Rock County, Wisconsin (the "County") adopted an Initial Resolution authorizing the issuance of general obligation bonds in an amount not to exceed \$29,300,000 for the purpose of paying the cost of constructing and equipping a replacement for the Rock Haven Nursing Home (the "Project");

WHEREAS, the County deems the Project to be within its powers to undertake and therefore to be a public purpose as defined in Section 67.04(2) of the Wisconsin Statutes;

WHEREAS, the County's financial advisor, Wisconsin Public Finance Professionals, LLC, Milwaukee, Wisconsin ("WPFP") discussed the tentative timetable and other details with respect to the proposed bond issue with the County's Finance Committee and the County directed WPFP to take the necessary steps to sell a portion of the proposed bond issue to finance a portion of the Project;

WHEREAS, an Official Notice of Sale has been prepared and distributed setting forth the details of and the bid requirements for the aforesaid general obligation bonds which provided that the general obligation bonds would be offered for public sale on October 27, 2011; and

WHEREAS, sealed bid proposals were received as summarized in Exhibit C attached hereto; and

WHEREAS, it has been determined that the bid proposal submitted by Morgan Stanley & Co. LLC, New York, New York, fully complies with the bid requirements set forth in the Official Notice of Sale and is deemed to be the most advantageous to the County. A copy of said bid is attached hereto as Exhibit A and incorporated herein by this reference.

NOW, THEREFORE, BE IT RESOLVED by the County Board of the County that:

Section 1. Award of the Bonds. The bid proposal of Morgan Stanley & Co. LLC (the "Purchaser") is hereby accepted, said proposal offering to purchase the TWENTY-TWO MILLION DOLLARS (\$22,000,000) Rock County General Obligation Bonds (Rock Haven Project), Series 2011B (the "Bonds") for the sum of TWENTY-TWO MILLION NINETY-NINE THOUSAND NINE HUNDRED NINETY DOLLARS (\$22,099,990), plus accrued interest to the date of delivery, resulting in a net interest cost of EIGHT MILLION SIX HUNDRED SEVENTY-FIVE THOUSAND SIX HUNDRED THIRTY-THREE DOLLARS AND NINETY-SIX CENTS (\$8,675,633.96) and a true interest rate of 3.540253%. The Bonds bear interest as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2013	345,000	2.000
2014	620,000	2.000
2015	555,000	2.000
2016	555,000	2.000
2017	525,000	2.000
2018	525,000	2.000
2019	525,000	2.500
2020	1,150,000	3.000
2021	1,700,000	3.000
2022	3,100,000	3.000
2023	3,100,000	4.000
2024	3,100,000	4.000
2025	3,100,000	4.000
2026	3,100,000	4.000

Section 2. Designation of Purchaser as Agent. The County hereby designates the Purchaser as its agent for purposes of distributing the Final Official Statement relating to the Bonds to any participating underwriter in compliance with Rule 15c2-12 of the Securities and Exchange Commission.

Section 3. Terms of the Bonds. The Bonds shall be designated "General Obligation Bonds (Rock Haven Project), Series 2011B"; shall be dated November 16, 2011, shall be in the denomination of \$5,000 or any integral multiple thereof; and shall mature on September 1 of each year, in the years and principal amounts as set forth above. Interest is payable commencing on March 1, 2012 and semi-annually thereafter on September 1 and March 1 of each year.

Section 4. Redemption Provisions. At the option of the County, the Bonds maturing on September 1, 2022, and thereafter shall be subject to redemption prior to maturity on September 1, 2021 or on any date thereafter. Said Bonds shall be redeemable as a whole or in

part, in inverse order of maturity and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 5. 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 B and incorporated herein by this reference.

Section 6. 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 County are hereby irrevocably pledged and there is hereby levied upon all of the taxable property of the County a direct annual irrepealable tax in the years and amounts as follows:

<u>Levy Year</u>	<u>Amount</u>	<u>Levy Year</u>	<u>Amount</u>
2011	\$ 593,848.96	2019	\$1,824,500.00
2012	1,095,125.00	2020	2,340,000.00
2013	1,363,225.00	2021	3,689,000.00
2014	1,285,825.00	2022	3,596,000.00
2015	1,274,725.00	2023	3,472,000.00
2016	1,233,625.00	2024	3,348,000.00
2017	1,223,125.00	2025	3,224,000.00
2018	1,212,625.00		

The aforesaid direct annual irrepealable tax hereby levied shall be collected in addition to all other taxes and in the same manner and at the same time as other taxes of the County levied in said years are collected. So long as any part of the principal of or interest on the Bonds remains unpaid, the tax herein above levied shall be and continues irrepealable except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus in the Debt Service Fund Account created herein.

Section 7. Debt Service Fund Account. There is hereby established in the County treasury a fund account separate and distinct from every other County fund or account designated "Debt Service Fund Account for \$22,000,000 Rock County General Obligation Bonds (Rock Haven Project), Series 2011B, dated November 16, 2011". There shall be deposited in said fund account any premium plus accrued interest paid on the Bonds at the time of delivery to the Purchaser, all money raised by taxation pursuant to Section 6 hereof and all other sums as may be necessary to pay interest on the Bonds when the same shall become due and to retire the Bonds at their respective maturity dates. Said fund account shall be used for the sole purpose of paying the principal of and interest on the Bonds and shall be maintained for such purpose until such indebtedness is fully paid or otherwise extinguished.

Section 8. Construction Fund. The proceeds of the Bonds (the "Bond Proceeds") herein provided for (other than any premium and accrued interest paid at the time of delivery which must be paid into the Debt Service Fund Account created above) shall be segregated in a special fund upon receipt and shall be used solely for the purposes for which borrowed or for the payment of the principal of and interest on the Bonds.

Section 9. Arbitrage Covenant. The County shall not take any action with respect to the Bond Proceeds which, if such action had been reasonably expected to have been taken, or had been deliberately and intentionally taken on the date of the delivery of and payment for the Bonds (the "Closing"), would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code") and any income tax regulations promulgated thereunder (the "Regulations").

The Bond Proceeds may be temporarily invested in legal investments until needed, provided however, that the County hereby covenants and agrees that so long as the Bonds remain outstanding, moneys on deposit in any fund or account created or maintained in connection with

the Bonds, whether such moneys were derived from the Bond Proceeds or from any other source, will not be used or invested in a manner which would cause the Bonds to be "arbitrage bonds" within the meaning of the Code or Regulations.

The County Clerk, or other officer of the County charged with responsibility for issuing the Bonds, shall provide an appropriate certificate of the County, for inclusion in the transcript of proceedings, setting forth the reasonable expectations of the County regarding the amount and use of the Bond Proceeds and the facts and estimates on which such expectations are based, all as of the Closing.

Section 10. Additional Tax Covenants; Exemption from Rebate. The County hereby further covenants and agrees that it will take all necessary steps and perform all obligations required by the Code and Regulations (whether prior to or subsequent to the issuance of the Bonds) to assure that the Bonds are obligations described in Section 103(a) of the Code, the interest on which is excluded from gross income for federal income tax purposes, throughout their term. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, certifying that it can and covenanting that it will comply with the provisions of the Code and Regulations.

Further, it is the intent of the County to take all reasonable and lawful actions to comply with any new tax laws enacted so that the Bonds will continue to be obligations described in Section 103(a) of the Code, the interest on which is excluded from gross income for federal income tax purposes.

The County anticipates that the Bonds will qualify for the construction expenditure exemption from the rebate requirements of the Code. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, with respect to said exemption from the rebate requirements, and said County Clerk or other officer is hereby authorized to make any election on behalf of the County in order to comply with the rebate requirements of the Code. If, for any reason, the County did not qualify for any exemption from the rebate requirements of the Code, the County covenants that it would take all necessary steps to comply with such requirements.

Section 11. Persons Treated as Owners; Transfer of Bonds. The County Clerk shall keep books for the registration and for the transfer of the Bonds. 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 County Clerk, 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 County Clerk 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 County Clerk shall record the name of each transferee in the registration book. No registration shall be made to bearer. The County Clerk shall cancel any Bond surrendered for transfer.

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

The 15th day of each calendar month next preceding each interest payment date shall be the record date for the Bonds. 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

County maintained by the County Clerk at the close of business on the corresponding 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 County has heretofore agreed to the applicable provisions set forth in the DTC Blanket Issuer Letter of Representation and the County Clerk has executed such Letter of Representation and delivered it to the DTC on behalf of the County.

Section 13. Execution of the Bonds. The Bonds shall be issued in typewritten form, one Bond for each maturity, executed on behalf of the County by the manual or facsimile signatures of the County Board Chairperson and County Clerk (except that one of the foregoing signatures shall be manual), sealed with its official or corporate seal, if any, and delivered to the Purchaser upon payment to the County of the purchase price thereof, plus accrued interest to the date of delivery. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the delivery of the Bonds, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until such delivery. The aforesaid officers are hereby authorized to do all acts and execute and deliver all documents as may be necessary and convenient to effectuate the Closing.

Section 14. Payment of the Bonds. The principal of and interest on the Bonds shall be paid by the County Treasurer or his or her agent in lawful money of the United States.

Section 15. Continuing Disclosure. The County hereby covenants and agrees that it will comply with and carry out all of the provisions of its Continuing Disclosure Certificate which the County will execute and deliver on the Closing Date. Any Bondholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Section.

Section 16. Financial Advisory Services. The Financial Advisory Services Agreement with Wisconsin Public Finance Professionals, LLC attached hereto as Exhibit D is hereby approved and the County officers indicated as signatories to the agreement are hereby authorized to execute the same.

Section 17. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the County 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.

Supervisors Mawhinney and Brill moved the above resolution. ADOPTED on the following roll call vote. Supervisors Peer, Arnold, Innis, Beaver, Heidenreich, Mawhinney, Fox, Diestler, Yankee, Gustina, Bussie, Combs, Thomas, Knudson, Kraft, Fell, Fizzell, Thompson, Brill, Wiedenfeld, Jensen, Bostwick, Sweeney, Collins, Owens, Yoss and Podzilni voted in favor. Supervisors Johnson and Wopat were absent. AYES – 27. NOES – 0. ABSENT – 2.

13. Adjournment.

Supervisors Arnold and Bostwick moved to adjourn at 6:50pm to Thursday, November 7, 2011 at 9:00 A.M. ADOPTED by acclamation.

Prepared by Lorena R. Stottler, County Clerk
NOT OFFICIAL UNTIL APPROVED BY THE COUNTY BOARD.