

LA CROSSE COUNTY BOARD OF SUPERVISORS MONTHLY MEETING PROCEEDINGS; THURSDAY, AUGUST 17, 2017

The La Crosse County Board of Supervisors Monthly Meeting was held on Thursday, August 17, 2017 in the Administrative Center, Room 1700. The County Clerk, Ginny Dankmeyer, took attendance. 25 supervisors were present when Chair Tara Johnson called the meeting to order at 6:00 P.M. and those otherwise present, excused or absent are noted in the roll call detail:

District Name	Attendance
1 Richmond, Andrea	Present
2 Geary, Ralph	Present
3 Weidenbach, Doug	Present
4 Freedland, Maureen	Present
5 Rosa, Keyla	Absent
6 Plesha, Roger	Present
7 Hampson, Sharon	Present
8 Jerome, Peg	Present
9 Gundersen, Jerome	Present
10 Cable, Kim	Present
11 Scheller, Patrick	Present
12 Holtze, Dave	Present
13 Tryggestad, Tina	Present
14 Larson, Margaret	Present
15 Kruse, Monica	Present
16 Ferries, Dan	Present
17 Giese, Mike	Present
18 Berg, Laurence	Excused
19 Cornforth, Rick	Present
20 Doyle, Steve	Excused
21 Burke, Vicki	Present
22 Barlow, Patrick	Present
23 Nikolay, Matt	Present
24 Pfaff, Leon	Present
25 Ebert, Ray	Excused
26 Hesse, Dan	Present
27 Wehrs, Tina	Present
28 Tyser, Kathie	Present
29 Johnson, Tara	Present

PLEDGE OF ALLEGIANCE

COMMUNICATIONS AND ANNOUNCEMENTS:

County Board Chair Report - Tara Johnson

- Annual County Board Picnic - A sign-up sheet was passed around. The picnic will be on September 22, 2017 at noon in West Salem at Lake Neshonoc – Swarthout Park.
- WCA Annual Conference – September 24 – 26, 2017 – Supervisors are reminded to contact the Board Chair’s office if interested in attending.
- Supervisor Conference Reports

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- o Chair Johnson reminded Supervisors of the invitation to the Monroe County Justice Center Dedication Ceremony on Friday, September 29th at 1pm.
- o August 22 from 1-1:45pm on Bell Square there will Wisconsin Main Street Event.
- o Supervisor Burke attended the Evidence Based Decision Making meetings last week. She also attended the Mississippi Regional Planning Commission meeting with discussion on high capacity wells.
- o Supervisor Barlow noted it will be Kornfest this weekend in Holmen.

Administrator Report - Steve O'Malley

- Flood Damage Update and Emergency Declaration
 - o Highway Commissioner Ron Chamberlain gave an update on the impact of the flood damage on County bridges, County Trunk and State Trunk Highways.
 - o Emergency Management Coordinator Keith Bulter gave an update on the damage to property around the County. Hundreds of calls were placed to 911. Flash flooding occurred all night and intensified in the early morning hours. A virtual EOC (Emergency Operations Center) was used for this event.
- Overview of Community Development Block Grant Program Benefits to Southwest Wisconsin Housing Region – Planner Charlie Handy
 - o Funds for the rehabilitation of housing units and homebuyer assistance. Eleven counties are in the Southwest Housing Region. CDBG funds are 0% deferred loan, meaning that no interest ever accrues and no money is due as long as ownership in the home receiving rehab continues. When they are no longer the owner of the property, the repayment of the loan serves as a revolving loan fund and these funds are used to assist additional people in need of rehabilitation on their home.

CHAIR CHANGE

1st Vice Chair Hampson took the chair.

APPOINTMENTS

Motion by T. Johnson/D. Holtze to appoint Adam Jacobson to the Local Emergency Planning Committee to replace Todd Church for the remainder of a term to expire the 3rd Tuesday in January, 2018; appoint Pat Smith to the Local Emergency Planning Committee to replace Lois Losby for the remainder of a term to expire the 3rd Tuesday in January, 2018; appoint City of La Crosse Fire Chief Ken Gilliam to the Local Emergency Planning Committee to replace Gregg Cleveland for the remainder of a two year term to expire the 3rd Tuesday in January, 2019; appoint Kathy Tyser and Andrea Richmond to the Aging and Disability Resource Center Advisory Committee for a two year term to expire July 31, 2019; appoint Ramona Van Riper, Sherry Fontaine, Kathy Lucey, Don Hammes, Marvel Faherty, and Bob Honeywell to the Aging and Disability Resource Center Advisory Committee for a three year term to expire July 31, 2020 passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

CHAIR CHANGE

Chair T. Johnson resumed the chair.

CONSENT AGENDA

Motion by R. Plesha/A. Richmond to approve the minutes of the La Crosse County Board of Supervisors Planning meeting held July 10, 2017 and the Monthly meeting held July 20, 2017 and the claims list for \$3,059,307.67 passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

CONDITIONAL USE PERMIT NO. 1025 FILED BY JOSEPH R AND TOCCARA A CRANKSHAW, O/B/O RICHARD P AND JENELLE P OLDENBERG, AND RONALD AND CYNTHIA OLDENBERG, TO CONSTRUCT A SINGLE FAMILY RESIDENCE ON A 217.25

ACRE BASE FARM TRACT (BFT) RESULTING IN CONVERSION OF PRIME FARMLAND FROM AGRICULTURAL USE OR CONVERSION OF LAND PREVIOUSLY USED AS CROPLAND ON LAND ZONED EXCLUSIVE AGRICULTURE DISTRICT IN THE TOWN OF HAMILTON

The La Crosse County Planning, Resources and Development Committee, having considered an application filed by Joseph R and Toccara A Crankshaw, 1435 Crestwood Pl, West Salem, WI, 54669, o/b/o Richard P and Jenelle P Oldenberg, W3132 Pleasant Valley Rd, West Salem, WI, 54669, and Ronald And Cynthia Oldenberg, N5105 Gills Coulee Rd S, West Salem, WI, 54669 and having held a public hearing on the 31st day of July, 2017 for a Conditional Use Permit to construct a single family residence on a 217.25 acre Base Farm Tract (BFT) resulting in conversion of prime farmland from agricultural use or conversion of land previously used as cropland on land zoned Exclusive Agriculture District in the Town of Hamilton and described as follows: Part of the SE/NW of Section 32, T17N, R6W. Tax parcel 7-1122-0. Town of Hamilton. And pursuant to s. 59.69 Wis. Stats. and s. 17.36 Zoning Code: the Committee did publish and receive proof of a Class II notice of the hearing; did receive receipts of mailing of the notices to the affected Town Clerk(s); did hold a public hearing to hear testimony or correspondence from the people; and, did receive and consider action from the affected Town Board(s). The Committee, under s. 91.48(1), Wis. Stats., along with the affected Town Board(s), under s. 17.36(4), have the authority to approve the application with integral conditions or to disapprove of the application. Having considered the entire record the Committee's recommendation is to: By a vote of four (4) in favor, zero (0) no, one (1) excused (Cornforth), and two (2) absent (Gundersen, Scheller) the committee recommended approval of Conditional Use Permit No. 1025 subject to the following five (5) conditions:

1. One fifth of the 217.25 acre Base Farm Tract (BFT) or 43.45 acres must be deed restricted to allow future agricultural uses only with no additional farm or non-farm residences allowed on this deed restricted area;
2. The residence must be constructed within the 43.45 acre deed restricted area;
3. The proposed location of the residence shall be as indicated on the application and abutting the town road;
4. The entire BFT must be deed restricted to allow future farm and non-farm residences by conditional use permit only at the density of development authorized by the La Crosse County Zoning Ordinance; and
5. These conditions shall apply until amended by the La Crosse County Board of Supervisors.

THE COUNTY BOARD took the following action this 17th day of August, 2017. Approved subject to conditions as outlined.

PLANNING, RESOURCES AND DEVELOPMENT COMMITTEE

Motion by T. Wehrs/M. Nikolay to approve as recommended by the Committee passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

ZONING ORDINANCE NO. Z381-8/17 RE: PETITION NO. 1996 TO AMEND THE LA CROSSE COUNTY ZONING ORDINANCE FILED BY SCOTT A AND AMANDA M SCHOLZE, TO REZONE A 2.34 ACRE PARCEL FROM THE GENERAL AGRICULTURE DISTRICT TO THE RURAL DISTRICT FOR A FUTURE RESIDENTIAL LOT IN THE TOWN OF FARMINGTON

The La Crosse County Planning, Resources and Development Committee, having considered Petition No. 1996 to amend the La Crosse County Zoning Ordinance filed by Scott A and Amanda M Scholze, 169 Oak Ave S, West Salem, WI, 54669 and having held a public hearing on the 31st day of July 2017 for a petition to rezone a 2.34 acre parcel from the General Agriculture District to the Rural District for a future residential lot in the Town of Farmington and described as follows: A 2.34 acre preliminary Certified Survey Map lot prepared by Horton Surveying, N6183 Jason St, Onalaska, WI, 54650, being part of the NW/SW of Section 1, T18N, R6W. Part of tax parcel 5-462-0. Town of Farmington. And pursuant to s. 59.69 Wis. Stats.: the Committee did publish and receive proof of a Class II notice of the hearing; did receive receipts of mailing of the notices to the affected Town Clerk(s); did hold a public

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hearing to hear testimony and official correspondence; and, did receive and consider action from the affected Town Board(s). The Committee, under s. 59.69(5)(e)4, and under s. 91.48(1), Wis. Stats., has the authority to approve the petition as submitted; to disapprove of the petition; or, to modify and approve the petition. Having considered the entire record the Committee's recommendation is to: By a vote of four (4) in favor, zero (0) no, one (1) excused (Cornforth), and two (2) absent (Gundersen, Scheller), the committee recommended approval of Zoning Petition No. 1996 subject to no conditions.

(If this petition is approved as a conditional zoning, deed restrictions must be recorded before zoning takes effect.) The County Board, under s.59.69(5)(e)5 Wis. Stats., has the authority to effectuate the petition by ordinance or to disapprove it. The County Board took the following action this 17th day of August, 2017. Approved the petition as submitted, becomes an ordinance.

PLANNING, RESOURCES AND DEVELOPMENT COMMITTEE

Motion by T. Wehrs/D. Hesse to approve as recommended by the Committee passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

ZONING ORDINANCE NO. Z382-8/17 RE: PETITION NO. 1997 FILED BY RYAN AND KAYLA KYSER O/B/O SYLVESTER G AND PATRICIA A CLEMENTS, TO REZONE A PRELIMINARY 1.75 CERTIFIED SURVEY MAP LOT FROM THE EXCLUSIVE AGRICULTURE DISTRICT TO THE RURAL DISTRICT FOR FUTURE RESIDENTIAL USE IN THE TOWN OF WASHINGTON

The La Crosse County Planning, Resources and Development Committee, having considered Petition No. 1997 to amend the La Crosse County Zoning Ordinance filed by Ryan and Kayla Kyser, W3010 Russlan Coulee Rd, La Crosse, WI, 54601, o/b/o Sylvester G and Patricia A Clements, N3620 Old M Rd, West Salem, WI, 54669 and having held a public hearing on the 31st day of July 2017 for a petition to rezone a preliminary 1.75 Certified Survey Map lot from the Exclusive Agriculture District to the Rural District for future residential use in the Town of Washington and described as follows: Part of the SW/SE of Section 7, T15N, R5W. Part of tax parcel 12-170-0. Town of Washington. And pursuant to s. 59.69 Wis. Stats.: the Committee did publish and receive proof of a Class II notice of the hearing; did receive receipts of mailing of the notices to the affected Town Clerk(s); did hold a public hearing to hear testimony and official correspondence; and, did receive and consider action from the affected Town Board(s). The Committee, under s. 59.69(5)(e)4, and under s. 91.48(1), Wis. Stats., has the authority to approve the petition as submitted; to disapprove of the petition; or, to modify and approve the petition. Having considered the entire record the Committee's recommendation is to: By a vote of four (4) in favor, zero (0) no, one (1) excused (Cornforth), and two (2) absent (Gundersen, Scheller), the committee recommended approval of Zoning Petition No. 1997 subject to the recording of three (3) deed restrictions indicating the following:

1. Only one single family residence is authorized on the proposed 1.75 acre lot. All residential and accessory to residential uses associated with this residence must be confined to this lot;
2. The entire BFT must be deed restricted to allow future farm and non-farm residences by rezone only and at the density of residential development authorized by the La Crosse County Zoning Ordinance; and
3. These conditions can be amended only by approval of the La Crosse County Board of Supervisors.

(If this petition is approved as a conditional zoning, deed restrictions must be recorded before zoning takes effect.) The County Board, under s.59.69(5)(e)5 Wis. Stats., has the authority to effectuate the petition by ordinance or to disapprove it. The County Board took the following action this 17th day of August, 2017. Approved the petition as submitted, becomes an ordinance.

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PLANNING, RESOURCES AND DEVELOPMENT COMMITTEE

Motion by T. Wehrs/D. Holtze discussion ensued correction on acres to approve as recommended by the Committee passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

FIRST CONSIDERATION OF ORDINANCE

ORDINANCE NO. 166 TO AMEND S. 2.01(2) ENTITLED "SUPERVISORY DISTRICTS" OF THE GENERAL CODE OF LA CROSSE COUNTY, WISCONSIN

EXECUTIVE COMMITTEE

Motion by S. Hampson/M. Giese to move the first reading. The ordinance will be held over for 30 days and is on file and open for public inspection in the office of the County Clerk and on the La Crosse County web site at: www.co.la-crosse.wi.us. Upon adoption and publication it will be incorporated into the La Crosse County General Code of Ordinances.

RESOLUTION NO. 19-8/17 RE: ACCEPTANCE OF BAKER TILLY VIRCHOW KRAUSE, LLP AUDIT REPORT ON LA CROSSE COUNTY'S 2016 COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR)

WHEREAS, the audit firm of Baker Tilly Virchow Krause, LLP recently completed their audit of the Financial Statements of La Crosse County for the year ended December 31, 2016; and, **WHEREAS**, the Financial Audit and Management Letter was presented to the La Crosse County Board at the County Board Planning meeting on August 7, 2017. **NOW THEREFORE BE IT RESOLVED**, that the La Crosse County Board hereby accepts the Financial Audit and Management Letter as presented for the 2016 fiscal year. **FISCAL NOTE:** Baker tilly Virchow Krause, LLP's fee for 2016 audit services is \$74,100, for which money is budgeted in 2017 and allocated across several departments.

EXECUTIVE COMMITTEE

Motion by S. Hampson/T. Tryggestad to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

RESOLUTION NO. 20-8/17 RE: OPPOSING ELIMINATION AND REDUCTION OF THE COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM (CDBG) WHICH IS VITAL TO THE SOUTHWEST WISCONSIN HOUSING REGION'S RESIDENTS

WHEREAS, on March 13, 2017 the President of the United States presented the "America First Budget Blueprint" which included the elimination of the Community Development Block Grant Program (CDBG); and, **WHEREAS**, the Community Development Block Grant (CDBG) directly benefits the residents of the Southwest Wisconsin Housing Region throughout; and, **WHEREAS**, since 2015, the residents of the Southwest Wisconsin Housing Region have received more than \$4,500,000 of assistance; and, **WHEREAS**, these federal programs allow the Southwest Wisconsin Housing Region to leverage additional funding to improve housing conditions; and, **WHEREAS**, in many counties, CDBG is the only source of assistance for low-income homeowners facing necessary and critical repairs and the elimination of these funds would create disastrous impacts on quality of life for our neighborhoods and residents; and, **NOW THEREFORE BE IT RESOLVED**, that Southwest Wisconsin Housing Region Committee hereby calls on the Region's delegation to the United States Senate and United States House of Representatives to actively oppose this HUD budget unless funding for these vital programs is protected; and **BE IT FURTHER RESOLVED**, that the Southwest Wisconsin Housing Region's staff shall provide copies of this resolution to U.S. Senators Tammy Baldwin and Ron Johnson and U.S. Representatives Ron Kind and Mark Pocan, and Governor Scott Walker. **FISCAL NOTE:**

EXECUTIVE COMMITTEE

Motion by S. Hampson/P. Jerome to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

RESOLUTION NO. 21-8/17 RE: RESOLUTION DETERMINING TO ISSUE \$16,130,000 AGGREGATE PRINCIPAL AMOUNT OF GENERAL OBLIGATION BONDS, SERIES 2017A, OF THE COUNTY OF LA CROSSE, WISCONSIN, PROVIDING DETAILS, PRESCRIBING THE FORM OF BOND, AWARDING THE BONDS TO THE BEST BIDDER, AND LEVYING TAXES

WHEREAS, the County of La Crosse, Wisconsin (the "County") is authorized by the provisions of Chapter 67, Wisconsin Statutes, as supplemented and amended, to issue bonds for any public purpose and to refund any municipal obligations, including interest on them; and, **WHEREAS**, by initial resolution duly adopted on June 18, 2015, there have been authorized to be issued not to exceed \$17,750,000 general obligation bonds of the County for the public purpose of constructing and furnishing a county nursing home; and, **WHEREAS**, in anticipation of the issuance of such general obligation bonds, the County has previously issued \$17,255,000 aggregate principal amount of Bond Anticipation Notes, Series 2015-B (the "Bond Anticipation Notes") to finance said public purposes; and, **WHEREAS**, it is considered necessary and desirable by the County Board of Supervisors of the County that the County borrow \$16,130,000 for the purposes aforesaid to pay the principal of and interest due at maturity on the Bond Anticipation Notes and that the County issue its General Obligation Bonds, Series 2017A (the "Bonds") to evidence the indebtedness thereby incurred; and, **WHEREAS**, notice of the sale of such bonds for such purpose was published in *The Bond Buyer*; and, **WHEREAS**, it is now necessary that said bonds be sold and issued for the public purposes aforesaid in the aggregate principal amount of \$16,130,000 and, **WHEREAS**, pursuant to the advertisement aforesaid, sealed bids were received for the purchase of said bonds in said amount until 10:00 A.M., C.T., on August 17, 2017, and are as follows:

NAME OF BIDDER	TRUE INTEREST RATE
<u>Janney Montgomery Scott LLC</u>	<u>2.7010789%</u> *
<u>Piper Jaffray & Co.</u>	<u>2.7215042</u>
<u>Bank of America Merrill Lynch</u>	<u>2.7328213</u>
<u>Citigroup Global Markets, Inc.</u>	<u>2.7410180</u>
<u>J.P. Morgan Securities LLC</u>	<u>2.7423902</u>
<u>Raymond James & Associates, Inc.</u>	<u>2.7456802</u>
<u>Hutchinson, Shockey, Erley & Co.</u>	<u>2.7464674</u>
<u>Stifel, Nicolaus & Company, Incorporated</u>	<u>2.7531886</u>
<u>Robert W. Baird & Co., Incorporated</u>	<u>2.8082390</u>
<u>UBS Financial Services Inc.</u>	<u>2.8563503</u>

; and

WHEREAS, the bid of Janney Montgomery Scott LLC of Philadelphia, Pennsylvania, and associates at a price of \$17,415,305.81, was the best bid submitted, which bid is as follows:

(Here insert or attach a true copy of the Winning Bid)

NOW, THEREFORE, BE IT RESOLVED by the County Board of Supervisors of the County of La Crosse, Wisconsin, as follows:

Section 1. Definitions. For all purposes of this Resolution, except as otherwise expressly provided herein or unless the context otherwise requires, the terms defined in this Section 1 shall have the meanings set forth below, and shall include the plural as well as the singular:

"Bond" or "Bonds" shall mean one or more of the General Obligation Bonds, Series 2017A, authorized to be issued by the County by the terms of this Resolution.

"Bond Anticipation Notes" means the \$17,255,000 aggregate principal amount of Bond Anticipation Notes, Series 2015-B of the County.

"Bond Register" shall mean the books of the County kept by the Registrar to evidence the registration and transfer of the Bonds.

"Code" means the Internal Revenue Code of 1986, as amended.

"County" shall mean the County of La Crosse, Wisconsin, and any successor to the duties or functions of the County.

* TIC after re-sizing is 2.7317301%.

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"Governing Body" shall mean the County Board of Supervisors of the County, or such other council, board, commission or body, by whatever name known, which shall succeed to its powers.

"Registrar" shall mean Wells Fargo Bank, National Association, of Minneapolis, Minnesota, or a successor designated as Registrar under this Resolution.

"Resolution" shall mean this resolution as adopted by the Governing Body of the County.

Section 2. Authorization. The issuance of \$16,130,000 aggregate principal amount of Bonds is hereby authorized for the purpose of providing funds in an amount sufficient to finance the public purpose projects of the County and to pay the principal of and interest due at maturity on the Bond Anticipation Notes previously issued to fund said public purpose projects, as set out in the preamble to this Resolution.

The Bonds shall be designated "General Obligation Bonds, Series 2017A," shall be dated their date of issuance, and shall also bear the date of their authentication by the Registrar. The Bonds shall be in fully registered form, shall be in denominations of \$5,000 each and integral multiples thereof (but no single Bond shall represent installments of principal maturing on more than one date), shall be lettered "R" and numbered consecutively starting with the number one, shall mature serially on April 1 of the years and in the principal amounts, and shall bear interest at the rates per annum, as follows:

YEAR	PRINCIPAL AMOUNT	INTEREST RATE	YEAR	PRINCIPAL AMOUNT	INTEREST RATE
2019	<u>\$ 555,000</u>	<u>4.000%</u>	2029	<u>\$ 895,000</u>	<u>4.000%</u>
2020	<u>580,000</u>	<u>5.000</u>	2030	<u>925,000</u>	<u>3.000</u>
2021	<u>610,000</u>	<u>5.000</u>	2031	<u>955,000</u>	<u>3.000</u>
2022	<u>640,000</u>	<u>5.000</u>	2032	<u>985,000</u>	<u>3.000</u>
2023	<u>675,000</u>	<u>5.000</u>	2033	1,015,000	3.125
2024	<u>710,000</u>	<u>5.000</u>	2034	<u>1,045,000</u>	<u>3.000</u>
2025	<u>745,000</u>	<u>5.000</u>	2035	<u>1,080,000</u>	<u>3.000</u>
2026	<u>780,000</u>	<u>5.000</u>	2036	<u>1,110,000</u>	<u>3.125</u>
2027	<u>820,000</u>	<u>5.000</u>	2037	<u>1,145,000</u>	<u>3.125</u>
2028	<u>860,000</u>	<u>4.000</u>			

Section 3. Interest; Payment Provisions. The Bonds shall bear interest from their date or from the most recent interest payment date to which interest has been paid or duly provided for, at the rates set out above, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable on April 1 and October 1 of each year, commencing on April 1, 2018. Interest on each Bond shall be paid by check or draft of the Registrar to the person in whose name such Bond is registered at the close of business on the fifteenth day of the calendar month next preceding the applicable interest payment date. The principal of each Bond shall be payable in lawful money of the United States of America only upon presentation and surrender of such Bond at the designated corporate trust office of the Registrar.

Section 4. Execution; Authentication. The Bonds shall be executed on behalf of the County with the manual or facsimile signature of the Chairperson of the County and with the manual or facsimile signature of the County Clerk of the County, and sealed with the official seal of the County or a printed facsimile of such seal. In case any officer whose signature shall appear on any Bond shall cease to be such officer before the delivery of such Bond, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

All Bonds shall have thereon a certificate of authentication substantially in the form hereinafter set forth duly executed by the Registrar as authenticating agent of the County and showing the date of authentication. No Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this Resolution unless and until such certificate of authentication shall have been duly executed by the Registrar by manual signature, and such certificate of authentication upon any such Bond shall be conclusive evidence that such

Bond has been authenticated and delivered under this Resolution. The certificate of authentication on any Bond shall be deemed to have been executed by the Registrar if signed by an authorized officer of the Registrar, but it shall not be necessary that the same officer sign the certificate of authentication on all of the Bonds issued under this Resolution.

Section 5. Registration of Bonds; Persons Treated as Owners. The County shall cause books (the "Bond Register") for the registration and for the transfer of the Bonds as provided in this Resolution to be kept at the designated corporate trust office of the Registrar, which is hereby constituted and appointed the registrar of the County with respect to the Bonds herein authorized.

Upon surrender for transfer of any Bond at the designated corporate trust office of the Registrar duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Registrar duly executed by the registered owner thereof or his attorney duly authorized in writing, the County shall execute and the Registrar shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered Bond or Bonds of the same maturity and interest rate of authorized denomination or denominations, for a like aggregate principal amount. Any fully registered Bond or Bonds may be exchanged at said office of the Registrar for a like aggregate principal amount of Bond or Bonds of the same maturity and interest rate of other authorized denominations. The execution by the County of any fully registered Bond shall constitute full and due authorization of such Bond, and the Registrar shall thereby be authorized to authenticate, date and deliver such Bond; *provided, however,* that the principal amount of the outstanding Bonds authenticated by the Registrar shall never exceed the authorized principal amount of the Bonds, less previous retirements.

The Registrar may, but shall not be required to, transfer or exchange any Bond during the period of fifteen (15) days next preceding any interest payment date on such Bond, nor to transfer or exchange any Bond after notice calling such Bond for redemption prior to maturity has been mailed nor during the period of fifteen (15) days next preceding mailing of a notice of redemption of any 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 the payment of the principal of, premium (if any) or interest on any Bond shall be made only to or upon the order of the registered owner thereof or his legal representative. 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.

No service charge shall be made for any transfer or exchange of Bonds, but the County or the Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Bonds, except in the case of the issuance of a Bond or Bonds for the unredeemed portion of a Bond surrendered for redemption.

The County and/or the Registrar may enter into an agreement with a securities depository registered under Section 17A of the Securities Exchange Act of 1934, as amended (the "Securities Depository"), including without limitation The Depository Trust Company, which is the record owner of the Bonds, to establish procedures with respect to Bonds owned by such Securities Depository. Such agreement may impose additional requirements on the Registrar with respect to the Bonds.

Section 6. Prior Redemption. The Bonds maturing on and after April 1, 2028, shall be subject to redemption prior to maturity at the option of the County as a whole, or in part in such order of maturity as the County may determine (less than all of the Bonds of a single maturity to be selected by the Registrar as hereinafter provided), on April 1, 2027, and on any date thereafter, at a redemption price of 100% of the principal amount thereof being redeemed plus accrued interest to the date fixed for redemption.

The Bonds shall be redeemed only in the principal amount of \$5,000 each and integral multiples thereof. At least forty-five (45) days prior to the date fixed for any optional redemption (unless a shorter notice shall be satisfactory to the Registrar), the County shall notify the Registrar of such date fixed for redemption and of the principal amount of Bonds to be redeemed. For purposes of any redemption of less than all of the outstanding Bonds of a single maturity, the particular Bonds or portions of Bonds to be redeemed shall be selected by the Registrar from the outstanding Bonds of such maturity then outstanding by such

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method as the Registrar shall deem fair and appropriate, and which may provide for the selection for redemption of Bonds or portions of Bonds in principal amounts of \$5,000 and integral multiples thereof.

The Registrar shall promptly notify the County in writing of the Bonds or portions of Bonds selected for redemption prior to maturity and, in the case of any Bond selected for partial redemption, the principal amount thereof to be redeemed.

Section 7. Redemption Procedure. Unless waived by any registered owner of the Bonds (or portions thereof) to be redeemed, notice of the call for any such redemption prior to maturity shall be given by the Registrar on behalf of the County by mailing the redemption notice by registered or certified mail, postage prepaid, not less than thirty (30) days prior to the date fixed for redemption to the registered owner of the Bond or Bonds to be so redeemed at the address shown on the Bond Register or at such other address as is furnished in writing by such registered owner to the Registrar. Failure to give such notice by mailing to any owner of any Bond, or any defect therein, shall not affect the validity of any proceedings for the redemption of any other Bonds.

All notices of redemption shall state:

- (1) the date fixed for redemption,
- (2) the redemption price,
- (3) if less than all outstanding Bonds are to be redeemed, the identification, including CUSIP numbers (and, in the case of partial redemption, the respective principal amounts) of the Bonds to be redeemed,
- (4) that on the date fixed for redemption the redemption price will become due and payable upon each such Bond or portion thereof called for redemption, and that interest thereon shall cease to accrue from and after said date, and
- (5) the place where such Bonds are to be surrendered for payment of the redemption price, which place of payment shall be the principal corporate trust office of the Registrar.

Prior to any date fixed for redemption, the County shall deposit with the Registrar an amount of money sufficient to pay the redemption price of all the Bonds or portions of Bonds which are to be redeemed on that date. With respect to an optional redemption of the Bonds, unless moneys sufficient to pay the principal of and interest on the Bonds to be redeemed shall have been received by the Registrar prior to the giving of such notice of redemption, such notice may, at the option of the County, state that said redemption shall be conditional upon the receipt of such moneys by the Registrar on or prior to the date fixed for redemption. If such moneys are not received, such notice shall be of no force and effect, the County shall not redeem the Bonds or portion thereof and the Registrar shall give notice, in the same manner in which the notice of redemption was given, that such moneys were not so received and that the Bonds or portion thereof will not be redeemed.

Notice of redemption having been given as aforesaid, subject to the provisions above for a conditional call, the Bonds or portions of Bonds so to be redeemed shall, on the date fixed for redemption, become due and payable at the redemption price therein specified, and from and after such date (unless the County shall default in the payment of the redemption price) such Bonds or portions of Bonds shall cease to bear interest. Upon surrender of such Bonds for redemption in accordance with said notice, such Bonds shall be paid by the Registrar at the redemption price. Installments of interest due on or prior to the date fixed for redemption shall be payable as herein provided for the payment of interest. Upon surrender for any partial redemption of any Bond, there shall be prepared for the registered owner a new Bond or Bonds of the same maturity in the amount of the unpaid principal. All Bonds which have been redeemed shall be cancelled and destroyed by the Registrar, and shall not be reissued.

In addition to the redemption notice required above, unless all of the Bonds are owned by one (1) registered owner, further notice of redemption (the "*Additional Redemption Notice*") shall be given by the Registrar as set forth below, but no defect in the Additional Redemption Notice nor any failure to give all or any portion of the Additional Redemption Notice shall in any manner affect the effectiveness of a call for redemption if notice thereof is given as prescribed above.

(83-17/18)

Each Additional Redemption Notice given hereunder shall contain the information required above, plus (i) the date such notice required above has been or will be mailed; (ii) the date of issuance of the Bonds being redeemed, as originally issued; (iii) the maturity date of each Bond (or portion thereof) to be redeemed; and (iv) any other descriptive information needed to identify accurately the Bonds being redeemed prior to maturity.

Each Additional Redemption Notice shall be sent at least thirty (30) days before the date fixed for redemption by legible facsimile transmission, registered or certified mail (postage prepaid) or overnight delivery service to The Depository Trust Company of New York, New York, and to at least two (2) national information services that disseminate notices of redemption of obligations such as the Bonds.

Section 8. Form of Bonds. The Bonds, the certificate of authentication to be endorsed thereon and the form of assignment to be endorsed thereon are all to be in substantially the following forms with necessary and appropriate variations, omissions and insertions as permitted or required by this Resolution:

No. R-_____ \$_____

**UNITED STATES OF AMERICA
STATE OF WISCONSIN
COUNTY OF LA CROSSE
GENERAL OBLIGATION
BOND, SERIES 2017A**

RATE OF INTEREST	MATURITY DATE	DATED DATE	CUSIP NUMBER
_____ %	April 1, _____	_____, 2017	_____

Registered Owner:

Principal Amount:

KNOW ALL MEN BY THESE PRESENTS: That the County of La Crosse in the State of Wisconsin (the "County"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner hereinabove identified, or registered assigns as hereinafter provided, on the Maturity Date hereinabove identified, the Principal Amount hereinabove identified and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on such Principal Amount from the Dated Date hereinabove identified or from the most recent interest payment date to which interest has been paid at the Rate of Interest per annum hereinabove identified on April 1 and October 1 of each year, commencing on April 1, 2018, until said Principal Amount is paid, except as the provisions hereinafter set forth with respect to redemption prior to maturity may be and become applicable to this Bond.

The principal of this Bond is payable in lawful money of the United States of America only upon presentation and surrender of this Bond at the designated corporate trust office of Wells Fargo Bank, National Association, as registrar and paying agent, and its successors (the "Registrar"). Payment of each installment of interest hereon shall be made to the Registered Owner hereof who shall appear on the registration books of the County maintained by the Registrar at the close of business on the fifteenth day of the calendar month next preceding the applicable interest payment date, and shall be paid by check or draft of the Registrar mailed to such Registered Owner at his address as it appears on such registration books or at such other address as may be furnished in writing by such Registered Owner to the Registrar.

(84-17/18)

This Bond is one of an authorized issue of General Obligation Bonds, Series 2017A, aggregating the principal amount of \$16,130,000 (the "Bonds") issued for the public purpose for constructing and furnishing a county nursing home; and to pay the principal of the Bond Anticipation Notes, Series 2015-B previously authorized and issued by the County in the aggregate principal amount of \$17,255,000 to fund such public purpose project, pursuant to and in all respects in compliance with Chapter 67, *Wisconsin Statutes*, as supplemented and amended and a resolution adopted by the County Board of Supervisors of the County on August 17, 2017 (the "Resolution").

Bonds of the issue of which this Bond is one maturing on and after April 1, 2028, are subject to redemption prior to maturity at the option of the County as a whole, or in part in integral multiples of \$5,000 in such order of their maturity as the County may designate (less than all of the Bonds of a single maturity to be selected by the Bond Registrar in such manner as it shall deem fair and appropriate) on April 1, 2027, and on any date thereafter, at a redemption price equal to 100% of the principal amount thereof being redeemed plus accrued interest to the date fixed for redemption.

Notice of any intended redemption shall be sent by registered or certified mail, postage prepaid, not less than thirty (30) days prior to the date fixed for redemption to the registered owner of each Bond to be redeemed (in whole or in part) at the address shown on the registration books of the County maintained by the Registrar or at such other address as is furnished in writing by such registered owner to the Registrar. Such notice of redemption may be conditional as provided in the authorizing resolution. When so called for redemption, this Bond, or the portion hereof being so called for redemption, will cease to bear interest on the specified redemption date, provided funds for redemption are on deposit at the place of payment on that date, and shall not be deemed to be outstanding.

This Bond is transferable by the Registered Owner hereof in person or by his attorney duly authorized in writing at the designated corporate trust office of the Registrar, but only in the manner, subject to the limitations and upon payment of the charges provided in the authorizing resolution, and upon surrender and cancellation of this Bond. Upon such transfer a new Bond or Bonds of the same maturity and interest rate of authorized denomination or denominations and for a like aggregate principal amount will be issued to the transferee in exchange for this Bond.

The Bonds are issuable in fully registered form in denominations of \$5,000 each and integral multiples thereof. This Bond may be exchanged at the designated corporate trust office of the Registrar for a like aggregate principal amount of Bonds of the same maturity of other authorized denominations, upon the terms set forth in the authorizing resolution.

The County and the Registrar may deem and treat the registered owner hereof as the absolute owner hereof for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes and neither the County nor the Registrar shall be affected by any notice to the contrary.

It is hereby certified, recited and declared that all acts, conditions and things required to be done, exist, happen and be performed precedent to and in the issuance of this Bond have been done, have existed, have happened and have been performed in due time, form and manner as required by the Constitution and the laws of the State of Wisconsin; that this Bond, together with all other indebtedness of the County, does not exceed any limitation prescribed by law; and that the County has levied a direct annual irrevocable tax sufficient to pay the interest hereon when it falls due and also to pay and discharge the principal hereof at maturity.

The full faith, credit and resources of the County are hereby pledged for the payment of the principal of and interest on this Bond and the issue of which it is a part as the same respectively become due and for the levy and collection of sufficient taxes for that purpose.

This Bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been signed by the Registrar.

IN WITNESS WHEREOF, the County of La Crosse, Wisconsin, by its County Board of Supervisors, has caused this Bond to be executed with the duly authorized manual or facsimile signature of its Chairperson and with the duly authorized manual or facsimile signature of its

(85-17/18)

County Clerk, and its official seal or a facsimile thereof to be impressed or reproduced hereon, as of the Dated Date hereinabove identified.

County Clerk

Chairperson

[SEAL]

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds described in the within mentioned Resolution, and is one of the General Obligation Bonds, Series 2017A, of the County of La Crosse, Wisconsin.

Date of Authentication: _____

WELLS FARGO BANK, NATIONAL ASSOCIATION, as
Bond Registrar

By _____

Authorized Officer

* * *

The following abbreviations, when used in the inscription on the face of the within Bond, shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM- as tenants in common

UNIF GIFT/TRANS MIN ACT-
Custodian _____
(Cust) (Minor)

TEN ENT- as tenants by the entirety

under Uniform Gifts/Transfers to Minors

JT TEN- as joint tenants with right of
survivorship and not as
tenants in common

Act _____
(State)

Additional abbreviations may also be used though not listed above.

ASSIGNMENT

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

(Name and Address of Assignee)

the within Bond, and does hereby irrevocably constitute and appoint _____, or its successor as Registrar, to transfer the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

(86-17/18)

NOTICE: The signature to this Assignment must correspond with the name of the registered owner as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

Signature guaranteed:

NOTICE: Signature(s) must be guaranteed by an "eligible guarantor institution" meeting the requirements of the Registrar, which requirements include membership or participation in STAMP or such other "signature guaranty program" as may be determined by the Registrar in addition to or in substitution for STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Section 9. Sale of Bonds. The sale of the Bonds to Janney Montgomery Scott LLC of Philadelphia, Pennsylvania, and associates at a price of \$17,415,305.81, is hereby confirmed, the same being the best bid submitted. The County Treasurer of the County is hereby authorized to deliver the Bonds to said purchasers upon payment of the purchase price.

Section 10. Tax Levy. In order to provide for the collection of a direct annual tax sufficient to pay the interest on the Bonds and to pay and discharge the principal thereof at maturity, there is hereby levied upon all the taxable property in the County of La Crosse, Wisconsin, a direct annual tax in amounts sufficient for that purpose, and there is hereby levied upon all taxable property in the County the following direct annual tax in each of the years and amounts, to-wit:

YEAR	AMOUNT	YEAR	AMOUNT
2017	<u>\$ 651,673.30</u>	2027	<u>\$1,164,887.50</u>
2018	<u>1,166,187.50</u>	2028	<u>1,164,787.50</u>
2019	<u>1,165,587.50</u>	2029	<u>1,163,012.50</u>
2020	<u>1,165,837.50</u>	2030	<u>1,164,812.50</u>
2021	<u>1,164,587.50</u>	2031	<u>1,165,712.50</u>
2022	<u>1,166,712.50</u>	2032	<u>1,165,078.13</u>
2023	<u>1,167,087.50</u>	2033	<u>1,163,543.75</u>
2024	<u>1,165,712.50</u>	2034	<u>1,166,668.75</u>
2025	<u>1,162,587.50</u>	2035	<u>1,163,125.00</u>
2026	<u>1,162,587.50</u>	2036	<u>1,162,890.63</u>

In each of said years from 2017 to 2036, inclusive, the direct annual tax above levied shall be extended upon the tax rolls of the County in the same manner and time as taxes for general County purposes, and when collected the proceeds of said taxes shall be deposited into the account of the debt service fund established in favor of the Bonds, to be used solely for paying the principal of and interest on the Bonds as long as any of the Bonds remain outstanding.

Section 11. Sufficiency. Interest or principal maturing at any time during the life of the Bonds when there shall be insufficient funds on hand from the above tax levy to pay the same shall be paid promptly when due from the general fund of the County, and said fund shall be reimbursed in a like amount out of the proceeds of taxes hereby levied when the same shall have been collected.

Section 12. Debt Service Fund. There has been ordered to be established in the County Treasury a fund separate and distinct from all other funds of the County to be

(87-17/18)

designated the "Debt Service Fund," which fund shall be used solely for the purpose of paying principal of, premium, if any, and interest on municipal obligations issued pursuant to Chapter 67, *Wisconsin Statutes*, as supplemented and amended. There is hereby created, and there shall be deposited in, an account known as the "Series 2017A General Obligation Account," to be held as a part of the Debt Service Fund, all money raised by taxation pursuant to Section 10 hereof, and such 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.

Section 13. Use of Proceeds; No Arbitrage; Bonds to Remain in Registered Form; Reimbursement. The proceeds of the Bonds including any premium thereon shall be deposited in a special fund and used solely to pay in full the Bond Anticipation Notes on October 15, 2017 and other purposes for which the Bonds are hereby authorized.

The County recognizes that the purchasers and owners of the Bonds will have accepted them on, and paid therefor a price which reflects, the understanding that the interest thereon is excludible from Federal gross income of the owners thereof under laws in force at the time the Bonds shall have been delivered. In this connection, the County agrees that it shall take no action which may render the interest on any of the Bonds includible in Federal gross income of the owners of the Bonds. The County agrees that, to the extent possible under state law, it will comply with whatever Federal law is adopted in the future which applies to the Bonds and affects the tax-exempt status of the interest on the Bonds.

The Chairperson, the County Clerk, the County Treasurer and the Finance Director of the County, or any of them, are hereby authorized to execute on behalf of the County a Tax Exemption Certificate and Agreement to assure the purchasers and owners of the Bonds that the proceeds of the Bonds are not expected to be used in a manner which would or might result in the Bonds being "reimbursement bonds" issued in contravention of Section 1.103-18 of the United States Treasury Department Regulations (the "*Regulations*") or "arbitrage bonds" under Section 148 of the Code or the Regulations currently in effect or proposed. Such Tax Exemption Certificate and Agreement shall constitute a representation, certification and covenant of the County, and shall be incorporated herein by reference, and no investment of Bond proceeds or of moneys accumulated to pay the Bonds herein authorized shall be made in violation of the expectations prescribed by said Tax Exemption Certificate and Agreement. Such Tax Exemption Certificate and Agreement shall constitute an agreement of the County to follow certain covenants which may require the County to take certain actions (including the payment of certain amounts to the United States Treasury) or which may prohibit certain actions (including the establishment of certain funds) under certain conditions as specified in such Tax Exemption Certificate and Agreement.

The County further recognizes that Section 149(a) of the Code requires the Bonds to be issued and to remain in fully registered form in order that the interest thereon is excludible from Federal gross income of the owners thereof under laws in force at the time the Bonds are delivered. In this connection, the County agrees that it will not take any action to permit the Bonds to be issued in, or converted into, bearer or coupon form.

Section 14. Duties of Registrar. If requested by the Registrar, the Chairperson of the County is hereby authorized to execute, and the County Clerk of the County is hereby authorized to attest, and said Chairperson and County Clerk are hereby authorized to deliver, the Registrar's standard form of agreement between the County and the Registrar with respect to the obligations and duties of the Registrar hereunder which shall include the following:

- (a) to act as Registrar, authenticating agent, paying agent and transfer agent as provided herein;
- (b) to give notice of redemption of the Bonds as provided herein;
- (c) to cancel and destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer;
- (d) to furnish the County at least annually a certificate of destruction with respect to Bonds cancelled and destroyed; and
- (e) to furnish the County at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds.

The County Clerk of the County is hereby directed to file a certified copy of this Resolution with the Registrar.

(88-17/18)

The County covenants that it shall at all times retain a Registrar with respect to the Bonds, that it will maintain at the designated corporate trust office of such Registrar a place or places where Bonds may be presented for payment or registration of transfer or exchange, and that it shall require that the Registrar properly maintain the Bond Register and perform the other duties and obligations imposed upon it by this Resolution in a manner consistent with the standards, customs and practices of the municipal securities industry.

The Registrar shall signify its acceptance of the duties and obligations imposed upon it by this Resolution by executing the certificate of authentication on any Bond, and by such execution the Registrar shall be deemed to have certified to the County that it has all requisite power to accept and has accepted such duties and obligations. The Registrar is the agent of the County, and shall not be liable in connection with the performance of its duties, except for its own negligence or willful wrongdoing. The Registrar shall, however, be responsible for any representation in its certificate of authentication on the Bonds.

The County may remove the Registrar at any time. In case at any time the Registrar shall resign, shall be removed, shall become incapable of acting, or shall be adjudged as bankrupt or insolvent, or if a receiver, liquidator or conservator of the Registrar, or of the property thereof, shall be appointed, or if any public officer shall take charge or control of the Registrar, or of the property or affairs thereof, the County covenants and agrees that it will thereupon appoint a successor Registrar. The County shall mail notice of any such appointment made by it to each registered owner of any Bond within twenty (20) days after such appointment. Any Registrar appointed under the provisions of this Section 14 shall be a County officer or a bank, trust company or national banking association.

Any corporation or association into which the Registrar may be converted or merged, or with which it may be consolidated, or to which it may sell or transfer its corporate trust business as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, merger or consolidation to which it is a party, shall be and become successor Registrar hereunder, and vested with all the duties, powers, discretions, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of any of the parties hereto, anything herein to the contrary notwithstanding. Any such successor Registrar shall give notice thereof to the County and the registered owners of the Bonds.

Section 15. Continuing Disclosure Undertaking. The Chairperson, the County Clerk, the County Treasurer or the Finance Director of the County, or any of them, are hereby authorized, empowered and directed to execute and deliver a Continuing Disclosure Undertaking with respect to the Bonds (the "*Continuing Disclosure Undertaking*") in substantially the form as the individual executing the Continuing Disclosure Undertaking on behalf of the County shall approve, his or her execution to constitute conclusive evidence of his or her approval of the form of such Continuing Disclosure Undertaking. When the Continuing Disclosure Undertaking is executed and delivered on behalf of the County as herein provided, the Continuing Disclosure Undertaking will be binding on the County and the officers, employees and agents of the County, and the officers, employees and agents of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Continuing Disclosure Undertaking, as executed. Copies of the Continuing Disclosure Undertaking shall be placed in the official records of the County, and shall be available for public inspection at the offices of the County. Notwithstanding any other provision of this Resolution to the contrary, the sole remedy for failure to comply with the Continuing Disclosure Undertaking shall be the ability of any beneficial owner of any Bond to seek mandamus or specific performance by court order, to cause the County to comply with its obligations under the Continuing Disclosure Undertaking.

Section 16. Other Documents. The Chairperson, the County Clerk, the County Treasurer, the Finance Director and all other officers of the County are hereby authorized to execute all documents and certificates necessary in connection with the authorization and delivery of the Bonds, including without limitation an official statement describing the Bonds and the County.

Section 17. *Prior Action.* The action of the Finance Director of the County in causing the notice of the sale of the Bonds to be published is hereby in all respects ratified and confirmed.

Section 18. *Severability.* If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability or such section, paragraph or provision shall not affect any of the remaining sections, paragraphs and provisions of this Resolution.

Section 19. *Conflicting Proceedings Superseded.* All ordinances, resolutions or orders, or parts thereof, heretofore enacted, adopted or entered, in conflict with the provisions of this Resolution, shall be and in the same are hereby superseded to the extent of such conflict, and this Resolution shall be in effect from and after its passage. **FISCAL NOTE:** The proceeds of this issue will be used to pay off the 2015 Bond Anticipation Notes in the amount of \$17,255,000; debt service funding will be provided for in the 2018 budget.

EXECUTIVE COMMITTEE

Motion by S. Hampson/M. Kruse to approve. Joe Murray of Springsted reviewed the bids and competitiveness of the bids and the reaffirmation of our bond rating of Aa1. The motion to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

RESOLUTION NO. 22-8/17 RE: RESOLUTION CONFIRMING THE SALE, DETERMINING RATES OF INTEREST AND OTHER DETAILS AND LEVYING TAXES IN CONNECTION WITH THE ISSUANCE OF \$2,725,000 AGGREGATE PRINCIPAL AMOUNT OF GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2017B, OF THE COUNTY OF LA CROSSE, WISCONSIN

WHEREAS, counties are authorized by the provisions of Section 67.12(12), *Wisconsin Statutes*, as supplemented and amended (the "*Statute*"), to issue promissory notes for any public purpose and to refund any municipal obligations, including interest on them; and, **WHEREAS**, the term "*public purpose*" is defined in the Statute as "the performance of any power or duty of the issuing municipality;" and, **WHEREAS**, counties are empowered by the *Wisconsin Statutes*, as supplemented and amended, to construct highways and highway improvements; and, **WHEREAS**, the County of La Crosse, Wisconsin (the "*County*") now wishes to construct highways and highway improvements; and, **WHEREAS**, it is considered necessary and desirable by the County Board of Supervisors of the County that the County borrow \$2,725,000 for the purposes aforesaid and that the County issue its General Obligation Promissory Notes, Series 2017B (the "*Notes*") to evidence the indebtedness thereby incurred; and, **WHEREAS**, sealed bids for the Notes were received at the offices of the financial consultant for the County in St. Paul, Minnesota, until 10:00 o'clock A.M., C.T., on August 17, 2017, which bids are as follows:

NAME OF BIDDER	TRUE INTEREST COST (%)
<u>Raymond James & Associates, Inc.</u>	<u>1.7100664</u> % *
<u>BOK Financial Securities, Inc.</u>	<u>1.7402225</u>
<u>Stifel, Nicolaus & Company, Incorporated</u>	<u>1.7963439</u>
<u>Robert W. Baird & Co., Incorporated</u>	<u>1.8450394</u>

; and,

WHEREAS, the bid of Raymond James & Associates, Inc. of St. Petersburg, Florida, and associates, at a price of \$2,978,707.96 plus accrued interest to the date of delivery was the best bid submitted for the Notes, which bid is as follows:

(Attach Bid Here)

* Adjusted TIC after resizing is 1.7226546%.

(90-17/18)

NOW, THEREFORE, BE IT RESOLVED by the County Board of Supervisors of the County of La Crosse, Wisconsin, as follows:

Section 1. Definitions. For all purposes of this Resolution, except as otherwise expressly provided or unless the context otherwise requires, the terms defined in this Section 1 shall have the meanings set forth below, and shall include the plural as well as the singular.

"Code" shall mean the Internal Revenue Code of 1986, as amended.

"County" shall mean the County of La Crosse, Wisconsin, and any successor to the duties or functions of the County.

"Governing Body" shall mean the County Board of Supervisors of the County, or such other council, board, commission or body, by whatever name known, which shall succeed to its powers.

"Note" or "Notes" shall mean one or more of the General Obligation Promissory Notes, Series 2017B, authorized to be issued by the terms of this Resolution.

"Note Register" shall mean the books of the County kept by the Note Registrar to evidence the registration and transfer of the Notes.

"Note Registrar" shall mean Wells Fargo Bank, National Association, of Minneapolis, Minnesota, or a successor designated as Note Registrar under this Resolution.

"Resolution" shall mean this resolution as adopted by the Governing Body of the County.

"Statute" shall mean Chapter 67 of the *Wisconsin Statutes*, as supplemented and amended.

Section 2. Authorization. The issuance of \$2,725,000 aggregate principal amount of promissory notes is hereby authorized for the purpose of providing funds in the amount of \$2,725,000 for the public purpose consisting of the construction of highways and highway improvements.

The Notes shall be designated "General Obligation Promissory Notes, Series 2017B," shall be dated their date of issuance, and shall also bear the date of authentication thereof, shall be in fully registered form, shall be in denominations of \$5,000 each and integral multiples thereof (but no single Note shall represent installments of principal maturing on more than one date), shall be appropriately lettered and numbered, and shall mature on April 1 of each of the years 2019 to 2027, inclusive, and bear interest at the rates per annum as follows:

YEAR	PRINCIPAL AMOUNT	INTEREST RATE
2019	<u>\$260,000</u>	<u>5.00%</u>
2020	<u>275,000</u>	<u>5.00</u>
2021	<u>285,000</u>	<u>5.00</u>
2022	<u>300,000</u>	<u>5.00</u>
2023	<u>320,000</u>	<u>5.00</u>
2024	<u>335,000</u>	<u>5.00</u>
2026	<u>700,000</u>	<u>2.00</u>
2027	<u>250,000</u>	<u>2.00</u>

Section 3. Interest; Payment Provisions. The Notes shall bear interest from their date or from the most recent interest payment date to which interest has been paid or duly provided for, at the respective rates set out above, such interest (computed upon the basis of a 360-day year consisting of twelve 30-day months) being payable on the first days of April and October of each year, commencing on April 1, 2018. Interest on each Note shall be paid by check or draft of the Note Registrar to the person in whose name such Note is registered at the close of business on the fifteenth day of the calendar month next preceding the applicable interest payment date. The principal of the Notes shall be payable in lawful money

of the United States of America only at the designated corporate trust office of the Note Registrar.

Section 4. Execution; Authentication. The Notes shall be executed on behalf of the County with the manual or facsimile signature of the Chairperson of the County and with the manual or facsimile signature of the County Clerk of the County, and sealed with the official seal of the County or a printed facsimile thereof. In case any officer whose signature shall appear on any Note shall cease to be such officer before the delivery of such Note, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

All Notes shall have thereon a certificate of authentication substantially in the form hereinafter set forth duly executed by the Note Registrar as authenticating agent of the County and showing the date of authentication. No Note shall be valid or obligatory for any purpose or be entitled to any security or benefit under this Resolution unless and until such certificate of authentication shall have been duly executed by the Note Registrar by manual signature, and such certificate of authentication upon any such Note shall be conclusive evidence that such Note has been authenticated and delivered under this Resolution. The certificate of authentication on any Note shall be deemed to have been executed by the Note Registrar if signed by an authorized officer of the Note Registrar, but it shall not be necessary that the same officer sign the certificate of authentication on all of the Notes issued under this Resolution.

Section 5. Registration of Notes; Persons Treated as Owners. The County shall cause books (the "Note Register") for the registration and for the transfer of the Notes as provided in this Resolution to be kept at the designated corporate trust office of the Note Registrar, which is hereby constituted and appointed the registrar of the County.

Upon surrender for transfer of any Note at the designated corporate trust office of the Note Registrar duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Note Registrar duly executed by, the registered owner or his attorney duly authorized in writing, the County shall execute and the Note Registrar shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered Note or Notes of the same maturity and interest rate of authorized denominations, for a like aggregate principal amount. Any fully registered Note or Notes may be exchanged at said office of the Note Registrar for a like aggregate principal amount of Note or Notes of the same maturity and interest rate of other authorized denominations. The execution by the County of any fully registered Note shall constitute full and due authorization of such Note and the Note Registrar shall thereby be authorized to authenticate, date and deliver such Note.

The Note Registrar shall not be required to transfer or exchange any Note during the period of fifteen (15) days next preceding any interest payment date on such Note, nor to transfer or exchange any Note after notice calling such Note for prepayment has been mailed nor during the period of fifteen (15) days next preceding mailing of a notice of prepayment of any Notes.

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 the principal of or interest on any Note shall be made only to or upon the order of the registered owner thereof or his legal representative. 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.

No service charge shall be made for any transfer or exchange of Notes, but the County or the Note Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Notes, except in the case of the issuance of a Note or Notes for the unpaid portion of a Note surrendered for prepayment.

Section 6. Prepayment. The Notes maturing on April 1, 2025, shall be subject to prepayment at the option of the County as a whole, or in part in such order as the County may determine (less than all of the Notes of a single maturity to be selected by the Note Registrar as hereinafter provided), on April 1, 2024, and on any date thereafter, at a

prepayment price of 100% of the principal amount thereof being prepaid plus accrued interest to the date fixed for prepayment.

The Notes maturing on April 1, 2026 in the principal amount of \$345,000 shall be subject to mandatory prepayment, in integral multiples of \$5,000 selected by the Note Registrar, at a prepayment price of 100% of the principal amount thereof being redeemed plus accrued interest to the date fixed for prepayment, on April 1, 2025.

The Notes shall be prepaid only in the principal amount of \$5,000 each and integral multiples thereof. At least forty-five (45) days prior to the date fixed for optional prepayment (unless a shorter notice shall be satisfactory to the Note Registrar), the County shall notify the Note Registrar of such date fixed for prepayment and of the principal amount of the Notes to be prepaid. For purposes of any prepayment of less than all of the outstanding Notes of a single maturity, the particular Notes or portions of Notes to be prepaid shall be selected by the Note Registrar from the outstanding Notes of such maturity then outstanding by such method as the Note Registrar shall deem fair and appropriate, and which may provide for the selection of Notes or portions of Notes for prepayment in principal amounts of \$5,000 and integral multiples thereof.

The Note Registrar shall promptly notify the County in writing of the Notes or portions of Notes selected for prepayment and, in the case of any Note selected for partial prepayment, the principal amount thereof to be prepaid.

Section 7. Prepayment Procedure. Unless waived by any registered owner of the Notes (or portions thereof) to be prepaid, notice of the call for any such prepayment shall be given by the Note Registrar on behalf of the County by mailing the prepayment notice by registered or certified mail, postage prepaid, not less than thirty (30) days prior to the date fixed for prepayment to the registered owner of the Note or Notes to be so prepaid at the address shown on the Note Register or at such other address as is furnished in writing by such registered owner to the Note Registrar. Failure to give such notice by mailing to any owner of any Note, or any defect therein, shall not affect the validity of any proceedings for the prepayment of any other Notes.

All notices of prepayment shall state:

- (1) the date fixed for prepayment,
- (2) the prepayment price,
- (3) if less than all outstanding Notes are to be prepaid, the identification, including CUSIP numbers (and, in the case of partial prepayment, the respective principal amounts) of the Notes to be prepaid,
- (4) that on the date fixed for prepayment the prepayment price will become due and payable upon each such Note or portion thereof called for prepayment, and that interest thereon shall cease to accrue from and after said date, and
- (5) the place where such Notes are to be surrendered for payment of the prepayment price, which place of payment shall be the designated corporate trust office of the Note Registrar.

Prior to any date fixed for prepayment, the County shall deposit with the Note Registrar an amount of money sufficient to pay the prepayment price of all the Notes or portions of Notes which are to be prepaid on that date. With respect to an optional prepayment of the Notes, unless moneys sufficient to pay the principal of and interest on the Notes to be prepaid shall have been received by the Note Registrar prior to the giving of such notice of prepayment, such notice may, at the option of the County, state that said prepayment shall be conditional upon the receipt of such moneys by the Note Registrar on or prior to the date fixed for prepayment. If such moneys are not received, such notice shall be of no force and effect, the County shall not prepay the Notes or portion thereof and the Note Registrar shall give notice, in the same manner in which the notice of prepayment was given, that such moneys were not so received and that the Notes or portion thereof will not be prepaid.

Notice of prepayment having been given as aforesaid, the Notes or portions of Notes so to be prepaid shall, on the date fixed for prepayment, become due and payable at the prepayment price therein specified, and from and after such date (unless the County shall default in the payment of the prepayment price) such Notes or portions of Notes shall cease to bear interest. Upon surrender of such Notes for prepayment in accordance with said notice,

such Notes shall be paid by the Note Registrar at the prepayment price. Installments of interest due on or prior to the date fixed for prepayment shall be payable as herein provided for the payment of interest. Upon surrender for any partial prepayment of any Note, there shall be prepared for the registered owner a new Note or Notes of the same maturity in the amount of the unpaid principal. All Notes which have been prepaid shall be cancelled and destroyed by the Note Registrar, and shall not be reissued.

In addition to the prepayment notice required above, unless all of the Notes are owned by one (1) registered owner, further notice of prepayment (the "Additional Prepayment Notice") shall be given by the Note Registrar as set forth below, but no defect in the Additional Prepayment Notice nor any failure to give all or any portion of the Additional Prepayment Notice shall in any manner affect the effectiveness of a call for prepayment if notice thereof is given as prescribed above.

Each Additional Prepayment Notice given hereunder shall contain the information required above, plus (i) the date such notice required above has been or will be mailed; (ii) the date of issuance of the Notes being prepaid, as originally issued; (iii) the maturity date of each Note (or portion thereof) to be prepaid; and (iv) any other descriptive information needed to identify accurately the Notes being prepaid prior to maturity.

Each Additional Prepayment Notice shall be sent at least thirty (30) days before the date fixed for prepayment by legible facsimile transmission, registered or certified mail (postage prepaid) or overnight delivery service to The Depository Trust Company of New York, New York, and to at least two (2) national information services that disseminate notices of prepayment of obligations such as the Notes.

Section 8. Form of Notes. The Notes, the certificate of authentication to be endorsed thereon and the form of assignment are all to be in substantially the following forms with necessary and appropriate variations, omissions and insertions as permitted or required by this Resolution:

(Form of Note - Front Side)

UNITED STATES OF AMERICA

STATE OF WISCONSIN

COUNTY OF LA CROSSE

GENERAL OBLIGATION PROMISSORY NOTE, SERIES 2017B

No. R-			\$ _____
DATED DATE	MATURITY DATE	RATE OF INTEREST	CUSIP No.
_____, 2017	April 1, ____	%	

Registered Owner:

Principal Amount:

KNOW ALL MEN BY THESE PRESENTS: That the County of La Crosse in the State of Wisconsin (the "County"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner hereinabove identified, or registered assigns as hereinafter provided, on the Maturity Date hereinabove identified, the Principal Amount hereinabove identified and to pay interest (computed on the basis of a 360-day year consisting of twelve 30-day months) on said Principal Amount from the Dated Date hereinabove identified or from the most recent interest payment date to which interest has been paid at the Rate of Interest per annum hereinabove identified, payable on the first days of April and October of each year, commencing on April 1, 2018, until said Principal Amount is paid, except as the provisions hereinafter set forth with respect to prepayment prior to maturity may be and become applicable to this Note.

The principal of this Note is payable in lawful money of the United States of America only at the designated corporate trust office of Wells Fargo Bank, National Association, as note registrar and paying agent, and its successors (the "Note Registrar"). Payment of each installment of interest shall be made to the Registered Owner hereof who shall appear on the registration books of the County maintained by the Note Registrar at the close of business on

(94-17/18)

the fifteenth day of the calendar month next preceding the applicable interest payment date, and shall be paid by check or draft of the Note Registrar mailed to such Registered Owner at his address as it appears on such registration books or at such other address as may be furnished in writing by such Registered Owner to the Note Registrar.

This Note is one of an authorized issue of General Obligation Promissory Notes, Series 2017B, aggregating the principal amount of \$2,725,000 (the "Notes"), issued for the public purpose consisting of the construction of highways and highway improvements, pursuant to and in all respects in compliance with Chapter 67 of the *Wisconsin Statutes*, as supplemented and amended, and a resolution adopted by the County Board of Supervisors of the County on August 17, 2017.

This Note is transferable by the Registered Owner hereof in person or by his attorney duly authorized in writing at the designated corporate trust office of the Note Registrar, but only in the manner, subject to the limitations and upon payment of the charges provided in the authorizing resolution, and upon surrender and cancellation of this Note. Upon such transfer a new Note or Notes of authorized denominations of the same maturity and interest rate and for the same aggregate principal amount will be issued to the transferee in exchange for this Note.

The Notes are issued in fully registered form in denominations of \$5,000 each and integral multiples thereof. This Note may be exchanged at the designated corporate trust office of the Note Registrar for a like aggregate principal amount of Notes of the same maturity and interest rate of other authorized denominations, upon the terms set forth in the authorizing resolution.

The County and the Note Registrar may deem and treat the Registered Owner as the absolute owner hereof for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes, and neither the County nor the Note Registrar shall be affected by any notice to the contrary.

Notes of the issue of which this Note is one maturing on April 1, 2025, are subject to prepayment at the option of the County as a whole, or in part in such order as the County may determine in integral multiples of \$5,000, less than all the Notes of a single maturity to be selected by the Note Registrar in such manner as it shall deem fair and appropriate on April 1, 2024, and on any date thereafter, at a prepayment price of 100% of the principal amount thereof being prepaid plus accrued interest to the date fixed for prepayment.

The Notes maturing on April 1, 2026 in the principal amount of \$345,000 shall be subject to mandatory prepayment, in integral multiples of \$5,000 selected by the Note Registrar, at a prepayment price of 100% of the principal amount thereof being redeemed plus accrued interest to the date fixed for prepayment, on April 1, 2025.

Notice of any intended prepayment shall be sent by registered or certified mail, postage prepaid, not less than thirty (30) days prior to the date fixed for prepayment to the registered owner of each Note to be prepaid (in whole or in part) at the address shown on the registration books of the County maintained by the Note Registrar or at such other address as is furnished in writing by such registered owner to the Note Registrar. Such notice of optional prepayment may be conditional as provided in the authorizing resolution. When so called for prepayment, this Note, or the portion hereof being so called for prepayment, will cease to bear interest on the specified prepayment date, provided funds for prepayment are on deposit at the place of payment on that date, and shall not be deemed to be outstanding.

It is hereby certified, recited and declared that all acts, conditions and things required to be done, exist, happen and be performed precedent to and in the issuance of this Note have been done, have existed, have happened and have been performed in regular form and manner as required by the Constitution and the laws of the State of Wisconsin; that this Note, together with all other indebtedness of the County, does not exceed any limitation prescribed by law; and that the County has levied a direct annual irrevocable tax sufficient to pay the interest hereon when it falls due and also to pay and discharge the principal hereof at maturity.

The full faith, credit and resources of the County are hereby pledged for the payment of the principal of and interest on this Note and the issue of which it is a part as the same respectively become due and for the levy and collection of sufficient taxes for that purpose.

(96-17/18)

(Name and Address of Assignee)

the within Note and does hereby irrevocably constitute and appoint

_____, attorney, to transfer the said Note on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name of the Registered Owner as it appears upon the face of the within Note in every particular, without alteration or enlargement or any change whatever.

Signature guaranteed:

NOTICE: Signature(s) must be guaranteed by an "eligible guarantor institution" meeting the requirements of the bond registrar, which requirements include membership or participation in STAMP or such other "signature guarantee program" as may be determined by the bond registrar in addition to or in substitution for STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Section 9. Sale of Notes. The sale of the Notes to Raymond James & Associates, Inc. of St. Petersburg, Florida, and associates, at a price of \$2,978,707.96 and accrued interest to the date of delivery thereof, is hereby confirmed, the same being the best bid submitted.

Section 10. Levy of Taxes. In order to provide for the collection of a direct annual tax sufficient to pay the interest on the Notes and to pay and discharge the principal thereof at maturity, there is hereby levied upon all taxable property in the County of La Crosse, Wisconsin, a direct annual tax in an amount sufficient for that purpose, and there is hereby levied upon all of said taxable property in the County the following direct annual tax in each of the years and amounts as follows:

(97-17/18)

YEAR OF LEVY	AMOUNT FOR INTEREST AND PRINCIPAL
2017	<u>\$112,838.19</u>
2018	<u>361,250.00</u>
2019	<u>362,875.00</u>
2020	<u>358,875.00</u>
2021	<u>359,250.00</u>
2022	<u>363,750.00</u>
2023	<u>362,375.00</u>
2024	<u>360,550.00</u>
2025	<u>363,550.00</u>
2026	<u>252,500.00</u>

In each of said years 2017 to 2026, inclusive, the direct annual tax above levied shall be extended upon the tax rolls of the County and collected by the officers of the County in the same manner and at the same time as taxes for general County purposes for such years are extended and collected, and when so collected, the proceeds of said taxes shall be used solely for paying the principal of and interest on the Notes so long as any of the Notes remain outstanding.

Interest on or principal of the Notes falling due at any time when there shall be on hand insufficient funds from the proceeds of the above tax levy for the payment of such interest or principal shall be paid promptly when due from other funds of the County, which funds shall be reimbursed therefor out of the proceeds of the taxes above levied when such taxes shall have been collected.

Section 11. Debt Service Fund. There has been ordered to be established in the County Treasury a fund separate and distinct from all other funds of the County to be designated the "Debt Service Fund," which fund shall be used solely for the purpose of paying principal of, premium, if any, and interest on municipal obligations issued pursuant to Chapter 67, *Wisconsin Statutes*, as supplemented and amended. There is hereby created, and there shall be deposited in, an account known as the "Series 2017B Promissory Note Account," to be held as a part of the Debt Service Fund, all money raised by taxation pursuant to Section 9 hereof, and such other sums as may be necessary to pay interest on the Notes when the same shall become due and to retire the Notes at their respective maturity dates.

Section 12. Use of Proceeds; Notes to Remain in Registered Form; Compliance with Federal Law; Execution of Tax Exemption Certificate and Agreement. The principal proceeds of the Notes shall be deposited in a special fund and used solely for the purposes for which the Notes are hereby authorized.

The County recognizes that the purchasers and owners of the Notes will have accepted them on, and paid therefor a price which reflects, the understanding that the interest thereon is excludible from Federal gross income of the owners thereof under laws in force at the time the Notes shall have been delivered. In this connection, the County agrees that it shall take no action which may render the interest on any of the Notes includible in Federal gross income of the owners of the Notes. The County agrees that, to the extent possible under state law, it will comply with whatever Federal law is adopted in the future which applies to the Notes and affects the tax-exempt status of the interest on the Notes.

The Chairperson, the County Clerk, the County Treasurer and the Finance Director of the County, or any of them, are hereby authorized to execute on behalf of the County a Tax Exemption Certificate and Agreement (the "*Tax Exemption Certificate*") to assure the purchasers and owners of the Notes that the proceeds of the Notes are not expected to be used in a manner which would or might result in the Notes being "reimbursement bonds" in contravention of Section 1.103-18 of the United States Treasury Department Regulations (the "*Regulations*") or "arbitrage bonds" under Section 148 of the Code, or the Regulations currently in effect or proposed. Such Tax Exemption Certificate shall constitute a representation, certification and agreement of the County, and shall be incorporated herein by reference, and no investment of Note proceeds or of moneys accumulated to pay the Notes

herein authorized shall be made in violation of the expectations prescribed by said Tax Exemption Certificate. Such Tax Exemption Certificate shall constitute an agreement of the County to follow certain covenants which may require the County to take certain actions (including the payment of certain amounts to the United States Treasury) or which may prohibit certain actions (including the establishment of certain funds) under certain conditions as specified in such Tax Exemption Certificate.

The County further recognizes that Section 149(a) of the Code requires the Notes to be issued and to remain in fully registered form in order that the interest thereon is excludible from Federal gross income of the owners thereof under laws in force at the time the Notes are delivered. In this connection, the County agrees that it will not take any action to permit the Notes to be issued in, or converted into, bearer or coupon form.

Section 13. Duties of Note Registrar. If requested by the Note Registrar, the Chairperson of the County is authorized to execute and the County Clerk of the County is authorized to attest the Note Registrar's standard form of agreement between the County and the Note Registrar with respect to the obligations and duties of the Note Registrar hereunder which may include the following:

- (a) to act as note registrar, authenticating agent, paying agent and transfer agent as provided herein;
- (b) to give notice of the prepayment of Notes as provided herein;
- (c) to cancel and destroy Notes which have been paid at maturity or upon earlier prepayment or submitted for exchange or transfer;
- (d) to furnish the County at least annually a certificate of destruction with respect to Notes cancelled and destroyed; and
- (e) to furnish the County at least annually an audit confirmation of Notes paid, Notes outstanding and payments made with respect to interest on the Notes.

The County Clerk of the County is hereby directed to file a certified copy of this Resolution with the Note Registrar.

The County covenants that it shall at all times retain a Note Registrar with respect to the Notes, that it will maintain at the designated corporate trust office of such Note Registrar a place or places where Notes may be presented for payment or registration of transfer or exchange, and that it shall require that the Note Registrar properly maintain the Note Register and perform the other duties and obligations imposed upon it by this Resolution in a manner consistent with the standards, customs and practices of the municipal securities industry.

The Note Registrar shall signify its acceptance of the duties and obligations imposed upon it by this Resolution by executing the certificate of authentication on any Note, and by such execution the Note Registrar, shall be deemed to have certified to the County that it has all requisite power to accept and has accepted such duties and obligations. The Note Registrar is the agent of the County, and shall not be liable in connection with the performance of its duties, except for its own negligence or willful wrongdoing. The Note Registrar shall, however, be responsible for any representation in its certificate of authentication on the Notes.

The County may remove the Note Registrar at any time. In case at any time the Note Registrar shall resign, shall be removed, shall become incapable of acting, or shall be adjudged as bankrupt or insolvent, or if a receiver, liquidator or conservator of the Note Registrar, or of the property thereof, shall be appointed, or if any public office shall take charge or control of the Note Registrar, or of the property or affairs thereof, the County covenants and agrees that it will thereupon appoint a successor Note Registrar. The County shall mail notice of any such appointment made by it to each registered owner of any Note within twenty (20) days after such appointment. Any Note Registrar appointed under the provisions of this Section 13 shall be a County officer or a bank, trust company or national banking association.

The County and/or the Note Registrar may enter into an agreement with a securities depository registered under Section 17A of the Securities Exchange Act of 1934, as amended (the "*Securities Depository*"), including without limitation The Depository Trust Company, which is the record owner of the Notes, to establish procedures with respect to the Notes owned by such Securities Depository. Such agreement may impose additional requirements on the Note Registrar with respect to the Notes.

Section 14. Continuing Disclosure Undertaking. The Chairperson, the County Clerk, the County Treasurer and the Finance Director of the County, or any of them, are hereby authorized to execute and deliver on behalf of the County a continuing disclosure undertaking with respect to the Notes (the "Continuing Disclosure Undertaking"). When the Continuing Disclosure Undertaking shall be executed and delivered on behalf of the County as contemplated herein, it shall be binding on the County, and all officers, employees and agents of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the terms and provisions of the Continuing Disclosure Undertaking. Notwithstanding any other provision of this Resolution to the contrary, the sole remedy for the failure to comply with the Continuing Disclosure Undertaking shall be the ability of the beneficial owners of the Notes to seek mandamus or specific performance.

Section 15. Other Documents. The Chairperson, the County Clerk, the County Treasurer, the Finance Director and all other officers of the County are hereby authorized to execute all documents and certificates necessary in connection with the authorization and delivery of the Notes, including without limitation an official statement describing the Notes and the County.

Section 16. Severability. If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability or such section, paragraph or provision shall not affect any of the remaining provisions of this Resolution.

Section 17. Ordinances, Resolutions Superseded. All ordinances and resolutions in conflict herewith are hereby superseded to the extent of such conflict, and this Resolution shall take effect from and after its passage.

FISCAL NOTE: Debt Service Funding will be provided for in the 2018 budget.

EXECUTIVE COMMITTEE

Motion by S. Hampson/V. Burke to approve. Discussion ensued. Joe Murray of Springsted reviewed the bids. The motion to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

RESOLUTION RE: ESTABLISHING THE PROCESS TO FILL THE VACANCY IN THE OFFICE OF COUNTY TREASURER – APPOINTMENT

EXECUTIVE COMMITTEE

Motion by S. Hampson/M. Larson to approve. Discussion ensued. Corporation Counsel explained the process with the two resolutions and how to proceed. Finance Director Sharon Davidson and Administrator O'Malley responded to questions from the Board. The motion to approve failed on a roll call vote with 13 nays, 12 ayes - P. Barlow, K. Cable, M. Freedland, M. Giese, S. Hampson, T. Johnson, M. Kruse, M. Larson, A. Richmond, P. Scheller, K. Tyser and D. Weidenbach, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

AGENDA ORDER: There were no objections to Supervisor Nikolay introducing a Minority Report: Resolution RE: Establishing the Process to fill the vacancy in the office of the County Treasurer – Special Election.

RESOLUTION NO. 23-8/17 RE: ESTABLISHING THE PROCESS TO FILL THE VACANCY IN THE OFFICE OF COUNTY TREASURER - SPECIAL ELECTION

WHEREAS, County Treasurer Shawn Handland has announced his resignation effective September 1, 2017, thus creating a vacancy in the Office of County Treasurer; and, **WHEREAS**, Wis. Stat. §17.21(3) states that a vacancy in the County Treasurer's position shall be filled by an appointment of the County Board for the remainder of the unexpired term unless a special election is ordered by the County Board; and, **WHEREAS**, the duties of the County Treasurer may be performed by the Deputy Treasurer, commencing on the effective date of the resignation of County Treasurer Shawn Handland, until a person is elected and qualified to fill the Office of County Treasurer; and, **WHEREAS**, a special election for the Office of County Treasurer could be held concurrently with the regular 2018 Spring election

cycle at minimal additional cost to the County; and, **WHEREAS**, the term of the County Treasurer ends on January 3, 2021. **NOW, THEREFORE BE IT RESOLVED**, by the La Crosse County Board that a special election shall be ordered, to be held concurrently with the regular 2018 spring election cycle, to fill the residue of the unexpired term for the office of County Treasurer. **FISCAL NOTE:** The estimated cost to add the issue of election of the County Treasurer to the spring 2018 ballot is estimated to be \$200 - \$300.

EXECUTIVE COMMITTEE

Motion by M. Nikolay/T. Wehrs to approve. Discussion ensued. The motion to approve passed on a roll call vote with 18 ayes, 7 nays - K. Cable, S. Hampson, T. Johnson, M. Kruse, M. Larson, K. Tyser and D. Weidenbach, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

RESOLUTION NO. 24-8/17 RE: CREATING A NONPARTISAN PROCEDURE FOR THE PREPARATION OF LEGISLATIVE AND CONGRESSIONAL REDISTRICTING PLANS

WHEREAS, currently under the state constitution, the legislature is directed to redistrict legislative districts according to the number of inhabitants at its next session following the decennial federal census by the majority party; and at the same intervals, the legislature also reapportions congressional districts pursuant to federal law; and **WHEREAS**, legislative and congressional redistricting plans enacted pursuant to this procedure are used to elect members of the legislature and members of Congress in the fall of the second year following the year of the census; and **WHEREAS**, historically legislative and congressional plans in Wisconsin have been viewed by many to be subject to partisan influence; and **WHEREAS**, the 2011 process to draw the maps and fight litigation contesting those maps cost taxpayers nearly \$1.9 million; and **WHEREAS**, a panel of federal district court judges has ruled that the redistricting that was done in Wisconsin in 2011 was unconstitutional, and that case is now on appeal to the United States Supreme Court; and **WHEREAS**, redistricting to achieve partisan gains is improper, whether it is done by Republicans or Democrats; **NOW THEREFORE BE IT RESOLVED** that the La Crosse County Board of Supervisors insists upon the creation of a nonpartisan procedure for the preparation of legislative and congressional redistricting plans; and **BE IT FURTHER RESOLVED** that the process chosen must promote accountability and transparency and prohibit the consideration of voting patterns, party information, and incumbents' residence information or demographic information in drawing the maps, except as necessary to ensure minority participation as required by the U.S. Constitution; and **BE IT FURTHER RESOLVED** that the County Clerk is directed to send a copy of this resolution to the Governor of the State of Wisconsin, the Wisconsin Counties Association, the Wisconsin Towns Association, the Wisconsin League of Municipalities, all members of the state legislature, and to each Wisconsin County. **FISCAL NOTE:** No cost to La Crosse County.

EXECUTIVE COMMITTEE

Motion by S. Hampson/L. Pfaff to approve. Discussion ensued. The motion to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

ORDINANCE NO. 164-8/17 TO AMEND S 1.58 ENTITLED "THE CRIMINAL JUSTICE MANAGEMENT COUNCIL" OF THE GENERAL CODE OF LA CROSSE COUNTY, WISCONSIN

The County Board of supervisors of the County of La Crosse does hereby ordain as follows:

Section 1.

1.58 CRIMINAL JUSTICE MANAGEMENT COUNCIL. The Criminal Justice Management Council (CJMC) shall be an advisory committee to the Judiciary & Law Committee and Health and Human Services Board.

- (1) Membership. The Criminal Justice Management Council shall be composed of not more than 21 members who live or work in La Crosse County. Members are as follows:
 - (a) the County Board Chair or his/her designee,

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- (b) 3 other Supervisors appointed by the County Board Chair including at least 1 Supervisor from the Judiciary & Law Committee and 1 Supervisor from the Health & Human Services Board,
- (c) the Presiding Judge of La Crosse County Circuit Court or his/her designee,
- (d) the La Crosse County Sheriff,
- (e) the La Crosse County District Attorney,
- (f) the La Crosse County Human Services Director,
- (g) a representative of the Wisconsin Department of Corrections,
- (h) a representative of the State of Wisconsin Public Defender's office,
- (i) A representative of the School District of La Crosse,
- (j) the chief of the City of La Crosse Police Department or a designee,
- (k) and a representative from the Coulee Region Chief's Association or a similar law enforcement organization as selected by the CJMC,
- (l) and not more than 8 citizen members including 1 citizen member who is a victim advocate and 1 citizen member who is a representative of a mental health organization. The County Board Chair shall appoint the citizen members after public solicitation.

(2) Term of Citizen Members. The term of the 8 citizen members shall commence on the 3rd Tuesday of April. Citizen members shall serve a term of 3 years with a limit of 2 consecutive terms. If a citizen member is initially appointed to complete an unexpired term that shall not be considered one of their two terms. The terms of the citizen members shall be staggered. The County Board Chair shall appoint the citizen members at the April organizational meeting of the County Board or as soon thereafter as practicable with the terms to expire on April 30th of the 3rd year following the appointment.

(3) Vacancies. If a vacancy occurs on the Council, the County Board Chair shall as soon as practicable appoint a person to fill the unexpired portion of the term to which the person is appointed. If the term is for a citizen member, such appointment may be made after public solicitation.

(4) Duties and Powers.

(a) The Criminal Justice Management Council is created to act in an advisory capacity to the Judiciary & Law Committee, Health & Human Services Board, and County Board on all aspects of the La Crosse County Criminal Justice System subject to the Constitution and to any enactment of the legislature which is of statewide concern and which uniformly affects every county. The Council shall recommend to the appropriate standing committees and County Board changes, including the creation, elimination or modification of programs, policies and procedures that reflect the La Crosse County correctional philosophy.

(b) To assure coordinated leadership, all proposed policy changes relating to criminal justice may be brought to the Council for review and for recommendations to the appropriate La Crosse County Committees.

(c) Under the direction of the County Board, the Council shall be responsible for the evaluation of the La Crosse County Criminal Justice System in accordance with the La Crosse County correctional philosophy, mission and vision.

(d) The Council may assist County departments in setting priorities for the La Crosse County Criminal Justice System.

(e) The Council may perform such other general functions necessary to implement its responsibilities as directed by the Judiciary & Law Committee, Health and Human Services Board and/or County Board.

Section 2. This Ordinance shall take effect the day after passage and publication as required by law.

HEALTH AND HUMAN SERVICES BOARD

Motion by M. Kruse/V. Burke to approve passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

ORDINANCE NO. 165-8/17 TO AMEND S. 1.57 ENTITLED "INTEGRATED SUPPORT AND RECOVERY SERVICES (ISRS) ADVISORY COUNCIL" OF THE GENERAL CODE OF LA CROSSE COUNTY, WISCONSIN

The County Board of supervisors of the County of La Crosse does hereby ordain as follows:

Section 1.

1.57 Integrated Support and Recovery Services (ISRS) Advisory Council.

(1) The Integrated Support and Recovery Services Advisory Council Coordinated Services Team Coordinating Committee shall be composed of 17 members appointed by the Human Services Director or his/her designee:

(a) Nine parents of children with disabilities.
(b) Representative of the La Crosse County Health Department.
(c) Representative of the La Crosse County Human Services Family & Children's section that is responsible for child welfare and protection services.

(d) Representative of the La Crosse County Human Services Integrated Support & Recovery Services section that is responsible for mental health and alcohol and drug abuse services for children and families.

(e) Representative of the La Crosse County Human Services Integrated Support & Recovery Services section that is responsible for providing services for children who are developmentally disabled and for Children's Community Options Program services.

(f) Representative of the La Crosse County Human Services Justice Support Services section that is responsible for providing Juvenile Justice Services.

(g) Representative of the La Crosse School District.

(h) Representative of the La Crosse County Juvenile Court Administrator.

(i) Representative in the service area who provides social or educational services to children who have disabilities other than the providers already represented in other categories.

(2) Term. The members shall serve 2 year terms with no term limits.

(3) Duties. The ISRS Advisory Council shall:

(a) Perform the role of the Children's Community Options Program (CCOP) Advisory Committee as established pursuant to section 46.272(4)(a)1. to 3., Wis. Stats. This function includes developing and approving the initial and annual CCOP Plans.

(b) Perform the role of the Coordinated Services Teams (CST) Coordinating Committee required by Wis. Adm. Code HFS 46 program standards. This function includes preparing required interagency agreements, assessing how CST collaborates with other services offered in the community, assisting with annual program applications, and reviewing determinations of eligibility, assessment, appropriate services, or funding of services as requested.

(c) Provide oversight and feedback to operation of La Crosse County Birth to 3 program.

(d) Provide input, as requested, to the Crisis program during annual update of the Crisis Community Plan.

(e) Perform other general functions that may from time to time be directed by the Health & Human Services Board and/or County Board.

(f) Report to the Health & Human Services Board.

Section 2. This Ordinance shall take effect the day after passage and publication as required by law.

HEALTH AND HUMAN SERVICES BOARD

Motion by M. Kruse/K. Tyser to approve. Discussion ensued. Corporation Counsel Megan DeVore responded to questions from the Board. The motion to approve passed on a

(103-17/18)

unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle and R. Ebert.

SUGGESTIONS FOR FUTURE AGENDA TOPICS

- If anything additional needs to be done to call for the Special Election for the Treasurer
- Supervisor Geary asked if there was anything unusual or different in next year's budget and if a department head should be in attendance.

ADJOURN

Motion by D. Hesse/R. Cornforth to adjourn at 7:58 PM passed on a unanimous voice vote with 25 ayes, 1 absent - K. Rosa, 3 excused - L. Berg, S. Doyle, and R. Ebert.

STATE OF WISCONSIN)

COUNTY OF LA CROSSE)

I, Ginny Dankmeyer , La Crosse County Clerk, in and for the County of La Crosse, Wisconsin, do hereby certify that the foregoing is a true and correct copy of the Journal of Proceedings of the La Crosse County Board of Supervisors at the La Crosse County Board of Supervisors Monthly Meeting held Thursday, August 17, 2017 and that it is the whole thereof. IN WITNESS THEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL THIS DAY 23 OF AUGUST 2017.