

COMMON COUNCIL MEETING
CITY OF WISCONSIN DELLS
FEBRUARY 13, 2017

Mayor Landers called the meeting to order at 7:05P.M. Notice of the meeting was provided to the *Dells Events*, WNNO Radio, and posted in accordance with State Statutes.

1. Present: First District Alderpersons Jesse DeFosse and Brian Holzem
Second District Alderpersons Mike Freel and Dar Mor
Third District Alderpersons Ed Fox and Ed Wojnicz

Others: City Clerk/Coordinator Nancy Holzem, City Treasurer Karen Terry, Public Works & Utilities Director David Holzem, Planning & Zoning Administrator Chris Tollaksen, Police Lieutenant Perry Mayer, City Attorney Joseph Hasler, Ben Borchert, Kelli Trumble, Ben Anderson, Carol Wirth and Brandon Wirth from Wisconsin Public Financial Professionals, Eric Helland, Dave Jahnke, and Ed Legge from the *Dells Events*.
2. The Pledge of Allegiance was said.
3. Motion by Ald. Holzem seconded by Ald. Wojnicz to approve the following consent agenda items:
 - a. January 16, 2017 Common Council meeting minutes.
 - b. Schedule of Bills Payable dated February 13, 2017.
 - c. Approval of Bartender Licenses to Rachel DelaGardelle, Joseph Frisk, and Stephen Ortiz.Motion carried unanimously.
4. Updates were given by committee chairpersons.
5. There were no citizen appearances for public comment.
6. A report on the terms of amended and restated lease of certain property located in Tax Incremental District No. 3 was given by Carol Wirth from Wisconsin Public Finance Professionals, LLC. Motion by Ald. Mor seconded by Ald. Freel to approve the report. Motion carried unanimously.
7. Ald. Holzem introduced and moved for adoption RESOLUTION NO. 4352. BE IT HEREBY RESOLVED; that based upon the recommendation of the Finance Committee from their February 13, 2017 meeting; It Approves the Financial Advisory Agreement Amendment with Wisconsin Public Finance Professionals, LLC. Motion seconded by Ald. Freel. Upon roll call vote the motion carried 6-0. Resolution adopted.
8. Ald. Freel introduced and moved for adoption RESOLUTION NO. 4353 APPROVING THE AMENDED AND RESTATED LEASE OF CERTAIN PROPERTY AND IMPROVEMENTS AND APPROVING the ISSUANCE OF BONDS BY THE AUTHORITY AND RELATED DOCUMENTS AND TRANSACTIONS;

WHEREAS, the Community Development Authority of the City of Wisconsin Dells, Wisconsin (the "Authority") has determined certain property located in Tax Incremental District No. 3 (the "Blighted Property") to be blighted within the meaning of Section 66.1333, Wisconsin Statutes;

WHEREAS, the Authority has acquired the portion of the public property located in Tax Incremental District No. 3 described on Exhibit A hereto (the "Property") from the City of Wisconsin Dells, Wisconsin (the "Municipality"), and is carrying out a program of blight elimination, community development and urban renewal with respect to the Blighted Property consisting of project costs and public improvements included in the Project Plan for Tax Incremental District No. 3 (collectively, the "Project");

WHEREAS, the Authority has heretofore issued and has outstanding its Community Development Lease Revenue Bonds, Series 2006, dated May 1, 2006, Community Development Lease Revenue Bonds, Series 2007A, dated October 2, 2007 and Community Development Lease Revenue Bonds, Series 2008A, dated August 7, 2008 (collectively, the "Prior Bonds") which were issued to finance a portion of the Project;

WHEREAS, the Municipality has outstanding its State Trust Fund Loan, dated February 19, 2015 (the "2015 Loan"), which was issued to refund the Authority's Community Development Lease Revenue Bonds, Series 2005, dated September 1, 2005, which were issued to pay a portion of the cost of the Project;

WHEREAS, the Authority has authorized the issuance and sale of (a) Taxable Community Development Refunding Lease Revenue Bonds, Series 2017A, dated March 8, 2017 (the "Taxable Bonds"), the proceeds of which shall be used to refinance the 2015 Loan, and (b) Community Development Refunding Lease Revenue Bonds, Series 2017B, dated March 8, 2017 (the "Tax-Exempt Bonds"), the proceeds of which shall be used to refinance all of the Prior Bonds (collectively, the Taxable Bonds and the Tax-Exempt Bonds shall be referred to herein as the "Bonds" and the refunding of the 2015 Loan and the Prior Bonds shall be referred to herein as the "Refunding"), and which Bonds will be secured by an Amended and Restated Lease Agreement dated as of March 8, 2017 (the "Lease");

WHEREAS, the Authority has submitted a report on the Lease to this Common Council, has duly noticed and conducted a public hearing on the Lease, and has approved the Lease;

WHEREAS, the Authority has also requested that the Municipality enter into an Amended and Restated Contribution and Cooperation Agreement dated as of March 8, 2017 (the "Contribution and Cooperation Agreement") in connection with the issuance of the Bonds;

WHEREAS, Section 66.1333(13), Wisconsin Statutes, authorizes the Municipality to lend or contribute funds to assist a redevelopment project, Section 66.1105(2)(f)1.h., Wisconsin Statutes, provides that the amount of contributions made under Section 66.1333(13) in connection with implementation of the project plan is an eligible tax increment project cost and Section 66.1105(2)(f)1.b. permits the Municipality to recover "financing costs" related to tax increment projects from tax increment revenues; and

WHEREAS, the development of the Project is included in the project plan for the Municipality's Tax Increment District No. 3 (the "District").

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the Municipality as follows:

Section 1. Ratification of the Conveyance of the Property. The transfer to the Authority of the Property, which has previously occurred, is ratified and affirmed.

Section 2. Approval of the Lease. The Lease, in substantially the form attached hereto as Exhibit C and incorporated herein by this reference, is hereby approved and the Mayor and City Clerk are hereby authorized to execute and deliver the Lease for and on behalf of the Municipality. The rentals paid under the Lease shall be "financing costs" under Section 66.1105(2)(f)1.b., Wisconsin Statutes, to the extent they constitute the payment of principal or interest on the Bonds. The Common Council covenants for the benefit of the owners of the Bonds that, subject to annual appropriation of the Lease rental payments, all funds in the special fund of the District will be used first to make the rental payments due under the Lease and only after the rental payments have been paid in full for any particular year shall funds in said special fund be used to pay any other project costs of the District. The Common Council finds that the rental payments due under the Lease are at the fair market value for the Property and the improvements to be leased pursuant to the Lease.

Section 3. Statement of Intent to Appropriate. The Common Council acknowledges that the projected tax increment to be derived from the District may not be realized and that the increment revenues may therefore be insufficient to make payments under the Lease sufficient to pay all debt service on the Bonds as it becomes due. The Municipality hereby declares that it fully expects and anticipates that, if such a shortfall occurs, it will appropriate funds from other available revenues of the Municipality sufficient to fund any such shortfall in order to meet its obligation to make rental payments under the Lease sufficient to pay when due all principal of and interest on the Bonds, provided however, that such payment shall be subject to annual appropriation by the Common Council and shall be subject to the Municipality's quiet enjoyment of the property and improvements leased pursuant to the Lease.

Section 4. Approval of the Contribution and Cooperation Agreement. The Contribution and Cooperation Agreement in substantially the form attached hereto as Exhibit D and incorporated herein by this reference is hereby approved and the Mayor and City Clerk are hereby authorized to execute and deliver the Contribution and Cooperation Agreement for and on behalf of the Municipality.

Section 5. Approval of the Bonds. The terms of the Bonds authorized by the Authority at its meeting duly noticed, held and conducted on February 13, 2017 are ratified and approved. The Municipality designates the Tax-Exempt Bonds to be "qualified tax-exempt obligations" pursuant to Section 265(b) of the Internal Revenue Code of 1986, as amended.

Section 6. Undertaking to Provide Continuing Disclosure. The Municipality, as the obligated person with respect to the Bonds, hereby covenants and agrees, for the benefit of the holders of the Bonds, to enter into a written undertaking (the "Undertaking") required by SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission

pursuant to the Securities and Exchange Act of 1934 (the "Rule") to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the holders of the Bonds or by the original purchaser of the Bonds on behalf of such holders (provided that the holders' and purchaser's right to enforce the provisions of the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the Municipality to comply with the provisions of the Undertaking shall not be an event of default with respect to the Bonds).

The Mayor and City Clerk shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the Municipality's Undertaking.

Section 7. Execution and Delivery of Documents. The Mayor and City Clerk are hereby authorized for and in the name of the Municipality to execute and deliver the Lease, the Contribution and Cooperation Agreement and any and all additional documents as may be necessary or desirable to effectuate the sale of the Bonds and the completion of the transactions contemplated hereby.

Ald. Fox seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.

9. Ald. Holzem introduced and moved for adoption RESOLUTION NO. 4354. BE IT HEREBY RESOLVED by the City of Wisconsin Dells that based on the recommendation of the Finance Committee from their February 13, 2017 meeting; It Approves the revised 2016 Audit Engagement Letter with Johnson-Block & Company. Ald. Mor seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
10. Ald. Mor introduced and moved for adoption RESOLUTION NO. 4355. BE IT HEREBY RESOLVED by the City of Wisconsin Dells that based on the recommendation of the Design Review Committee their January 25, 2017 meeting; It Approves the Legacy Sign Covenant for Old Time Portraits at 217 Broadway, Columbia County Parcel 11291-613. Ald. Fox seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
11. Ald. Mor introduced and moved for adoption RESOLUTION NO. 4356. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the City Plan Commission from their February 13, 2017 meeting; It Approves the Sauk County Certified Survey Map requested by Adam Makowski, RRAD Development. Ald. DeFosse seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
12. Motion by Ald. Holzem to table the Conditional Use Permit application submitted by Casco, Inc. for an outdoor entertainment area with rides, food, ticket booth and t-shirt sales on Sauk County parcel 291-0102-00000, which is the vacant land located behind Taco Bell and Culver's Restaurant. Ald. Wojnicz seconded the motion. Upon roll call vote the motion to table carried 6-0. Resolution tabled.

13. Motion by Ald. Freel seconded by Ald. Holzem to deny the Site Plan application submitted by Casco, Inc. in order to construct and outdoor amusement park on Sauk County parcel 291-0102-00000. Upon roll call vote the motion to deny carried 6-0. Resolution denied.
14. Ald. DeFosse introduced and moved for adoption RESOLUTION NO. 4357. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the BID Committee from their January 11, 2017 meeting; It Approves and Adopts the revised Dells River Arts District Brand Book & Style Guide. Ald. Holzem seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
15. Ald. Mor introduced and moved for adoption RESOLUTION NO. 4358. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the BID Committee from their January 11, 2017 meeting; It Approves and Adopts the revised Dells River Arts District Brand Book & Style Guide. Ald. DeFosse seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
16. Ald. Holzem introduced and moved for adoption RESOLUTION NO. 4359. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the Finance Committee from their February 13, 2017 meeting; It Approves additional funding for River Arts District capital improvements. Ald. Wojnicz seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
17. Ald. DeFosse introduced and moved for adoption RESOLUTION NO. 4360. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the Parks, Rec. & Waterways Committee from their February 6, 2017 meeting; It Approves the low bid of \$29,800 submitted by ADCI, Inc. for Architectural and Engineering Services for a new Bowman Park recreation building and pavilion. Ald. Mor seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
18. Ald. Mor introduced and moved for adoption RESOLUTION NO. 4361. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the BID Committee from their February 13, 2017 meeting; It Approves the low bid of \$132,821.20 for the purchase of a new DPW plow truck with funding derived from the DPW equipment reserve fund. Ald. Holzem seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
19. Ald. Holzem introduced and moved for adoption RESOLUTION NO. 4362. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the Public Works Committee from their February 13, 2017 meeting; It Approves the \$233,000 bid submitted by Lane Tank Company, Inc. for the painting of the industrial park water tower. Ald. Mor seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.
20. Ald. Freel introduced and moved for adoption RESOLUTION NO. 4363. BE IT HEREBY RESOLVED by the City of Wisconsin Dells; that based upon the recommendation of the BID Committee from their February 13, 2017 meeting; It

Approves the request from Verizon to install small cell antennas on city utility poles, with contingencies. Ald. Mor seconded the motion. Upon roll call vote the motion carried 6-0. Resolution adopted.

21. No items for referral to the next council meeting on Monday, March 20, 2017.
22. Motion by Ald. Freel seconded by Ald. Wojnicz to adjourn. Motion carried unanimously and the meeting adjourned at 7:20PM.

Nancy R. Holzem
City Clerk/Coordinator
Published: February 18, 2017