

**KENOSHA COUNTY BOARD OF SUPERVISORS
COUNTY BOARD CHAMBERS COUNTY ADMINISTRATION BUILDING
November 16, 2004**

The **Regular Meeting** was called to order by Chairman Elverman at 7:30 p.m., in the County Board Room located in the Administration Building. Roll call was taken.

Present: Supervisors Elverman, Grady, Rossow, Rose, Kessler, Huff, Wipper, Marrelli, Booth, Carbone, Modory, R. Johnson, Michel, O'Day, Singer, L. Johnson, Deschler, Molinaro, Wisnefski, Clark, Noble, West, Kerkman, Gorkinski, Smitz, Ekornaas.

Excused: Supervisors Faraone, Carey-Mielke
Present. 26 Excused. 2

At this time Chairman Elverman on behalf of County Executive Alan Kehl presented a "Certificate of Appreciation" to Zach McFall who won the WIAA Division-3 Boys State Cross Country Meet in Wisconsin Rapids on Saturday, October 30, 2004. The Central High Girls Volley Ball team was also presented a "Certificate of Appreciation" for capturing their 2nd straight WIAA Division-1 Championship on Saturday, November 6, 2004 in Green Bay.

There were no Citizen Comments.

ANNOUNCEMENTS OF THE CHAIRMAN

Chairman Elverman stated there is an invitation for the annual County Board Christmas Party on the Supervisors desks which will be held on December 21st. Supervisors Faraone had emergency surgery this past week, she is doing quite well, but won't be available for the next week or so. The January 4th meeting has been changed to January 11th. He also announced that information for the United Way fundraising will be available after the meeting for the Supervisors who are interested in participating.

There were no Supervisor Reports.
County Executive Appointments

28. Mary L. Celebre to serve on the Kenosha County Commission on Aging.

Chairman Elverman referred County Executive Appointment 28 to the Human Services Committee.

OLD BUSINESS

ORDINANCE 42

42. From Supervisor Terry Rose regarding Creating Section 2.07 (8) Pertaining to Supervisor Comments.

Chairman Elverman referred Ordinance 42 to the Legislative Committee.

NEW BUSINESS

Resolution - one reading.

RESOLUTION 63

63. From the Finance Committee regarding resolution awarding the sale of \$3,080,000 General Obligation Refunding Bonds, Series 2004C; providing the form of the Bonds; and levying a tax in connection therewith.

RESOLUTION AWARDING THE SALE OF \$3,080,000
GENERAL OBLIGATION REFUNDING BONDS, SERIES 2004C;
PROVIDING THE FORM OF THE BONDS;
AND LEVYING A TAX

IN CONNECTION THEREWITHWHEREAS, pursuant to a resolution adopted on October 19, 2004 (the "Initial Resolution"), the County Board of Supervisors of Kenosha County, Wisconsin (the "County") authorized the issuance of not to exceed \$3,095,000 General Obligation Refunding Bonds for the public purpose of refunding obligations of the County, including interest on them, to wit: refunding the County's outstanding General Obligation Refunding Bonds, dated March 1, 1996 (the "1996 Bonds") (hereinafter the refinancing of the County's outstanding obligations shall be referred to as the "Refunding"); WHEREAS, the 1996 Bonds were issued to refund the County's Municipal Golf Course Revenue Bonds dated December 1, 1990 (the "1990 Bonds") which financed the construction of a new golf course and clubhouse addition, acquisition of equipment and related costs;

WHEREAS, the County Board of Supervisors deems it to be necessary, desirable and in the best interest of the County to refund the 1996 Bonds for the purpose of achieving debt service cost savings;

WHEREAS, counties are authorized by the provisions of Chapter 67 of the Wisconsin Statutes to borrow money and to issue general obligation refunding bonds for the purpose of refinancing their outstanding obligations; and

WHEREAS, pursuant to the Initial Resolution, the County Clerk, in consultation with its financial advisor, Ehlers & Associates, Inc., has caused a Notice of Sale (a copy of which is attached hereto as Exhibit A, and incorporated herein by this reference) to be prepared and distributed setting forth the details of and the bid requirements for the County's General Obligation Refunding Bonds, Series 2004C (the "Bonds") and indicating that the Bonds would be offered for public sale;

WHEREAS, the following bids were received:

(SEE BID TABULATION ATTACHED AS EXHIBIT B)

WHEREAS, it has been determined that the bid (the "Bid") submitted by the institution listed first on the attached Bid Tabulation fully complies with the bid requirements set forth in the Notice of Sale and is deemed to be the most advantageous to the County. Ehlers & Associates, Inc. has recommended that the County accept the Bid. A copy of said Bid submitted by such institution (the "Purchaser") is attached hereto as Exhibit C and incorporated herein by this reference.

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

Section 1. Authorization of the Bonds. For the purpose of paying the cost of the Refunding, there shall be borrowed pursuant to Chapter 67 of the Wisconsin Statutes, the principal sum of THREE MILLION EIGHTY THOUSAND DOLLARS (\$3,080,000).

Section 1A. Ratification of the Notice of Sale and Offering Materials. The County Board of Supervisors of the County hereby ratifies and approves the details of the Bonds set forth in Exhibit A attached hereto as and for the details of the Bonds. The Notice of Sale and other offering materials prepared and circulated by Ehlers & Associates, Inc. are hereby ratified and approved in all respects. All actions taken by officers of the County and Ehlers & Associates, Inc. in connection with the preparation and distribution of the Notice of Sale are hereby ratified and approved in all respects.

Section 1B. Award of the Bonds. The Bid of the Purchaser offering to purchase the Bonds for the sum set forth on the Bid, plus accrued interest to the date of delivery, is hereby accepted. The Bonds bear interest at the rates set forth on the Bid.

Section 2. Terms of the Bonds. The Bonds shall be designated "General Obligation Refunding Bonds, Series 2004C"; shall be dated December 1, 2004; shall be issued in the aggregate principal amount of \$3,080,000, in denominations of \$5,000 or any integral multiple thereof; shall be numbered 1 and upward; and shall mature on December 1 of each year, in the years and principal amounts set forth on the debt service schedule attached hereto as Exhibit D (the "Schedule"). Interest is payable semi-annually on June 1 and December 1 of each year commencing on June 1, 2005.

Section 3. Redemption Provisions. (a) At the option of the County, the Bonds maturing on December 1, 2014 and thereafter shall be subject to redemption prior to maturity on December 1, 2013 or on any date thereafter. Said Bonds shall be redeemable as a whole or in part, and if in part, from maturities selected by the County and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption. If the Proposal specifies that any of the Bonds are subject to mandatory redemption, the terms of such mandatory redemption shall be set forth on an attachment hereto as Exhibit MRP (the "Mandatory Redemption Provisions") and incorporated herein by this reference.

(b) The Bonds are also subject to extraordinary mandatory redemption at any time at the price of par plus accrued interest to the date of redemption in the event the County elects to change the ownership or operation of the golf course facilities originally financed with the proceeds of the 1990 Bonds, and, in the opinion of the County's bond counsel, such change in ownership or

operation would adversely affect the tax-exempt status of the Bonds, if the Bonds were to remain outstanding.

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

Section 5. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Bonds as the same becomes due, the full faith, credit and resources of the County are hereby irrevocably pledged, and there is hereby levied upon all of the taxable property of the County a direct annual irrepealable tax in the years 2004 through 2014 for the payments due in the years 2005 through 2015 in the amounts set forth on the Schedule.

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

Section 6. Segregated Debt Service Fund Account. There is hereby established in the County treasury a fund account separate and distinct from all other funds or accounts of the County designated "Debt Service Fund Account for \$3,080,000 Kenosha County General Obligation Refunding Bonds, Series 2004C, dated December 1, 2004", which fund account shall be used solely for the purpose of paying the principal of and interest on the Bonds. There shall be deposited in said fund account all accrued interest paid on the Bonds at the time the Bonds are delivered to the Purchaser, any premium, all money raised by taxation pursuant to Section 5 hereof and all other sums as may be necessary to pay principal of and interest on the Bonds as the same become due. Said fund account shall be used for the sole purpose of paying the principal of and interest on the Bonds, shall be maintained for such purpose until such indebtedness is fully paid or otherwise extinguished, and shall at all times be invested in a manner that conforms with the provisions of the Internal Revenue Code of 1986, as amended (the "Code"), and any applicable income tax regulations (the "Regulations").

Section 7. Borrowed Money Fund. The proceeds of the Bonds (the "Bond Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Bonds into the Debt Service Fund Account created above) shall be deposited into an account separate and distinct from all other funds and disbursed solely for the purpose for which borrowed or for the payment for the principal of and the interest on the Bonds.

Section 8. Arbitrage Covenant. The County shall not take any action with respect to the Bond Proceeds which, if said action had been reasonably expected to have been taken, or had been deliberately and intentionally taken on the date of delivery of and payment for the Bonds (the "Closing") would have caused the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code and the Regulations.

The Bond Proceeds may be temporarily invested in legal investments until needed, provided however, that the County hereby covenants and agrees that so long as the Bonds remain outstanding, moneys on deposit in any fund or account created or maintained in connection with the Bonds, whether such moneys were derived from Bond Proceeds or from any other source, will not be used or invested in a manner which would cause the Bonds to be "arbitrage bonds" within the meaning of the Code or Regulations. The County covenants that it will not invest in any obligation if such investment would violate the "prohibited payment" requirement of Section 148 of the Code.

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

Section 9. Additional Tax Covenants; Six Month Expenditure Exemption from Rebate. The County hereby further covenants and agrees that it will take all necessary steps and perform all obligations required by the Code and Regulations

(whether prior to or subsequent to the issuance of the Bonds) to assure that the Bonds are obligations described in Section 103(a) of the Code, the interest on which is excludable from gross income for federal income tax purposes, throughout their term. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, certifying that it can and covenanting that it will comply with the provisions of the Code and Regulations.

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

The County covenants that it is a governmental unit with general taxing powers and that the Bonds are not "private activity bonds" as defined in Section 141 of the Code.

In accordance with Section 148(f)(4)(B) of the Code, the County covenants that ninety-five percent (95%) or more of the net proceeds of the Bonds are to be used for local governmental activities of the County and that 100% of the proceeds of the Bonds will be expended for the governmental purposes of the issue within six months of the Closing. If for any reason the County did not qualify for the six month exemption from the rebate requirements of the Code, the County covenants that it would take all necessary steps to comply with such requirements.

Section 10. Execution of the Bonds. The Bonds shall be prepared in typewritten or printed form, executed on behalf of the County by the manual or facsimile signatures of the Chairperson and County Clerk, authenticated, if required, by its fiscal agent, if any, sealed with its official or corporate seal, if any, or a facsimile thereof and delivered to the Purchaser upon payment to the County of the purchase price thereof, plus accrued interest to the date of delivery. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the delivery of the Bonds, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until such delivery. The aforesaid officers are hereby authorized to do all acts and execute all documents as may be necessary and convenient for effectuating the Closing.

Section 11. Payment of the Bonds. The principal of and interest on the Bonds shall be paid in lawful money of the United States of America by the County Clerk or County Treasurer.

Section 11A. Persons Treated as Owners; Transfer of Bonds. The County shall keep books for the registration and for the transfer of the Bonds. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Bond shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

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

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

The fifteenth day of each calendar month next preceding each interest payment date shall be the record date for the Bonds. Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the County at the close of business on the corresponding record date.

Section 12. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the County agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations previously executed on behalf of the County and on file in the County Clerk's office.

Section 13. Undertaking to Provide Continuing Disclosure. The County 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 Purchaser on behalf of such holders (provided that the rights of the holders and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the County to comply with the provisions of the Undertaking shall not be an event of default with respect to the Bonds).

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

Section 14. Redemption of the 1996 Bonds. The County Board of Supervisors hereby calls the 1996 Bonds due on and after December 1, 2005 for redemption on December 27, 2004, at the price of par plus accrued interest to the date of redemption. The County hereby directs its financial advisor, Ehlers & Associates, Inc., to cause a notice of redemption, in substantially the form attached hereto as Exhibit F, to be provided at the times, to the parties and in the manner provided thereon.

Section 15. Bond Insurance. The Chairperson and County Clerk are authorized to agree to such additional provisions as any municipal bond insurer which makes a commitment accepted by the County to insure the Bonds may reasonably request and which are acceptable to the Chairperson and County Clerk, including provisions regarding restrictions on investment of Bond Proceeds, the payment procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Bonds by the bond insurer and notices to be given to the bond insurer. In addition, appropriate reference to the municipal bond insurance policy shall be made in the form of Bond provided herein.

Section 16. Official Statement. The County Board of Supervisors hereby approves the Preliminary Official Statement with respect to the Bonds and deems the Preliminary Official Statement as "final" for purposes of SEC Rule 15c2-12. All actions taken by officers of the County in connection with the preparation of such Preliminary Official Statement and addenda to it are hereby ratified and approved. In connection with the closing for the Bonds, the appropriate County official shall certify the Preliminary Official Statement and addenda. The County Clerk shall cause copies of the Preliminary Official Statement and addenda to be distributed to the Purchaser.

Section 17. Payment of Issuance Expenses. The County authorizes the Purchaser to forward the amount of the Bond Proceeds allocable to the payment of issuance expenses to U.S. Trust Company, Minneapolis, Minnesota on the closing date for further distribution as directed by the County's financial advisor, Ehlers & Associates, Inc.

Section 18. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the County Board of Supervisors or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Adopted and recorded November 16, 2004.

Dennis Elverman, Chairperson
ATTEST:
Edna R. Highland, County Clerk
Allan Kehl, County Executive
RESPECTFULLY SUBMITTED:
FINANCE COMMITTEE:
Robert Carbone
Mark Wisnefski
Terry Rose
Anita Faraone
Mark Modory

It was moved by Supervisor Carbone to adopt Resolution 63. Seconded by Supervisor Rose.

Roll call vote passed unanimously.

At this time Frank Volpintesta spoke regarding the retention of outside counsel to review the proposed intergovernmental agreement between Kenosha County and the Menominee Tribe.

It was moved by Supervisor Rose that the County Board of Supervisors authorize and support the Corporation Counsel to retain counsel to review the Intergovernmental Agreement and related documents for Kenosha County and said attorneys fees be paid from funds appropriated under Resolution No. 43 and under the Corporation Counsel's budget line item #521200 (outside counsel). No other funds shall be used without prior approval of the County Board. Seconded by Supervisor Noble.

Roll call vote passed unanimously.

It was moved by Supervisor O'Day to go into closed session. Seconded by Supervisor Kessler.

Roll call vote passed unanimously.

After the Closed session it was moved by Supervisor Michel to approve the November 9 and 10, 2004 minutes. Seconded by Supervisor R. Johnson.

It was moved by Supervisor R. Johnson to adjourn. Seconded by Supervisor Kerkman.

Meeting adjourned at 10:45 P.M.

Prepared by: Edie LaMothe
Submitted by: Edna R. Highland
County Clerk