



City of Appleton

100 North Appleton Street
Appleton, WI 54911-4799
www.appleton.org

Meeting Agenda - Final Common Council

Wednesday, July 21, 2021

7:00 PM

Council Chambers

- A. CALL TO ORDER
- B. INVOCATION
- C. PLEDGE OF ALLEGIANCE TO THE FLAG
- D. ROLL CALL OF ALDERPERSONS
- E. ROLL CALL OF OFFICERS AND DEPARTMENT HEADS
- F. APPROVAL OF PREVIOUS COUNCIL MEETING MINUTES

[21-1002](#) Common Council Meeting Minutes of July 7, 2021

Attachments: [CC Minutes 7-7-21.pdf](#)

- G. BUSINESS PRESENTED BY THE MAYOR

[21-1022](#)

Proclamations:

- Parks & Recreation Month
- Children's Week

Attachments: [Parks and Recreation Month Proclamation.pdf](#)

[Childrens Week Proclamation.pdf](#)

[21-1028](#)

Parade Committee Awards & Recognition of Harvey Samson

[21-1031](#)

8th Grade Team 10851B VEX IQ Robotics from Riverview Lutheran School

[21-1029](#)

Human Resources Director Recommendation

Attachments: [HR Director Recommendation to Council.pdf](#)

[Jay Ratchman Resume.pdf](#)

[21-1030](#) Library Board Appointments

Attachments: [Library Board Appointment Memo 7'21'21.pdf](#)

H. PUBLIC PARTICIPATION

I. PUBLIC HEARINGS

[21-0827](#) Public Hearing for Comprehensive Plan Map Amendment #1-21 - Commercial Horizons Inc. from Public/Institutional Land Use to Commercial Land Use

Attachments: [Public Hearing Notice CC Comp Plan Amend #1-21.pdf](#)

[21-0828](#) Public Hearing for Rezoning #5-21 for Commercial Horizons - N. Alvin Street from P-I Public Institutional District to C-2 General Commercial District.

Attachments: [RZ #5-21 Notice of Public Hearing.pdf](#)

[21-0923](#) Public Hearing for Rezoning #6-21, Family Video, from PD/C-2 Family Video Planned Development District #23-99 to C-2 General Commercial District

Attachments: [RZ #6-21 Notice of Public Hearing.pdf](#)

[21-0924](#) Public Hearing for Rezoning #8-21 Coolidge Court from PD/C-2 Planned Development General Commercial District #34-84 to R-3 Multi-Family District

Attachments: [RZ #8-21 Notice of Public Hearing.pdf](#)

J. SPECIAL RESOLUTIONS

[21-1019](#) Resolution Authorizing and Providing for the Sale and Issuance of \$14,500,000 General Obligation Promissory Notes

Attachments: [Appleton 2021 G.O. Promissory Notes - Award Resolution.pdf](#)

[21-1020](#) Resolution Authorizing and Providing for the Sale and Issuance of \$8,360,000 Water System Revenue Refunding Bonds

Attachments: [Appleton 2021 Water Revenue Refunding Bonds - Award Resolution.pdf](#)

[21-1021](#) Resolution Authorizing and Providing for the Sale and Issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds

Attachments: [Appleton 2021 Sewer Revenue Refunding Bonds - Award Resolution.pdf](#)

K. ESTABLISH ORDER OF THE DAY

L. COMMITTEE REPORTS

1. **MINUTES OF THE MUNICIPAL SERVICES COMMITTEE**

[21-0863](#) **Alvin Street**, from Wisconsin Avenue to Marquette Street, be reconstructed with asphalt pavement and concrete curb & gutter to a width of 31' from back of curb to back of curb, which is 2' narrower than the existing street. Existing parking provisions within the project limits will remain unchanged.

Legislative History

6/21/21	Municipal Services Committee	recommended for approval
7/7/21	Common Council	referred to the Municipal Services Committee
7/12/21	Municipal Services Committee	recommended for approval

[21-0971](#) Request from Appleton Downtown Inc. for a street occupancy permit to host a Sidewalk Sale on Saturday, August 7, 2021 from 10:00 am to 6:00 pm (during Mile of Music) on the College Avenue beautification strip from 600 W. College Avenue to 300 E. College Avenue.

Attachments: [ADI Sidewalk Sale during M.O.M.pdf](#)

Legislative History

7/12/21	Municipal Services Committee	recommended for approval
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[21-0972](#) Approve Department of Public Works Modified Operations Plan effective April 1, 2022.

Attachments: [Proposed Modified Operations Plan for DPW.pdf](#)

Legislative History

7/12/21	Municipal Services Committee	recommended for approval
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[21-0973](#) Request from Creative Downtown Appleton Inc. for a street occupancy permit to install outdoor LED string lights on the College Avenue planter railings, from Badger Avenue to Drew Street, for the remainder of the 2021 summer season.

Attachments: [Request from CDA to install LED lights.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0974](#)

Request from Creative Downtown Appleton Inc. for a street occupancy permit to place an on-street parklet in parking stalls STN 102 and STN 104 on the east side of the 100 N. State Street block from August 1, 2021 through September 30, 2021. This would be a pilot program in hopes of developing a full Parklet Policy for future consideration.

Attachments: [Request from CDA for a parklet pilot program.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0975](#)

Approve parking restriction changes on the 300 block of N. Kalata Place. Follow-up to six month trial period.

Attachments: [Parking Restriction Change on the 300 block of N. Kalata Place.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0976](#)

Approve reducing the speed limit on French Road from CTH JJ to the north City limits from 45 MPH to 35 MPH.

Attachments: [Speed Limit Change on French Road.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0977](#)

Approve removal of traffic signal and installation of all-way stop control at the intersection of Lawrence Street and Walnut Street. Follow-up to six month trial period.

Attachments: [Traffic Signal Removal Test.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0978](#)

Approve parking restriction changes on N. Jarchow Street and E. Lindbergh Street near Franklin Elementary School. Follow-up to six month trial period.

Attachments: [Parking Restriction changes near Franklin Elementary School.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
 Committee

[21-0979](#) Approve proposed traffic control for Phase 2 of the North Edgewood Estates Subdivision.

Attachments: [Proposed traffic control for Phase 2 of the North Edgewood Estates Subdivision](#)

Legislative History

7/12/21 Municipal Services recommended for approval
Committee

[21-0980](#) Approve Six Month Trial Period to convert existing commercial truck loading zone to standard 15-minute loading zone for the first three parking stalls on the southside of College Avenue east of Appleton Street.

Attachments: [Six Month Trial Period to Convert Loading Zones.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
Committee

[21-0981](#) Request from Postmaster Ryan Schultz for a street occupancy permit to relocate the USPS collection box during the Zuelke Building construction project in the Oneida Street right-of-way at 103 W. College Avenue.

Attachments: [Request to Relocate USPS Collection Box.pdf](#)

Legislative History

7/12/21 Municipal Services recommended for approval
Committee

2. MINUTES OF THE SAFETY AND LICENSING COMMITTEE

[21-0919](#) Class "B" Beer and "Class B" Liquor License application for Los Amigos LLC d/b/a Mr. Taco, Julia Nino Gomez, Agent, located at 106 S State St, contingent upon approval from Health, DPW and Inspections departments.

Attachments: [Mr. Taco.pdf](#)

[Mr.TacoDenial July 2021 SL.pdf](#)

Legislative History

7/14/21 Safety and Licensing recommended for denial
Committee

[21-0825](#) Class "B" Beer License application for Jackson Investment Group LLC d/b/a Jimmy's Chicken and Fish, James Jackson III, Agent, located at 205 N Richmond St, contingent upon approval from the Community Development department.

Attachments: [Jimmy's Chicken and Fish.pdf](#)

Legislative History

7/14/21 Safety and Licensing recommended for approval
Committee

[21-0834](#) Class "B" Beer and "Class B" Liquor License application for Calaveras Fine Fusions LLC d/b/a Calaveras Fine Fusions, Rebekka Garcia, Agent, located at 528 W College Ave, contingent upon approval from the Health and Inspections departments.

Attachments: [Calaveras Fine Fusions.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0867](#) Temporary Class "B" Beer and "Class B" Wine License application for Sculpture Valley, Dave Willems, Person in Charge, located at Houdini Plaza for Mile of Music, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [MoM-Houdini Plaza S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0869](#) Temporary Class "B" Beer and "Class B" Wine License application for Sculpture Valley, Dave Willems, Person in Charge, located at 303 N Oneida St, Outer Edge Stage for Mile of Music, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [MoM-Outer Edge Stage S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0916](#) Temporary Premise Amendment application for DDCT, INC d/b/a Jim's Place, Jay Plamann, Agent, located at 223 E College Ave, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [Jim's Place S&L.pdf](#)

[Permission to use 219.pdf](#)

Legislative History

7/7/21	Safety and Licensing Committee	held
7/14/21	Safety and Licensing Committee	recommended for approval

[21-0917](#) Temporary Premise Amendment application for Wooden Nickel Restaurant and Lounge Inc d/b/a Wooden Nickel Sports Bar & Grill, Anthony Mueller, Agent, located at 217 E College Ave, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [Wooden Nickel S&L.pdf](#)

Legislative History

7/7/21	Safety and Licensing Committee	held
7/14/21	Safety and Licensing Committee	recommended for approval

[21-0925](#) Temporary Premise Amendment application for TNE, INC d/b/a Emmett's Bar & Grill, Sharon Reader, agent, located at 139 N Richmond St, on August 5-8, 2021, contingent upon approval from the Health department.

Attachments: [Emmett's Bar & Grill S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0927](#) Class "B" Beer and "Class B" Liquor License Change of Agent application for Dong Po Restaurant in Appleton Inc d/b/a Dong Po Restaurant, Jian Chen, New Agent, located at 719 W College Ave.

Attachments: [Jian Chen S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0940](#) Class "A" Beer and "Class A" Liquor License Change of Agent application for Wisconsin CVS Pharmacy, LLC d/b/a CVS Pharmacy #8525, Nicholas D Fahrner, New Agent, located at 700 W Wisconsin Ave.

Attachments: [Nicholas D Fahrner S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0957](#) Temporary Premise Amendment application for Riverside Bar & Grill, Gregg Van Dinter, Agent, located at 906 S Olde Oneida St, on August 5-8, 2021, contingent upon approval from all departments.

Attachments: [Riverside Bar & Grill S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0987](#) Temporary Premise Amendment application for Fox Cities Performing Arts Center, Pilar Martinez, Person in Charge, located at 400 W College Ave, on August 17, 2021, contingent upon approval from all departments.

Attachments: [Fox Cities PAC S&L.pdf](#)

Legislative History

7/14/21	Safety and Licensing Committee	recommended for approval
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[21-0992](#) Pet Store License application for Fish Cave LLC, Ton Vang, applicant, located at 2110 S Memorial Dr, contingent upon approval from all departments.

Attachments: [Fish Cave LLC S&L.pdf](#)

Legislative History

7/14/21 Safety and Licensing Committee recommended for approval

[21-0993](#) Class "A" Beer License application for Oneida Mini Mart LLC d/b/a Oneida BP, Prabhu Dhungana, Agent, located at 1306 S Oneida St, contingent upon approval from all departments.

Attachments: [Oneida Mini Mart LLC.pdf](#)

Legislative History

7/14/21 Safety and Licensing Committee recommended for approval

[21-0996](#) Temporary Premise Amendment application for Rookies Sports Bar & Grill, Steve Carrow, Agent, located at 325 N Appleton St, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [Rookies Sports Bar & Grill.pdf](#)

Legislative History

7/14/21 Safety and Licensing Committee recommended for approval

3. MINUTES OF THE CITY PLAN COMMISSION

[21-0764](#) Request to approve Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21 for the subject parcel generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41 (Tax Id #31-6-4500-01), from future Public/Institutional land use designation to Commercial land use designation as shown on the attached map and approve the attached Resolution

Attachments: [StaffReport_CommercialHorizonsNAlvinSt_CompPlan+Rezoning_For06-09-21.](#)

Legislative History

6/9/21 City Plan Commission recommended for approval
Proceeds to Council on July 21, 2021.

[21-0766](#) Request to approve Rezoning #5-21 for the subject parcel generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41 (Tax Id #31-6-4500-01), including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41, as shown on the attached maps, from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District

Attachments: [StaffReport_CommercialHorizonsNAlvinSt_CompPlan+Rezoning_For06-09-21.](#)

Legislative History

6/9/21 City Plan Commission recommended for approval
Proceeds to Council on July 21, 2021.

[21-0851](#)

Request to approve Rezoning #6-21 for the subject parcel located at 2700 East Calumet Street (Tax Id #31-4-5880-00), including the adjacent one-half (1/2) right-of-way of East John Street and East Calumet Street, as shown on the attached maps, from PD/C-2 Family Video Planned Development General Commercial District #23-99 to C-2 General Commercial District

Attachments: [StaffReport_Family_Video_Rezoning_For06-23-21.pdf](#)

Legislative History

6/23/21 City Plan Commission recommended for approval
Proceeds to Council on July 21, 2021.

[21-0853](#)

Request to approve Rezoning #8-21 for the subject undeveloped parcel located on Coolidge Court (Tax Id #31-9-1117-00), including the adjacent one-half (1/2) right-of-way, as shown on the attached maps, from PD/C-2 Planned Development General Commercial District #34-84 to R-3 Multi-Family District

Attachments: [StaffReport_CoolidgeCourt_Rezoning_For06-23-21.pdf](#)

Legislative History

6/23/21 City Plan Commission recommended for approval
Proceeds to Council on July 21, 2021.

[21-0954](#)

Request to approve Special Use Permit #2-21 for a restaurant with alcohol sales and service located at 205 North Richmond Street (Tax Id #31-5-1184-00), as shown on the attached maps and per attached plan of operation, to run with the land subject to the conditions in the attached staff report and approve attached Resolution (2/3 vote of Common Council required for approval)

Attachments: [StaffReport_JimmysChickenAndFish_SUP_For07-14-21.pdf](#)
[EmailFromMegynBera_07-09-21.pdf](#)

Legislative History

7/14/21 City Plan Commission recommended for approval

[21-0955](#)

Request to approve the M&J Weyenberg Properties, LLC Annexation consisting of approximately 1.696 acres generally located at the southeast corner of Ballard Road and Ridge Haven Lane, currently in the Town of Grand Chute, as shown on the attached maps, subject to the stipulation in the attached staff report

Attachments: [StaffReport_M&JWeyenbergProperties_Annexation_For07-14-21.pdf](#)
[DOA Annexation Review Letter 14409 7-14-21.pdf](#)

Legislative History

7/14/21 City Plan Commission recommended for approval

[21-0956](#) Request to approve Certified Survey Map #10-21, which crosses a plat boundary, to combine two existing parcels, 6600 North Ballard Road (Tax Id #31-1-9203-09) and North Tiburon Lane (Tax Id #31-1-9203-10), into one new parcel as shown on the attached maps

Attachments: [StaffReport_6600_N_Ballard_CSMCrossingPlatBoundary_For07-14-21.pdf](#)

Legislative History

7/14/21 City Plan Commission recommended for approval

4. MINUTES OF THE PARKS AND RECREATION COMMITTEE

5. MINUTES OF THE FINANCE COMMITTEE

[21-1025](#) Request to approve a resolution authorizing and providing for the sale and issuance of \$14,500,000 General Obligation Promissory Notes, Series 2021 and all related details

Attachments: [Appleton 2021 G.O. Promissory Notes - Award Resolution.pdf](#)

[21-1026](#) Request to approve a resolution authorizing and providing for the sale and issuance of \$8,360,000 Water System Revenue Refunding Bonds, Series 2021 and all related details.

Attachments: [Appleton 2021 Water Revenue Refunding Bonds - Award Resolution.pdf](#)

[21-1027](#) Request to approve a resolution authorizing and providing for the sale and issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021 and all related details

Attachments: [Appleton 2021 Sewer Revenue Refunding Bonds - Award Resolution.pdf](#)

[20-0527](#) Resolution #8-R-20 City of Appleton Brand Study

Attachments: [#8-R-20 Branding Resolution-format.pdf](#)

[Brand Study RFP Memo.pdf](#)

[CoA Brand Study RFP_DRAFT 020121.pdf](#)

Legislative History

5/6/20	Common Council	referred
2/22/21	Finance Committee	held
6/21/21	Finance Committee	held
7/12/21	Finance Committee	recommended for approval

[21-0943](#) Request for Finance Director to sell \$14,500,000 of General Obligation Promissory Notes

Legislative History

7/12/21 Finance Committee recommended for approval

[21-0944](#)

Request for Finance Director to sell \$8,360,000 Water System Revenue Refunding Bonds

Legislative History

7/12/21 Finance Committee recommended for approval

[21-0945](#)

Request for Finance Director to sell \$9,040,000 Sewerage System Revenue Refunding Bonds

Legislative History

7/12/21 Finance Committee recommended for approval

[21-0946](#)

Request to approve the allocation of excess General Fund balance at December 31, 2020 and the following related 2021 Budget amendments:

General Fund

Transfer Out - Debt Service/Capital Projects Fund	+ \$3,840,000
Transfer Out - Industrial Park Land Fund	+ \$ 250,000
Transfer Out - Facilities Capital Projects Fund	+ \$ 210,000
Transfer Out - IT Capital Projects Fund	+ \$ 65,000
Mayor's Office	+ \$ 75,000
Public Works Department	+ \$ 175,000
Finance Department	+ \$ 50,000
General Fund Balance - Reserve for Brand Study	+ \$ 450,000
General Fund Balance	- \$5,115,000

Debt Service/Capital Projects Fund

Transfer In - General Fund	+ \$3,840,000
Debt Service Reduction	+ \$3,840,000

Industrial Park Land Fund

Transfer In - General Fund	+ \$ 250,000
Industrial Park Land	+ \$ 250,000

Facilities Management Capital Projects Fund

Transfer In - General Fund	+ \$ 210,000
Parks Improvements	+ \$ 200,000
City Hall Improvements	+ \$ 10,000

Information Technology Capital Projects Fund

Transfer In - General Fund	+ \$ 65,000
Council Chamber AV Project	+ \$ 65,000

to allocate excess general fund balance at 12/31/20 per City Fund Balance Policy (2/3 vote of Council required)

Attachments: [Finance Committee - Fund Balance Policy 2021.pdf](#)

Legislative History

7/12/21 Finance Committee recommended for approval

[21-0947](#) Request to approve the following 2021 Budget adjustment:

General Fund

Transfer Out - Risk Management Fund	+\$1,300,000
Wage Reserve	- \$1,300,000

Risk Management Fund

Transfer In - General Fund	+\$1,300,000
Uninsured Claims - Workers Compensation	+\$1,300,000

to transfer funds to Risk Management Fund required reserve and current year claims (2/3 vote of Council required)

Attachments: [Finance Committee - Risk Reserve Fund Transfer 2021.pdf](#)
[Actuarial Report 2020 Final Risk Management.pdf](#)

Legislative History

7/12/21	Finance Committee	recommended for approval
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6. MINUTES OF THE COMMUNITY AND ECONOMIC DEVELOPMENT COMMITTEE

[21-0986](#) Request to amend the Development Agreement for the Zuelke Project located at 103 W. College Avenue in Tax Increment Financing District No. 11 and approve the associated Houdini Plaza Lease Agreement

Attachments: [Memo to CEDC 1st Amendment to Zuelke Project Dev Agrmt 7-8-21.pdf](#)
[Zuelke - Fully Executed Dev Agrm.pdf](#)
[MemotoCouncil_TaxReformBill_12-18-17.pdf](#)
[First Amendment to Dev Agrm - Zuelke-City - FINAL.pdf](#)
[Zuelke - Houdini Plaza Lease Agreement - FINAL_.pdf](#)
[TID No. 11 Project Plan Amendment FINAL.pdf](#)

Legislative History

7/14/21	Community & Economic Development Committee	recommended for approval
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7. MINUTES OF THE UTILITIES COMMITTEE

[21-0936](#) Adopt Authorized Representative Resolution for the Environmental Improvement Fund.

Attachments: [Environmental Grant Fund Resolution for PAV.pdf](#)

Legislative History

7/13/21	Utilities Committee	recommended for approval
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[21-0937](#) Approve Department of Public Works Modified Operations Plan effective April 1, 2022.

Attachments: [Proposed Changes to DPW Operations.pdf](#)

Legislative History

7/13/21 Utilities Committee recommended for denial
Smith moved, seconded by Meltzer to amend the item and change the number of bulky items picked up every other week for free from 2 items to 3 items and to remove the bulk pick up in April. Approved as amended. 3-1, Doran

8. MINUTES OF THE HUMAN RESOURCES & INFORMATION TECHNOLOGY COMMITTEE

[21-0959](#) Request to approve Public Works HVAC position overhire

Attachments: [HVAC Inspector Over Hire.pdf](#)

Legislative History

7/14/21 Human Resources & Information Technology Committee recommended for approval

[21-0960](#) Request to approve Worker's Compensation third party administrator change

Attachments: [WC TPA recommendation.pdf](#)

Legislative History

7/14/21 Human Resources & Information Technology Committee recommended for approval

[21-0961](#) Request to approve change to seasonal pay plan to move election worker positions to a fixed hourly rate.

Attachments: [Seasonal election position change.pdf](#)

Legislative History

7/14/21 Human Resources & Information Technology Committee recommended for approval

[21-0967](#) Request to approve changes to Health Department table of organization

Attachments: [Health Department reorg.pdf](#)

Legislative History

7/14/21 Human Resources & Information Technology Committee recommended for approval

9. MINUTES OF THE FOX CITIES TRANSIT COMMISSION**10. MINUTES OF THE BOARD OF HEALTH****M. CONSOLIDATED ACTION ITEMS**

[21-1033](#) **Consolidated Action Items: DPW Modified Operations Plan**
Item #21-0972 Municipal Services Committee
Item #21-0937 Utilities Committee

N. ITEMS HELD**O. ORDINANCES**

[21-1001](#) Ordinances #37-21 to #41-21 (M&J Weyenberg Properties, LLC
Annexation)

Attachments: [Ordinances going to Council 7-21-21.pdf](#)

P. LICENSE APPLICATIONS AND COMMUNICATIONS REFERRED TO COMMITTEES OF JURISDICTION**Q. RESOLUTIONS SUBMITTED BY ALDERPERSONS REFERRED TO COMMITTEES OF JURISDICTION****R. OTHER COUNCIL BUSINESS**

[21-1032](#) Mayor's Response to Resolution #9-R-21, Transportation Utility Study

Attachments: [#9-R-21 TU Resolution.pdf](#)
[Transportation Utility Study Resolution Response Memo.pdf](#)

S. ADJOURN

Kami Lynch, City Clerk

Reasonable accommodations for persons with disabilities will be made upon request and if feasible.

Remote meeting attendance may be permitted pursuant to Section 2-29 of the Appleton Municipal Code and Rules of Council.



City of Appleton

100 North Appleton Street
Appleton, WI 54911-4799
www.appleton.org

Meeting Minutes - Final Common Council

Wednesday, July 7, 2021

7:00 PM

Council Chambers

A. CALL TO ORDER

The meeting was called to order by Council President Reed at 7:00 p.m.

B. INVOCATION

The Invocation was offered by Alderperson Fenton.

C. PLEDGE OF ALLEGIANCE TO THE FLAG

D. ROLL CALL OF ALDERPERSONS

Present: 14 - Alderperson William Siebers, Alderperson Vered Meltzer, Alderperson Brad Firkus, Alderperson Joe Martin, Alderperson Katie Van Zeeland, Alderperson Denise Fenton, Alderperson Maiyoua Thao, Alderperson Matthew Reed, Alderperson Alex Schultz, Alderperson Kristin Alfheim, Alderperson Nate Wolff, Alderperson Sheri Hartzheim, Alderperson Joe Prohaska and Alderperson Chad Doran

Excused: 2 - Alderperson Michael Smith and Mayor Jake Woodford

E. ROLL CALL OF OFFICERS AND DEPARTMENT HEADS

All Departments were represented.

F. APPROVAL OF PREVIOUS COUNCIL MEETING MINUTES

[21-0922](#)

Common Council Meeting Minutes of Organizational Meeting and Council Meeting on June 16, 2021

Attachments: [CC Minutes 6-16-21 Organizational Meeting.pdf](#)
[CC Minutes 6-16-21.pdf](#)

Alderperson Alfheim moved, seconded by Alderperson Van Zeeland, that the Minutes be approved. Roll Call. Motion carried by the following vote:

Aye: 14 - Alderperson William Siebers, Alderperson Vered Meltzer, Alderperson Brad Firkus, Alderperson Joe Martin, Alderperson Katie Van Zeeland, Alderperson Denise Fenton, Alderperson Maiyoua Thao, Alderperson Matthew Reed, Alderperson Alex Schultz, Alderperson Kristin Alfheim, Alderperson Nate Wolff, Alderperson Sheri Hartzheim, Alderperson Joe Prohaska and Alderperson Chad Doran

Excused: 2 - Alderperson Michael Smith and Mayor Jake Woodford

G. BUSINESS PRESENTED BY THE MAYOR

H. PUBLIC PARTICIPATION

I. PUBLIC HEARINGS

[21-0761](#) Public Hearing for proposed text amendments to Chapter 23 Zoning Ordinance of the Municipal Code

Attachments: [TA 2-21 Public Hearing Notice.pdf](#)

*The following spoke during the hearing:
Rhonda Spence, 1018 S Madison Street*

[21-0951](#) Public Hearing for S. Oak St. and E. Kimball St. Street Vacation

Attachments: [Public Hearing - SV Oak & Kimball.pdf](#)

The Public Hearing was held. No one spoke during the hearing.

J. SPECIAL RESOLUTIONS

[21-0950](#) Final Resolution for the S. Oak St. and E. Kimball St. Street Vacation

Attachments: [Oak-Kimball - Final Resolution \(FINAL\).pdf](#)

Alderperson Fenton moved, seconded by Alderperson Hartzheim, that the Resolution be approved. Roll Call. Motion carried by the following vote:

Aye: 14 - Alderperson William Siebers, Alderperson Vered Meltzer, Alderperson Brad Firkus, Alderperson Joe Martin, Alderperson Katie Van Zeeland, Alderperson Denise Fenton, Alderperson Maiyoua Thao, Alderperson Matthew Reed, Alderperson Alex Schultz, Alderperson Kristin Alfheim, Alderperson Nate Wolff, Alderperson Sheri Hartzheim, Alderperson Joe Prohaska and Alderperson Chad Doran

Excused: 2 - Alderperson Michael Smith and Mayor Jake Woodford

K. ESTABLISH ORDER OF THE DAY

[21-0872](#)

Approve update to Municipal Code Section 4-141 regarding prohibited accessory buildings.

Attachments: [Municipal Code 4-141.pdf](#)

This Item was referred back to the Municipal Services Committee by Alderperson Doran.

[21-0863](#)

Alvin Street, from Wisconsin Avenue to Marquette Street, be reconstructed with asphalt pavement and concrete curb & gutter to a width of 31' from back of curb to back of curb, which is 2' narrower than the existing street. Existing parking provisions within the project limits will remain unchanged.

This Item was referred back to the Municipal Services Committee by Alderperson Siebers

[21-0873](#)

Approve update to Municipal Code Section 4-392 related to electrical work by a home owner.

Attachments: [Municipal Code 4-392.pdf](#)

This Item was referred back to the Municipal Services Committee by Alderperson Schultz

[21-0442](#)

#5-R-21 Political Signs on City Property

Attachments: [#5-R-21 Political Signs on City Property.pdf](#)
[Finance Committee - Response to Resolution Memo \(0310\).pdf](#)

Alderperson Fenton moved, seconded by Alderperson Firkus, that the Resolution be approved as amended in Committee. Roll Call. Motion carried by the following vote:

Aye: 11 - Alderperson William Siebers, Alderperson Vered Meltzer, Alderperson Brad Firkus, Alderperson Joe Martin, Alderperson Katie Van Zeeland, Alderperson Denise Fenton, Alderperson Maiyoua Thao, Alderperson Alex Schultz, Alderperson Kristin Alfheim, Alderperson Nate Wolff and Alderperson Joe Prohaska

Nay: 3 - Alderperson Matthew Reed, Alderperson Sheri Hartzheim and Alderperson Chad Doran

Excused: 2 - Alderperson Michael Smith and Mayor Jake Woodford

[21-0902](#)

Anticipated award for Unit Q-21, Pavement Marking Contract (paint).
Bids to be opened Monday, June 24, 2021.

Attachments: [Unit Q-21 Pavement Marking Maintenance.pdf](#)

Aldersperson Fenton moved, seconded by Aldersperson Hartzheim, that the Contract be approved. Roll Call. Motion carried by the following vote:

Aye: 14 - Aldersperson William Siebers, Aldersperson Vered Meltzer, Aldersperson Brad Firkus, Aldersperson Joe Martin, Aldersperson Katie Van Zeeland, Aldersperson Denise Fenton, Aldersperson Maiyoua Thao, Aldersperson Matthew Reed, Aldersperson Alex Schultz, Aldersperson Kristin Alfheim, Aldersperson Nate Wolff, Aldersperson Sheri Hartzheim, Aldersperson Joe Prohaska and Aldersperson Chad Doran

Excused: 2 - Aldersperson Michael Smith and Mayor Jake Woodford

[21-0903](#)

Request from U.S. Venture for a street occupancy permit for the northerly 12 feet of temporary parking lot on Lawrence Street be approved through December 31, 2022.

Attachments: [Street Occupancy-USV Temp. Parking Lot.pdf](#)

Aldersperson Prohaska moved, seconded by Aldersperson Firkus, that the Street Occupancy Permit be approved. Roll Call. Motion carried by the following vote:

Aye: 14 - Aldersperson William Siebers, Aldersperson Vered Meltzer, Aldersperson Brad Firkus, Aldersperson Joe Martin, Aldersperson Katie Van Zeeland, Aldersperson Denise Fenton, Aldersperson Maiyoua Thao, Aldersperson Matthew Reed, Aldersperson Alex Schultz, Aldersperson Kristin Alfheim, Aldersperson Nate Wolff, Aldersperson Sheri Hartzheim, Aldersperson Joe Prohaska and Aldersperson Chad Doran

Excused: 2 - Aldersperson Michael Smith and Mayor Jake Woodford

[21-0059](#)

Resolution #1-R-21 Accessory Dwelling Units (Associated with Action Item #21-0768)

Attachments: [#1-R-21 Accessory Dwelling Units.pdf](#)

Aldersperson Martin moved, seconded by Aldersperson Wolff, that the Resolution be amended to remove the detached dwelling unit. Roll Call. Motion failed by the following vote:

Aye: 1 - Aldersperson Joe Martin

Nay: 13 - Aldersperson William Siebers, Aldersperson Vered Meltzer, Aldersperson Brad Firkus, Aldersperson Katie Van Zeeland, Aldersperson Denise Fenton, Aldersperson Maiyoua Thao, Aldersperson Matthew Reed, Aldersperson Alex Schultz, Aldersperson Kristin Alfheim, Aldersperson Nate Wolff, Aldersperson Sheri Hartzheim, Aldersperson Joe Prohaska and Aldersperson Chad Doran

Excused: 2 - Aldersperson Michael Smith and Mayor Jake Woodford

Alderson Fenton moved, seconded by Alderson Alfheim, that the Resolution be approved. Roll Call. Motion carried by the following vote:

Aye: 13 - Alderson William Siebers, Alderson Vered Meltzer, Alderson Brad Firkus, Alderson Katie Van Zeeland, Alderson Denise Fenton, Alderson Maiyoua Thao, Alderson Matthew Reed, Alderson Alex Schultz, Alderson Kristin Alfheim, Alderson Nate Wolff, Alderson Sheri Hartzheim, Alderson Joe Prohaska and Alderson Chad Doran

Nay: 1 - Alderson Joe Martin

Excused: 2 - Alderson Michael Smith and Mayor Jake Woodford

21-0768

Request to approve proposed text amendments to Chapter 23 Zoning Ordinance of the Municipal Code to create Article III., Sec. 23-55 Accessory Dwelling Units (Attached and Detached) and Sec. 23-56 Junior Accessory Dwelling Units (JADU) and amend Sec. 23-43 Accessory uses, building and structures, Sec. 23-92 R-1A Single-Family District, Sec. 23-93 R-1B Single-Family District, Sec. 23-94 R-1C Central City Residential District, Sec. 23-95 R-2 Two-Family District, and Sec. 23-96 R-3 Multifamily District, as identified in the attached documents (Associated with Action Item #21-0059)

Attachments: [StaffReport_TextAmendments_ADU_JADU_Ordinance_For06-09-21.pdf](#)
[Accessory Dwelling Unit Matrix_June2021.pdf](#)
[Section 23-55 & 56 Draft ADU and JADU Zoning Regs_Commentary.pdf](#)
[Section 23-55 & 56 Draft ADU and JADU Zoning Regs_Cleanversion.pdf](#)

Prohaska moved, seconded by Martin to approve the Zoning Ordinance Text Amendments. Roll Call. Motion carried by the following vote:

Aye: 13 - Alderson William Siebers, Alderson Vered Meltzer, Alderson Brad Firkus, Alderson Katie Van Zeeland, Alderson Denise Fenton, Alderson Maiyoua Thao, Alderson Matthew Reed, Alderson Alex Schultz, Alderson Kristin Alfheim, Alderson Nate Wolff, Alderson Sheri Hartzheim, Alderson Joe Prohaska and Alderson Chad Doran

Nay: 1 - Alderson Joe Martin

Excused: 2 - Alderson Michael Smith and Mayor Jake Woodford

L. COMMITTEE REPORTS

Balance of the action items on the agenda.

Alderson Prohaska moved, Alderson Van Zeeland seconded, to approve the balance of the agenda. The motion carried by the following vote:

Aye: 13 - Alderperson William Siebers, Alderperson Vered Meltzer, Alderperson Brad Firkus, Alderperson Katie Van Zeeland, Alderperson Denise Fenton, Alderperson Maiyoua Thao, Alderperson Matthew Reed, Alderperson Alex Schultz, Alderperson Kristin Alfheim, Alderperson Nate Wolff, Alderperson Sheri Hartzheim, Alderperson Joe Prohaska and Alderperson Chad Doran

Nay: 1 - Alderperson Joe Martin

Excused: 2 - Alderperson Michael Smith and Mayor Jake Woodford

1. MINUTES OF THE MUNICIPAL SERVICES COMMITTEE

[21-0864](#)

Alice Street, from Drew Street to Union Street, be reconstructed with asphalt pavement and concrete curb & gutter to a width of 31' from back of curb to back of curb, which is 2' narrower than the existing street. Existing parking provisions within the project limits will remain unchanged.

This Report Action Item was approved

[21-0865](#)

Dewey Street, from Kernan Street to Walden Avenue, be reconstructed with asphalt pavement and concrete curb & gutter to a width of 33' from back of curb to back of curb, which is the same width as the existing street. Existing parking provisions within the project limits will remain unchanged.

This Report Action Item was approved.

[21-0866](#)

Walden Avenue, from Dewey Street to John Street, be reconstructed with asphalt pavement and concrete curb & gutter to a width of 33' from back of curb to back of curb, which is the same width as the existing street. Existing parking provisions within the project limits will remain unchanged.

This Report Action Item was approved.

[21-0868](#) Request from Blue Sky Contractors for a street occupancy permit for four parking stalls (CAW 310, 312, 314 & 316) for the commercial development project at 318 W. College Avenue be approved from June 14, 2021 through October 29, 2021 (except for September 24th and 25th).

This Report Action Item was approved.

[21-0874](#) Amend 2021 Materials Testing Contract (M-21) with Westwood Professional Services from an amount not to exceed \$125,000 to an amount not to exceed \$175,000.

Attachments: [2021 Materials Testing Contract M-21.pdf](#)

This Report Action Item was approved.

2. MINUTES OF THE SAFETY AND LICENSING COMMITTEE

[21-0826](#) 2021-2022 Cigarette and Tobacco Products License application for James Holder d/b/a D8D Hemp, located at 2929 N Richmond St Suite 1.

Attachments: [D8D Hemp S&L.pdf](#)

This Report Action Item was approved.

[21-0831](#) 2021-2022 Cigarette and Tobacco Product License renewal for Andrew Thornell d/b/a Marley's Smoke Shop, located at 530 W College Ave.

Attachments: [Marley's Renewal S&L.pdf](#)

This Report Action Item was approved.

[21-0905](#) Taxicab Company & Limousine Service License Renewal for Atlas Taxi, 1125 W Main St Lot 17, Little Chute, Matthew Hyde, Owner.

Attachments: [Atlas Taxi.pdf](#)

This Report Action Item was approved.

[21-0906](#) Taxicab Company & Limousine Service License Renewal for LIR Transportation, dba Fox Valley Cab, 719 W Frances St, Appleton, Owner, Igor Leykin.

Attachments: [LIR Transportation LLC.pdf](#)

This Report Action Item was approved.

[21-0907](#) Taxicab Company & Limousine Service License Renewal for Dynasty Limousine Service, LLC, 1900 Vandenberg Ln, Kaukauna, Owner, Diana Wolters.

Attachments: [Dynasty Limousine Service LLC.pdf](#)

This Report Action Item was approved.

[21-0916](#) Temporary Premise Amendment application for DDCT, INC d/b/a Jim's Place, Jay Plamann, Agent, located at 223 E College Ave, August 5-8, 2021, contingent upon approval from all departments.

Attachments: [Jim's Place S&L.pdf](#)
[Permission to use 219.pdf](#)

This item was held in Committee, no action was taken on this item.

[21-0917](#) Temporary Premise Amendment application for Wooden Nickel Restaurant and Lounge Inc d/b/a Wooden Nickel Sports Bar & Grill, Anthony Mueller, Agent, located at 217 E College Ave, August 5-8, 2021, contingent upon approval from all departments.

This item was held in Committee, no action was taken on this item.

[21-0918](#) Class "B" Beer License application for Fox Valley Athletics LLC, Lawrence E. Schaefer, Agent, located at Memorial Park-Jones Building, 1620 E Witzke Blvd, contingent upon approval from all departments.

Attachments: [Fox Valley Athletics.pdf](#)

This Report Action Item was approved.

[21-0932](#) Pet Store License renewal application for Petco #1656, located at 3829 E Calumet St, contingent upon approval from all departments.

Attachments: [Petco S&L.pdf](#)

This Report Action Item was approved.

3. MINUTES OF THE CITY PLAN COMMISSION

[21-0855](#)

Request to approve Special Use Permit #1-21 to allow alcohol sales and consumption (inside the building and outdoors on the premises) located at 141 South RiverHeath Way (Tax Id #31-4-0828-08), as shown on the attached maps and per attached plan of operation, to run with the land subject to the conditions in the attached staff report and approve attached Resolution (2/3 vote of Common Council required for approval)

Attachments: [StaffReport_141RiverHeathWay_SUP_For06-23-21.pdf](#)

This Report Action Item was approved.

4. MINUTES OF THE PARKS AND RECREATION COMMITTEE

[21-0844](#)

Action: Request Approval for the Trout Museum of Art to Use Houdini Plaza for a Private Event

Attachments: [Trout Museum-Made to Order.pdf](#)

This Report Action Item was approved.

5. MINUTES OF THE FINANCE COMMITTEE

[21-0875](#)

Request to award the City of Appleton's 2021 Appleton Wastewater Treatment Plant Painting project contract to SDS Painting, Inc in the amount of \$181,760 with a contingency of \$6,740 for a project total not to exceed \$188,500

Attachments: [2021 AWWTP Painting.pdf](#)

This Report Action Item was approved.

[21-0877](#)

Request to approve the First Addition to Broadway Hills Estates Development Agreement

Attachments: [Broadway Hills Estates Develop Agreement.pdf](#)

This Report Action Item was approved.

[21-0910](#)

Request to approve the 2022 Special Assessment Policy

Attachments: [2022 Assessment Policy.pdf](#)

This Report Action Item was approved.

6. MINUTES OF THE COMMUNITY AND ECONOMIC DEVELOPMENT COMMITTEE

[21-0931](#)

Request to award the project for the College Avenue North Neighborhood Plan in an amount not to exceed \$100,000 to RDG Planning & Design

Attachments: [CollegeAveNorthNeighborhood PlanMemotoAwardContract.pdf](#)
[RFP_CollegeAveNorthNeighPlan_FinalDRAFT_5-19-21.pdf](#)

This Report Action Item was approved.

7. MINUTES OF THE UTILITIES COMMITTEE

[21-0859](#)

Approval to single source and award 2021G Stormwater Consulting Services contract for design of the stormwater management practices for Oneida, Lawrence, Morrison, and Durkee Streets (south of College Avenue) and the YMCA parking ramp to McMahon Associates in an amount not to exceed \$40,000.

Attachments: [2021G Bluff Site Area Stormwater Design Award Memo.pdf](#)

This Report Action Item was approved.

[21-0860](#)

Approve wastewater rate adjustment for Holding Tank waste as prepared by Trilogy Consulting, LLC.

Attachments: [June 2021 Septage Rate Adjustment Memo.pdf](#)
[Recommended holding tank rates from Trilogy.pdf](#)

This Report Action Item was approved.

8. MINUTES OF THE HUMAN RESOURCES & INFORMATION TECHNOLOGY COMMITTEE

9. MINUTES OF THE FOX CITIES TRANSIT COMMISSION

10. MINUTES OF THE BOARD OF HEALTH

M. CONSOLIDATED ACTION ITEMS

N. ITEMS HELD

O. ORDINANCES

[21-0926](#)

Ordinances #19-21 to #33-21

Attachments: [Ordinances Going to Council 7-7-21.pdf](#)

Alderson Hartzheim moved, seconded by Alderson Prohaska, that the Ordinances be approved. Roll Call. Motion carried by the following vote:

Aye: 13 - Alderson William Siebers, Alderson Vered Meltzer, Alderson Brad Firkus, Alderson Katie Van Zeeland, Alderson Denise Fenton, Alderson Maiyoua Thao, Alderson Matthew Reed, Alderson Alex Schultz, Alderson Kristin Alfheim, Alderson Nate Wolff, Alderson Sheri Hartzheim, Alderson Joe Prohaska and Alderson Chad Doran

Nay: 1 - Alderson Joe Martin

Excused: 2 - Alderson Michael Smith and Mayor Jake Woodford

P. LICENSE APPLICATIONS AND COMMUNICATIONS REFERRED TO COMMITTEES OF JURISDICTION

Q. RESOLUTIONS SUBMITTED BY ALDERPERSONS REFERRED TO COMMITTEES OF JURISDICTION

#9-R-21

Transportation Utility Study Resolution

Authors/Cosponsors: Brad Firkus, District 3 and Chad Doran, District 15

Submitted on: July 7, 2021

Referred To: Mayor's Office

Whereas our transportation system is a utility essential for meeting the needs of residents of our community; and

Whereas the wheel tax has declined in share of how much of our road reconstruction projects it is able to fund, leaving us to either consider eventually increasing the wheel tax, finding an alternative to the wheel tax, or to live with the decreasing impact of the wheel tax on our road reconstruction project; and

Whereas alternative methods to the wheel tax of providing funding for our transportation system exists and are worth exploring; and

Whereas among these alternatives, the establishment of a transportation utility acknowledges explicitly that our transportation system is in fact a public utility and expands upon the idea behind the wheel tax which sought to find a more equitable sharing of funding to care for our transportation system than the funding mechanism that preceded it; and

Whereas by levying a quarterly fee on properties within the city of Appleton based on the type of property and the number of trips generated by that type of property, per statistics compiled by most recent edition of the Institute of Transportation Engineers's Trip Generation Manual rather than basing fee amounts on the number of registered vehicles are kept at a particular property, we can accomplish a more equitably funded transportation system;

Therefore, be it resolved that the City of Appleton include in the 2022 executive budget funds for the Department of Public Works to work with a consulting firm to determine the feasibility of creating a transportation utility for the city of Appleton that would assess a fee primarily to be used to assist in funding street maintenance projects, but may also be used as source of funds for other transportation services, not including operational expenses such as snow removal or street sweeping;

Be it further resolved, the wheel tax shall be eliminated should a transportation utility be established for the city of Appleton.

For further references:

Funding Streets Through Transportation Utility Fees - League of Wisconsin Municipalities:

<https://www.lwm-info.org/DocumentCenter/View/4060/Funding-Streets-through-Transportation-Utility-Fees--final-61620>

Trip Generation, 10th Edition - Institute of Transportation Engineers:

<https://www.ite.org/technical-resources/topics/trip-and-parking-generation/trip-generation-10th-edition-formats/>

R. OTHER COUNCIL BUSINESS

S. ADJOURN

Alderson Hartzheim moved, seconded by Alderson Prohaska, that the meeting be adjourned at 8:39 p.m. Roll Call. Motion carried by the following vote:

Aye: 14 - Alderson William Siebers, Alderson Vered Meltzer, Alderson Brad Firkus, Alderson Joe Martin, Alderson Katie Van Zeeland, Alderson Denise Fenton, Alderson Maiyoua Thao, Alderson Matthew Reed, Alderson Alex Schultz, Alderson Kristin Alfheim, Alderson Nate Wolff, Alderson Sheri Hartzheim, Alderson Joe Prohaska and Alderson Chad Doran

Excused: 2 - Alderson Michael Smith and Mayor Jake Woodford

Kami Lynch, City Clerk

PROCLAMATION



Office of the Mayor

WHEREAS, parks and recreation services are an integral part of communities throughout this country, including the City of Appleton, and are important for establishing and maintaining quality of life, ensuring the health of citizens, and contributing to the economic and environmental well-being of a community and region; and

WHEREAS, parks and recreation services build healthy, active communities that aid in the prevention of chronic disease, provide therapeutic recreation for those with different abilities, and improve the mental and emotional health of all residents; and

WHEREAS, parks and recreation services increase a community's economic prosperity through increased property values, expansion of the local tax base, increased tourism, attraction and retention of businesses, and crime reduction; and

WHEREAS, parks and natural recreation areas are fundamental to the environmental well-being of communities as they improve water quality, protect groundwater, prevent flooding, improve the quality of the air we breathe, provide vegetative buffers to development, and produce habitat for wildlife; and

WHEREAS, our parks and natural recreation areas ensure the ecological beauty of our community and provide a place for children and adults to connect with nature and recreate outdoors; and

WHEREAS, as the U.S. House of Representatives has designated July as Parks and Recreation Month, the City of Appleton also recognizes the benefits derived from parks and recreation resources.

NOW THEREFORE, BE IT RESOLVED, THAT I, JACOB A. WOODFORD, Mayor of the City of Appleton, Wisconsin, do hereby proclaim the month of July 2021 as

Parks and Recreation Month

in Appleton and urge all citizens to join with other communities in recognizing that parks and recreation services are essential to the quality of life not only in July, but throughout the entire year.



Signed and sealed this 15 day of July 2021.

JACOB A. WOODFORD
MAYOR OF APPLETON

PROCLAMATION



Office of the Mayor

WHEREAS, childhood is a time to live, play, and learn; and

WHEREAS, it's important to build children's imagination, creativity, and confidence; and

WHEREAS, Children's Week is recognized in Appleton to show children how special they are to their families, how city government connects to their everyday lives, and how important they are to the future of the communities; and

WHEREAS, the City of Appleton demonstrates its appreciation of children and families in our communities by promoting a safe and healthy environment for our children; and

WHEREAS, all Children's Week activities are provided for little or no cost by City Departments, community volunteers, and local business sponsors to thousands of children each year including swimming, sports activities, carnival games/amusements, Library events, Children's Parade, special events at City parks and much more; and

WHEREAS, Children's Week serves to reinforce the City's appreciation of volunteerism, educates children about relevant services, and connects children to City staff and local community members and volunteers.

NOW THEREFORE, BE IT RESOLVED, THAT I, JACOB A. WOODFORD, Mayor of the City of Appleton, Wisconsin, do hereby proclaim July 18 – July 24, 2021, as

Children's Week

in Appleton and urge all citizens to support efforts and attend events to celebrate the children of our communities.

Signed and sealed this 15th day of July 2021.



JACOB A. WOODFORD
MAYOR OF APPLETON



“...meeting community needs...enhancing quality of life.”

OFFICE OF THE MAYOR

Jacob A. Woodford
100 North Appleton Street
Appleton, Wisconsin 54911
Phone: (920) 832-6400
Email: Mayor@Appleton.org

TO: Common Council
FROM: Mayor Jacob A. Woodford
DATE: July 21, 2021
RE: Human Resources Director Recommendation

The Human Resources Director position was vacated as a result of a retirement in April 2021. The Deputy Human Resources Director has served in an interim capacity since that time. A search was launched, as planned, in June to fill the vacancy. Following the completion of that search, I am pleased to recommend an exceptional candidate for the role – one who brings nearly two decades of municipal Human Resources experience and a deep knowledge of the City of Appleton.

A Human Resources professional for his entire career, the candidate holds a BS in Business Administration from the University of Wisconsin Oshkosh and a master’s degree in Management and Organizational Behavior from Silver Lake College. He holds the SPHR (Senior Professional in Human Resources) and SHRM-CP (Society for Human Resource Management Certified Professional).

From benefits administration to risk management, to strategy development, the candidate’s rich experience has touched every aspect of the position for which he is being recommended. In addition to an outstanding professional background, the candidate is known for his personable nature, his ability to responsibly and humanely steward resources and his eagerness to understand and address problems. He builds relationships and leads with integrity and is a trusted resource for his colleagues.

Since 2004, the candidate has served in the City of Appleton’s Human Resources Department, first as an HR Generalist II, then as Deputy Director, before his most recent service as Interim Director of Human Resources. He has taken up the role of Interim Director with focus and determination, leading our HR team through some of the most complicated employment dynamics of the pandemic as we returned to the workplace. He has not merely been a caretaker in this interim period – he has been an active and engaged member of the Leadership Team and has taken up critical work on behalf of the department, and he is poised to continue this good work well into the future.

It is my honor to recommend for your consideration Jay M. Ratchman to serve at the City of Appleton’s next Director of Human Resources. His resume is attached for your reference.

Please be in contact should you have any questions or concerns.

JAY M. RATCHMAN

N1794 Hyacinth Lane
Greenville, WI 54942

(920) 810-6777 or e-mail: Jayratchman@yahoo.com

Professional Objective:

To obtain a higher-level Human Resources leadership position, with a forward thinking and community focused organization.

Experience:

City of Appleton—city government serving over 72,000 citizens. The City of Appleton employs approximately 640 full-time and part-time, union and non-union employees, as well as an additional 600 seasonal employees.

Interim Human Resources Director

April 2021 through present

This department head position reports directly to the Mayor and is responsible for fostering positive employee relations through directing all human resource and risk management strategy functions.

- Serves as a member of the City Leadership team.
- Provides strategic support on human resources and risk management functions.
- Provides leadership, employee development support, and supervision to the HR Department team.
- Serves as the chief negotiator for labor agreements.
- Responsible for departmental budget.
- Directs all employee compensation and benefit programs.

Deputy Director of Human Resources

June 2019 through present

This management position reports to the Human Resources Director and is responsible for numerous leadership functions within the Human Resources Department.

- Direct supervision of Human Resources personnel.
- Daily management in the areas of recruitment, employee relations, compensation and benefits, staff development and training, safety and worker's compensation, risk management, and employee wellness programs.
- Support labor relations and negotiations.

Human Resources Generalist II

August 2004 through June 2019

This is a professional position that reports to the Deputy Director of Human Resources and is responsible for performing a variety of human resource functions.

- Provides direct support to departments to maintain appropriate staffing levels.
- First line contact for employee relations matters.
- Handling of worker's compensation claims.
- Delivers safety training and programs.
- Coordinates employee wellness programs.

Landmark Staffing Resources, Inc.—employment service specializing in office, accounting, and nursing resources.

Director of Human Resources

September 1996 through August 2004

This senior level position reported to the CEO and directed all human resource, risk management, and payroll strategy functions.

- Member of company strategic planning team, leadership team, and executive advisory committee.
- Oversight of employee selection processes.
- Negotiation of all employee fringe benefit programs.
- All aspects of employee relations.
- Ensures compliance with federal and state employment laws.
- Supervision of human resources and employee payroll personnel.
- Supervision of corporate administration team (receptionists and administrative staff).

Benefits Coordinator

December 1995 through September 1996

- Administration of fringe benefit programs: health/life/short-term disability, 401(k)/profit sharing, and paid time-off program.
- Safety and worker's compensation.

Education: Silver Lake College

Master's degree in Management and Organizational Behavior

University of Wisconsin Oshkosh

Bachelor's degree in Business Administration

Majors: Human Resources Management and Finance

Volunteer

Experience: Town of Greenville

- Fire Commissioner 2018-present

YMCA Fox Cities

- Past Human Resources Committee Member

Harbor House Domestic Abuse Center

- Past Board of Directors Member
- Past Human Resources Committee Chairperson

Other volunteer experiences include speaking at various high schools, Fox Valley Technical College, and Northeast Wisconsin Technical College on human resources topics. I was also a volunteer youth head and assistant baseball coach for six years.

Certificates: SPHR (Senior Professional in Human Resources)


SHRM-CP (SHRM Senior Certified Professional)

References: Available upon request



“...meeting community needs...enhancing quality of life.”

OFFICE OF THE MAYOR
Jacob A. Woodford
100 North Appleton Street
Appleton, Wisconsin 54911-4799
Phone: (920) 832-6400
Email: Mayor@Appleton.org

TO: Members of the Common Council
FROM: Mayor Jacob A. Woodford 
DATE: July 14, 2021
RE: Confirmation of Committee Appointments

It is with pleasure that I present the following appointments for your confirmation at the July 21 Common Council meeting.

LIBRARY BOARD – Appointment

John Keller	3-year Term	Term Expires June 2024
Jason Brozek	3-year Term	Term Expires June 2024

John Keller is a lifelong resident and has enjoyed utilizing our library. He believes that a community thrives when residents are provided multiple options to enhance their education and a public library falls within this parameter. In addition, public access to the internet, meeting rooms, and public spaces create stronger community ties.

Jason Brozek teaches international relations and environmental politics at Lawrence University. He and his family have lived in Appleton since 2008 and have been longtime patrons and supporters of the library as a critical community hub and resource.

CITY OF APPLETON

NOTICE OF PUBLIC HEARING

PROPOSED COMPREHENSIVE PLAN FUTURE LAND USE MAP AMENDMENT

NOTICE IS HEREBY GIVEN of a Public Hearing to be held before the Appleton Common Council on Wednesday, July 21, 2021, at 7:00 P.M. in Council Chambers, 6th Floor, City Hall, 100 North Appleton Street, or as soon thereafter as can be heard, for the purpose of considering a Comprehensive Plan Future Land Use Map Amendment request.

Pursuant to Chapter 12: Implementation of the City of Appleton Comprehensive Plan 2010-2030, to consider a request by the owner, Pathways Church Inc., and applicant, Commercial Horizons Inc., for a parcel located along North Alvin Street (Tax Id #31-6-4500-01) to amend the Comprehensive Plan Future Land Use Map from future Public/Institutional land use to Commercial land use.

A copy of the proposed amendment to the Comprehensive Plan Future Land Use Map is available in the Appleton Community and Economic Development Department or the Office of the City Clerk from 8:00 a.m. until 4:30 p.m., Monday through Friday.

All persons interested are invited to express your views or concerns regarding the above-described request. The Common Council meeting is open to the public; however, considering the COVID-19 Health Emergency, you are strongly encouraged to share any feedback with Common Council members via written letter, email or phone call instead of appearing in person. Please contact David Kress, Principal Planner, in the Community and Economic Development Department at 920-832-6428 or by email at david.kress@appleton.org.

Alternatively, you can also contact the Mayor's Office at mayor@appleton.org and your comments will be forwarded to the Common Council.

KAMI LYNCH
CITY CLERK

Reasonable accommodations for persons with disabilities will be made upon request and if feasible.

RUN: June 15, 2021

NOTICE OF PUBLIC HEARING

#5-21

RE: Proposed Zone Change

A public hearing will be held in the Council Chambers, City Hall, Appleton, Wisconsin, on July 21, 2021, at 7:00 P.M., or as soon thereafter as can be heard, to consider the following proposed zone change:

Rezoning #5-21: A rezoning request has been initiated by the owner, Pathways Church Inc., and applicant, Commercial Horizons Inc., in the matter of amending Chapter Twenty-three (Zoning Ordinance) of the Municipal Code of the City of Appleton for the following described real estate, which is currently zoned P-I Public Institutional District and AG Agricultural District. The owner proposes to rezone the property to C-2 General Commercial District. The C-2 General Commercial District is intended to provide for businesses which serve city and regional markets; provide goods and services to other businesses, as well as consumers, provide services to automobiles and serve the traveling public.

Purpose of the Rezoning: The applicant proposes to use this land for an office building.

Legal Description: Parcel 31-6-4500-01

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.

June 17, 2021

RUN: June 22, 2021
June 29, 2021

KAMI LYNCH
City Clerk

NOTICE OF PUBLIC HEARING

#6-21

RE: Proposed Zone Change

A public hearing will be held in the Council Chambers, City Hall, Appleton, Wisconsin, on July 21, 2021, at 7:00 P.M., or as soon thereafter as can be heard, to consider the following proposed zone change:

Rezoning #6-21: A rezoning request has been initiated by the owner, Keith Hoogland Limited Partnership, and applicant, Michael Kohne, in the matter of amending Chapter Twenty-three (Zoning Ordinance) of the Municipal Code of the City of Appleton for the below-described real estate, which is currently zoned PD/C-2 Family Video Planned Development District #23-99 to C-2 General Commercial District. The C-2 General Commercial District is intended to provide for businesses which serve city and regional markets; provide goods and services to other businesses, as well as consumers, provide services to automobiles and serve the traveling public.

History: In 1999, the Family Video Planned Development District #23-99 was approved to allow for the construction of a commercial two-tenant building to house a video rental/retail store and a pizza store on this parcel. Recently, the tenants have vacated the building, and the property owner is marketing the building for re-use. The existing planned development district standards (PD/C-2 Family Video Planned Development District #23-99) only allow for video rental store and pizza restaurant uses on this parcel.

Purpose of the Rezoning: The owner/applicant is making this request to remove the Planned Development Overlay District and rezone the parcel to the base C-2 General Commercial District. The proposed rezoning will provide for additional permitted uses on this parcel for the re-use of the vacant tenant space.

Legal Description: Lot One (1), Certified Survey Map No. 1359 recorded in the Office of the Register of Deeds for Outagamie County, Wisconsin, in Volume 7, on Page 1359, as Document No. 1046589, being part of Government Lot 3, Section 31, Township 21 North, Range 18 East, City of Appleton, Outagamie County, Wisconsin, including the adjacent one-half (1/2) right-of-way record.

June 24, 2021

RUN: June 29, 2021
July 6, 2021

KAMI LYNCH
City Clerk

NOTICE OF PUBLIC HEARING

#8-21

RE: Proposed Zone Change

A public hearing will be held in the Council Chambers, City Hall, Appleton, Wisconsin, on July 21, 2021, at 7:00 P.M., or as soon thereafter as can be heard, to consider the following proposed zone change:

Rezoning #8-21: The owner, Calumet Village Partners, Chris Winter, agent on behalf of the applicant, Andrew Graf, is requesting to rezone Property Tax Id #31-9-1117-00 (Coolidge Court), including the adjacent one-half (1/2) right-of-way, as shown on the attached maps, from PD/C-2 Planned Development General Commercial District to R-3 Multi-Family District consistent with the City of Appleton 2010-2030 Comprehensive Plan which identifies this parcel as future multi-family land use.

History: In 1985, the Calumet Street Planned Development District #34-84 (now known as PD/C-2 Planned Development General Commercial District #34-84) was approved to allow for the construction of a shopping center complex which included a grocery store, retail, professional, personal, restaurant uses and an 8-unit multi-family apartment building on Property Tax Id#'s 31-9-1114-00, 31-9-1114-01, 31-9-1116-00, 31-9-1117-00 and 31-9-1118-00. The 8-unit multi-family apartment building was authorized to be constructed on the parcel of land included in this rezoning request (Property Tax Id #31-9-1117-00). The 8-unit multi-family apartment building was never constructed, and the parcel of land is currently listed for sale.

Purpose of the Rezoning: The owner/applicant proposes to rezone the subject property from PD/C-2 Planned Development General Commercial District #34-84 to the R-3 Multi-Family District. The existing planned development district standards (PD/C-2 Planned Development General Commercial District #34-84) do not allow for a building footprint with attached garages, patios, balconies and associated outdoor parking of vehicles in driveways leading to the attached garages. The request is being made because the applicant has interest in purchasing and constructing a multi-family apartment building with attached garages, patios, balconies and associated outdoor parking of vehicles in driveways leading to the attached garages utilizing the current Appleton Municipal Code, R-3 Multi-Family District standards.

Legal Description: PURDY FARM PLAT LOT 23 LESS THAT PRT DESC AS BEG SE COR SD LOT 23 W 172.04FT N262.03FT E172.04FT S262.03FT TO POB, INCLUDING TO THE ADJACENT ROAD RIGHT OF WAY AS SHOWN ON THE REZONING MAP, CITY OF APPLETON, CALUMET COUNTY, WISCONSIN.

June 24, 2021

RUN: June 29, 2021
July 6, 2021

KAMI LYNCH
City Clerk

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No.: None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$14,500,000 General Obligation Promissory Notes, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Issuer**”) makes the following findings and determinations:

1. The Issuer needs funds to finance improvements to bridges; crosswalk, safety camera, asphalt, concrete, grade and gravel, and sidewalk programs for the Public Works Department, improvements to municipal buildings and grounds; safety and security improvements; solar energy installation; library design; and improvements to parks and public grounds (collectively, the “**Project**”).

2. The Issuer now wishes to borrow the funds needed for the Project by selling and issuing its \$14,500,000 General Obligation Promissory Notes, Series 2021 (the “**Obligations**”) pursuant to the provisions of Section 67.12 (12) of the Wisconsin Statutes.

3. The Issuer has taken all actions required by law and has the power to sell and issue the Obligations.

4. The Governing Body is adopting this resolution to sell the Obligations and provide for their issuance upon the terms and conditions set forth in this resolution.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Book-Entry System**” means a system in which no physical distribution of certificates representing ownership of the Obligations is made to the owners of the Obligations but instead all outstanding Obligations are registered in the name of a securities depository

appointed by the Issuer, or in the name of such a depository's nominee, and the depository and its participants record beneficial ownership and effect transfers of the Obligations electronically.

“**Code**” means the Internal Revenue Code of 1986, as amended.

“**Continuing Disclosure Agreement**” means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Issuer and delivered on the closing date of the Obligations.

“**Debt Service Fund**” means the fund created by the Issuer pursuant to Section 67.11 of the Wisconsin Statutes to provide for the payment of debt service on its general obligations.

“**Debt Service Fund Account**” has the meaning set forth in Section 16 of this resolution.

“**Depository**” means DTC or any successor appointed by the Issuer and acting as securities depository for the Obligations.

“**Director of Finance**” means the Issuer's Director of Finance.

“**DTC**” means The Depository Trust Company, New York, New York.

“**Fiscal Agent**” means the Director of Finance, or any successor fiscal agent appointed by the Issuer to act as authentication agent, paying agent, and registrar for the Obligations pursuant to Section 67.10 (2) of the Wisconsin Statutes.

“**Governing Body**” has the meaning set forth in the recitals to this resolution.

“**Issuer**” means the City of Appleton, Wisconsin.

“**Municipal Officers**” means the Mayor and the Clerk of the Issuer. These are the officers required by law to execute general obligations on the Issuer's behalf.

“**Obligations**” means the \$14,500,000 City of Appleton, Wisconsin General Obligation Promissory Notes, Series 2021, which will be issued pursuant to this resolution.

“**Original Issue Date**” means August 11, 2021.

“**Project**” has the meaning set forth in the recitals to this resolution.

“**Purchase Agreement**” means the purchase agreement signed and presented by the Purchaser to evidence the purchase of the Obligations.

“**Purchase Price**” means \$_____, plus payment by the Purchaser on behalf of the Issuer of \$_____ for the costs of issuing the Obligations.

“**Purchaser**” means Robert W. Baird & Co. Incorporated, or a group that it leads.

“**Record Date**” means the 15th day (whether or not a business day) of the calendar month just before a regularly scheduled interest payment date for the Obligations.

“**Recording Officer**” means the Issuer’s Clerk.

“**Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) The name and address of the registered owner of each Obligation.
- (ii) All transfers of each Obligation.

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* — Form of Obligation.
- (ii) *Exhibit B* — Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Obligations.

The Governing Body authorizes the Obligations and orders that they be prepared, executed, and issued. The Obligations will be fully registered, negotiable, general obligation promissory notes of the Issuer in the principal amount of \$14,500,000. The Obligations will be issued pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes to pay the costs of the Project and issuing the Obligations (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Obligations.

The Obligations will be named “City of Appleton, Wisconsin General Obligation Promissory Notes, Series 2021.” The Obligations will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Obligation will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Obligation will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Obligations will bear interest from the Original Issue Date. Interest will be due and payable on each April 1 and October 1, beginning on April 1, 2022, until the principal of the Obligations has been paid. Interest on each Obligation will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Obligation is registered on the Register at the end of the day on the applicable Record Date. The Issuer and the Fiscal Agent may treat the entity or person in whose name any Obligation is registered on the Register as the absolute owner of the Obligations for all purposes whatsoever

under this resolution. The Obligations will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Obligations. The following table shows when the Obligations will mature and the rate of interest each maturity will bear:

<u>Maturity Date</u> <u>(April 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$ 360,000	.00%
2023	2,090,000	.00
2024	110,000	.00
2025	520,000	.00
2026	540,000	.00
2027	1,755,000	.00
2028	1,930,000	.00
2029	2,215,000	.00
2030	2,680,000	.00
2031	2,300,000	.00

The principal of, and interest on, the Obligations will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent.

The Issuer appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Obligations. Among other things, the Fiscal Agent shall maintain the Register.

Section 6. Appointment of Depository.

The Issuer appoints DTC to act as securities depository for the Obligations. An authorized representative of the Issuer has previously executed a blanket issuer letter of representations with DTC on the Issuer's behalf, and the Issuer ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Obligations will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Issuer's relationship with DTC is terminated, then the Issuer may appoint another securities depository to maintain the Book-Entry System.

If on any date the Obligations are not being maintained in a Book-Entry System, then the Issuer will do the following:

- (i) At its expense, the Issuer will prepare, authenticate, and deliver to the beneficial owners of the Obligations fully-registered, certificated

Obligations in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.

- (ii) The Issuer will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Obligations under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Obligations maturing on and after April 1, 2029 are subject to redemption before their stated maturity dates, at the Issuer's option, in whole or in part, in the order of maturity selected by the Issuer, on April 1, 2028 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of an Obligation called for redemption has been made or provided for, then interest on the Obligation stops accruing on the stated redemption date. If less than all outstanding Obligations are redeemed, then the Obligations will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof.

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Obligations are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Obligations by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Obligations are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Obligations and the Issuer appoints a successor securities depository. If that happens, then upon the surrender of the Obligations to the Fiscal Agent, the Issuer will issue new fully registered Obligations in the same aggregate principal amount to the successor securities depository, and the Obligations will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Obligations to be redeemed. If less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Obligation, the Issuer will issue one or more new Obligations in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Obligations are not being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Obligation upon its presentation and surrender on or after its maturity or earlier redemption date at the designated office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Obligation by wire or other electronic funds transfer or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name the Obligation is registered on the Register at the end of the day on the applicable Record Date.

Transfers. Each Obligation is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Obligation shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Issuer will issue one or more new fully registered Obligations in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Obligations and upon the payment of a charge sufficient to reimburse the Issuer or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after the Obligation has been called for redemption.

Partial Redemptions. If less than all the Obligations of a particular maturity are to be redeemed, then the Issuer or the Fiscal Agent will randomly select the Obligations to be redeemed. If an Obligation has been called for redemption but less than the entire principal amount thereof is redeemed, then on or after the redemption date and upon surrender of the Obligation to the Fiscal Agent, the Issuer will issue a new Obligation in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations shall be sent by first class mail, not less than 30, and not more than 60, days before the redemption date to the registered owners of the Obligations to be redeemed at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice, by

first class mail, not less than 15 days prior to the proposed optional redemption date to the registered owners of the Obligations which have been called for optional redemption.

Section 11. Form of Obligations.

The Obligations shall be in substantially the form shown in Exhibit A. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Issuer may cause the approving opinion of bond counsel to be printed or reproduced on the Obligations.

Section 12. Execution of Obligations.

The Obligations shall be signed by the persons who are the Municipal Officers on the date on which the Obligations are signed. The Obligations shall be sealed with the Issuer's corporate seal (or a facsimile), if the Issuer has one, and the Obligations shall also be authenticated by the manual signature of the Fiscal Agent.

The Obligations will be valid and binding even if before they are delivered any person whose signature appears on the Obligations is no longer living or is no longer the person authorized to sign the Obligations. In that event, the Obligations will have the same effect as if the person were living or were still the person authorized to sign the Obligations.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Issuer are directed to sign the Continuing Disclosure Agreement, and the Issuer agrees to comply with all its terms.

Section 14. Sale of Obligations.

The Issuer awards the sale of the Obligations to the Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Obligations. The Issuer approves and accepts the Purchase Agreement. The Municipal Officers are directed (i) to sign the Purchase Agreement in the Issuer's name and (ii) to take any additional actions needed to complete the sale of the Obligations.

The Municipal Officers are directed to sign the Obligations and to arrange for delivery of the Obligations to the Purchaser through the facilities of DTC in accordance with the Purchase Agreement and this resolution. The Obligations may be delivered to the Purchaser upon payment by the Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Purchaser, the delivery of the Obligations is conditioned upon the Issuer furnishing the following items to the Purchaser:

- (i) The Obligations, together with the written, unqualified approving opinion of the law firm of Foley & Lardner LLP, bond counsel, evidencing the legality of the Obligations and that interest on the Obligations will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Obligations.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Obligations or the right of the Issuer to issue them at the time of their delivery.

Section 15. General Obligation Pledge; Tax Levy.

For the prompt payment of the principal of, and interest on, the Obligations, the Issuer irrevocably pledges its full faith and credit. The Issuer hereby levies upon all taxable property in its territory a direct, annual, and irrevocable tax in an amount sufficient to pay, and for the express purpose of paying, the interest on the Obligations as it falls due and also to pay and discharge the principal of the Obligations on their maturity dates.

This tax shall be carried from year to year into the Issuer’s tax roll. It shall be collected in addition to all other taxes and in the same manner and at the same time as all other taxes. The amount of this tax that is carried into the Issuer’s tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account available to pay debt service on the Obligations for such year. The tax for each year the levy is made will be in the following amounts:

<u>Levy Year</u>	Debt Service Amount Due in Following Year	<u>Levy Year</u>	Debt Service Amount Due in Following Year
2021	\$.00	2026	\$.00
2022	.00	2027	.00
2023	.00	2028	.00
2024	.00	2029	.00
2025	.00	2030	.00

Section 16. Debt Service Fund Account.

The Issuer shall create a separate account within the Debt Service Fund solely for the Obligations (the “**Debt Service Fund Account**”), which shall be maintained and administered as provided in Section 67.11 of the Wisconsin Statutes. The Director of Finance is directed to keep the proceeds of the taxes levied under this resolution, when they are collected, in

the Debt Service Fund Account. Any accrued interest received on the Original Issue Date and the premium, if any, paid to the Issuer by the Purchaser in excess of the stated principal amount of the Obligations shall be deposited into the Debt Service Fund Account and used to pay interest on the Obligations. If the money in the Debt Service Fund Account is insufficient to make a payment of principal of, or interest on, the Obligations on a date on which such a payment is due, then the Issuer will promptly provide the necessary funds to make the payment from other available sources.

Section 17. Borrowed Money Fund.

The sale proceeds of the Obligations (not including any accrued interest or premium received) shall be deposited in and kept by the Director of Finance in a separate fund. The fund shall be designated with both the name of the Obligations and the name Borrowed Money Fund (the “**Borrowed Money Fund**”). Money in the Borrowed Money Fund, including any earnings, shall be (a) used to pay the costs of the Project and issuing the Obligations, or (b) transferred to the Debt Service Fund Account as provided by law.

Section 18. Official Statement.

The Issuer ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Obligations, and the Issuer authorizes and directs the final version of such document (the “**Official Statement**”) to be prepared prior to the issuance of the Obligations; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Purchaser and, if the Purchaser requests, execute one or more copies on behalf of the Issuer. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 19. Publication of Notice.

The Recording Officer is directed to publish notice that the Issuer has agreed to sell the Obligations. The notice shall be published promptly after the execution of the Purchase Agreement in the Issuer’s official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes. The notice shall be in substantially the form shown in Exhibit B. The Recording Officer shall obtain proof, in affidavit form, of the publication, and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 20. Authorization of Officers.

The appropriate officers of the Issuer are directed to prepare and furnish the following items to the Purchaser and the attorneys approving the legality of the Obligations:

- (i) Certified copies of proceedings and records of the Issuer relating to the Obligations and to the financial condition and affairs of the Issuer.
- (ii) Other affidavits, certificates, and information that may be required to show the facts about the legality of the Obligations, as such facts appear on the

books and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose will be representations of the Issuer as to the facts they present.

Section 21. Tax Law Covenants.

The Issuer covenants that it will comply with all requirements of the Code and the Treasury Regulations promulgated thereunder, that must be satisfied so that interest on the Obligations will be excluded from gross income for federal income tax purposes.

Section 22. Further Authorization.

The Issuer authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 23. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded.

Section 24. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 25. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July __, 2021

Mayor

Clerk

EXHIBIT A

FORM OF OBLIGATION

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

STATE OF WISCONSIN
CITY OF APPLETON

Registered

No. R-___

\$_____

GENERAL OBLIGATION PROMISSORY NOTE, SERIES 2021

<u>Interest</u> <u>Rate</u>	<u>Maturity</u> <u>Date</u>	<u>Original</u> <u>Issue Date</u>	<u>CUSIP</u>
_____%	April 1, 20__	August 11, 2021	038105 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Issuer**”), hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner on the Maturity Date, and to pay interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is due and payable on each April 1 and October 1, beginning on April 1, 2022, until the Principal Amount has been paid. Interest is computed on the basis of a 360-day year of twelve 30-day months.

This Obligation is one of a duly authorized issue of notes (the “**Obligations**”) of the Issuer of an aggregate principal amount of \$14,500,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Issuer pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes, and is authorized by the resolution duly adopted by the governing body of the Issuer on July 21, 2021, entitled: “A Resolution Authorizing and Providing for the Sale and Issuance of \$14,500,000 General Obligation Promissory Notes, Series 2021, and All Related Details” (the “**Resolution**”). The Obligations are issuable only in the form of fully registered notes.

On the date of their initial delivery, the Obligations will be maintained in a system in which no physical distribution of certificates representing ownership of the Obligations is made to the owners of the Obligations but instead all outstanding Obligations are registered in the name of a securities depository appointed by the Issuer (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Obligations electronically (a “**Book-Entry System**”). So long as the Obligations are maintained in a Book-Entry System, then the principal of, and interest on, this Obligation will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Issuer, or any successor fiscal agent appointed by the Issuer under Section 67.10 (2) of the Wisconsin Statutes (the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Obligations.

If on any date the Obligations are *not* being maintained in a Book-Entry System, then (i) the principal of this Obligation will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or earlier redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Obligation will be paid by the Fiscal Agent, on each interest payment date, by wire or other electronic money transfer or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name this Obligation is registered on the register (the “**Register**”) maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Issuer and the Fiscal Agent may treat the entity or person in whose name this Obligation is registered on the Register as the absolute owner of this Obligation for all purposes.

The principal of, and interest on, this Obligation is payable in lawful money of the United States of America. For the prompt payment of the principal of and interest on this Obligation, the Issuer has irrevocably pledged its full faith and credit. The Issuer has levied upon all taxable property in its territory a direct, annual, and irrevocable tax sufficient in amount to pay, and for the express purpose of paying, the interest on this Obligation as it falls due and the principal of this Obligation on the Maturity Date.

The Obligations maturing on or after April 1, 2029 are subject to redemption before their stated maturity dates, at the Issuer’s option, in whole or in part, in the order of maturity selected by the Issuer, on April 1, 2028 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of an Obligation called for redemption has been made or provided for, then interest on the Obligation stops accruing on the stated redemption date. If less than all outstanding Obligations are redeemed, then such Obligations will be redeemed in multiples of \$5,000 as set forth below.

So long as the Obligations are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Obligations are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Obligations and the Issuer appoints a successor securities depository. If that happens, then upon the

surrender of the Obligations to the Fiscal Agent, the Issuer will issue new fully registered Obligations in the same aggregate principal amount to the successor securities depository and the Obligations will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Obligations to be redeemed. If less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Obligation, the Issuer will issue one or more new Obligations in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Obligations are *not* being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Obligation is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Obligation shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Issuer will issue one or more new fully registered Obligations, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Obligations and upon the payment of a charge sufficient to reimburse the Issuer or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Issuer or the Fiscal Agent will randomly select the Obligations to be redeemed. If an Obligation has been called for redemption but less than the entire principal amount thereof is redeemed, then on or after the redemption date and upon surrender of the Obligation to the Fiscal Agent, the Issuer will issue a new Obligation in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations shall be sent by first class mail, not less than 30, and not more than 60, days before the redemption date, to the registered owners of any Obligations to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice by first class mail, not less than 15 days prior to the proposed optional redemption date, to the registered owners of the Obligations which have been called for optional redemption.

The Issuer certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Obligation and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; that the indebtedness of the Issuer, including this Obligation and the issue of which it is a part, does not exceed any limitation, general or special, imposed by law; and that a valid, direct, annual and irrevocable tax has been levied by the Issuer sufficient to pay the interest on this Obligation when it falls due and also to pay and discharge the principal of this Obligation at maturity.

IN WITNESS WHEREOF, the Issuer, by its governing body, has caused this Obligation to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

And: _____
Clerk

[SEAL]

Certificate of Authentication

Dated: August ____, 2021

This Obligation is one of the Obligations
described in the Resolution.

By: _____
Director of Finance,
as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns, and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Obligation and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

NOTICE: Signatures must be guaranteed by an “eligible guarantor institution” meeting the requirements of the Fiscal Agent. Those requirements include membership or participation in the Securities Transfer Association Medallion Program (“STAMP”) or such other “signature guarantee program” as may be determined by the Fiscal Agent in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Note: The signature to this assignment must correspond with the name as written on the face of the within Obligation in every particular, without any alteration or change. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of the person’s authority to act must accompany this Obligation.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO NOTE SALE

On July 21, 2021, pursuant to Section 67.12(12) of the Wisconsin Statutes, a resolution was offered, read, approved, and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell general obligation promissory notes in the principal amount of \$14,500,000. It is anticipated that the closing of this note financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said notes is on file and may be examined in the office of the City Clerk, at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July 26, 2021

/s/ Kami Lynch
City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch, certify that I am the duly qualified acting Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

A Resolution Authorizing and Providing for the Sale and Issuance of \$14,500,000 General Obligation Promissory Notes, Series 2021, and All Related Details

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at _____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media that have filed a written request for such notice and to the official newspaper of the Municipality, if any. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July __, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No. None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$8,360,000 Water System Revenue Refunding Bonds, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Municipality**”) makes the following findings and determinations:

1. The Municipality currently owns and operates a municipal water system (the “**System**”, as more fully defined below), which is a “public utility” (within the meaning of Section 66.0621 (1) (b) of the Wisconsin Statutes).
2. Under the provisions of Section 66.0621 of the Wisconsin Statutes, as amended (the “**Act**”), the Municipality may, by action of the Governing Body, provide for, among other things, the acquisition, construction, extension, improvement, operation, and management of the System, and the refunding of municipal obligations issued for such purposes, from the proceeds of obligations that are payable only from the income and revenues derived from the operation of the System.
3. On January 17, 2007, the Governing Body adopted a resolution (the “**2007A Resolution**”) authorizing the issuance of the Municipality’s \$58,510,000 Water System Revenue Refunding Bonds, Series 2007A, dated February 6, 2007 (the “**Series 2007A Bonds**”). The outstanding Series 2007A Bonds were redeemed on January 1, 2017.
4. On August 3, 2011, the Governing Body adopted a resolution (the “**2011 Resolution**”) authorizing the issuance of the Municipality’s \$3,170,000 Water System Revenue Bonds, Series 2011, dated August 24, 2011 (the “**Series 2011 Bonds**”). The Series 2011 Bonds are currently outstanding in the aggregate principal amount of \$1,940,000.
5. On July 18, 2012 the Governing Body adopted a resolution (the “**2012 Resolution**”) authorizing the issuance of the Municipality’s \$2,510,000 Water System Revenue Bonds, Series 2012, dated August 8, 2012 (the “**Series 2012 Bonds**”). The Series 2012 Bonds are currently outstanding in the aggregate principal amount of \$1,320,000.
6. On July 24, 2013 the Governing Body adopted a resolution (the “**2013 Resolution**”) authorizing the issuance of the Municipality’s \$7,180,000 Water System Revenue

Bonds, Series 2013, dated August 7, 2013 (the “**Series 2013 Bonds**”). The Series 2013 Bonds are currently outstanding in the aggregate principal amount of \$5,125,000.

7. On August 20, 2014 the Governing Body adopted a resolution (the “**2014 Resolution**”) authorizing the issuance of the Municipality’s \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014 (the “**Series 2014 Bonds**”). The Series 2014 Bonds are currently outstanding in the aggregate principal amount of \$2,880,000.

8. On October 7, 2015 the Governing Body adopted a resolution (the “**2015 Resolution**”) authorizing the issuance of the Municipality’s \$22,735,000 Water System Revenue Refunding Bonds, Series 2015, dated October 28, 2015 (the “**Series 2015 Bonds**”). The Series 2015 Bonds are currently outstanding in the aggregate principal amount of \$15,860,000.

9. On September 7, 2016 the Governing Body adopted a resolution (the “**2016 Resolution**”) authorizing the issuance of the Municipality’s \$23,830,000 Water System Revenue Refunding Bonds, Series 2016, dated October 4, 2016 (the “**Series 2016 Bonds**”). The Series 2016 Bonds are currently outstanding in the aggregate principal amount of \$7,025,000.

10. On July 15, 2020 the Governing Body adopted a resolution (the “**2020 Resolution**”) authorizing the issuance of the Municipality’s \$6,685,000 Water System Revenue Bonds, Series 2020, dated August 6, 2020 (the “**Series 2020 Bonds**”). The Series 2020 Bonds are currently outstanding in the aggregate principal amount of \$6,685,000.

11. No other outstanding obligations are payable from the income and revenues derived from the operation of the System.

12. The Municipality needs funds to finance (i) certain additions, extensions, and improvements to the System, including, but not limited to, construction of and improvements to water mains, raw water lines, and intakes (collectively, the “**Project**”) and (ii) the current refunding of the outstanding Series 2011 Bonds (the “**Refunding**”).

13. The Governing Body wishes to finance the costs of the Project and the Refunding by authorizing, selling, and issuing its \$8,360,000 in principal amount of Water System Revenue Refunding Bonds, Series 2021 (the “**Bonds**”). The Bonds will be issued pursuant to the Act, on the terms and conditions described in this resolution, and will be secured by and payable from the income and revenues derived and to be derived from the operation of the System. The Bonds will be issued on a parity and equality of rank with the Series 2012 Bonds, the Series 2013 Bonds, the Series 2014 Bonds, the Series 2015 Bonds, the Series 2016 Bonds, and the Series 2020 Bonds (collectively, the “**Outstanding Bonds**”).

14. Section 21 of the 2007A Resolution (the “**Additional Bonds Test**”), which section is continued under each of the resolutions authorizing the issuance of the Outstanding Bonds, authorizes the issuance of additional bonds on a parity and equality of rank with the Outstanding Bonds upon compliance with the conditions set forth under the Additional Bonds Test. All conditions set forth under the Additional Bonds Test have been or will be satisfied prior to the issuance of the Bonds.

15. In accordance with the provisions of Section 66.0621 (4) (a) 2 of the Wisconsin Statutes and this resolution: (i) interest on the Bonds will be payable at least annually, and (ii) payment of principal of the Bonds will commence not later than 3 years after the date of issuance of the Bonds. The requirement each year to pay both principal of, and interest on, the Bonds will be reasonable and in accordance with prudent municipal utility management practices.

16. Robert W. Baird & Co. Incorporated (the “**Bond Purchaser**”), or a group that it represents has offered to purchase the Bonds for \$ _____, plus payment by the Bond Purchaser on behalf of the Municipality of \$ _____ for the costs of issuing the Bonds (the “**Purchase Price**”).

17. The Municipality has taken all actions required by law and has the power to sell and issue the Bonds.

18. The Governing Body will adopt this resolution to sell and issue the Bonds.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Act**” means Section 66.0621 of the Wisconsin Statutes, as amended.

“**Bond Counsel**” means (i) as of the Original Issue Date, Foley & Lardner LLP, and (ii) after the Original Issue Date, either Foley & Lardner LLP or any other nationally recognized firm of attorneys, employed by the Municipality, experienced in municipal finance whose legal and tax opinions are generally accepted by purchasers of municipal obligations.

“**Bonds**” means the \$8,360,000 City of Appleton, Wisconsin Water System Revenue Refunding Bonds, Series 2021, which will be issued pursuant to this resolution.

“**Bond Purchase Agreement**” means the purchase agreement signed and presented by the Bond Purchaser to evidence the purchase of the Bonds.

“**Bond Purchaser**” has the meaning given in the recitals to this resolution.

“**Bond Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) the name and address of the owner of each Bond.
- (ii) all transfers of each Bond.

“Book-Entry System” means a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality, or in the name of such a depository’s nominee, and the depository and its participants record beneficial ownership and transfers of the Bonds electronically.

“Code” means the Internal Revenue Code of 1986, as amended.

“Continuing Disclosure Agreement” means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Municipality and delivered on the closing date of the Bonds.

“Current Expenses” means the reasonable and necessary cost of operating, maintaining, administering, insuring, and repairing the System as determined in accordance with generally accepted accounting principles and shall include, but not be limited to, salaries, premiums for insurance, wages, cost of materials and supplies, insurance, and audits, but shall exclude allowances for depreciation, debt service on obligations of the System, tax equivalents, capital expenditures, and accumulations of reserves.

“Depository” means DTC or any successor appointed by the Municipality and acting as securities depository for the Bonds.

“DTC” means The Depository Trust Company, New York, New York.

“Financial Officer” means the Municipality’s Director of Finance.

“Fiscal Agent” means the Municipality’s Director of Finance or any successor fiscal agent appointed by the Municipality to act as authentication agent, paying agent, and registrar for the Bonds pursuant to Section 67.10 (2) of the Wisconsin Statutes.

“Fiscal Year” means the twelve-month period beginning on January 1 of each year and ending on December 31 of each year. The Municipality may change the Fiscal Year of the System if the Original Purchasers consent to the change. If the Original Purchasers consent to the change, then the change will not constitute a modification, change, amendment, or alteration of this resolution for purposes of Section 24 of this resolution.

“Governing Body” means the Municipality’s Common Council.

“Gross Revenues” means the gross revenues of the System from all sources, excluding (i) customer deposits, (ii) collected taxes imposed by other governmental entities, and (iii) earnings on amounts held in the Special Redemption Fund.

“Independent Consultant” means a recognized engineer or firm of engineers or a recognized certified public accountant or firm of certified public accountants who or which is not an officer or regular employee of the Municipality or the System and who or which is not devoting substantially all of his, her, or its time and efforts to the affairs of the System.

“Minimum Reserve Amount” means the least of the following: (i) the maximum annual debt service coming due in any future year on the Bonds and Parity Bonds then outstanding, (ii) 10% of the then outstanding principal amount of the Bonds and Parity Bonds, or (iii) 125% of the average annual debt service on the Bonds and Parity Bonds then outstanding.

“Municipal Officers” means the Mayor and Clerk of the Municipality. These are the officers required by law to execute revenue obligations on the Municipality’s behalf.

“Municipality” means the City of Appleton, Wisconsin.

“Net Revenues” means Gross Revenues after deduction of Current Expenses, plus earnings on moneys held in the Special Redemption Fund.

“Original Issue Date” means August 11, 2021.

“Original Purchasers” means the Bond Purchaser and the initial purchaser of each issue of Parity Bonds (including the Outstanding Bonds), so long as the issue of Parity Bonds remains outstanding.

“Outstanding Bonds” has the meaning given in the recitals to this resolution.

“Parity Bonds” means all other obligations payable from the revenues of the System (including the Outstanding Bonds) other than the Bonds, but issued on a parity and equality with the Bonds and the Outstanding Bonds pursuant to the restrictive provisions of the applicable sections of the Prior Resolutions and Section 21 of this resolution.

“Prior Resolutions” means, collectively, the 2012 Resolution, the 2013 Resolution, the 2014 Resolution, the 2015 Resolution, the 2016 Resolution, and the 2020 Resolution, each as defined in the recitals to this resolution.

“Project” has the meaning given in the recitals to this resolution.

“Purchase Price” has the meaning given in the recitals to this resolution.

“Record Date” means the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date for the Bonds.

“Recording Officer” means the Municipality’s Clerk.

[**“Redemption Agent”** means Associated Trust Company, National Association.]

“Redemption Date” means August 25, 2021

“Refunded Bonds” means the outstanding principal amount of the Series 2011 Bonds, as defined in the recitals to this resolution.

“Refunding” has the meaning given in the recitals to this resolution.

“Reserve Account” means the Reserve Account of the Special Redemption Fund.

“**Special Redemption Fund**” means the fund designated as such and described in Section 18 of this resolution.

“**System**” means the water utility of the Municipality, which shall include all property of every nature now or hereafter owned by the Municipality for the extraction, collection, storage, treatment, transmission, distribution, metering, and discharge of domestic, industrial, and potable public water, or constituting part of, or used or useful in connection with the water utility of the Municipality; and including all improvements and extensions thereto made by the Municipality while any of the Bonds or Parity Bonds remain outstanding and including all appurtenances, contracts, leases, franchises, and other intangibles.

[“**Term Bonds**” means the Bonds maturing on January 1 in the years 20__, 20__, 20__, 20__, and 20__.]

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* - Form of Bond.
- (ii) *Exhibit B* - Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Bonds.

The Governing Body authorizes the Bonds and orders that they be prepared, executed, and issued. The Bonds will be fully registered, negotiable, water system revenue refunding bonds of the Municipality in the aggregate principal amount of \$8,360,000. The Bonds will be issued pursuant to the Act to pay the costs of the Project, the Refunding, and issuing the Bonds (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Bonds.

The Bonds will be named “City of Appleton, Wisconsin Water System Revenue Refunding Bonds, Series 2021.” The Bonds will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Bond will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Bond will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Bonds will bear interest from the Original Issue Date. Interest on the Bonds will be payable on each January 1 and July 1, beginning on January 1, 2022, until the principal of the Bonds has been paid. Interest on each Bond will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date. The

Municipality and the Fiscal Agent may treat the entity or person in whose name any Bond is registered on the Bond Register as the absolute owner of the Bonds for all purposes whatsoever under this resolution. The Bonds will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Bonds.

The following table shows when the Bonds will mature and the rate of interest each maturity will bear:

<u>Principal Maturity Date (January 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$ 160,000	.00%
2023	420,000	.00
2024	435,000	.00
2025	440,000	.00
2026	460,000	.00
2027	475,000	.00
2028	490,000	.00
2029	505,000	.00
2030	515,000	.00
2031	530,000	.00
2032	340,000	.00
2033	350,000	.00
2034	360,000	.00
2035	370,000	.00
2036	385,000	.00
2037	395,000	.00
2038	410,000	.00
2039	425,000	.00
2040	440,000	.00
2041	455,000	.00

The principal of, and interest on, the Bonds will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent; Redemption Agent.

The Municipality appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Bonds. Among other things, the Fiscal Agent shall maintain the Bond Register.

[The Municipality appoints the Redemption Agent to act as redemption agent for the Bonds, which includes giving notice of redemption on behalf of the Municipality for the Term Bonds as described in Section 8. The appropriate officers of the District are directed to enter into a redemption agent agreement with the Redemption Agent on behalf of the

Municipality. Such agreement may provide for the Municipality to pay the reasonable and customary charges of the Redemption Agent for its services.]

Section 6. Appointment of Depository.

The Municipality appoints DTC to act as securities depository for the Bonds. An authorized representative of the Municipality has previously executed a blanket issuer letter of representations with DTC on the Municipality's behalf, and the Municipality ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Bonds will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Municipality's relationship with DTC is terminated, then the Municipality may appoint another securities depository to maintain the Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the Municipality will do the following:

- (i) At its expense, the Municipality will prepare, authenticate, and deliver to the beneficial owners of the Bonds fully-registered, certificated Bonds in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.
- (ii) The Municipality will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Bonds under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Bonds maturing on and after January 1, 2030 are subject to redemption before their stated maturity dates, at the Municipality's option, in whole or in part, in the order of maturity selected by the Municipality, on January 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption].

[The Term Bonds are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a

“**Sinking Fund Redemption Date**”), the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20	,000
20	,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in accordance with Sections 9 and 10 hereof, and the Municipality will give notice of the redemption in the manner stated in this resolution.]

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Bonds by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Bonds are transferable, only upon the Bond Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amount to the successor securities depository, and the Bonds will be recorded as transferred to the successor securities depository in the Bond Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Bond upon its presentation and surrender on or after its maturity or earlier redemption date at the designated

office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Bond by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date.

Transfers. Each Bond is transferable, only upon the Bond Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after the Bond has been called for redemption.

Partial Redemptions. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first-class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of the Bonds to be redeemed, at the respective addresses set forth in the Bond Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

Section 11. Form of Bonds.

The Bonds shall be in substantially the form shown in Exhibit A hereto. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Municipality may cause the approving opinion of bond counsel to be printed or reproduced on the Bonds.

Section 12. Execution of Bonds.

The Bonds shall be signed by the persons who are the Municipal Officers on the date on which the Bonds are signed. The Bonds shall be sealed with the Municipality's corporate seal (or a facsimile thereof), if the Municipality has one, and the Bonds shall also be authenticated by the manual signature of the Fiscal Agent.

The Bonds will be valid and binding even if before they are delivered any person whose signature appears on the Bonds is no longer living or is no longer the person authorized to sign the Bonds. In that event, the Bonds will have the same effect as if the person were living or were still the person authorized to sign the Bonds.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Municipality are directed to sign the Continuing Disclosure Agreement, and the Municipality agrees to comply with all its terms.

Section 14. Payable Only From Special Redemption Fund.

The Bonds and any Parity Bonds, together with interest thereon, will be payable only out of the Special Redemption Fund as provided in the Prior Resolutions and in this resolution. The registered owners of the Bonds and any Parity Bonds will have a valid claim only against the Special Redemption Fund and the revenues pledged to such fund.

Section 15. Pledge.

The Municipality pledges the revenues of the System to the Special Redemption Fund to pay the principal of, and interest on, the Bonds and any Parity Bonds as provided in this resolution. Such revenues will be used for no purpose other than to pay the principal of and interest on the Bonds and any Parity Bonds on the dates on which such amounts are due. The Bonds and any Parity Bonds, together with the interest thereon, shall not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision and shall not constitute a general obligation of the Municipality or a charge against its general credit or taxing power. The Municipality will not be liable for the payment of the principal of, and interest on, the Bonds, except as provided in this resolution.

Section 16. Equality of Lien.

All Bonds and any Parity Bonds, regardless of issue dates, maturity dates, or series designations, will be secured equally by the pledge of the Net Revenues of the System and all amounts in the Special Redemption Fund.

Section 17. Parity Bonds.

Except as permitted by Section 21(a) of this resolution, the Municipality will issue no bonds or other obligations payable from the revenues of the System, or enjoying a lien on the revenues or property of the System, that have a priority over the Outstanding Bonds and the Bonds with respect to their payment or security. The Municipality may issue Parity Bonds on the terms and conditions set forth in the applicable section of each Prior Resolution and Section 21 of this resolution.

Section 18. Funds and Accounts.

(a) Creation of Funds and Accounts; Purposes.

The Municipality affirms, and continues, or creates, as applicable, the following funds and accounts of the System (collectively, the “**Funds and Accounts**”) to provide for the collection, distribution, and use of the Gross Revenues and the proceeds of the Bonds:

- (1) Water System Revenue Fund (the “**Revenue Fund**”), into which the entire Gross Revenues will be deposited as received.
- (2) Water System Operation and Maintenance Fund (the “**Operation and Maintenance Fund**”), which will be used to hold amounts expected to be used for the payment of the reasonable and necessary expenses of operating and maintaining the System, including salaries, wages, materials, supplies, and insurance, and for the purposes described in Section 19(c)(1) of this resolution.
- (3) Water System Special Redemption Fund (the “**Special Redemption Fund**”), which will be divided into the following three accounts: (i) the “**Interest and Principal Account**”, (ii) the “**Earnings Account**”, and (iii) the “**Reserve Account**.” Amounts held in the Interest and Principal Account and the Earnings Account will be used only to pay interest on and principal of the Bonds and Parity Bonds as provided in this resolution. Amounts held in the Reserve Account will be used to pay principal of or interest on the Bonds or any Parity Bonds at any time when amounts in the Interest and Principal Account and the Earnings Account are insufficient to make such payments. Notwithstanding the foregoing, to effect the Refunding an additional account shall be created within the Special Redemption Fund with the name “**2021 Escrow Account**”. Funds held in the 2021 Escrow Account shall be used to pay the redemption price of the Refunded Bonds on the Redemption Date. Any balance remaining in the 2021 Escrow Account after the Redemption Date shall be transferred to the Earnings Account.
- (4) Water System Surplus Fund (the “**Surplus Fund**”), amounts in which will be used for the purposes described in Section 19(c)(5) of this resolution.
- (5) 2021 Water System Construction Fund (the “**2021 Construction Fund**”), amounts in which will be used only to pay (i) the costs of issuing of the Bonds (including fees for any bond insurance policies securing the Bonds) and the costs of the Project, or (ii) interest on the Bonds at any time when there shall be insufficient money in the Special Redemption Fund for that

purpose. Any balance remaining in the 2021 Construction Fund after the completion of the Project shall be transferred to the Earnings Account.

(b) Limitation on the Use of Amounts in the Funds and Accounts.

Amounts held in the Funds and Accounts shall be used only for the purposes described in this resolution.

(c) Requirement to Maintain the Special Redemption Fund as a Separate Fund.

The Special Redemption Fund shall be maintained as a separate fund in the treasury of the Municipality. The other Funds and Accounts may be combined in a single investment or bank account.

(d) Investment of Amounts held in Funds and Accounts.

Amounts in the Funds and Accounts may be invested in any manner permitted by the laws of Wisconsin, subject to the following limitations:

- (i) The investments in each Fund or Account shall be sold whenever necessary to provide funds for the purposes for which the Fund or Account was created.
- (ii) or its retention would cause any Bond to be an “arbitrage bond” (within the meaning of Section 148 of the Code or the Treasury Regulations promulgated thereunder).
- (iii) All investments held in the Funds and Accounts shall be secured to the fullest extent required by the laws of Wisconsin.

(e) Required Transfers of Earnings on Certain Funds and Accounts.

All income from the investment of amounts in the Special Redemption Fund shall be transferred to the Earnings Account. All income from the investment of amounts in the 2021 Construction Fund shall be retained in the 2021 Construction Fund. All income from the investment of amounts in all other Funds and Accounts shall be deposited in the Revenue Fund and regarded as revenues of the System.

(f) Rebate Matters.

To comply with the rebate requirements of Section 148(f) of the Code and the related Treasury Regulations:

- (i) The Municipality shall cause a determination to be made of the amount, if any, of rebate required to be paid to the United States Treasury with respect to the Bonds at least every five years after

the date of the issuance of the Bonds and upon the retirement of the last Bond. The Municipality may engage Bond Counsel or another qualified rebate determination provider to prepare the determination, and the Municipality may pay reasonable compensation to the rebate determination provider for the performance of such services.

- (ii) The Municipality shall make required rebate payments to the United States Treasury with respect to the Bonds at such times and in such amounts and manner as are required by the Code and the related Treasury Regulations.
- (iii) The Municipality shall keep records of the rebate determinations prepared and any rebate payments made until three years after the April 15th following the retirement of the last Bond.

Section 19. Application of Revenues.

(a) Deposits to Revenue Fund and Transfers From Revenue Fund.

Until all Bonds and Parity Bonds, if any, have been retired, or until there is on deposit in the Special Redemption Fund an amount sufficient to provide for the payment of the principal of all outstanding Bonds and Parity Bonds, if any, together with the interest thereon to maturity, the Gross Revenues shall, to the extent permitted by law, be deposited as collected in the Revenue Fund and shall be transferred from the Revenue Fund and deposited in the Operation and Maintenance Fund, the Special Redemption Fund, and the Surplus Fund in the following order:

- (1) A sum sufficient of the money in the Revenue Fund for the purposes of the Operation and Maintenance Fund shall be deposited in the Operation and Maintenance Fund.
- (2) A sum sufficient of the money in the Revenue Fund for the purposes of the Special Redemption Fund shall be deposited in the Special Redemption Fund.
- (3) The remainder of the money in the Revenue Fund shall be deposited in the Surplus Fund.

Transfers from the Revenue Fund to the Operation and Maintenance Fund, the Special Redemption Fund, and the Surplus Fund shall be made in the order indicated above, at such times as are necessary to carry out the purposes of the respective funds.

(b) Transfers to the Special Redemption Fund.

The Governing Body intends that the amount of money deposited in the Special Redemption Fund from all sources will be sufficient (i) to pay the interest on the Bonds and any

Parity Bonds as the same becomes due, (ii) to retire the Bonds and any Parity Bonds at maturity, and (iii) to provide for any required monthly deposits to the Reserve Account.

(c) Transfers Among Certain Funds and Accounts; Uses of Amounts in Funds and Accounts.

Amounts deposited in the following Funds and Accounts shall be held, used, or transferred as follows:

- (1) *Operation and Maintenance Fund.* Amounts deposited in the Operation and Maintenance Fund shall be used for the purposes described in Section 18(a)(2) of this resolution, unless the balance in the Operation and Maintenance Fund exceeds the estimated operating and maintenance expenses of the System for the next succeeding sixty days, in which case the excess amount shall (i) be transferred to the Special Redemption Fund to remedy any deficiency in the Special Redemption Fund, or (ii) if or to the extent that no such deficiency exists, then the remaining excess amount shall be transferred to the Surplus Fund.
- (2) *Interest and Principal Account and Earnings Account.* Amounts deposited in the Special Redemption Fund shall first be used to deposit each month into the Interest and Principal Account an amount equal to one-sixth (1/6) of the next installment of interest due on the Bonds and Parity Bonds then outstanding, plus an amount equal to one-twelfth (1/12) of the next installment of principal of the Bonds and Parity Bonds coming due, until the full amount of such installments is on deposit in the Interest and Principal Account. The deposits shall be made first from the Earnings Account until it is depleted, and all moneys in the Earnings Account will be deemed to have been used first in payment of interest on the Bonds and Parity Bonds. Any funds remaining in the Earnings Account after each such transfer shall first be transferred to the Interest and Principal Account until there is on hand in the Interest and Principal Account an amount equal to the full amount of principal of, and interest on, the Bonds and any Parity Bonds then outstanding coming due during the 12 months following the date of such transfer and after that either (i) be used to retire Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders of the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date or (ii) be invested so as to restrict the yield thereon to avoid the Bonds or Parity Bonds being classified as “arbitrage bonds” within the meaning of Section 148 of the Code or any Treasury Regulations promulgated thereunder. Notwithstanding the

foregoing, unless the Municipality is provided with an opinion of Bond Counsel that the action specified below will not adversely affect the exclusion of interest on the Bonds or the applicable issue of Parity Bonds from gross income for federal income tax purposes (i) moneys in the Earnings Account that are allocable to “proceeds” (within the meaning of Treas. Reg. § 1.148-1(b)) of the Bonds or any issue of Parity Bonds may only be deposited in the Interest and Principal Account if such moneys will be used to pay principal of, or interest on, the issue to which such proceeds are allocable, and (ii) no moneys that are allocable to proceeds of the Bonds or any issue of Parity Bonds may be used to pay interest on or principal of obligations that are not part of the issue to which the proceeds are allocable.

- (3) *Reserve Account.* The next available amounts in the Special Redemption Fund shall be used to make monthly transfers to the Reserve Account until there is on hand in the Reserve Account an amount equal to the Minimum Reserve Amount. Amounts in the Reserve Account shall be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds whenever the Interest and Principal Account and the Earnings Account are insufficient for that purpose. Any amounts in the Reserve Account in excess of the Minimum Reserve Amount shall be transferred to the Earnings Account. For the purpose of computing the Minimum Reserve Amount, all investments in the Reserve Account shall be valued semiannually, on each interest payment date, at then current market value. In the event that amounts are withdrawn from the Reserve Account or amounts on deposit in the Reserve Account on any valuation date are less than the Minimum Reserve Amount, the Municipality, from revenues of the System, shall restore any amounts so withdrawn or any shortfall so that 12 months following such withdrawal or shortfall the amount on deposit in the Reserve Account equals the Minimum Reserve Amount.
- (4) *Moral Obligation to Restore Reserve Account.* If, on July 2nd of any Fiscal Year, the amount on deposit in the Reserve Account is less than the Minimum Reserve Amount, then before October 1st of that Fiscal Year the Financial Officer shall certify to the Governing Body the amount necessary to restore the Reserve Account to the Minimum Reserve Amount. Recognizing its moral obligation to do so, the Governing Body expresses its expectation and aspiration that, if presented with such a certification, it will, by December 31st of the Fiscal Year in which such a certification is presented to the Governing Body, make an appropriation of funds sufficient to restore the Reserve Account to the Minimum Reserve Amount. The Governing Body determines that the System and any

appropriation of funds pursuant to this moral obligation pledge serves a public purpose by safeguarding the health and welfare of its citizens.

- (5) *Surplus Fund.* Amounts in the Surplus Fund shall first be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds when the Special Redemption Fund is insufficient for that purpose, and thereafter:
- (i) to remedy any deficiency in any of the Funds or Accounts;
 - (ii) to pay local and school tax equivalents;
 - (iii) to pay the cost of additions, repairs, or improvements to the System;
 - (iv) to pay any other necessary disbursements or indebtedness with respect to the System; or
 - (v) if at the close of any Fiscal Year there are amounts in the Surplus Fund in excess of what is needed for the foregoing purposes, then such amounts may be used for any other purpose permitted by the Wisconsin Statutes.

All transfers and deposits within any Fund or Account or to any other Fund or Account required or permitted by this section shall be made at such times as are necessary to carry out the purposes of the applicable Fund or Account.

Section 20. Agreements and Covenants Regarding the Operation of the System.

The Municipality agrees and covenants with each and every registered owner of the Bonds and Parity Bonds as follows:

- (a) The reasonable cost and value of any service rendered to the Municipality by the System by furnishing utility services, including, but not limited to, fire, police, safety and health protection, will, to the extent permitted by law, be charged against the Municipality and be paid by it monthly as the service accrues out of the current revenues of the Municipality collected or in process of collection, but not from Gross Revenues, and, if necessary, out of the tax levy of the Municipality made by it to raise money to meet its necessary current expenses.
- (b) The Municipality will faithfully and punctually perform all duties concerning the System required by the constitution and statutes of the State of Wisconsin, including the making and collecting of reasonable, lawful, and sufficient rates for services rendered by the System and the

segregation and application of the revenues of the System as provided in this resolution.

- (c) The Municipality will not sell, lease, or in any manner dispose of all or any part of the System, or any additions or extensions that may be made to the System, until all Bonds and Parity Bonds have been paid in full, both principal and interest, or until provision has been made for the payment in full of all Bonds and Parity Bonds, both principal and interest, unless the property to be sold, leased, or otherwise disposed of has been found by the Governing Body not to be necessary or useful in the operation of the System. The proceeds received from any sale, lease, or disposal of any such property of the System shall be paid into (i) the Earnings Account of the Special Redemption Fund, if the property sold was acquired or improved with proceeds of the Bonds or any Parity Bonds that are tax-exempt obligations, or (ii) the Revenue Fund, in all other cases.
- (d) The Municipality will: (i) operate and maintain the System in good condition; (ii) charge and collect such lawfully established rates and charges for the service rendered by the System so that the Gross Revenues of the System will be sufficient to make the payments into the Funds and Accounts created or continued by this resolution and provide for Net Revenues at least equal to 1.10 times the highest combined annual interest and principal requirements on all Bonds and Parity Bonds then outstanding; and (iii) promptly take such actions as are necessary to adopt and enforce increased rates whenever such increase shall be necessary to fulfill any covenant of this resolution.
- (e) The Municipality will keep proper books and accounts relating to the System separate from all other records of the Municipality and will cause such books and accounts to be audited annually by a recognized independent firm of certified public accountants and will make available to the owners of any of the Bonds or Parity Bonds the latest balance sheet and the profit and loss statement of the System as certified by such accountants. The registered owners of any Bonds or Parity Bonds will have the right to inspect the System and the records, accounts, and data of the Municipality relating to the System at all reasonable times. Each audit of the books and accounts of the System, in addition to whatever matters may be thought proper by the accountants to be included therein, shall include the following: (i) a statement in detail of the revenues and expenditures of the System for the Fiscal Year; (ii) a statement of the Net Revenues as herein defined for the Fiscal Year; (iii) a balance sheet as of the end of the Fiscal Year; (iv) the accountants' comment regarding the manner in which the Municipality has carried out the requirements of this resolution and the accountants' recommendation for any changes or improvements in the operation of the System; (v) a list of the insurance policies in force at the end of the Fiscal Year setting out as to each policy the amount of the policy, the risks covered, the name of the insurer and the

expiration date of the policy; and (vi) the number and types of connections at the end of the Fiscal Year.

- (f) The Municipality will carry, for the benefit of the registered owners of the Bonds and Parity Bonds, insurance of a kind and in such amounts as would usually be carried by private companies or other public bodies engaged in operating a similar utility system. All amounts received for losses under any of such insurance policies, except public liability, shall be used in repairing the damage or in replacing the property destroyed, unless the Governing Body finds that it is not advisable to repair such damage or replace such property and that the operation of the System will not be impaired if such property is not repaired or such property is not replaced, in which case such amounts shall be deposited in the Earnings Account, provided that any amounts deposited in the Earnings Account shall not reduce the amounts otherwise required to be paid into the Special Redemption Fund.
- (g) The Municipality will grant no franchise for the operation of another System (or any part thereof) within the geographic limits of the Municipality, unless the denial of such franchise would be in violation of any law.
- (h) The Municipality will by resolution of its Governing Body require all buildings in the Municipality used for human habitation and located adjacent to service from the System, or located in a block through which service from the System extends, to be connected with service from the System.
- (i) The Municipality will not enter into any contract with any person or persons which would cause any Outstanding Bonds, that were issued with the intent that interest on the issue would be excluded from gross income for federal income tax purposes, or Bonds to become “private activity bonds,” within the meaning of Section 141(a) of the Code or any Treasury Regulations promulgated thereunder.
- (j) The Municipality will comply with all requirements of the Code that shall be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes, including, but not limited to the rebate requirements set forth in the Code and the Treasury Regulations. The Municipality will comply with the provisions of the Tax Certificate delivered in connection with the issuance of the Bonds relating to these requirements.

Section 21. Additional Bonds.

The Municipality will issue no notes, bonds, or any other obligations of any kind or nature payable from or enjoying a lien on the Gross Revenues, the Special Redemption Fund,

or properties of the System on a parity with or having a priority over the Outstanding Bonds or the Bonds, except as provided in this Section:

- (a) Notes (including bond anticipation notes) or bonds may be issued having a priority over the Bonds and Parity Bonds if either (i) such notes or bonds are issued, wholly or in part, for the purpose of paying, and will provide an amount sufficient, together with the earnings thereon and all other funds legally available therefor to pay, the entire principal of, and all interest on, the Bonds and Parity Bonds to their maturity or early redemption; or (ii) immediately upon the issuance of such notes or bonds, the Municipality has discharged all the Bonds and Parity Bonds in the manner provided in Section 23 of this resolution.
- (b) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if such notes or bonds are issued for the purpose of refunding any of the Bonds or Parity Bonds which either (i) have matured, or (ii) will mature not later than 90 days after the date of delivery of such refunding notes or bonds, if there is insufficient amounts in the Special Redemption Fund to provide for the required payments.
- (c) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if all of the following conditions have been satisfied:
 - (1) If (A) the Net Revenues of the System for the last completed Fiscal Year were at least 1.10 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Bond Year in which there will be a principal maturity on such outstanding bonds or notes; *provided, however*, that if prior to the authorization of such additional bonds or notes the Municipality has adopted and put into effect a revised schedule of rates, then the Net Revenues of the System for the last completed Fiscal Year which would, in the written opinion of an Independent Consultant employed for that purpose, have resulted from such rates had they been in effect for such period, may be used in lieu of the actual Net Revenues for the last completed Fiscal Year; (B) the need for such financing is evidenced by a certificate or certificates of an Independent Consultant with recognized expertise in utility ratemaking before the Public Service Commission of Wisconsin employed for that purpose, giving a detailed description of the proposed projects to be financed, an estimate of the cost of the proposed projects including proposed capitalized interest, if any, and an estimate of the time of completion of the proposed projects, and showing the feasibility of

such financing with reference to projected Net Revenues based on rates and charges projected to be in effect upon completion of such projects; provided, that such feasibility shall not be deemed shown unless the projected Net Revenues for each of the two full Fiscal Years next succeeding the estimated date of completion of such projects shall be equal to at least equal to 1.10 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Fiscal Year in which there shall be a principal maturity on such outstanding bonds or notes; or (C) the proceeds of the additional bonds or notes will be used to refund Bonds or Parity Bonds and, after giving effect to the refunding, the payments due in each year of the interest and principal on the Bonds and Parity Bonds then outstanding (not including the obligations being refunded), and the additional bonds or notes proposed to be issued will be less than the payments due in each year of the principal of, and interest on, the Bonds and Parity Bonds then outstanding (in other words, the refunding will produce debt service savings in each year). For purposes of this subsection, except as otherwise provided, Net Revenues for any Fiscal Year will be either (x) the Net Revenues shown in the audit of the System's books and accounts for the Fiscal Year required by Section 20(e) of this resolution, if such an audit is available, or (y) if such an audit is not available, then the estimated, unaudited Net Revenues of the System for the last completed Fiscal Year.

- (2) The payments required to be made into the Funds and Accounts created or continued pursuant to Section 18 of this resolution shall be current.
- (3) There shall be on hand in the Reserve Account immediately upon the issuance of such additional bonds or notes an amount not less than the Minimum Reserve Amount.
- (4) The additional bonds or notes shall be payable as to principal on January 1 of each year and as to interest on January 1 and July 1 of each year.
- (5) The proceeds of the additional bonds or notes shall be used only to refund Bonds or Parity Bonds, or for acquiring or constructing additions, extensions, improvements, renewals, or replacements to the System.

In the case of bond anticipation notes, the provisions of the Act shall govern with respect to all matters relating to the lien and sources of payment of such notes.

Section 22. Resolution a Contract; Remedies of Bondholders.

The provisions of this resolution constitute a contract between the Municipality and the registered owners of the Bonds. After the issuance of the Bonds no change or alteration in the provisions of this resolution may be made, except as provided in Section 24 of this resolution and in the definition of “Fiscal Year” in Section 1 of this resolution, until all Bonds have been paid in full as to both principal and interest.

The registered owners of any of the Bonds will have the right, in addition to all other rights, by mandamus or other suit or action in any court of competent jurisdiction, to enforce their rights against the Municipality, the Governing Body, and any and all officers and agents thereof, including, but not limited to, the right to require the Municipality, the Governing Body, and any other authorized body to fix and collect rates and charges fully adequate to carry out all provisions and agreements contained in this resolution, and the right to have a receiver appointed for the System in the event of a default in the payment of principal of or interest on the Bonds.

Section 23. Discharge and Satisfaction of Bonds and Covenants.

The agreements, covenants, liens, and pledges entered into, created, or imposed pursuant to this resolution may be fully discharged and satisfied with respect to any or all of the Bonds in any one or more of the following ways:

- (a) By paying the Bonds when they become due and payable, or upon their prior redemption, in the manner provided in this resolution;
- (b) By depositing with the appropriate fiscal agent(s) for the Bonds funds in the amount necessary, without consideration of any reinvestment thereof, to pay the principal of, and interest on, the Bonds until their maturity or earlier redemption; provided that if the Bonds are to be redeemed prior to their stated maturities, then (i) the Bonds shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; or
- (c) By depositing with a trustee or an escrow agent, in trust for such purpose, on or before the date of maturity or redemption, money and/or direct obligations of, or obligations the principal of, and interest on, which are fully guaranteed by, the United States of America, in such amount as, together with the income or increment to accrue thereon without consideration of any reinvestment thereof, will be fully sufficient to pay or redeem (when redeemable) the Bonds at or before their respective maturity dates; *provided, that* if a Bond is to be redeemed prior to its stated maturity date, then (i) the Bond shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; *provided, further,* that any such deposit can only be made

if the deposit will not adversely affect the exclusion of interest on the Bonds from gross income of the owners thereof for federal income tax purposes.

Upon a payment or a deposit of money or investments in the amount and manner required by this section, all liability of the Municipality with respect to the relevant Bonds will cease, determine, and be completely discharged, and the registered owners of any Bonds that are not then retired will be entitled only to payment out of the money and investments deposited as required by this section.

Section 24. Amendment of Resolution.

Amendment Without the Consent of the Owners. This resolution may be amended from time to time without the consent of the registered owners of the Bonds to make any change that does not adversely affect the registered owners of the Bonds, including, without limitation, to cure any ambiguities, inconsistencies, or typographical errors that may be contained in this resolution.

Amendment With the Consent of the Owners. This resolution may also be amended from time to time with the written consent of the registered owners of not less than two-thirds in outstanding principal amount of the Bonds and any Parity Bonds (not including any Bonds or Parity Bonds that are held or owned by or for the account of the Municipality) if such amendment affects the owners of any Parity Bonds; however, this resolution may be amended only with the unanimous written consent of:

- (a) The registered owners of the Bonds (not including any Bonds that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Bond; to modify the terms of payment of principal of, or interest on, any Bond; or to impose any conditions with respect to payment of principal of or interest on any Bond;
 - (ii) To materially affect the rights of the owners of less than all Bonds then outstanding; or
 - (iii) To reduce the required outstanding principal amount of the Bonds for which consent shall be given to effect any future amendments to this resolution; and
- (b) The registered owners of any series of Parity Bonds (not including any Parity Bonds of the series that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Parity Bond of the series; to modify the terms of payment of principal of or interest on any Parity Bond of the series; or to

impose any conditions with respect to payment of principal of, or interest on, any Parity Bond of the series;

- (ii) To materially affect the rights of the owners of less than all Parity Bonds of the series then outstanding; or
- (iii) To reduce the required outstanding principal amount of Parity Bonds of the series for which consent shall be given to effect any future amendments to this resolution.

Notice. If the Municipality proposes to amend this resolution under any provision of this section, then the Municipality shall cause notice of the proposed amendment (the “**Amendment Notice**”) and, if consent is required, a form of consent to the proposed amendment (the “**Consent**”) to be (i) sent by certified mail to all registered owners of the Bonds and, if appropriate, any Parity Bonds, and (ii) filed with the Bond Purchaser. The Amendment Notice shall briefly describe the nature of the proposed amendment and shall state that a copy of the proposed amendment is on file for public inspection in the office of the Recording Officer. The Consent shall refer to the proposed amendment, specifically evidence consent to and approval of the proposed amendment, and be dated by the owner of the Bonds and, if appropriate, the Parity Bonds upon execution of the Consent. The Amendment Notice and Consent may be one instrument.

If, on any date prior to one year after the date of the sending of the Amendment Notice and Consent, the Recording Officer receives Consents executed by the registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, then the Governing Body may adopt a resolution effecting the proposed amendment, and upon the adoption of the resolution effecting the proposed amendment, the proposed amendment will become effective and binding upon the registered owners of all of the Bonds and Parity Bonds issued after the Bonds.

Any Consent given by the registered owner of a Bond or Parity Bond pursuant to the provisions of this section will be irrevocable for a period of six months from the date of the Consent and will be conclusive and binding upon all future registered owners of the same Bonds or Parity Bonds during the six-month period. A Consent may be revoked on any date after the six-month period by the registered owner who gave the Consent or by a successor in title by filing notice of such revocation with the Recording Officer; *provided* that a revocation will not be effective if the Recording Officer has already received Consents from registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, evidencing their consent to, and approval of, the proposed amendment that was the subject of the Consent.

Section 25. Sale of Bonds.

The Municipality awards the sale of the Bonds to the Bond Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Bonds. The Municipality approves and accepts the Bond Purchase Agreement. The Municipal Officers are directed (i) to sign the Bond Purchase Agreement in the Municipality’s

name and (ii) to take any additional actions needed to complete the sale of the Bonds, including arranging for a specific date, time, and location of closing of the sale.

The Municipal Officers are directed to sign the Bonds and to deliver the Bonds to the Bond Purchaser through the facilities of DTC in accordance with the Bond Purchase Agreement and this resolution. The Bonds may be delivered to the Bond Purchaser upon payment by the Bond Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Bond Purchaser, the delivery of the Bonds is conditioned upon the Municipality furnishing the following items to the Bond Purchaser:

- (i) The Bonds, together with the written, unqualified approving opinion of Bond Counsel, evidencing the legality of the Bonds and that interest on the Bonds will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Bonds.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Bonds or the right of the Municipality to issue them at the time of their delivery.

Section 26. Redemption of Refunded Bonds.

Subject to the delivery of the Bonds and the receipt of the Purchase Price for the Bonds from the Bond Purchaser, the Municipality irrevocably directs that the principal amount of the Refunded Bonds be redeemed and paid in full in advance of their stated maturity dates on the Redemption Date. The appropriate officers of the Municipality are directed to instruct the fiscal agent for the Refunded Bonds to take all actions required to call the Refunded Bonds for redemption on the Redemption Date, including giving notice in the manner that the governing documents for the Refunded Bonds require. The Municipality ratifies and approves any action that has been taken in connection with the redemption of the Refunded Bonds prior to the Original Issue Date, including giving notice as described above.

Section 27. Disposition of Bond Proceeds; Transfers.

- (a) The proceeds from the sale of the Bonds shall be disbursed as follows:
 - (i) Any accrued interest shall be deposited into the Interest and Principal Account of the Special Redemption Fund.
 - (ii) \$_____ of the sale proceeds of the Bonds shall be deposited in the Reserve Account of the Special Redemption Fund.
 - (iii) \$_____ of the sale proceeds of the Bonds shall be deposited in the 2021 Escrow Account of the Special Redemption Fund for

the purpose of the paying the Refunded Bonds as described in Section 18(a)(3).

(iv) The remaining proceeds from the sale of the Bonds shall be deposited into the 2021 Construction Fund and used as described in Section 18(a)(5).

(b) [Amounts in the existing Funds and Accounts shall be transferred on the Original Issue Date as follows (or in such other amounts as may be specified by the Municipality's Director of Finance):]

(i) [The sum of \$_____ currently held in or credited to the Principal and Interest Account to provide for the upcoming debt service payments due on the Refunded Bonds shall be transferred to the 2021 Escrow Account.]

Section 28. Official Statement.

The Municipality ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Bonds, and the Municipality authorizes, and directs, the final version of such document (the "**Official Statement**") to be prepared and distributed prior to the issuance of the Bonds; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Bond Purchaser and, if the Bond Purchaser requests, execute one or more copies on behalf of the Municipality. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 29. Publication of Notice.

The Recording Officer is directed to publish notice that the Municipality has agreed to sell the Bonds. The notice shall be published in the Municipality's official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes promptly after the execution of the Bond Purchase Agreement. The notice shall be in substantially the form shown in Exhibit B hereto. The Recording Officer shall obtain proof, in affidavit form, of the publication, and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 30. Authorization of Officers.

The appropriate officers of the Municipality are directed to prepare and furnish the following items to the Bond Purchaser and the attorneys approving the legality of the Bonds:

- (i) Certified copies of proceedings and records of the Municipality relating to the Bonds and to the financial condition and affairs of the Municipality.
- (ii) Other affidavits, certificates, and information as may be required to show the facts about the legality of the Bonds as such facts appear on the books

and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose are representations of the Municipality as to the facts they present.

Section 31. Tax Law Covenants.

The Municipality covenants that it will comply with all requirements of the Code, and the Treasury Regulations promulgated thereunder, that shall be satisfied so that interest on the Bonds will be excluded from gross income for federal income tax purposes.

Section 32. Further Authorization.

The Municipality authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 33. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded, except that this section shall not be interpreted as rescinding any part of the Prior Resolutions.

Section 34. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 35. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July __, 2021

Mayor

Clerk

EXHIBIT A
FORM OF BOND

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

UNITED STATE OF AMERICA
STATE OF WISCONSIN
CITY OF APPLETON

No. R-____ Registered
\$_____

WATER SYSTEM REVENUE REFUNDING BOND, SERIES 2021

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Original Issue Date</u>	<u>CUSIP</u>
_____%	January 1, 20__	August 11, 2021	038141 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Municipality**”) hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner, only from the income and revenues hereinafter specified on the Maturity Date, and interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is payable on each January 1 and July 1, beginning on January 1, 2022, until the Principal Amount has been paid. Interest is computed on the basis of a 360 day year of twelve 30 day months.

This Bond is one of a duly authorized issue of revenue bonds (the “**Bonds**”) of the Municipality of an aggregate principal amount of \$8,360,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Municipality pursuant to Article XI, Section 3 of the Wisconsin Constitution and Section 66.0621 of the Wisconsin Statutes, and acts supplementary thereto.

This Bond, together with interest hereon, is payable in lawful money of the United States of America, together with the Municipality’s outstanding (i) \$2,510,000 Water

System Revenue Bonds, Series 2012, dated August 8, 2012, \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014, (ii) \$7,180,000 Water System Revenue Bonds, Series 2013, dated August 7, 2013, (iii) \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014, (iv) \$22,735,000 Water System Revenue Refunding Bonds, Series 2015, dated October 28, 2015, (v) \$23,830,000 Water System Revenue Refunding Bonds, Series 2016, dated October 4, 2016, and (vi) \$6,685,000 Water System Revenue Bonds, Series 2020, dated August 6, 2020 (collectively, the “**Outstanding Bonds**”), only from the income and revenues to be derived from the operation of the Municipality’s water utility (the “**System**”) and set aside in the “Water System Special Redemption Fund,” which was created by a resolution adopted by the governing body of the Municipality on January 17, 2007 (the “**2007A Resolution**”) and affirmed and continued by subsequent resolutions, including a resolution adopted by the governing body of the Municipality on July 21, 2021 (the “**2021 Resolution**”). The 2021 Resolution is entitled “A Resolution Authorizing and Providing for the Sale and Issuance of \$8,360,000 Water System Revenue Bonds, Series 2021, and All Related Details.” Reference is hereby made to the 2021 Resolution for a more complete statement of the revenues from which and conditions under which this Bond is payable, the provisions pursuant to which this Bond has been issued, and the conditions under which bonds may hereafter be issued on a parity with this Bond. The Bonds rank on a parity with the Outstanding Bonds. This Bond does not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision.

This Bond is a valid claim of the registered owner hereof only against the Water System Special Redemption Fund and the revenues of the System pledged to the Water System Special Redemption Fund. Revenues of the System have been pledged to the Water System Special Redemption Fund and will be used for no other purpose than to pay the principal of, and interest on, the Bonds and all other obligations payable from the revenues of the System (including the Outstanding Bonds) that are issued on a parity and equality with the Bonds and the Outstanding Bonds, as the same becomes due.

On the date of their initial delivery, the Bonds will be maintained in a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Bonds electronically (a “**Book-Entry System**”). So long as the Bonds are maintained in a Book-Entry System, the principal of, and interest on, this Bond will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Municipality or any successor fiscal agent appointed by the Municipality (hereinafter, the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Bonds.

If on any date the Bonds are not being maintained in a Book-Entry System, then (i) the principal of this Bond will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or prior redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Bond will be paid by the Fiscal Agent on each interest payment date by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name this Bond is registered in the register (the “**Register**”).

maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Municipality and the Fiscal Agent may treat the entity or person in whose name this Bond is registered on the Register as the absolute owner of this Bond for all purposes.

The Bonds maturing on or after January 1, 2030 are subject to redemption prior to their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on January 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples as described below[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption.]

[The Bonds maturing on January 1 in the years 20__, 20__, 20__, 20__, and 20__ (collectively, the “**Term Bonds**”) are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”) the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20	,000
20	,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount so redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in the manner described below and the Municipality will give notice of the redemption in the manner described below.]

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Bonds are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amounts to the successor securities depository and the Bonds will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Bond is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of any Bonds to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption

may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

The Municipality certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Bond and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; and that a sufficient amount of the income and revenue to be received by the Municipality from the operation of the System has been pledged to and will be set aside into a special fund for the payment of the principal of, and interest on, this Bond.

IN WITNESS WHEREOF, the Municipality, by its governing body, has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk, and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

[SEAL]

And: _____
Clerk

CERTIFICATE OF AUTHENTICATION:

Dated: August ____, 2021

This Bond is one of the Bonds described in the within-mentioned Resolution.

Director of Finance, as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Bond and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

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

NOTE: The signature to this assignment must correspond with the name as written on the face of the within Bond in every particular, without alteration or enlargement or change whatsoever. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of such person's authority to act must accompany this Bond.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO
WATER SYSTEM REVENUE BOND SALE

On July 21, 2021, pursuant to Section 66.0621 of the Wisconsin Statutes, a resolution was offered, read, approved and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell water system revenue refunding bonds in the principal amount of \$8,360,000. It is anticipated that the closing of this bond financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said bonds is on file and may be examined in the office of the City Clerk at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July ____, 2021

/s/ Kami Lynch
City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch, certify that I am the duly qualified Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

A Resolution Authorizing and Providing for the Sale and Issuance of \$8,360,000 Water System Revenue Refunding Bonds, Series 2021, and All Related Details

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at ____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Municipality. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of, and Roll Call Vote on, Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July __, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No.: None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Municipality**”) makes the following findings and determinations:

1. The Municipality currently owns and operates a municipal sewerage system (the “**System**”, as more fully defined below), which is a “public utility” (within the meaning of Section 66.0621 (1)(b) of the Wisconsin Statutes).

2. Under the provisions of Section 66.0621 of the Wisconsin Statutes, as amended (the “**Act**”), the Municipality may, by action of the Governing Body, provide for purchasing, acquiring, leasing, constructing, extending, adding to, improving, conducting, controlling, operating, or managing the System, and the refunding of municipal obligations issued for such purposes, from the proceeds of obligations that are payable only from the income and revenues derived from the operation of the System.

3. On September 21, 2005, the Governing Body adopted a resolution, which was amended on October 5, 2005 (together, the “**2005 Resolution**”), authorizing the issuance of the Municipality’s \$4,735,000 Sewerage System Revenue Refunding Bonds, Series 2005, dated October 15, 2005 (the “**Series 2005 Bonds**”). The Series 2005 Bonds were retired on May 1, 2010.

4. On August 3, 2011, the Governing Body adopted a resolution (the “**2011 Resolution**”), authorizing the issuance of the Municipality’s \$3,735,000 Sewerage System Revenue Bonds, Series 2011, dated August 24, 2011 (the “**Series 2011 Bonds**”). The Series 2011 Bonds are currently outstanding in the aggregate principal amount of \$2,300,000.

5. On September 5, 2018, the Governing Body adopted a resolution (the “**2018 Resolution**”), authorizing the issuance of the Municipality’s \$5,245,000 Sewerage System Revenue Refunding Bonds, Series 2018, dated October 9, 2018 (the “**Series 2018 Bonds**”). The Series 2018 Bonds are currently outstanding in the aggregate principal amount of \$3,725,000.

6. On July 15, 2020, the Governing Body adopted a resolution (the “**2020 Resolution**”), authorizing the issuance of the Municipality’s \$10,850,000 Sewerage System

Revenue Refunding Bonds, Series 2020, dated August 6, 2020 (the “**Series 2020 Bonds**”). The Series 2020 Bonds are currently outstanding in the aggregate principal amount of \$10,330,000.

7. No other outstanding obligations are payable from the income and revenues derived from the operation of the System.

8. The Municipality needs funds to finance (i) certain additions, extensions, and improvements to the System, including, but not limited to, construction of and improvements to sewer mains and laterals, and equipment and building improvements at the wastewater treatment facility (collectively, the “**Project**”) and (ii) the current refunding of the outstanding Series 2011 Bonds (the “**Refunding**”).

9. The Governing Body wishes to finance the costs of the Project and the Refunding by authorizing, selling, and issuing its \$9,040,000 in principal amount of Sewerage System Revenue Refunding Bonds, Series 2021 (the “**Bonds**”). The Bonds will be issued pursuant to the provisions of the Act, on the terms and conditions described in this resolution, and will be secured by and payable from the income and revenues derived and to be derived from the operation of the System. The Bonds will be issued on a parity and equality of rank with the Series 2018 Bonds and Series 2020 Bonds (collectively, the “**Outstanding Bonds**”).

10. Section 21 of the 2005 Resolution (the “**Additional Bonds Test**”), which section is continued under each of the resolutions authorizing the issuance of the Outstanding Bonds, authorizes the issuance of additional bonds on a parity and equality of rank with the Outstanding Bonds upon compliance with the conditions set forth under the Additional Bonds Test. All conditions set forth under the Additional Bonds Test have been or will be satisfied prior to the issuance of the Bonds.

11. In accordance with the provisions of Section 66.0621 (4)(a)2 of the Wisconsin Statutes and this resolution (i) interest on the Bonds will be payable at least annually, and (ii) payment of principal of the Bonds will commence not later than 3 years after the date of issuance of the Bonds. The requirement each year to pay both principal of and interest on the Bonds will be reasonable and in accordance with prudent municipal utility management practices.

12. Robert W. Baird & Co. Incorporated (the “**Bond Purchaser**”), or a group that it represents, has offered to purchase the Bonds for \$_____, plus payment by the Bond Purchaser on behalf of the Municipality of \$_____ for the costs of issuing the Bonds (the “**Purchase Price**”).

13. The Municipality has taken all actions required by law and has the power to sell and issue the Bonds.

14. The Governing Body will adopt this resolution to sell and issue the Bonds.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Act**” means Section 66.0621 of the Wisconsin Statutes, as amended.

“**Bond Counsel**” means (i) as of the Original Issue Date, Foley & Lardner LLP, and (ii) after the Original Issue Date, either Foley & Lardner LLP or any other nationally recognized firm of attorneys, employed by the Municipality, experienced in municipal finance whose legal and tax opinions are generally accepted by purchasers of municipal obligations.

“**Bonds**” means the \$9,040,000 City of Appleton, Wisconsin Sewerage System Revenue Refunding Bonds, Series 2021, which will be issued pursuant to this resolution.

“**Bond Purchase Agreement**” means the purchase agreement signed and presented by the Bond Purchaser to evidence the purchase of the Bonds.

“**Bond Purchaser**” has the meaning given in the recitals to this resolution.

“**Bond Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) the name and address of the owner of each Bond.
- (ii) all transfers of each Bond.

“**Book-Entry System**” means a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality, or in the name of such a depository’s nominee, and the depository and its participants record beneficial ownership and transfers of the Bonds electronically.

“**Code**” means the Internal Revenue Code of 1986, as amended.

“**Continuing Disclosure Agreement**” means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Municipality and delivered on the closing date of the Bonds.

“**Current Expenses**” means the reasonable and necessary cost of operating, maintaining, administering, insuring, and repairing the System as determined in accordance with generally accepted accounting principles and shall include, but not be limited to, salaries, premiums for insurance, wages, cost of materials and supplies, insurance, and audits but shall exclude allowances for depreciation, debt service on obligations of the System, tax equivalents, capital expenditures, and accumulations of reserves.

“**Depository**” means DTC or any successor appointed by the Municipality and acting as securities depository for the Bonds.

“**DTC**” means The Depository Trust Company, New York, New York.

“**Financial Officer**” means the Municipality’s Director of Finance.

“**Fiscal Agent**” means the Municipality’s Director of Finance or any successor fiscal agent appointed by the Municipality to act as authentication agent, paying agent, and registrar for the Bonds pursuant to Section 67.10 (2) of the Wisconsin Statutes.

“**Fiscal Year**” means the twelve-month period beginning on January 1 of each year and ending on December 31 of each year. The Municipality may change the Fiscal Year of the System if the Original Purchasers consent to the change. If the Original Purchasers consent to the change, then the change will not constitute a modification, change, amendment, or alteration of this resolution for purposes of Section 24 of this resolution.

“**Governing Body**” means the Municipality’s Common Council.

“**Gross Revenues**” means the gross revenues of the System from all sources, excluding (i) customer deposits, (ii) collected taxes imposed by other governmental entities, and (iii) earnings on amounts held in the Special Redemption Fund, the Depreciation Fund, and any construction or proceeds fund created under this resolution or under a resolution authorizing the issuance of Parity Bonds.

“**Independent Consultant**” means a recognized engineer or firm of engineers or a recognized certified public accountant or firm of certified public accountants who or which is not an officer or regular employee of the Municipality or the System and who or which is not devoting substantially all of his, her or its time and efforts to the affairs of the System.

“**Minimum Reserve Amount**” means the maximum annual debt service coming due in any future year on the Bonds and Parity Bonds then outstanding.

“**Municipal Officers**” means the Mayor and Clerk of the Municipality. These are the officers required by law to execute revenue obligations on the Municipality’s behalf.

“**Municipality**” means the City of Appleton, Wisconsin.

“**Net Revenues**” means Gross Revenues after deduction of Current Expenses, plus earnings on moneys held in the Special Redemption Fund.

“**Original Issue Date**” means August 11, 2021.

“**Original Purchasers**” means the Bond Purchaser and the initial purchaser of each issue of Parity Bonds (including the Outstanding Bonds), so long as the issue of Parity Bonds remains outstanding.

“**Outstanding Bonds**” has the meaning given in the recitals to this resolution.

“**Parity Bonds**” means all other obligations payable from the revenues of the System (including the Outstanding Bonds) other than the Bonds, but issued on a parity and equality with the Bonds and the Outstanding Bonds pursuant to the restrictive provisions of the applicable sections of the Prior Resolutions and of Section 21 of this resolution.

“**Prior Resolutions**” means the 2018 Resolution and the 2020 Resolution, each as defined in the recitals to this resolution.

“**Project**” has the meaning given in the recitals to this resolution.

“**Purchase Price**” has the meaning given in the recitals to this resolution.

“**Record Date**” means the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date for the Bonds.

“**Recording Officer**” means the Municipality’s Clerk.

[“**Redemption Agent**” means Associated Trust Company, National Association.]

“**Redemption Date**” means August 25, 2021.

“**Refunded Bonds**” means the outstanding principal amount of the Series 2011 Bonds, as defined in the recitals to this resolution..

“**Refunding**” has the meaning given in the recitals to this resolution.

“**Reserve Account**” means the Reserve Account of the Special Redemption Fund.

“**Special Redemption Fund**” means the fund designated as such and described in Section 18 of this resolution.

“**System**” means the sewer utility of the Municipality, which shall include all property of every nature now or hereafter owned by the Municipality for the collection, treatment, storage, metering, transmission, and disposal of domestic, industrial, and public sewage, including all improvements and extensions thereto made by the Municipality while any of the Bonds or Parity Bonds remain outstanding and including all appurtenances, contracts, leases, franchises, and other intangibles.

[“**Term Bonds**” means the Bonds maturing on May 1 in the years 20__ and 20__.]

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* - Form of Bond.
- (ii) *Exhibit B* - Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Bonds.

The Governing Body authorizes the Bonds and orders that they be prepared, executed, and issued. The Bonds will be fully registered, negotiable, sewerage system revenue refunding bonds of the Municipality in the aggregate principal amount of \$9,040,000. The Bonds will be issued pursuant to the Act to pay the costs of the Project, the Refunding, and issuing the Bonds (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Bonds.

The Bonds will be named “City of Appleton, Wisconsin Sewerage System Revenue Refunding Bonds, Series 2021.” The Bonds will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Bond will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Bond will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Bonds will bear interest from the Original Issue Date. Interest on the Bonds will be payable on each May 1 and November 1, beginning on November 1, 2021, until the principal of the Bonds has been paid. Interest on each Bond will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date. The Municipality and the Fiscal Agent may treat the entity or person in whose name any Bond is registered on the Bond Register as the absolute owner of the Bonds for all purposes whatsoever under this resolution. The Bonds will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Bonds.

The following table shows when the Bonds will mature and the rate of interest each maturity will bear:

<u>Principal Maturity Date (May 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Principal Maturity Date (May 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$440,000	.00%	2032	\$345,000	.00%
2023	445,000	.00	2033	355,000	.00
2024	465,000	.00	2034	365,000	.00
2025	475,000	.00	2035	380,000	.00
2026	490,000	.00	2036	390,000	.0
2027	510,000	.00	2037	405,000	.00
2028	525,000	.00	2038	420,000	.00
2029	535,000	.00	2039	430,000	.00
2030	555,000	.00	2040	445,000	.00
2031	605,000	.00	2041	460,000	.00

The principal of, and interest on, the Bonds will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent; Redemption Agent.

The Municipality appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Bonds. Among other things, the Fiscal Agent shall maintain the Bond Register.

[The Municipality appoints the Redemption Agent to act as redemption agent for the Bonds, which includes giving notice of redemption on behalf of the Municipality for the Term Bonds as described in Section 8. The appropriate officers of the District are directed to enter into a redemption agent agreement with the Redemption Agent on behalf of the Municipality. Such agreement may provide for the Municipality to pay the reasonable and customary charges of the Redemption Agent for its services.]

Section 6. Appointment of Depository.

The Municipality appoints DTC to act as securities depository for the Bonds. An authorized representative of the Municipality has previously executed a blanket issuer letter of representations with DTC on the Municipality's behalf, and the Municipality ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Bonds will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Municipality's relationship with DTC is terminated, then the Municipality may appoint another securities depository to maintain the Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the Municipality will do the following:

- (i) At its expense, the Municipality will prepare, authenticate, and deliver to the beneficial owners of the Bonds fully-registered, certificated Bonds in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.
- (ii) The Municipality will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Bonds under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Bonds maturing on and after May 1, 2030 are subject to redemption before their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on May 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption].

[The Term Bonds are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”), the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

<u>Term Bonds Maturing May 1, 20</u>	
Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
_____	_____
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing May 1, 20

<u>Sinking Fund Redemption Date (May 1)</u>	<u>Principal Amount To be Redeemed</u>
20	\$,000
20	,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in accordance with Sections 9 and 10 hereof, and the Municipality will give notice of the redemption in the manner stated in this resolution.]

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Bonds by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Bonds are transferable, only upon the Bond Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amount to the successor securities depository, and the Bonds will be recorded as transferred to the successor securities depository in the Bond Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than

60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Bonds are *not* being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Bond upon its presentation and surrender on or after its maturity or earlier redemption date at the designated office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Bond by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date.

Transfers. Each Bond is transferable, only upon the Bond Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after the Bond has been called for redemption.

Partial Redemptions. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of the Bonds to be redeemed at the respective addresses set forth in the Bond Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

Section 11. Form of Bonds.

The Bonds shall be in substantially the form shown in Exhibit A hereto. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Municipality may cause the approving opinion of bond counsel to be printed or reproduced on the Bonds.

Section 12. Execution of Bonds.

The Bonds shall be signed by the persons who are the Municipal Officers on the date on which the Bonds are signed. The Bonds shall be sealed with the Municipality's corporate seal (or a facsimile thereof), if the Municipality has one, and the Bonds shall also be authenticated by the manual signature of the Fiscal Agent.

The Bonds will be valid and binding even if before they are delivered any person whose signature appears on the Bonds is no longer living or is no longer the person authorized to sign the Bonds. In that event, the Bonds will have the same effect as if the person were living or were still the person authorized to sign the Bonds.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Municipality are directed to sign the Continuing Disclosure Agreement, and the Municipality agrees to comply with all its terms.

Section 14. Payable Only From Special Redemption Fund.

The Bonds and any Parity Bonds, together with interest thereon, will be payable only out of the Special Redemption Fund as provided in the Prior Resolutions and in this resolution. The registered owners of the Bonds and any Parity Bonds will have a valid claim only against the Special Redemption Fund and the revenues pledged to such fund.

Section 15. Pledge.

The Municipality pledges sufficient revenues of the System to the Special Redemption Fund to pay the principal of and interest on the Bonds and any Parity Bonds as provided in this resolution. Such revenues will be used for no purpose other than to pay the principal of and interest on the Bonds and any Parity Bonds on the dates on which such amounts are due. The Bonds and any Parity Bonds, together with the interest thereon, shall not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision and shall not constitute a general obligation of the Municipality or a charge against its general credit or taxing power. The Municipality will not be liable for the payment of the principal of and interest on the Bonds, except as provided in this resolution.

Section 16. Equality of Lien.

All Bonds and any Parity Bonds, regardless of issue dates, maturity dates, or series designations, will be secured equally by the pledge of the Net Revenues of the System and all amounts in the Special Redemption Fund.

Section 17. Parity Bonds.

Except as permitted by Section 21(a) of this resolution, the Municipality will issue no bonds or other obligations payable from the revenues of the System, or enjoying a lien on the revenues or property of the System, that have a priority over the Outstanding Bonds and the Bonds with respect to their payment or security. The Municipality may issue Parity Bonds on the terms and conditions set forth in the applicable section of each Prior Resolution and Section 21 of this resolution.

Section 18. Funds and Accounts.

(a) Funds and Accounts.

The Municipality affirms and continues or creates, as applicable, the following funds and accounts of the System, some of which were originally created under the 2005 Resolution (collectively, the “**Funds and Accounts**”), to provide for the collection, distribution, and use of the Gross Revenues and the proceeds of the Bonds:

- (1) Sewerage System Revenue Fund (the “**Revenue Fund**”), into which the entire Gross Revenues shall be deposited as received.
- (2) Sewerage System Operation and Maintenance Fund (the “**Operation and Maintenance Fund**”), which shall be used to hold amounts expected to be used for the payment of the reasonable and necessary expenses of operating and maintaining the System, including salaries, wages, materials, supplies, and insurance, and for the purposes described in Section 19(c)(1) of this resolution.
- (3) Sewerage System Special Redemption Fund, which will be divided into the following three accounts: (i) the “**Interest and Principal Account**”, (ii) the “**Earnings Account**”, and (iii) the “**Reserve Account.**” Amounts held in the Interest and Principal Account and the Earnings Account will be used only to pay interest on and principal of the Bonds and Parity Bonds as provided in this resolution. Amounts held in the Reserve Account will be used to pay principal of or interest on the Bonds or any Parity Bonds at any time when amounts in the Interest and Principal Account and the Earnings Account are insufficient to make those payments. Notwithstanding the foregoing, to effect the Refunding, an additional account shall be created within the Special Redemption Fund with the name “**2021 Escrow Account**”. Funds held in the 2021 Escrow Account shall be used to pay the redemption price of the Refunded Bonds on the Redemption Date. Any balance remaining in the 2021 Escrow

Account after the Redemption Date shall be transferred to the Earnings Account.

- (4) Sewerage System Depreciation Fund (the “**Depreciation Fund**”), which will be used to hold amounts expected to be used to pay for repairs, replacements, extensions, or additions to the System, provided that amounts in the Depreciation Fund can be used for any such purpose only if such amounts are not needed to make up any deficiency in the Interest and Principal Account or the Reserve Account.
- (5) Sewerage System Surplus Fund (the “**Surplus Fund**”), amounts in which will be used for the purposes described in Section 19(c)(4) of this resolution.
- (6) 2021 Sewerage System Construction Fund (the “**2021 Construction Fund**”), amounts in which will be used to pay (i) the costs of issuing of the Bonds (including fees for any bond insurance policies securing the Bonds) and the costs of the Project, or (ii) interest on the Bonds at any time when there shall be insufficient money in the Special Redemption Fund for that purpose. Any balance remaining in the 2021 Construction Fund after completion of the Project shall be transferred to the Earnings Account.

(b) **Limitation on the Use of Amounts in the Funds and Accounts.**

Amounts held in the Funds and Accounts shall be used only for the purposes described in this resolution.

(c) **Requirement to Maintain the Special Redemption Fund as a Separate Fund.**

The Special Redemption Fund shall be maintained as a separate fund in the treasury of the Municipality. The other Funds and Accounts may be combined in a single investment or bank account.

(d) **Investment of Amounts held in Funds and Accounts.**

Amounts in the Funds and Accounts may be invested in any manner permitted by the laws of Wisconsin, subject to the following limitations:

- (1) The investments in each Fund or Account shall be sold whenever necessary to provide funds for the purposes for which the Fund or Account was created.
- (2) In particular, amounts in the Reserve Account shall be invested so that sufficient funds will be available on each interest payment date for the Bonds and any Parity Bonds to make the required interest and principal

payments in the event amounts in the Interest and Principal Account and the Earnings Account are insufficient to make the payments.

- (3) No investment may be purchased or retained if the purchase of the investment or its retention would cause any Bond to be an “arbitrage bond” (within the meaning of Section 148 of the Code or the Treasury Regulations promulgated thereunder).
- (4) All investments held in the Funds and Accounts shall be secured to the fullest extent required by the laws of Wisconsin.
- (e) **Required Transfers of Earnings on Certain Funds and Accounts.**

All income from the investment of amounts in the Special Redemption Fund shall be transferred to the Earnings Account. All income from the investment of amounts in the 2021 Construction Fund shall be retained in the 2021 Construction Fund. All income from the investment of amounts in the Depreciation Fund shall be retained in the Depreciation Fund. All income from the investment of amounts in all other Funds and Accounts shall be deposited in the Revenue Fund and regarded as revenues of the System.

(f) **Rebate Matters.**

To comply with the rebate requirements of Section 148(f) of the Code and the related Treasury Regulations:

- (1) The Municipality shall cause a determination to be made, by engaging Bond Counsel or another qualified rebate determination provider, of the amount, if any, of rebate required to be paid with respect to the Bonds to the United States Treasury at least every five years (as of the anniversary date of the issuance of the Bonds) and upon the retirement of the last Bond. The Municipality may pay reasonable compensation to the rebate determination provider for the performance of such services.
- (2) The Municipality shall make required rebate payments to the United States Treasury with respect to the Bonds at such times and in such amounts and manner as are required by the Code and the related Treasury Regulations.
- (3) The Municipality shall keep records of the rebate determinations prepared and rebate payments made until three years after the April 15th following the retirement of the last Bond.

Section 19. Application of Revenues.

(a) **Deposits to Revenue Fund and Transfers From Revenue Fund.**

Until all Bonds and Parity Bonds, if any, have been retired, or until there is on deposit in the Special Redemption Fund an amount sufficient to provide for the payment of the principal of all outstanding Bonds and Parity Bonds, if any, together with the interest thereon to

maturity, the Gross Revenues shall, to the extent permitted by law, be deposited as collected in the Revenue Fund and shall be transferred from the Revenue Fund and deposited in the Operation and Maintenance Fund, the Special Redemption Fund, the Depreciation Fund and the Surplus Fund in the following order:

- (1) A sum sufficient of the money in the Revenue Fund for the purposes of the Operation and Maintenance Fund shall be deposited in the Operation and Maintenance Fund.
- (2) A sum sufficient of the money in the Revenue Fund for the purposes of the Special Redemption Fund shall be deposited in the Special Redemption Fund.
- (3) A sum sufficient of the money in the Revenue Fund for the purposes of the Depreciation Fund shall be deposited in the Depreciation Fund.
- (4) The remainder of the money in the Revenue Fund shall be deposited in the Surplus Fund.

Transfers from the Revenue Fund to the Operation and Maintenance Fund, the Special Redemption Fund, the Depreciation Fund, and the Surplus Fund shall be made in the order indicated above, at such times as are necessary to carry out the purposes of the respective funds.

(b) **Transfers to the Special Redemption Fund.**

The Governing Body intends that the amount of money deposited in the Special Redemption Fund from all sources will be sufficient to (i) pay the interest on the Bonds and any Parity Bonds as the same becomes due, (ii) retire the principal amounts of the Bonds and any Parity Bonds at maturity, and (iii) provide for any required monthly deposits to the Reserve Account.

(c) **Transfers Among Certain Funds and Accounts; Uses of Amounts in Funds and Accounts.**

Amounts deposited in the following Funds and Accounts shall be held, used or transferred as follows:

- (1) *Operation and Maintenance Fund.* Amounts deposited in the Operation and Maintenance Fund shall be used for the purposes described in Section 18(a)(2) of this resolution, unless the balance in the Operation and Maintenance Fund exceeds the estimated operating and maintenance expenses of the System for the next succeeding sixty days, in which case the excess amount shall (i) be transferred to the Special Redemption Fund to remedy any deficiency in the Special Redemption Fund or, (ii) if or to the extent that no such deficiency exists, then the remaining excess amount shall be transferred to the Surplus Fund.

- (2) *Interest and Principal Account and Earnings Account.* Amounts deposited in the Special Redemption Fund shall first be used to deposit each month into the Interest and Principal Account an amount equal to one-sixth (1/6) of the next installment of interest due on the Bonds and Parity Bonds then outstanding, plus an amount equal to one-twelfth (1/12) of the next installment of principal of the Bonds and Parity Bonds coming due, until the full amount of such installments is on deposit in the Interest and Principal Account. The deposits shall be made first from the Earnings Account until it is depleted, and all moneys in the Earnings Account will be deemed to have been used first in payment of interest on the Bonds and Parity Bonds. Any funds remaining in the Earnings Account after each such transfer shall first be transferred to the Interest and Principal Account until there is on hand in the Interest and Principal Account an amount equal to the full amount of interest and principal coming due on the Bonds and any Parity Bonds then outstanding during the 12 months following the date of such transfer and after that either (i) be used to retire the Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders of the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date or (ii) be invested so as to restrict the yield thereon to avoid the Bonds or Parity Bonds being classified as “arbitrage bonds” within the meaning of Section 148 of the Code or any Treasury Regulations promulgated thereunder. Notwithstanding the foregoing, unless the Municipality is provided with an opinion of Bond Counsel that the action specified below will not adversely affect the exclusion of interest on the Bonds or the applicable issue of Parity Bonds from gross income for federal income tax purposes (i) moneys in the Earnings Account that are allocable to “proceeds” (within the meaning of Treas. Reg. § 1.148-1(b)) of the Bonds or any issue of Parity Bonds may only be deposited in the Interest and Principal Account if such moneys will be used to pay interest on or principal of the issue to which such proceeds are allocable, and (ii) no moneys that are allocable to proceeds of the Bonds or any issue of Parity Bonds may be used to pay interest on or principal of obligations that are not part of the issue to which the proceeds are allocable.
- (3) *Reserve Account.* The next available amounts in the Special Redemption Fund shall be used to make monthly transfers to the Reserve Account until there is on hand in the Reserve Account an amount equal to the Minimum Reserve Amount. Amounts in the Reserve Account shall be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds whenever the Interest and Principal Account and the Earnings Account are insufficient for that purpose. Any amounts in the Reserve Account in excess of the Minimum Reserve Amount shall be transferred to the Earnings Account. For the purpose of computing the Minimum Reserve Amount, all investments in the Reserve Account shall be valued

semiannually, on each interest payment date, at then current market value. In the event that amounts are withdrawn from the Reserve Account or amounts on deposit in the Reserve Account on any valuation date are less than the Minimum Reserve Amount, the Municipality, from revenues of the System, shall restore any amounts so withdrawn or any shortfall so that 12 months following such withdrawal or shortfall the amount on deposit in the Reserve Account equals the Minimum Reserve Amount. If, 12 months following any withdrawal from the Reserve Account, the amount on deposit in the Reserve Account is less than the Minimum Reserve Amount, then the Financial Officer shall certify to the Governing Body the amount necessary to restore the Reserve Account to the Minimum Reserve Amount. Recognizing its moral obligation to do so, the Governing Body expresses its expectation and aspiration that, if presented with such a certification, it will make an appropriation of funds sufficient to restore the Reserve Account to the Minimum Reserve Amount. The Governing Body determines that the System and any appropriation of funds pursuant to this moral obligation pledge serves a public purpose by safeguarding the health and welfare of its citizens.

- (4) *Surplus Fund.* Amounts in the Surplus Fund shall first be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds when the Special Redemption Fund is insufficient for that purpose, and thereafter to remedy any deficiency in any of the Funds or Accounts, or if at the close of any Fiscal Year there is no such deficiency, then such amounts may be disbursed as follows:
- (i) to retire Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders at the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date; or
 - (ii) to rebate payments made by customers of the System pursuant to any plan adopted by the Governing Body of the Municipality; or
 - (iii) to the general fund of the Municipality.

All transfers and deposits within any Fund or Account or to any other Fund or Account required or permitted by this section shall be made at such times as are necessary to carry out the purposes of the applicable Fund or Account.

Section 20. Agreements and Covenants Regarding the Operation of the System.

The Municipality agrees and covenants with each and every registered owner of the Bonds and Parity Bonds as follows:

- (a) The reasonable cost and value of any service rendered to the Municipality by the System by furnishing utility services, including, but not limited to, fire, police, safety, and health protection, will, to the extent permitted by law, be charged against the Municipality and be paid by it monthly as the service accrues out of the current revenues of the Municipality collected or in process of collection, but not from Gross Revenues, and, if necessary, out of the tax levy of the Municipality made by it to raise money to meet its necessary current expenses.
- (b) The Municipality will faithfully and punctually perform all duties concerning the System required by the constitution and statutes of the State of Wisconsin, including the making and collecting of reasonable, lawful, and sufficient rates for services rendered by the System and the segregation and application of the revenues of the System as provided in this resolution.
- (c) The Municipality will not sell, lease, or in any manner dispose of all or any part of the System, or any additions or extensions that may be made to the System, until all Bonds and Parity Bonds have been paid in full, both principal and interest, or until provision has been made for the payment in full of all Bonds and Parity Bonds, both principal and interest, unless the property to be sold, leased or otherwise disposed of has been found by the Governing Body not to be necessary or useful in the operation of the System. The proceeds received from any sale, lease, or disposal of any such property of the System shall be paid into (i) the Earnings Account of the Special Redemption Fund, if the property sold was acquired or improved with proceeds of the Bonds or any Parity Bonds that are tax-exempt obligations, or (ii) the Revenue Fund, in all other cases but shall not be permitted to reduce the amount otherwise required to be paid into said funds.
- (d) The Municipality will: (i) operate and maintain the System in good condition; (ii) charge and collect such lawfully established rates and charges for the service rendered by the System so that the Gross Revenues of the System will be sufficient to make the payments into the Funds and Accounts created or continued by this resolution and provide for Net Revenues at least equal to 1.20 times the highest combined annual interest and principal requirements on all Bonds and Parity Bonds then outstanding; and (iii) promptly take such actions as are necessary to adopt and enforce increased rates whenever such increase shall be necessary to fulfill any covenant of this resolution.
- (e) The Municipality will keep proper books and accounts relating to the System separate from all other records of the Municipality and will cause such books and accounts to be audited annually by a recognized independent firm of certified public accountants and will make available to the owners of any of the Bonds or Parity Bonds the latest balance sheet

and the profit and loss statement of the System as certified by such accountants. The registered owners of any Bonds or Parity Bonds will have the right to inspect the System and the records, accounts and data of the Municipality relating to the System at all reasonable times. Each audit of the books and accounts of the System, in addition to whatever matters may be thought proper by the accountants to be included therein, shall include the following: (i) a statement in detail of the revenues and expenditures of the System for the Fiscal Year; (ii) a statement of the Net Revenues as herein defined for the Fiscal Year; (iii) a balance sheet as of the end of the Fiscal Year; (iv) the accountants' comment regarding the manner in which the Municipality has carried out the requirements of this resolution and the accountants' recommendation for any changes or improvements in the operation of the System; (v) a list of the insurance policies in force at the end of the Fiscal Year setting out as to each policy the amount of the policy, the risks covered, the name of the insurer and the expiration date of the policy; and (vi) the number and types of connections at the end of the Fiscal Year.

- (f) The Municipality will carry, for the benefit of the registered owners of the Bonds and Parity Bonds, insurance of a kind and in such amounts as would usually be carried by private companies or other public bodies engaged in operating a similar utility system. All amounts received for losses under any of such insurance policies, except public liability, shall be used in repairing the damage or in replacing the property destroyed, unless the Governing Body finds that it is not advisable to repair such damage or replace such property and that the operation of the System will not be impaired if such property is not repaired or such property is not replaced, in which case such amounts shall be deposited in the Earnings Account, provided that any amounts deposited in the Earnings Account shall not reduce the amounts otherwise required to be paid into the Special Redemption Fund.
- (g) The Municipality will grant no franchise for the operation of another System (or any part thereof) within the geographic limits of the Municipality, unless the denial of such franchise would be in violation of any law.
- (h) The Municipality will by resolution of its Governing Body require all buildings in the Municipality used for human habitation and located adjacent to service from the System, or located in a block through which service from the System extends, to be connected with service from the System.
- (i) The Municipality will not enter into any contract with any person or persons which would cause any Outstanding Bonds, that were issued with the intent that interest on the issue would be excluded from gross income for federal income tax purposes, or Bonds to become "private activity

bonds,” within the meaning of Section 141(a) of the Code or any Treasury Regulations promulgated thereunder.

- (j) The Municipality will comply with all requirements of the Code that shall be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes, including, but not limited to, the rebate requirements set forth in the Code and the Treasury Regulations. The Municipality will comply with the provisions of the Tax Certificate delivered in connection with the issuance of the Bonds relating to these requirements.

Section 21. Additional Bonds.

The Municipality will issue no notes, bonds, or any other obligations of any kind or nature payable from or enjoying a lien on the Gross Revenues, the Special Redemption Fund or properties of the System on a parity with or having a priority over the Outstanding Bonds or the Bonds, except as provided in this Section:

- (a) Notes (including bond anticipation notes) or bonds may be issued having a priority over the Bonds and Parity Bonds if either (i) such notes or bonds are issued, wholly or in part, for the purpose of paying, and will provide an amount sufficient, together with the earnings thereon and all other funds legally available therefor to pay, the entire principal of and all interest on the Bonds and Parity Bonds to their maturity or early redemption; or (ii) immediately upon the issuance of such notes or bonds, the Municipality has discharged all Bonds and Parity Bonds in the manner provided in Section 23 of this resolution.
- (b) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if such notes or bonds are issued for the purpose of refunding any of the Bonds or Parity Bonds which either (i) have matured or (ii) will mature not later than 90 days after the date of delivery of such refunding notes or bonds if there is insufficient amounts in the Special Redemption Fund to provide for the required payments.
- (c) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if all of the following conditions have been satisfied:
 - (1) Either (A) the Net Revenues of the System for the last completed Fiscal Year were at least 1.20 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Bond Year in which there will be a principal maturity on such outstanding bonds or notes; provided, however, that if, prior to the authorization of such

additional bonds or notes, the Municipality has adopted and put into effect a revised schedule of rates, then the Net Revenues of the System for the last completed Fiscal Year which would, in the written opinion of an Independent Consultant employed for that purpose, have resulted from such rates had they been in effect for such period, may be used in lieu of the actual net income for the last completed Fiscal Year; or (B) the need for such financing is evidenced by a certificate or certificates of an Independent Consultant with recognized expertise in utility ratemaking before the Public Service Commission of Wisconsin employed for that purpose, giving a detailed description of the proposed projects to be financed, an estimate of the cost of the proposed projects including proposed capitalized interest, if any, and an estimate of the time of completion of the proposed projects, and showing the feasibility of such financing with reference to projected Net Revenues based on rates and charges projected to be in effect upon completion of such projects; provided, that such feasibility shall not be deemed shown unless the projected Net Revenues for each of the two full Fiscal Years next succeeding the estimated date of completion of such projects shall be equal to at least equal to 1.20 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Fiscal Year in which there shall be a principal maturity on such outstanding bonds or notes. For purposes of this subsection, actual Net Revenues for any Fiscal Year will be the Net Revenues shown in the audit of the System's books and accounts for the Fiscal Year required by Section 20(e) of this resolution.

- (2) The payments required to be made into the Funds and Accounts created or continued pursuant to Section 18 of this resolution shall be current.
- (3) There shall be on hand in the Reserve Account, immediately upon the issuance of such additional bonds or notes, an amount not less than the Minimum Reserve Amount.
- (4) The additional bonds or notes shall be payable as to principal on May 1 of each year and as to interest on May 1 and November 1 of each year.
- (5) The proceeds of the additional bonds or notes shall be used solely to refund Bonds or Parity Bonds, or to provide for purchasing, acquiring, leasing, constructing, extending, adding to, improving, conducting, controlling, operating, or managing the System.

In the case of bond anticipation notes, the provisions of the Act shall govern with respect to all matters relating to the lien and sources of payment of such notes.

Section 22. Resolution a Contract; Remedies of Bondholders.

The provisions of this resolution constitute a contract between the Municipality and the registered owners of the Bonds. After the issuance of the Bonds no change or alteration in the provisions of this resolution may be made, except as provided in Section 24 of this resolution and in the definition of “Fiscal Year” in Section 1 of this resolution, until all Bonds have been paid in full as to both principal and interest.

The registered owners of any of the Bonds will have the right, in addition to all other rights, by mandamus or other suit or action in any court of competent jurisdiction, to enforce their rights against the Municipality, the Governing Body, and any and all officers and agents thereof, including, but not limited to, the right to require the Municipality, the Governing Body, and any other authorized body to fix and collect rates and charges fully adequate to carry out all provisions and agreements contained in this resolution, and the right to have a receiver appointed for the System in the event of a default in the payment of principal of or interest on the Bonds.

Section 23. Discharge and Satisfaction of Bonds and Covenants.

The agreements, covenants, liens and pledges entered into, created, or imposed pursuant to this resolution may be fully discharged and satisfied with respect to any or all of the Bonds in any one or more of the following ways:

- (a) By paying the Bonds when they become due and payable, or upon their prior redemption in the manner provided in this resolution;
- (b) By depositing with the appropriate fiscal agent(s) for the Bonds funds in the amount necessary, without consideration of any reinvestment thereof, to pay the principal of and interest on the Bonds until their maturity or earlier redemption; provided that if the Bonds are to be redeemed prior to their stated maturities, then (i) the Bonds shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; or
- (c) By depositing with a trustee or an escrow agent, in trust for such purpose, on or before the date of maturity or redemption, money or direct obligations of, or obligations the principal of and interest on which are fully guaranteed by the United States of America, in such amount as, together with the income or increment to accrue thereon without consideration of any reinvestment thereof, will be fully sufficient to pay or redeem (when redeemable) the Bonds at or before their respective maturity dates; *provided, that* if a Bond is to be redeemed prior to its stated maturity date, then (i) the Bond shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; *provided, further,* that any such deposit can only be made

if the deposit will not adversely affect the exclusion of interest on the Bonds from gross income of the owners thereof for federal income tax purposes.

Upon a payment or a deposit of money or investments in the amount and manner required by this section, all liability of the Municipality with respect to the relevant Bonds will cease, determine, and be completely discharged, and the registered owners of any Bonds that are not then retired will be entitled only to payment out of the money and investments deposited as required by this section.

Section 24. Amendment of Resolution.

Amendment Without the Consent of the Owners. This resolution may be amended from time to time without the consent of the registered owners of the Bonds to make any change that does not adversely affect the registered owners of the Bonds, including, without limitation, to cure any ambiguities, inconsistencies, or typographical errors that may be contained in this resolution.

Amendment With the Consent of the Owners. This resolution may also be amended from time to time with the written consent of the registered owners of not less than two-thirds in outstanding principal amount of the Bonds and any Parity Bonds (not including any Bonds or Parity Bonds that are held or owned by or for the account of the Municipality) if such amendment affects the owners of any Parity Bonds; however this resolution may be amended only with the unanimous written consent of:

- (a) The registered owners of the Bonds (not including any Bonds that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Bond; to modify the terms of payment of principal of or interest on any Bond; or to impose any conditions with respect to payment of principal of or interest on any Bond;
 - (ii) To materially affect the rights of the owners of less than all Bonds then outstanding; or
 - (iii) To reduce the required outstanding principal amount of the Bonds for which consent shall be given to effect any future amendments to this resolution; and
- (b) The registered owners of any series of Parity Bonds (not including any Parity Bonds of the series that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Parity Bond of the series; to modify the terms of payment of principal of or interest on any Parity Bond of the series; or to

impose any conditions with respect to payment of principal of or interest on any Parity Bond of the series;

- (ii) To materially affect the rights of the owners of less than all Parity Bonds of the series then outstanding; or
- (iii) To reduce the required outstanding principal amount of Parity Bonds of the series for which consent shall be given to effect any future amendments to this resolution.

Notice. If the Municipality proposes to amend this resolution under any provision of this section, then the Municipality shall cause notice of the proposed amendment (the “**Amendment Notice**”) and, if consent is required, a form of consent to the proposed amendment (the “**Consent**”) to be (i) sent by certified mail to all registered owners of the Bonds and, if appropriate, any Parity Bonds, and (ii) filed with the Bond Purchaser. The Amendment Notice shall briefly describe the nature of the proposed amendment and shall state that a copy of the proposed amendment is on file for public inspection in the office of the Recording Officer. The Consent shall refer to the proposed amendment, specifically evidence consent to and approval of the proposed amendment, and be dated by the owner of the Bonds and, if appropriate, any Parity Bonds, upon execution of the Consent. The Amendment Notice and Consent may be one instrument.

If, on any date prior to one year after the date of the sending of the Amendment Notice and Consent, the Recording Officer receives Consents executed by the owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, then the Governing Body may adopt a resolution effecting the proposed amendment and, upon the adoption of the resolution effecting the proposed amendment, the proposed amendment will become effective and binding upon the registered owners of all of the Bonds and any Parity Bonds issued after the Bonds.

Any Consent given by the registered owner of a Bond or Parity Bond pursuant to the provisions of this section will be irrevocable for a period of six months from the date of the Consent and will be conclusive and binding upon all future registered owners of the same Bonds or Parity Bonds during the six-month period. A Consent may be revoked on any date after the six-month period by the registered owner who gave the Consent or by a successor in title by filing notice of such revocation with the Recording Officer; provided that a revocation will not be effective if the Recording Officer has already received Consents from registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, evidencing their consent to and approval of the proposed amendment that was the subject of the Consent.

Section 25. Sale of Bonds.

The Municipality awards the sale of the Bonds to the Bond Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Bonds. The Municipality approves and accepts the Bond Purchase Agreement. The Municipal Officers are directed (i) to sign the Bond Purchase Agreement in the Municipality’s

name and (ii) to take any additional actions needed to complete the sale of the Bonds, including arranging for a specific date, time, and location of closing of the sale.

The Municipal Officers are directed to sign the Bonds and to deliver the Bonds to the Bond Purchaser through the facilities of DTC in accordance with the Bond Purchase Agreement and this resolution. The Bonds may be delivered to the Bond Purchaser upon payment by the Bond Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Bond Purchaser, the delivery of the Bonds is conditioned upon the Municipality furnishing the following items to the Bond Purchaser:

- (i) The Bonds, together with the written, unqualified approving opinion of Bond Counsel, evidencing the legality of the Bonds and that interest on the Bonds will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Bonds.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Bonds or the right of the Municipality to issue them at the time of their delivery.

Section 26. Redemption of Refunded Bonds.

Subject to the delivery of the Bonds and the receipt of the Purchase Price for the Bonds from the Bond Purchaser, the Municipality irrevocably directs that the principal amount of the Refunded Bonds be redeemed and paid in full in advance of their stated maturity dates on the Redemption Date. The appropriate officers of the Municipality are directed to instruct the fiscal agent for the Refunded Bonds to take all actions required to call the Refunded Bonds for redemption on the Redemption Date, including giving notice in the manner that the governing documents for the Refunded Bonds require. The Municipality ratifies and approves any action that has been taken in connection with the redemption of the Refunded Bonds prior to the Original Issue Date, including giving notice as described above.

Section 27. Disposition of Bond Proceeds; Transfers.

- (a) The proceeds from the sale of the Bonds shall be disbursed as follows:
 - (i) Any accrued interest shall be deposited into the Interest and Principal Account of the Special Redemption Fund.
 - (ii) \$_____ of the sale proceeds of the Bonds shall be deposited in the Reserve Account of the Special Redemption Fund.
 - (iii) \$_____ of the sale proceeds of the Bonds shall be deposited in the 2021 Escrow Account of the Special Redemption Fund for

the purpose of the paying the Refunded Bonds as described in Section 18(a)(3).

(iv) The remaining proceeds from the sale of the Bonds shall be deposited into the 2021 Construction Fund and used as described in Section 18(a)(6).

(b) Amounts in the existing Funds and Accounts shall be transferred on the Original Issue Date as follows (or in such other amounts as may be specified by the Municipality's Director of Finance):

(i) The sum of \$_____ currently held in or credited to the Principal and Interest Account to provide for the upcoming debt service payments due on the Refunded Bonds shall be transferred to the 2021 Escrow Account.

Section 28. Official Statement.

The Municipality ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Bonds, and the Municipality authorizes and directs the final version of such document (the "**Official Statement**") to be prepared and distributed prior to the issuance of the Bonds; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Bond Purchaser and, if the Bond Purchaser requests, execute one or more copies on behalf of the Municipality. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 29. Publication of Notice.

The Recording Officer is directed to publish notice that the Municipality has agreed to sell the Bonds. The notice shall be published promptly after the execution of the Bond Purchase Agreement in the Municipality's official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes. The notice shall be in substantially the form shown in Exhibit B hereto. The Recording Officer shall obtain proof, in affidavit form, of the publication and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 30. Authorization of Officers.

The appropriate officers of the Municipality are directed to prepare and furnish the following items to the Bond Purchaser and the attorneys approving the legality of the Bonds:

- (i) Certified copies of proceedings and records of the Municipality relating to the Bonds and to the financial condition and affairs of the Municipality.
- (ii) Other affidavits, certificates, and information as may be required to show the facts about the legality of the Bonds as such facts appear on the books

and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose are representations of the Municipality as to the facts they present.

Section 31. Tax Law Covenants.

The Municipality covenants that it will comply with all requirements of the Code, and the Treasury Regulations promulgated thereunder, that shall be satisfied so that interest on the Bonds will be excluded from gross income for federal income tax purposes.

Section 32. Further Authorization.

The Municipality authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 33. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded, except that this section shall not be interpreted as rescinding any part of the Prior Resolutions.

Section 34. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 35. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July __, 2021

Mayor

Clerk

EXHIBIT A
FORM OF BOND

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

UNITED STATES OF AMERICA
STATE OF WISCONSIN
CITY OF APPLETON

No. R- _____ Registered
\$ _____

SEWERAGE SYSTEM REVENUE REFUNDING BOND, SERIES 2021

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Original Issue Date</u>	<u>CUSIP</u>
_____%	May 1, 20__	August 11, 2021	038132 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Municipality**”) hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner, only from the income and revenues hereinafter specified, on the Maturity Date, and interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is payable on each May 1 and November 1, beginning on November 1, 2021, until the Principal Amount has been paid. Interest is computed on the basis of a 360-day year of twelve 30-day months.

This Bond is one of a duly authorized issue of revenue bonds (the “**Bonds**”) of the Municipality of an aggregate principal amount of \$9,040,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Municipality pursuant to Article XI, Section 3 of the Wisconsin Constitution and Section 66.0621 of the Wisconsin Statutes, and acts supplementary thereto.

This Bond, together with interest hereon, is payable in lawful money of the United States of America, together with the Municipality’s outstanding (i) \$5,245,000 Sewerage System Revenue Refunding Bonds, Series 2018, dated October 9, 2018, and (ii) \$10,850,000

Sewerage System Revenue Refunding Bonds, Series 2020, dated August 6, 2020 (collectively, the “**Outstanding Bonds**”), only from the income and revenues to be derived from the operation of the Municipality’s sewer utility (the “**System**”) and set aside in the “Sewerage System Special Redemption Fund,” which was created by a resolution adopted by the governing body of the Municipality on September 21, 2005, and affirmed and continued by subsequent resolutions, including a resolution adopted by the governing body of the Municipality on July 21, 2021 (the “**2021 Resolution**”). The 2021 Resolution is entitled “A Resolution Authorizing and Providing for the Sale and Issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021 and All Related Details”. Reference is hereby made to the 2021 Resolution for a more complete statement of the revenues from which and conditions under which this Bond is payable, the provisions pursuant to which this Bond has been issued, and the conditions under which bonds may hereafter be issued on a parity with this Bond. The Bonds rank on a parity with the Outstanding Bonds. This Bond does not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision.

This Bond is a valid claim of the registered owner hereof only against the Sewerage System Special Redemption Fund and the revenues of the System pledged to the Sewerage System Special Redemption Fund. Sufficient revenues of the System have been pledged to the Sewerage System Special Redemption Fund and will be used for no other purpose than to pay the principal of and interest on the Bonds and all other obligations payable from the revenues of the System (including the Outstanding Bonds) that are issued on a parity and equality with the Bonds and the Outstanding Bonds, as the same becomes due.

On the date of their initial delivery, the Bonds will be maintained in a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Bonds electronically (a “**Book-Entry System**”). So long as the Bonds are maintained in a Book-Entry System, the principal of, and interest on, this Bond will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Municipality or any successor fiscal agent appointed by the Municipality (hereinafter, the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Bonds.

If on any date the Bonds are *not* being maintained in a Book-Entry System, then (i) the principal of this Bond will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or prior redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Bond will be paid by the Fiscal Agent, on each interest payment date, by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name this Bond is registered in the register (the “**Register**”) maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Municipality and the Fiscal Agent may treat the entity or person in whose name this Bond is registered on the Register as the absolute owner of this Bond for all purposes.

The Bonds maturing on or after May 1, 2030 are subject to redemption prior to their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on May 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples as described below, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption.

[The Bonds maturing on May 1 in the years 20__ and 20__ (the “**Term Bonds**”) are also subject to mandatory partial redemptions prior to their stated maturity dates, by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”) the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing May 1, 20

Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing May 1, 20

Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
20	\$,000
204	,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount so redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in the manner described below, and the Municipality will give notice of the redemption in the manner described below.]

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Bonds are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amounts to the successor securities depository and the Bonds will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Bond is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of any Bonds to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

The Municipality certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Bond and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; and that a sufficient amount of the income and revenue to be received by the Municipality from the operation of the System has been pledged to and will be set aside into a special fund for the payment of the principal of, and interest on, this Bond.

IN WITNESS WHEREOF, the Municipality, by its governing body, has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk, and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

[SEAL]

And: _____
Clerk

CERTIFICATE OF AUTHENTICATION:

Dated: August ____, 2021

This Bond is one of the Bonds described in the within-mentioned Resolution.

Director of Finance, as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Bond and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

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

Note: The signature to this assignment must correspond with the name as written on the face of the within Bond in every particular, without alteration or enlargement or change whatsoever. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of such person's authority to act must accompany this Bond.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO
SEWERAGE SYSTEM REVENUE BOND SALE

On July 21, 2021, pursuant to Section 66.0621 of the Wisconsin Statutes, a resolution was offered, read, approved and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell sewerage system revenue refunding bonds in the principal amount of \$9,040,000. It is anticipated that the closing of this bond financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said bonds is on file and may be examined in the office of the City Clerk at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July __, 2021

/s/ Kami Lynch

City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch certify that I am the duly qualified Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

A Resolution Authorizing and Providing for the Sale and Issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021, and All Related Details

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at _____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Municipality. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July ____, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

June 28, 2021

Paula VandeHey, Director
City Of Appleton – Department of Public Works
100 N. Appleton Street
Appleton, WI 54911

Dear Ms. VandeHey,

At the request of Willems Marketing, Mile of Music and the downtown businesses; Appleton Downtown Inc.; along with Creative Downtown Appleton Inc. would like to host a Sidewalk Sale again this year, during Mile 8, on Saturday, August 7 from 10 a.m. to 6 p.m. The Sidewalk Sale would occur alongside the Downtown Appleton Farm Market.

We are requesting a Sidewalk Occupancy Permit to cover the amenity strip from the 600 W. College Avenue through 300 E. College Avenue.

Stores will set up in the amenity strip beginning at 10 a.m. and will remove goods and supplies shortly after 6 p.m. We will not require any street closures for the Sidewalk Sale.

Thank you for your consideration.

Sincerely,

A handwritten signature in black ink that reads "Meghan Warner". The signature is written in a cursive, flowing style.

Meghan Warner
Event Coordinator
Appleton Downtown Inc.



"...meeting community needs...enhancing quality of life."

MEMO

TO: Municipal Services Committee

FROM: Paula Vandehey, Director of Public Works
Nathan Loper, Deputy Director Operations

DATE: June 17, 2021

SUBJECT: **Additional information pertaining to proposed changes to DPW operations, along with proposed MODIFIED plan.**

Following is additional information as requested by the members of the Municipal Services and Utilities Committees regarding the Department of Public Works proposed changes to operations, along with a proposed MODIFIED plan:

1. Under the proposed plan, will there be a designated week once a month residents will get brush collection?

Yes, there would be a designated week each month May through November, plus 4 weeks in April.

2. Could a second brush collection be scheduled for October or November like April has?

Only if we don't collect overflow since this is the same truck and crew picking both items.

3. If we don't do the monthly yardwaste collection as proposed between the spring and fall collections, what would this staff be assigned to do?

They would be picking bulky items if not picking brush. See Modified Plan at end of memo.

4. What if we find that monthly yard waste pickup volumes wane substantially during the late summer? Would/could we reduce that offering and if so, what impact might that have on staff, equipment and any additional costs or savings?

Our determination is this collection will be fairly consistent all season, which is what other communities have experienced. This allows customers to do their trimming and yard work on their own schedule. If the volume turns out to be really low, we could pull the crew off towards the end of the week and assign them to other tasks.

5. What are the impacts if we do not change our method of leaf collection?

Our Stormwater Management Permit through the Wisconsin Department of Natural Resources (WisDNR) requires that we develop a plan to reduce our phosphorus load to ultimately meet our Total Maximum Daily Load Target per drainage area or “reachshed.” Each reachshed has a different target as established by WisDNR (see attached Exhibits 1 & 2). One method to help us work towards meeting our target goal is to collect leaves from the terrace instead of placing them in the street. If we continue to collect our leaves as we are, then we will need to find additional ways to work towards meeting our target goal.

Because phosphorus causes excessive algae growth which can destroy other life forms found in our waterways, we should do everything we can as a community to help keep our waterways clean and healthy.

6. For leaf pickup, do we incur any additional costs anywhere for not being in compliance with the DNR on our phosphorus levels?

No. Our permit requires us to show a plan towards continuous improvement. Converting to terrace collection versus street collection is part of our current City-Wide Stormwater Management Plan update being developed at this time. However, not showing continuous improvement could reduce our grant opportunities.

7. Does WisDNR have any programs to help with the costs of going away from putting leaves in the road?

None that we are aware of. However, we continuously apply for WisDNR grants as they become available so we will watch for any opportunities for funding.

8. For 2022 and the next few years, will leaf collection be a hybrid claw and vacuum collection until all of the proposed vacuum units are purchased?

Yes, we anticipate a 5-year phase in plan to convert entire City to vacuum collection.

9. How do the CEA payments come into play for each of the years of equipment purchase? Does that mean the CEA contributes that much from its budget toward those purchases?

CEA payments are from stormwater budget to CEA to fund the next leaf collection unit(s).

<u>Year</u>	<u>Equipment Purchases</u>	<u>CEA Payments</u>	<u>Total Cost</u>
2022	\$325,000	\$95,400	\$420,400
2023	\$365,000	\$60,240	\$425,240
2024	\$435,000	\$60,660	\$495,660
2025	\$450,000	\$62,856	\$512,856
2026	\$300,000	\$43,344	\$343,344

10. The purchase prices vary for each of the five years of proposed buying. Is that due to differing amounts of equipment purchased in each of those years?

We are purchasing different types and amounts of equipment throughout the 5 years. To save money, we are converting our old automated garbage trucks for the first 6 units. Then we plan to purchase 2 roll-off units for our 2 roll-off trucks and then will purchase trailer units after that.

11. What happens to the claw attachments when we no longer need them for leaf collection? Do we sell them or do they have other uses?

We will continue using these for cleaning up large amounts of storm debris, large Christmas trees in January and may pick some larger leaf piles off the terrace with them.

12. Would the cost of having people bag their leaves and having staff pick up those bags be higher or lower than the cost of vacuuming them off the terrace?

Cost would be lower since we would not have to purchase and maintain the leaf vacuum equipment. The process of collection would be slower since it would be a manual collection and we only have 3 trucks to load the bags into. We would only be able to do 2 rounds instead of 3 per year.

13. Can you guess how much of fall leaf collection is actually not debris the vacuum could collect?

We currently only keep track of the volume of leaves collected. We estimate less than 10% of the volume collected is not leaves.

14. Any concerns about some debris being just large enough to be sucked in and damage the equipment?

No, if the vacuum can lift it, it will make it into the truck.

15. Would there be additional savings if the City only collected leaves in fall and residents hauled other yardwaste to the sites?

There would not be realized savings as we would assign this staff to other tasks.

16. What would be the cost to continue clearing all crosswalk locations?

The additional cost to clear all crosswalk locations on our list (which is a small percentage of the crosswalks citywide) would be \$100,650 for 4 part-time employees and associated trucks and snow blowers. This would be a very challenging option as part-time, reliable labor is extremely difficult to find at this time.

17. What would be the additional cost to keep status quo with sidewalk snow removal and bulky overflow?

If we don't change bulky item collection and continue this service in the winter, we won't have a crew to clear the 18 miles of sidewalks during the winter months (December through March). If we continue picking these items (bulky items, appliances, metal, non-compliance piles, etc.) during the winter months, we need to add 2 additional employees during the winter.

- Cost for labor is \$60,000. This is in addition to the \$100,650 for clearing crosswalks
- Challenges with hiring, retaining and training part-time staff, especially for operating this larger equipment and needing to be available 24/7 all winter.

18. How will Valley Transit handle snow removal at the bus shelters?

We discussed the change with Valley Transit and they will address the snow removal as they deem most appropriate for their operations.

19. Does WisDNR ding us at all for salt in the storm water?

No. However, as part of our Stormwater Permit, we are required to report the amount of salt, brine, etc. we use monthly, and to document that our salt applying machinery is calibrated. As you can see from the attached Exhibit 3, we are doing a great job of reducing salt usage over the past 20 years.

20. Has the City looked into using beet juice instead of road salt?

Yes, the City has researched the use of beet juice. Because there is not a local supply, the product is more expensive and not any more effective than road salt.

21. What would be the anticipated cost comparison if we hired a contractor for the snow removal services and paid them a guaranteed amount regardless if there is snow to remove or not?

Because this option relies on receiving quotes (and we have not had any competition in over 20 years) it is difficult to estimate a cost. However, our current contract for snow removal services has a laborer (shoveling) rate of \$54.47/hour and a snowblower rate of \$84.99/hour (see attached Exhibit 4 for entire list of costs). In comparison, the top end hourly rate for our Operator II's is \$32.10.

In addition, a significant benefit of paying City staff is we get other work tasks (tree trimming, street maintenance, etc.) accomplished versus paying a contracted service to stay home.

22. Is staff considering increasing the fines for non-snow removal compliance?

No, we are not considering any changes at this time.

23. How much overflow do we collect in a year?

2018 -- 1374 tons (2,748,000 pounds)

2019 -- 1420 tons (2,840,000 pounds)

2020 -- 1631 tons (3,262,000 pounds)

24. Why did DPW settle on a \$10 charge vs. \$5 or \$20 for example?

This seemed like a minimal expense to get rid of a large item. It is half the cost of a trailer rental and less than someone would pay to dispose of an old mattress with a furniture delivery. \$5 did not seem like it would deter enough people. \$20 seemed too high.

25. The bulky item collection fee of \$10 per item is a common amount for other communities to charge, but do we know why they charge \$10? Is it related to their costs to provide the service or just a number that a number of places picked because it was more than zero but small enough to not be too punitive?

The \$10 fee does not come close to covering our costs, but it is an amount to promote finding alternatives to throwing the items away without the cost becoming unaffordable.

26. How will DPW administer the \$10 bulky item fee?

Customer will call our office to pay for and schedule the collection. Our front office staff will enter this into our sanitation app and our collection crew will see the paid customer addresses on their field iPad.

27. Do we expect to see the proposed \$10 fee reduce the amount of items we will collect?

Yes, that is the desired outcome. We can't collect the current annual volume in fewer collections, so we need to incentivize people into finding other means of re-use or collection instead of putting items out for us to collect and bring to the landfill.

28. In the memo, you stated that the collection fee for non-compliant items will be \$250. But in the chart it shows \$2,500. Just wanted to clarify which one it is.

The chart shows the anticipated revenue of \$2,500. We are only estimating 10 collections at the \$250 rate.

29. Currently DPW allows residents to drop off garbage/bulky items at the Glendale yard waste site. But if residents can load it up and haul it to the yard waste site, why not just make them go a mile further and take to the landfill? Wouldn't that save DPW some staff work and wear on equipment?

This would save us about 4 hours per week hauling dumpsters. The equipment is operated daily so it would still be utilized. Also, the County landfill drop-off hours are very limited.

30. What would be the additional costs if we don't change our bulky overflow collection and also collect yardwaste April through November?

The additional cost would be \$192,000. \$152,000 for 2 employees and \$40,000 for truck operation and maintenance. We already have a rear load truck that could be used so no new equipment needed.

In addition to cost, the goal of reducing tonnage going to the landfill will most likely not be realized as there is no incentive to change behavior.

31. What would be the ramifications of keeping bulky overflow status quo and only collecting yard waste in spring and fall?

We would not have the necessary staff to insource the sidewalk snow removal services. See question 17 above.

32. Is there a way to create a tiered system for non-compliance overflow fees?

A tiered system for fees would be difficult to manage and administer, and would add additional trips to the property to check on compliance for the next step in the tier. We also recommend the non-compliance fee to be high enough to promote compliance. One option would be to give the property owner one week to come into compliance after the "Oops" notice was issued instead of 48 hours.

33. For bulky item collection, if we were to not do yard waste pick up at all, would we be able to keep collecting bulky items as we do today?

See Modified Plan described at end of this memo.

Based on the questions and feedback received regarding our Proposed Plan, we have developed a Modified Plan that includes the following elements (See Exhibit 5 for comparison of plans):

- Offer free overflow April through September, opposite of each recycling week (vs. monthly April through November for a \$10 fee)
 - Max of 2 items per collection (approved items only as highlighted on Exhibit 6)
 - No move outs
 - No bulky collection October and November to allow this crew to pick yard waste
 - No bulky collection December through March to allow this crew to assist with snow removal
- Brush and yard waste collection 4 weeks in April
 - Must be bagged and bundled properly
- Brush and yard waste collection for all weeks of fall leaf collection
 - Each customer should get 3 rounds of collection, the same week as their leaves
 - Must be properly bagged and bundled
 - No pumpkins – must go in black garbage cart

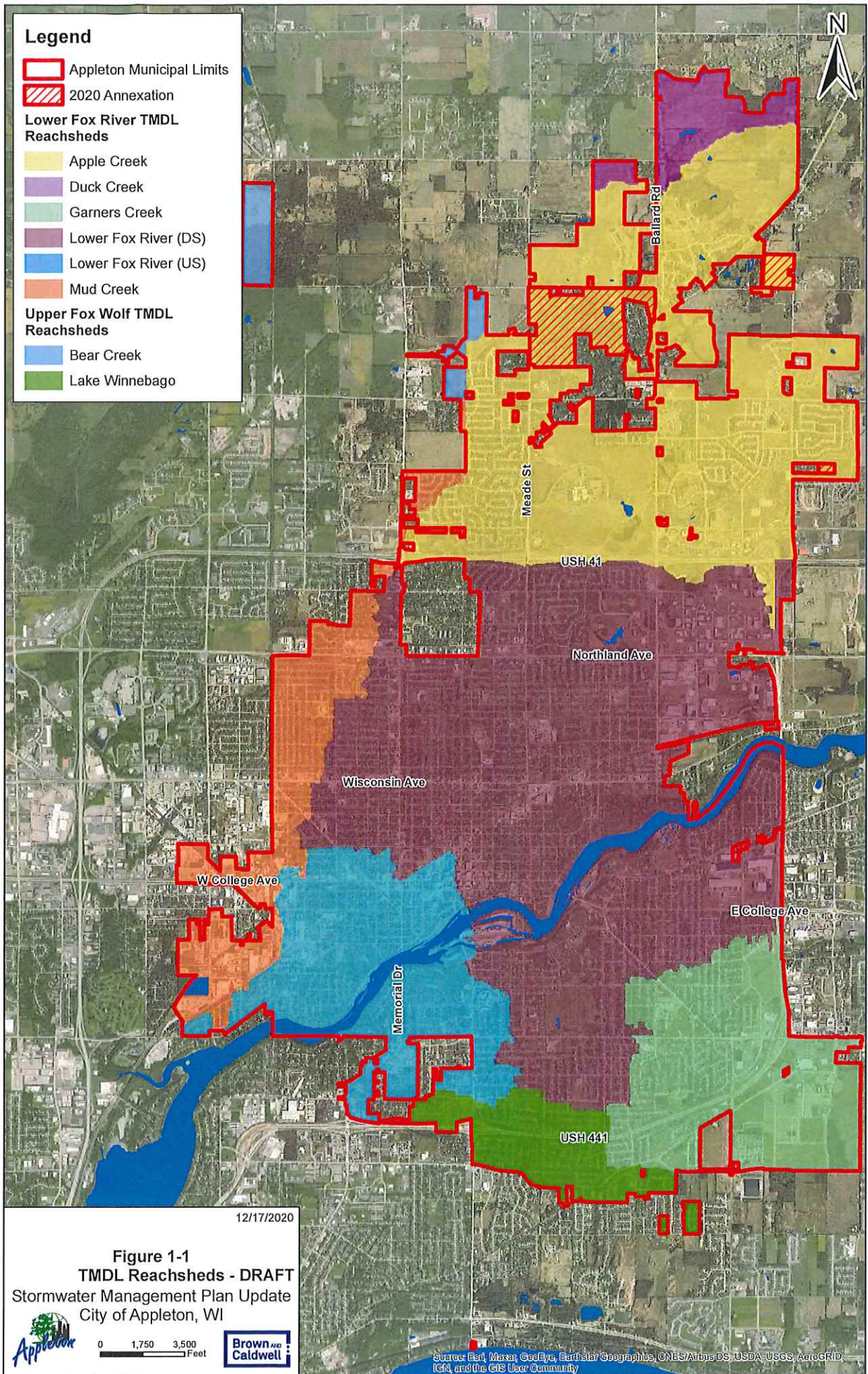
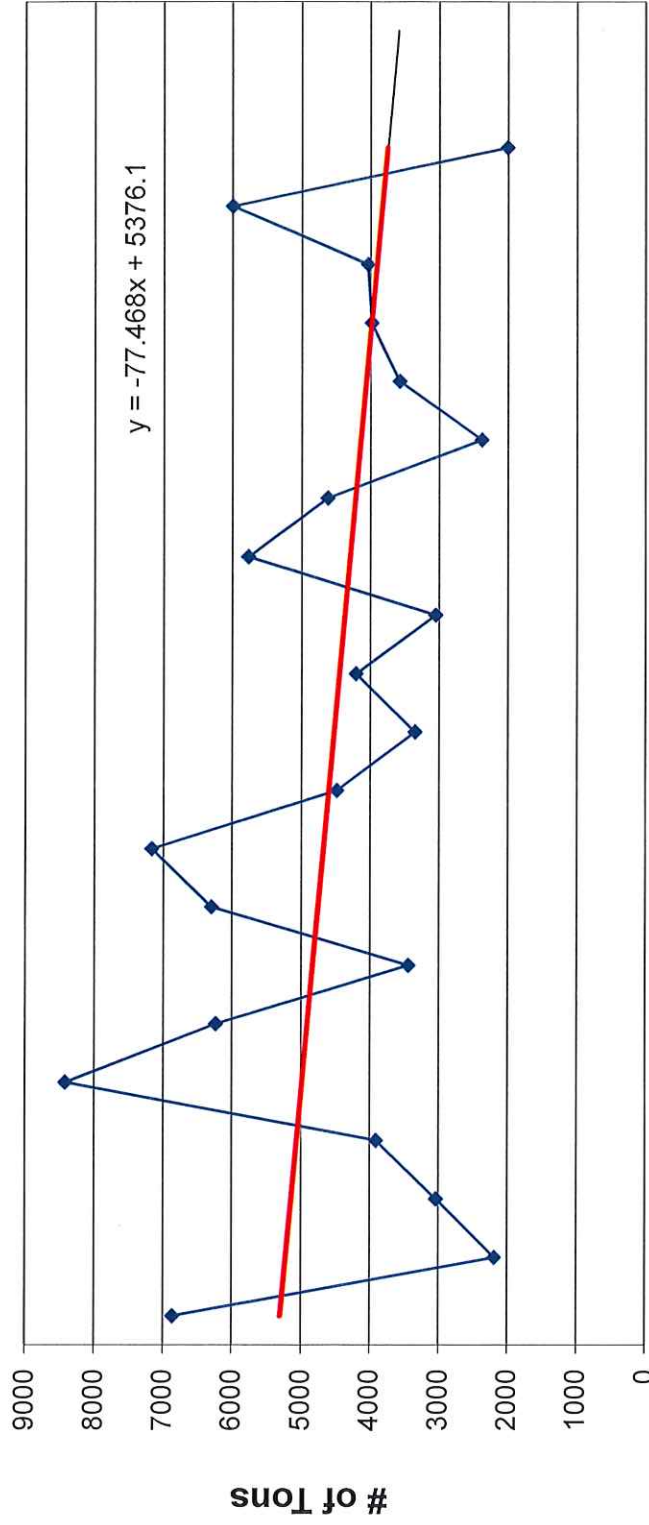


Table 3-8. With-Controls TP Reduction Results - DRAFT
 Stormwater Management Plan Update
 City of Appleton, WI

Reachshid	GIS Name	Total Treated Area (acres)	Lower Fox River TMDL				With-Controls TP Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)	Is TP Load Reduction Target Met?
			No-Controls TP Load (tons/year)	With-Controls TP Load Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)				
	Apple Creek	3,388	2,277.2	1,107.9	40.5%	48.6%	Yes			
	Duck Creek	57	33.7	16.4	40.5%	48.5%	Yes			
	Garners Creek	1,576	1,280.0	717.3	68.6%	56.0%	No			
	Lower Fox River (DS)	5,966	5,015.6	1,179.9	40.5%	23.5%	No			
	Lower Fox River (US)	1,506	1,281.0	168.5	40.5%	13.2%	No			
	Mud Creek	1,055	868.0	326.5	48.2%	37.6%	No			
Totals		13,548	10,755.5	3,516.3		32.7%				
Upper Fox-Wolf TMDL										
Reachshid	GIS Name	Total Treated Area (acres)	Upper Fox-Wolf TMDL				With-Controls TP Load Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)	Is TP Load Reduction Target Met?
			No-Controls TP Load (tons/year)	With-Controls TP Load Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)				
	Bear Creek	137	46.9	5.4	85.6%	11.4%	No			
	Lake Winnebago	586	456.1	98.3	85.6%	21.6%	No			
Totals		723	503.0	103.7		20.6%				

Appleton's Salt Usage History



Years 2000-2020
20+% Reduction

YEAR	TONS
2000	6862
2001	2194
2002	3041
2003	3906
2004	8424
2005	6231
2006	3442
2007	6293
2008	7166
2009	4484
2010	3349
2011	4205
2012	3051
2013	5767
2014	4621
2015	2383
2016	3575
2017	3979
2018	4034
2019	5994
2020	2002

TOTAL = 95003

Average : 4524.0

9/8/2017

PROPOSAL SIDEWALK & CROSSWALK SNOW REMOVAL SERVICES

Description	WINTER 2017-2018	WINTER 2018-2019	WINTER 2019-2020	WINTER 2020-2021	WINTER 2021-2022
*Tractor/Skid Steer	\$ <u>87.14</u> /hr.	\$ <u>88.88</u> /hr.	\$ <u>91.54</u> /hr.	\$ <u>93.00</u> /hr.	\$ <u>96.00</u> /hr.
*Snowblower	\$ <u>72.10</u> /hr.	\$ <u>73.54</u> /hr.	\$ <u>75.74</u> /hr.	\$ <u>77.94</u> /hr.	\$ <u>84.99</u> /hr.
*Tri-Axle Dump Truck	\$ <u>67.50</u> /hr.	\$ <u>68.90</u> /hr.	\$ <u>72.00</u> /hr.	\$ <u>75.00</u> /hr.	\$ <u>76.00</u> /hr.
*Salt Truck	\$ <u>86.50</u> /hr.	\$ <u>88.50</u> /hr.	\$ <u>90.50</u> /hr.	\$ <u>92.00</u> /hr.	\$ <u>94.00</u> /hr.
Laborer (Shoveling/Flagging)	\$ <u>48.41</u> /hr.	\$ <u>49.26</u> /hr.	\$ <u>51.35</u> /hr.	\$ <u>52.89</u> /hr.	\$ <u>54.47</u> /hr.
Foreman	\$ <u>58.71</u> /hr.	\$ <u>60.47</u> /hr.	\$ <u>67.21</u> /hr.	\$ <u>64.07</u> /hr.	\$ <u>65.99</u> /hr.
Pickup Truck Miles	\$ <u>.92</u> /mile	\$ <u>.94</u> /mile	\$ <u>.96</u> /mile	\$ <u>.98</u> /mile	\$ <u>1.00</u> /mile

* Hourly rates including operator

OTHER EQUIPMENT

<u>V-Plow Truck</u> (Description)	\$ <u>75.21</u> /hr.	\$ <u>77.46</u> /hr.	\$ <u>79.44</u> /hr.	\$ <u>81.46</u> /hr.	\$ <u>83.90</u> /hr.
<u>Skidsteer/Blower</u> (Description)	\$ <u>79.93</u> /hr.	\$ <u>82.32</u> /hr.	\$ <u>84.50</u> /hr.	\$ <u>87.50</u> /hr.	\$ <u>89.50</u> /hr.
_____ (Description)	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.

BIDDER: Lake Shore Cleaners, Inc.
 MAILING ADDRESS: 4623 W. Richmond St.
 PHYSICAL ADDRESS: " "
 CITY, STATE, ZIP: Appleton, WI 54913
 BY: Messinger
 PRINT: Ronald G. Wolff, Jr.
 TITLE: President
 TELEPHONE: 920-734-0757
 FAX: 920-830-2822
 DATE: 9-8-17

CITY OF APPLETON

DEPARTMENT OF PUBLIC WORKS

Addendum #1 Messinger

Department of Public Works Proposed Operational Changes

6/16/2021

	CURRENT	PROPOSED	MODIFIED
January	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
February	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
March	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
April	Spring Yard Waste Dates TBD Free Bulky Overflow	Weekly Yard Waste Once/Month Bulky \$10/item	Spring Yard Waste Dates TBD Every Other Week Bulky 2 Items FREE
May	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
June	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
July	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
August	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
September	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
October	Yard Waste & Leaves Free Bulky Overflow	Previously Contracted Snow Removal Once/Month Yard Waste plus Leaves Once/Month Bulky \$10/item	Previously Contracted Snow Removal Every Other Week Yard Waste & Leaves
November	Yard Waste & Leaves Free Bulky Overflow	Previously Contracted Snow Removal Once/Month Yard Waste plus Leaves Once/Month Bulky \$10/item	Previously Contracted Snow Removal Every Other Week Yard Waste & Leaves
December	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal

Municipal Collection Services Comparison Chart

Exhibit 6

Community	Trash Collector	Method	Curbside Overflow Bagged Trash Policy	Curbside Bulky Item Policy	Items Collected	Items Not Collected	Non-Compliance Collections	Bulky Waste Drop-off Center	Curbside Brush & Yard Waste Collection
Appleton - Current	City	Automated	Yes, \$4.00 disposal sticker must be affixed to each bag taken	Yes, collected bi-weekly on regular garbage day; opposite week of recycling. Fee for appliance collection. No construction or contractor debris.	Large items that don't fit in cart.	Pool tables, pianos, other very heavy items	\$75	Yes	Spring & Fall
Appleton - Proposed	City	Automated	Yes, \$4.00 disposal sticker must be affixed to each bag taken	Monthly, April through November. 5 items max per month. \$10 per item, paid and scheduled in advance.	Typical home furniture, recliner, couch, bed frames, doors (not patio), tables, TV stands, rugs, carpets (cut to 4 feet and bundled), small metal (4 foot or less), tires. Weigh less than 50 pounds.	Appliances, electronics mattresses, sofa sleepers, construction/remodeling/building materials, glass doors, bay windows, hot tubs, pools, trampolines, exercise equipment, basketball hoops, tractor tires.	\$250	Yes. Appliances, metal, garbage, tires and recycling accepted.	Monthly, April through November. No grass collected curbside.
DePere	City	Automated	Yes, extra bags taken outside the cart during traditional holiday weeks. Rest of year, \$2.00 overflow tag must be affixed to each bag taken.	Yes, 1 week in June and 1 week in September. Must schedule and pay fee for collection other 50 weeks of the year. Charges vary, minimum \$40 fee.	Furniture, carpet, doors, metal, windows, doors.	Construction materials and debris, freon appliances, bagged trash.	No	Yes	3 times per year. May, July, and October. No fee. Must schedule and pay fee for collection rest of the year. Charges vary, minimum \$40 fee.
Eau Claire	Contractor	Property owner required to contract individually with approved waste hauler	Per individual contract with waste hauler.	Must contact and pay private hauler	Must contact and pay private hauler	Must contact and pay private hauler	Must contact and pay private hauler	No	Yardwaste collected 1 week in May and 1 week in November. 70 bags free, then \$2.50/bag. No brush collected.
Fond du Lac	City	Automated	Bags outside cart are only collected as bulky items for a minimum \$40 fee.	Yes, \$40 minimum charge plus charges for appliances, tires, etc. Extra charges for non-scheduled items.	Appliances, furniture, bagged trash	Tires and freon require additional fee.	No	Yes	Fall only. Small amounts of plant material only. No grass, brush, fruits or vegetables collected.
Grand Chute	Contractor	Automated	No bags outside of cart will be collected.	4 collections per year provided by private hauler.	Furniture, carpet (4' sections), tables.	Appliances, construction materials, bagged trash.	No	No	Brush chipping 1 week in May and September. No grass or yard waste collected.
Green Bay	City	Automated	Yes, up to 4 extra bags taken outside the cart during 4 scheduled weeks per year.	Yes, 2 scheduled weeks per year, 2 CY max. Other 50 weeks of the year, \$80 minimum charge per trip up to \$240.	Furniture (indoor & outdoor), metal objects, etc.	Appliances, construction/remodel materials (including carpet), move out debris	\$240	Yes, 2 drop-off centers. No fee. No construction or contractor debris.	Spring & Fall. No grass collected.
LaCrosse	Contractor	Automated	Yes, must schedule. Fees apply.	Once per year in Spring. 5 items max. Other weeks must contact and pay private hauler.	Furniture, etc.	No appliances or construction materials.	No	No	Contract individually with private hauler, if want the service. Brush collected one week in the spring.
Menasha	City	Automated	Yes, \$1.00 overflow sticker must be affixed to each bag collected	Yes, each residential property gets 5 bulky item tags per year. Additional tags cost \$15 each. Freon appliance collection is \$15.	Large items or bags of trash with stickers.	NA	No	No	Brush collected monthly. Yardwaste collected in the Spring & Fall. Must use paper bags. Grass collected.

July 6, 2021

Submitted to: Municipal Services and Director of Public Works: Paula Vandehey
From: Creative Downtown Appleton Inc. (CDA)

Request to install outdoor LED string light strands on the planter perimeter railings for the remainder of the summer season. Lights would be wrapped around the railings.

Planters are located between Badger/Story and Drew Street, north and south sides of the street.

We request to have the power set on a timer to limit the hours from dusk to 1am. (Farm market uses planter power and would need it active Saturdays in the a.m.)

Expenses: CDA will cover all expenses related to the purchase, install and maintenance of the light.

Installation and removal: CDA will coordinate installation of the lights. We will source a team of volunteers to complete the install. The lights will be removed by a date agreed upon with the Department of Public Works and stored by CDA for the winter.

Repair/Maintenance: CDA will be responsible for replacement of any damaged strands.

Ownership and Insurance: the lights will be owned by CDA and included within our liability insurance policy. We will work with the City on requirements to provided needed certificate of insurance.

July 6, 2021

Submitted to: Municipal Services and Director of Public Works: Paula Vandehey
From: Creative Downtown Appleton Inc. (CDA)

Public parklet pilot program proposal:

We are requesting approval for an August - September 2021 pilot program for an on street parklet to be located in parking stalls STN 102 and STN 104 on State Street adjacent to the Mile of Music mural.

We would propose to work with City departments to craft a full parklet policy proposal for the City of Appleton throughout the pilot program to bring to City Council for consideration.

What is a parklet:

A Parklet is an extension of the sidewalk over an on-street parking space(s) that serves as a small public park. Streets make up a large amount of public space in urban areas. Parklets help to take back some of that space and create areas for people to gather or relax in a space that is open and accessible to all. The goal of a Parklet is to create a more comfortable and inviting pedestrian experience.

Attached is a list of communities within the state of Wisconsin that have active parklet programs.

Why a parklet in Downtown Appleton.

Public seating matters. We have had a positive response from our stationary parklet between the 222 building and the Copper Rock as well as during our participation in the International Park(ing) Day events for several years. Public seating on the east of College Ave in Houdini Plaza provides a gathering point for residence, and visitors. The West end has limited public seat aside from the sidewalk benches and private business sidewalk cafes. A public parklet provides access for the public to sit, eat, converse and gather in a unique urban setting. A public parklet is not associated with any one business and is not licensed for alcohol consumption.

The features of the proposed Public Parklet include:

- The parklet is a prefabricated Street Deck unit by Archatrak. Images and the installation manual are attached with unit specifications.
- The size of the unit would be 6 feet wide by 32 feet long. It is a steel frame on raised support pedestals. The decking is low maintenance porcelain pavers. The fence panels and planters are also steel.
- **Access:** the unit is an ADA compliant design. The elevated adjustable steel frame allows for curb level entry and free flowing street drainage.
- **Safety:** LED lighting and reflective tape along the top railing would be added. The steel fence and planters add additional safety while still providing visual sight into the unit as shown in the attached images.
- **Comfort:** the unit would be furnished with powder coated commercial grade tables and chairs that can be bolted in if needed.
- **Artful elements:** The eight steel planters will be wrapped with a mural vinyl image embracing world instruments and their influence in original music. (similar to the traffic control boxes). All coordination for the artwork will be managed by CDA.

Additional features:

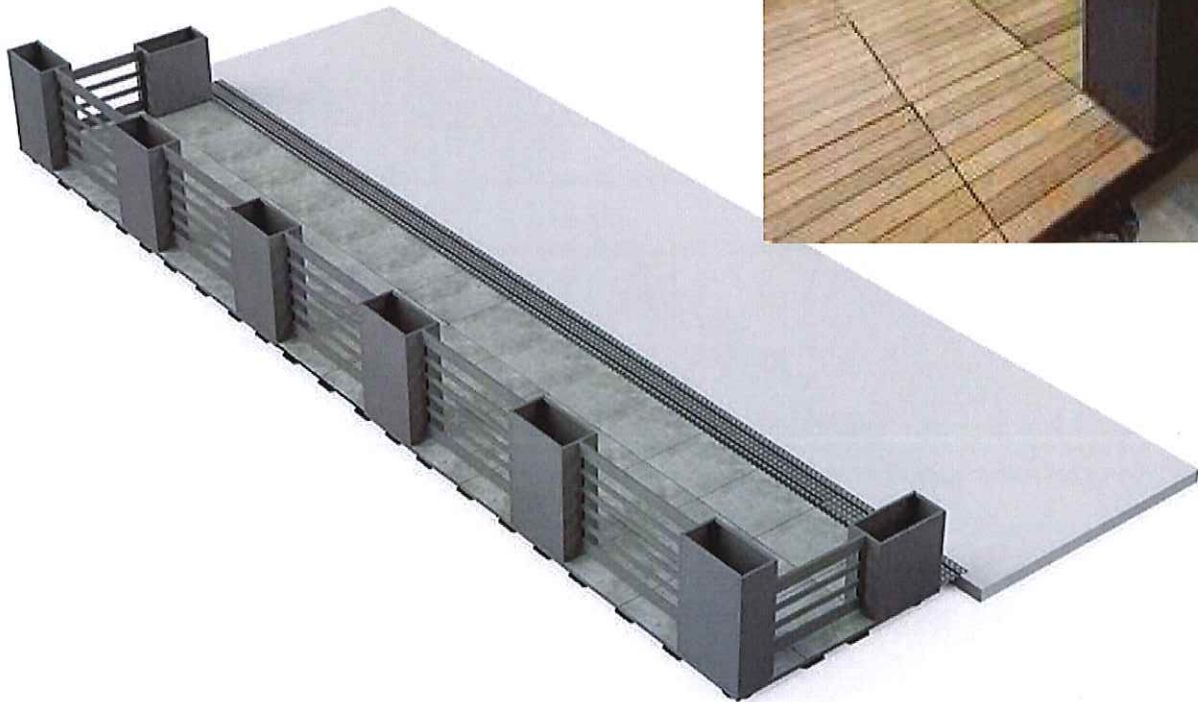
- We would like to add a bike rack in the shape of a musical note to the sidewalk. Image attached. We would work with DPW on placement and installation
- The fence planters will be planted with eatable fragrant herbs. With signs inviting the public to enjoy.
- We would like to add a pet waste station and leash hooks to welcome our furry friends.
- Signage on the unit will include a Public Welcome sign that acknowledges our sponsors and any additional ordinance language the City would like to include. Such as: no open intoxicants allowed.

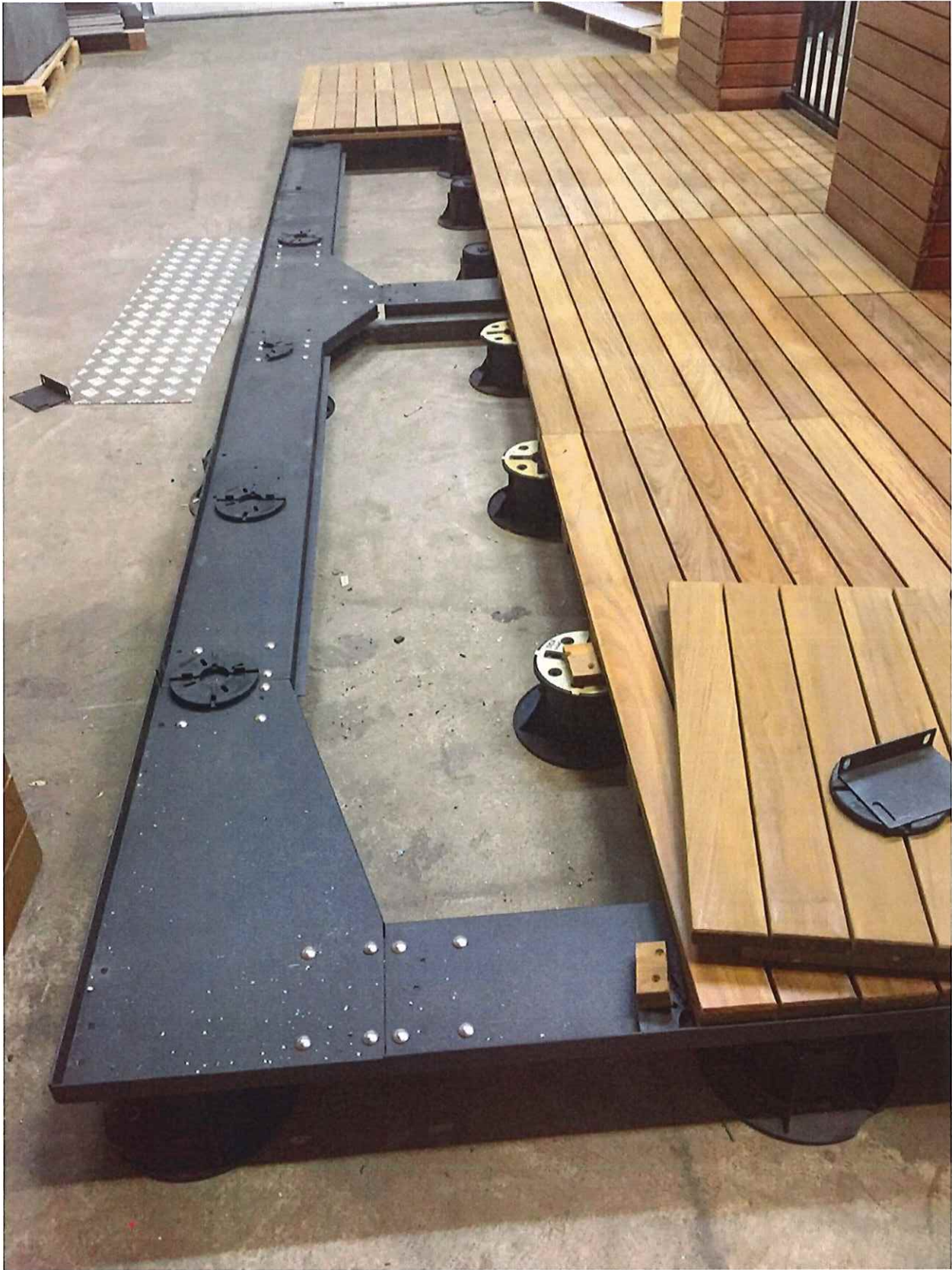
Installation: CDA will coordinate installation of the unit. We will source a team to complete the install. We would ask for the City to provide an inspection of the unit. The unit will be removed before Oktoberfest and stored for the winter. CDA will coordinate installation of additional features such as the bike rack, signage, planter wraps and pet waste station.

Maintenance: CDA will be responsible for daily cleaning of the parklet and any related maintenance or repair of the unit.

Ownership and Insurance: the parklet unit will be owned by CDA and included within our liability insurance policy. We will work with the City on requirements to provided needed certificate of insurance listing City of Appleton as additionally insured.

Expenses: CDA will cover all expenses related to the purchase, install and maintenance of the parklet unit, features and furniture as well as fees related to lost parking revenue.







Location for proposed 32x6 ft Parklet
State Street STN 102 & 104.



Wisconsin communities with parklet policies. (Not exhaustive)

- Green Bay
- De Pere
- Wausau
- Milwaukee &
- South Milwaukee
- La Crosse
- West Allis
- Manitowoc
- Fondu Lac
- Shorewood (Village)
- Wauwatosa
- Whitewater
- Eau Claire
- Madison – Streatery program

Bike rack





"... meeting community needs ... enhancing quality of life."

DEPARTMENT OF PUBLIC WORKS
Engineering Division – Traffic Section
2625 E. Glendale Avenue
Appleton, WI 54911
TEL (920) 832-5580
FAX (920) 832-5570

To: Municipal Services Committee
From: Eric Lom, City Traffic Engineer
Date: June 21, 2021
Re: Parking restriction change on the 300 block of N. Kalata Place
Follow-Up to Six-Month Trial Period

The Traffic Section was contacted late last year by the Appleton Police Department regarding a possible change to on-street parking restrictions on the west side of Kalata Place. Multiple City departments had been dealing with complaints associated with several individuals that had been using this parking area to long-term camp in their vehicles.

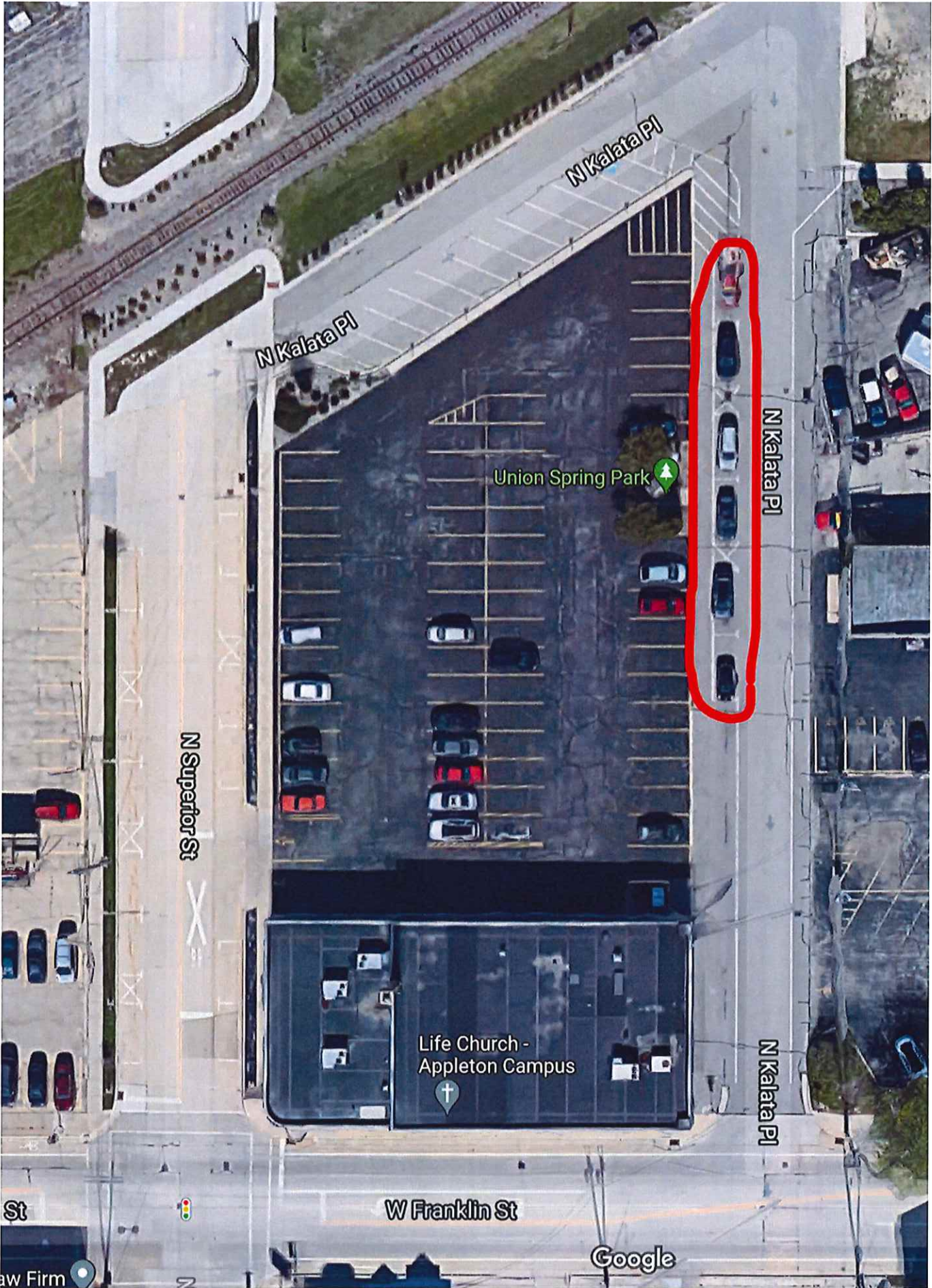
The six parking stalls in question (as shown in the image below) are the only on-street unmetered, unrestricted stalls in the Central Business District.

Based on the various considerations, the decision was made to implement a two-hour parking zone as a six-month trial. The belief was that this would address the concerns while having the lowest negative impact on the nearby businesses.

The changes accomplished the goal of addressing the original issue. We did not receive any feedback or complaints from the public during the six-month trial period. Based on this, we recommend making the changes permanent.

To accomplish this, the following ordinance action is required:

1. **Create:** "Two-hour parking limit be established on the west side of Kalata Place from a point 135 feet north of Franklin Street to a point 277 feet north of Franklin Street."





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2625 E. Glendale Avenue
Appleton, WI 54911
TEL (920) 832-5580
FAX (920) 832-5570

To: Municipal Services Committee
From: Eric S. Lom, City Traffic Engineer
Date: June 28, 2021
Re: Speed Limit on French Road between Edgewood Drive (CTH JJ) and the north City limits

The full width of French Road, from Edgewood Drive (CTH JJ) to a point 170 feet north of Aquamarine Avenue was annexed into the City in recent years. The posted speed limit on this portion of French Road is currently 45 miles per hour.

Since this section of roadway was annexed, quite a bit of development has occurred in the area, including a large apartment complex and several large subdivisions, all of which have accesses on this stretch of French Road.

Due to the increased development, number of access points, number of turning movements, and use of the roadway by pedestrians and bicyclists, the 45 mile per hour speed limit is no longer appropriate. State Statutes advise that the posted speed limit on roadways of this type be set at 35 miles per hour.

As a means of more closely matching the speed limit with the land use along this corridor, I recommend extending the existing posted speed limit of 35 miles per hour on French Road northerly across Edgewood Drive (CTH JJ) to the north City Limits (full right-of-way width), located 170 feet north of Aquamarine Avenue (as highlighted on the diagram below).



To accomplish this, section 19-61 of Chapter 19 of the Appleton Municipal Code requires the following amendment:

- Sec. 19-61 Speed Limits Designated—Thirty-five miles per hour.
Add: “French Road from Edgewood Drive (CTH JJ) to the north City limits”
- Sec. 19-61 Speed Limits Designated—Forty-five miles per hour.
Remove: “French Road from the Edgewood Drive to the north City limits”



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DEPARTMENT OF PUBLIC WORKS
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2625 E. Glendale Avenue
Appleton, WI 54911
TEL (920) 832-5580
FAX (920) 832-5570

To: Municipal Services Committee
From: Eric S. Lom, City Traffic Engineer
Date: June 21, 2021
Re: Traffic Signal Removal Test at Lawrence/Walnut Intersection
(Follow-up to six-month trial)

Lawrence Street from Walnut Street to Elm Street is scheduled to be reconstructed in 2022 (utility work will occur in 2021). The existing Lawrence/Walnut traffic signal's above ground and underground equipment is in very poor condition. If it were to be replaced as a part of the planned reconstruction project, the estimated cost would be \$135,000.

As a part of our normal design process, the Traffic Section reviewed the intersection control at the Lawrence/Walnut intersection. Our review showed the existing traffic volumes are *substantially* lower than what is necessary to meet the FHWA's traffic signal warrants. In fact, the traffic volumes, which have remained essentially steady for the past two decades, come slightly short of meeting the warrants for all-way stop control.

In late 2020, a six-month trial was initiated to test all-way stop control at this intersection, which was accomplished by operating the traffic signal in a red-red flash pattern 24 hours per day. As is our normal procedure, signs were posted advising the public of the test and displaying a phone number drivers could use to provide feedback.

During the trial period we did not receive any internal or external feedback. We solicited feedback from the Appleton Police Department and were advised they would prefer to see the traffic signal replaced with an all-way stop.

Based on our review, we believe the existing and future vehicular traffic at this intersection could be safely accommodated with a 2-way stop. However, based on the large volume of pedestrian crossings at this intersection, combined with the poor sight distance in the southwest quadrant (due to an adjacent building), we recommend the existing traffic signal be decommissioned, and be replaced with all-way stop control.

To accomplish this, the following ordinance action is required:

1. **Create:** "Remove the traffic signal at the intersection of Lawrence Street and Walnut Street."
2. **Create:** "Install all-way stop control at the intersection of Lawrence Street and Walnut Street."



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Engineering Division – Traffic Section
2625 E. Glendale Avenue
Appleton, WI 54911
TEL (920) 832-5580
FAX (920) 832-5570

To: Municipal Services Committee
From: Michael Hardy, Assistant City Traffic Engineer
Date: July 7, 2021
Re: Parking restriction changes on N Jarchow Street and E Lindbergh Street near Franklin Elementary School
Follow-Up to Six-Month Trial Period

The Traffic Section was contacted in January 2021 by the Principal of Franklin Elementary School regarding the parking restrictions on E Lindbergh Street and N Jarchow Street adjacent to the school property. The concern is the existing posted restrictions do not align with their preferred use. The school's preference is to scale back the amount of bus only restrictions on N Jarchow Street and increase the amount of passenger loading zone on E Lindbergh, to maximize the available curb space for short term parking, pick-up and drop-off. The existing on-street handicap parking was relocated to the school property parking lot on E Lindbergh Street. Based on this, our office subsequently instituted a 6-month trial to test the change.

Upon review at the end of the trial period, AASD was pleased with the effectiveness of the changes. Additionally, we have received no negative feedback from the neighborhood. The school did request an additional change on N Jarchow Street, south of E Byrd Street, to further scale back the bus only restriction with less buses servicing the school in recent years. As such we recommend making these changes permanent.

To accomplish this, the following ordinance action is required:

1. **Create:** "Stopping, standing and parking be prohibited, from 7:30 a.m. to 4:30 p.m. on School Days, on the south side of Lindbergh Street from a point 25 feet west of Jarchow Street to a point 25 feet east of Jarchow Street."
2. **Create:** "Passenger loading zone, from 7:30 a.m. to 4:30 p.m. on School Days, on the south side of Lindbergh Street from a point 25 feet east of Byrd Street to a point 25 feet west of Drew Street."
3. **Create:** "Ten-minute parking, from 7:30 a.m. to 4:30 p.m. on School Days, on the east side of Jarchow Street from a point 15 feet north of Byrd Street to a point 25 feet south of Lindbergh Street."
4. **Create:** "Stopping, standing and parking be prohibited, except buses, from 7:30 a.m. to 4:30 p.m. on School Days, on the east side of Jarchow Street from a point 25 feet north of Marquette Street to a point 115 feet north of Marquette Street."
5. **Create:** "Ten-minute parking, from 7:30 a.m. to 4:30 p.m. on School Days, on the east side of Jarchow Street from a point 115 feet north of Marquette Street to a point 15 feet south of Byrd Street."



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Appleton, WI 54911
TEL (920) 832-5580
FAX (920) 832-5570

To: Municipal Services Committee
From: Eric S. Lom, City Traffic Engineer
Date: June 28, 2021
Re: North Edgewood Estates Subdivision (Phase 2) traffic control

The North Edgewood Estates Subdivision (Phase 2) currently being developed. Outlined below are the recommended traffic-related ordinance changes associated with these added roadways.

INTERSECTION CONTROL

Based on its recommended functional classification as a *Collector/Through Street*, all streets intersecting with Rubyred Drive must be controlled with Stop signs as required in Section 19-41 of the Municipal Code. To accomplish this, the following ordinance action is required:

1. **Create:** "Install stop signs on Yosemite Lane at Rubyred Drive."
2. **Create:** "Install stop signs on Acadia Drive at Rubyred Drive."
3. **Create:** "Install stop signs on Sequoia Drive at Rubyred Drive."

Google Maps 121 W College Ave

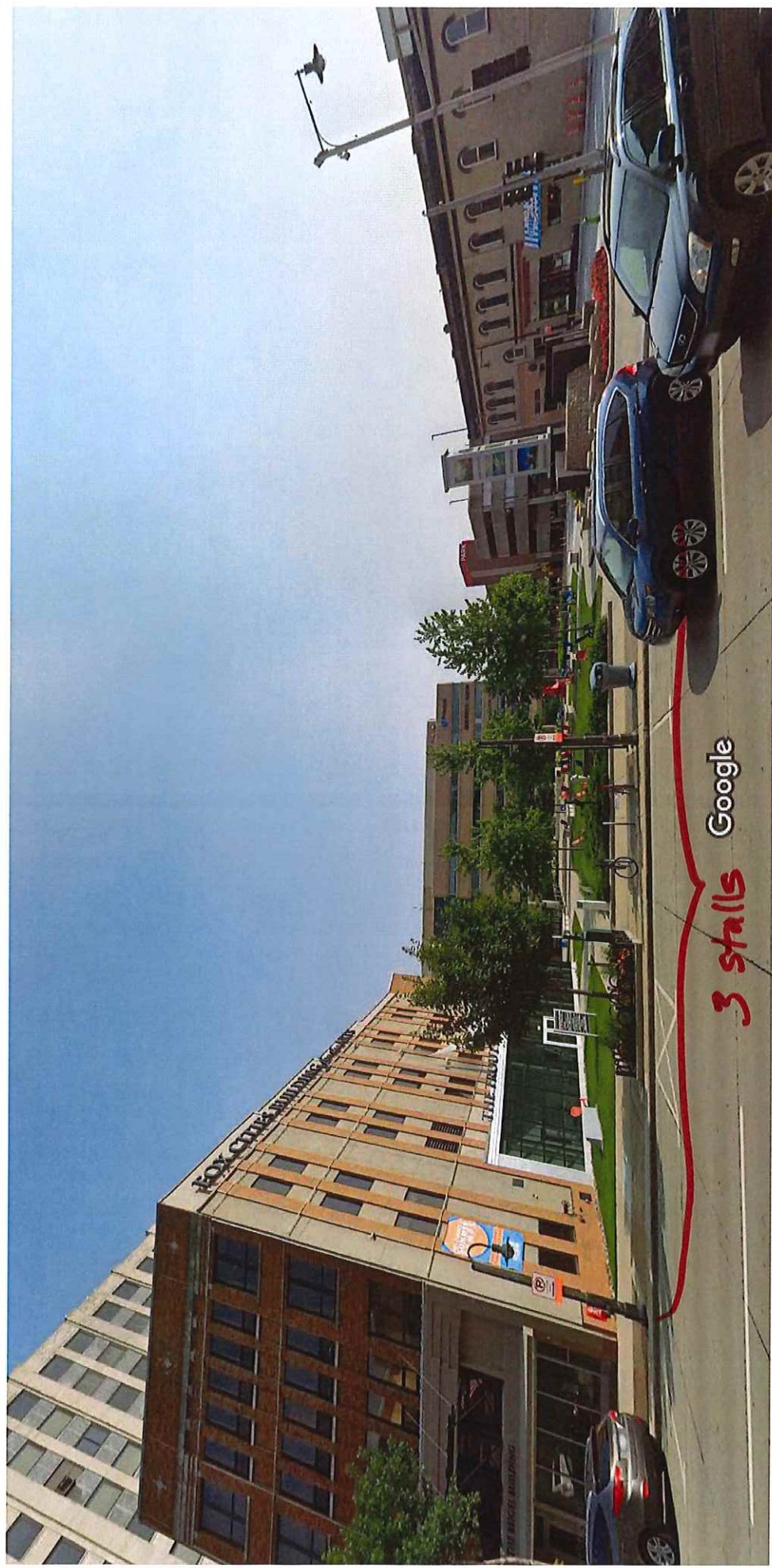
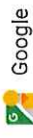


Image capture: Jul 2019 © 2021 Google

Appleton, Wisconsin



Street View





Ryan R. Schulz
Postmaster
Appleton Post Office
920-993-3057

Original Alcohol Beverage Retail License Application

(Submit to municipal clerk.)

For the license period beginning: 07/01/2021 ending: 06-30-2022
(mm dd yyyy) (mm dd yyyy)

To the Governing Body of the: Town of } Appleton
 Village of }
 City of }

County of Outagamie Aldermanic Dist. No. _____
 (if required by ordinance)

Check one: Individual Limited Liability Company
 Partnership Corporation/Nonprofit Organization

Applicant's Wisconsin Seller's Permit Number	
[REDACTED]	
FEIN Number	
[REDACTED]	
TYPE OF LICENSE REQUESTED	FEE
<input type="checkbox"/> Class A beer	\$
<input checked="" type="checkbox"/> Class B beer	\$ 100
<input type="checkbox"/> Class C wine	\$
<input type="checkbox"/> Class A liquor	\$
<input type="checkbox"/> Class A liquor (cider only)	\$ N/A
<input checked="" type="checkbox"/> Class B liquor	\$ 500
<input type="checkbox"/> Reserve Class B liquor	\$
<input type="checkbox"/> Class B (wine only) winery	\$
Publication fee	\$ 60
TOTAL FEE	\$ 660

Name (individual / partners give last name, first, middle; corporations / limited liability companies give registered name)
Los Amigos LLC

An "Auxiliary Questionnaire," Form AT-103, must be completed and attached to this application by each individual applicant, by each member of a partnership, and by each officer, director and agent of a corporation or nonprofit organization, and by each member/manager and agent of a limited liability company. List the full name and place of residence of each person.

President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Vice President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Nino</u>	<u>Julia</u>		<u>823 S. Hernan Av. Appleton WI. 54915</u>
Secretary / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Treasurer / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Agent Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Nino</u>	<u>Julia</u>		<u>823 S. Hernan Av. Appleton WI. 54915</u>
Directors / Managers Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)

1. Trade Name Mr. Taco Business Phone Number 920)358-3119
 2. Address of Premises 106 S. State St. Appleton Post Office & Zip Code 54915

3. Premises description: Describe building or buildings where alcohol beverages are to be sold and stored. The applicant must include all rooms including living quarters, if used, for the sales, service, consumption, and/or storage of alcohol beverages and records. (Alcohol beverages may be sold and stored only on the premises described.)
inside the Restaurant we will store and sale beer at counter and put at basement and cooler

4. Legal description (omit if street address is given above): _____

5. (a) Was this premises licensed for the sale of liquor or beer during the past license year? Yes No

(b) If yes, under what name was license issued? Mr. Taco Authentic Mexican Cuisine

6. Is individual, partners or agent of corporation/limited liability company subject to completion of the responsible beverage server training course for this license period? **If yes, explain** Yes No
7. Is the applicant an employe or agent of, or acting on behalf of anyone except the named applicant? Yes No **If yes, explain.**
8. Does any other alcohol beverage retail licensee or wholesale permittee have any interest in or control of this business? **If yes, explain** Yes No
9. (a) **Corporate/limited liability company applicants only:** Insert state Wisconsin and date 7-1999 2017 of registration.
- (b) Is applicant corporation/limited liability company a subsidiary of any other corporation or limited liability company? **If yes, explain** Yes No
- (c) Does the corporation, or any officer, director, stockholder or agent or limited liability company, or any member/manager or agent hold any interest in any other alcohol beverage license or permit in Wisconsin? **If yes, explain.** Yes No
10. Does the applicant understand they must register as a Retail Beverage Alcohol Dealer with the federal government, Alcohol and Tobacco Tax and Trade Bureau (TTB) by filing (TTB form 5630.5d) before beginning business? [phone 1-877-882-3277] Yes No
11. Does the applicant understand they must hold a Wisconsin Seller's Permit? [phone (608) 266-2776] Yes No
12. Does the applicant understand that they must purchase alcohol beverages only from Wisconsin wholesalers, breweries and brewpubs? Yes No

READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the applicant states that each of the above questions has been truthfully answered to the best of the knowledge of the signer. Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000. Signer agrees to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted, will not be assigned to another. (Individual applicants, or one member of a partnership applicant must sign; one corporate officer, one member/manager of Limited Liability Companies must sign.) Any lack of access to any portion of a licensed premises during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of this license.

Contact Person's Name (Last, First, M.I.) <u>Julia Nino Gomez</u>	Title/Member <u>Agent Manager</u>	Date <u>06-16-21</u>
Signature <u>[Signature]</u>	Phone Number <u>[Redacted]</u>	Email Address <u>[Redacted]</u>

TO BE COMPLETED BY CLERK

Date received and filed with municipal clerk <u>06/18/2021</u>	Date reported to council / board	Date provisional license issued	Signature of Clerk / Deputy Clerk
Date license granted	Date license issued	License number issued	



City of Appleton

Liquor License Questionnaire

1. Name of Applicant: Julia Nino Gomez

2. Name of Business: Mr. Taco

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) _____

3. Address of Business: 106 S. State St. Appleton WI 54911

4. Have you or any member of your organization ever been convicted of a misdemeanor or ordinance violation? Yes _____ No ✓

AND/OR been convicted of a felony? Yes _____ No ✓

If yes to either question, please explain in detail below:

5. List all partners, shareholders or investors of your business. Include full name, middle initial and date of birth. Please use additional sheets if necessary.

First name	M.I.	Last name	Date of Birth
<u>Julia</u>		<u>Nino Gomez</u>	<u> </u>

6. Name of person/corporation you are buying the premise and equipment from?

Name: _____
 First name Middle Initial Last name

Address: _____
 City State ZIP

7. What was the previous name and primary nature of the business operating at this location?

Name: Mr. Taco Authentic Mexican Cuisine

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
 Tavern/Night Club/Wine Bar
 Microbrewery/Brewpub
 Painting/Craft Studio
 Other (describe) _____

8. Was this premise licensed for alcohol sales/consumption during the past license year?

Yes If yes, please contact the Community and Economic Development Department at 832-6468 about obtaining a copy of an existing Special Use Permit and related requirements that may run with property.

No _____ If no, please contact the Community and Economic Development Department at 832-6468 about obtaining a Special Use Permit. A Special Use Permit may be required for your business activity prior to the issuance of a Liquor License, pursuant to the City of Appleton Zoning Ordinance.

9. If alcohol sales were a previous use in this building, when did the operation cease?

_____ months ago.

10. Seating capacity: Inside 10 Outside 12

11. Operating hours (Inside the building): 11:00 AM - 8:00 PM.
Operating hours (Outdoor seating areas): 11:00 AM. 8:00 PM.

12. Employees/Staff

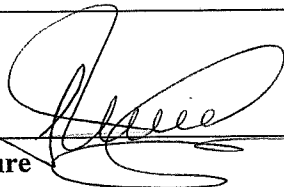
Number of floor personnel Jose Gasca Number of door checkers 2

13. In general, state the size and operational details of the proposed establishment:

- a. Gross floor building area of the premises to be licensed: 550 square feet.
b. Gross outdoor seating areas of the premises to be licensed: 0 square feet.
c. Below, identify the operational details of the proposed establishment:

Mexican Restaurant with beer sales

Signature



Date

06-18-21

Schedule for Appointment of Agent by Corporation / Nonprofit Organization or Limited Liability Company

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town Village of APPLETON County of Outagamie
 City

The undersigned duly authorized officer/member/manager of Los Amigos LLC
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as Mr. Taco
(Trade Name)

located at 106 S. State St. Appleton WI. 54911

appoints Julia Nino Gomez
(Name of Appointed Agent)

823 S. Kernan Av. Appleton WI. 54915
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).

Is applicant agent subject to completion of the responsible beverage server training course? Yes No

How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? 21 yrs

Place of residence last year Wisconsin 823 S. Kernan Av. Appleton WI. 54915

For: Los Amigos LLC.
(Name of Corporation / Organization / Limited Liability Company)

By: [Signature]
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, Julia Nino Gomez, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

[Signature] 06-16-21
(Signature of Agent) (Date)

Agent's age [Redacted]

Date of birth [Redacted]

823 S. Kernan Av. Appleton WI. 54915
(Home Address of Agent)

APPROVAL OF AGENT BY MUNICIPAL AUTHORITY (Clerk cannot sign on behalf of Municipal Official)

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)



"...meeting community needs...enhancing quality of life."

TO: Safety and Licensing Committee
Common Council

FROM: Lt. Adam Nagel

DATE: 07/06/2021

RE: Police Department's Recommendation for Denial of Julia Nino Gomez / Mr. Taco Restaurant "Class B" Liquor License and Class "B" Beer License Applications

Committee and Council Members:

The police department is requesting that the Safety and Licensing Committee recommend to the Common Council to deny Julia Nino Gomez's application for both a "Class B" Liquor License and a Class "B" Beer License. The applications are for the business Mr. Taco at 106 S. State St. The owner of this establishment, Sandra Munoz, is currently facing federal drug trafficking charges associated with their business. The owner Sandra Munoz is still listed as the registered agent for this business and appears to have been redacted from the current application. Because Sandra Munoz was recently federally indicted for Conspiracy to Distribute at least 5 kilograms of cocaine the redactions of her information from the application cause significant concern over whether there is good faith in the application and whether and to what extent Julia Nina Gomez is involved in the business.

According to the criminal complaint employees from Mr. Taco in Kimberly were directed to distribute and accept payments for large amounts of cocaine. The Mr. Taco in Appleton has the same owners as the Mr. Taco in Kimberly. The allegations of illegal activities against Sandra Munoz cause concern for public health, safety, and the welfare of the community. Although Mr. Taco has previously been licensed, now that the community is aware of the allegations against the owners and employees of the business, there is a significant concern that there is not going to be a change in the alleged illicit activities and that they would continue at the Appleton location or bring unwanted drug seekers to the Appleton location. Large illegal drug distribution, as alleged in the federal criminal charges, has a negative impact on the peace and quiet of the surrounding downtown neighborhood as well as drain law enforcement services from the surrounding area.

Although it is unknown what the exact relationship is between Sandra Munoz and Julia Nino Gomez, it is important to note that on the application for the liquor license Julia Nino Gomez uses the home address of 823 S. Kernan Ave. This is the same address Sandra Munoz uses for the LLC Los Amigos. The Los Amigos LLC is the corporate name for the Mr. Taco

restaurant at 106 S. State St. As noted above, Sandra Munoz is the registered agent of Los Amigos LLC and is intentionally removed from the application. Luis and Eduardo Morales are identified as co-conspirators with Sandra Munoz in the federal charges coming from the Mr. Taco in Kimberly. Julia Nino Gomez's application indicates an email address of JuliaMorales3900@gmail.com, which creates additional doubt as to the distance between Julia Nino Gomez and the persons involved in significant drug distribution out of another business location.

Based on the foregoing, the police department recommends that the Common Council deny the original applications for "Class B" Liquor and Class "B" Beer for the business Mr. Taco.

Very Respectfully:

Lt. Adam Nagel
Appleton Police Department

Original Alcohol Beverage Retail License Application

(Submit to municipal clerk.)

For the license period beginning: 07/01/2021 ending: 06/30/2022
(mm dd yyyy) (mm dd yyyy)

To the Governing Body of the: Town of } Appleton
 Village of }
 City of }

County of Outagamie Aldermanic Dist. No. _____
(if required by ordinance)

Check one: Individual Limited Liability Company
 Partnership Corporation/Nonprofit Organization

Applicant's Wisconsin Seller's Permit Number <u>[REDACTED]</u>	
FEIN Number <u>[REDACTED]</u>	
TYPE OF LICENSE REQUESTED	FEE
<input type="checkbox"/> Class A beer	\$
<input checked="" type="checkbox"/> Class B beer	\$ <u>100</u>
<input type="checkbox"/> Class C wine	\$
<input type="checkbox"/> Class A liquor	\$
<input type="checkbox"/> Class A liquor (cider only)	\$ N/A
<input type="checkbox"/> Class B liquor	\$
<input type="checkbox"/> Reserve Class B liquor	\$
<input type="checkbox"/> Class B (wine only) winery	\$
Publication fee	\$ <u>60 + 14</u>
TOTAL FEE	\$ <u>174</u>

Name (individual / partners give last name, first, middle; corporations / limited liability companies give registered name)
~~James Jackson III, James C Jackson II~~ Jackson Investment group LLC

An "Auxiliary Questionnaire," Form AT-103, must be completed and attached to this application by each individual applicant, by each member of a partnership, and by each officer, director and agent of a corporation or nonprofit organization, and by each member/manager and agent of a limited liability company. List the full name and place of residence of each person.

President / Member Last Name <u>Jackson III</u>	(First) <u>James</u>	(Middle Name) <u>Carl</u>	Home Address (Street, City or Post Office, & Zip Code) <u>697 N Waldoch Appleton, WI 54913</u>
Vice President / Member Last Name <u>Jackson II</u>	(First) <u>James</u>	(Middle Name) <u>Carl</u>	Home Address (Street, City or Post Office, & Zip Code) <u>697 N Waldoch Appleton, WI 54913</u>
Secretary / Member Last Name <u>X</u>	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Treasurer / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Agent Last Name <u>Jackson III</u>	(First) <u>James</u>	(Middle Name) <u>Carl</u>	Home Address (Street, City or Post Office, & Zip Code) <u>697 N Waldoch Appleton, WI 54913</u>
Directors / Managers Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)

1. Trade Name Jackson Investment Group LLC Business Phone Number 708-378-0586
 2. Address of Premises 205 N Richmond Ave Post Office & Zip Code Appleton, WI 54911

3. Premises description: Describe building or buildings where alcohol beverages are to be sold and stored. The applicant must include all rooms including living quarters, if used, for the sales, service, consumption, and/or storage of alcohol beverages and records. (Alcohol beverages may be sold and stored only on the premises described.)
Open Air Strip Mall, 1300 sq. Feet.

4. Legal description (omit if street address is given above): _____
 5. (a) Was this premises licensed for the sale of liquor or beer during the past license year? Yes No
 (b) If yes, under what name was license issued? _____

6. Is individual, partners or agent of corporation/limited liability company subject to completion of the responsible beverage server training course for this license period? If yes, explain Yes No
will be completed at a later date.
7. Is the applicant an employe or agent of, or acting on behalf of anyone except the named applicant? Yes No
 If yes, explain.
8. Does any other alcohol beverage retail licensee or wholesale permittee have any interest in or control of this business? If yes, explain Yes No
9. (a) Corporate/limited liability company applicants only: Insert state WI and date 6/20 of registration.
- (b) Is applicant corporation/limited liability company a subsidiary of any other corporation or limited liability company? If yes, explain Yes No
- (c) Does the corporation, or any officer, director, stockholder or agent or limited liability company, or any member/manager or agent hold any interest in any other alcohol beverage license or permit in Wisconsin? If yes, explain. Yes No
10. Does the applicant understand they must register as a Retail Beverage Alcohol Dealer with the federal government, Alcohol and Tobacco Tax and Trade Bureau (TTB) by filing (TTB form 5630.5d) before beginning business? [phone 1-877-882-3277] Yes No
11. Does the applicant understand they must hold a Wisconsin Seller's Permit? [phone (608) 266-2776] Yes No
12. Does the applicant understand that they must purchase alcohol beverages only from Wisconsin wholesalers, breweries and brewpubs? Yes No

READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the applicant states that each of the above questions has been truthfully answered to the best of the knowledge of the signer. Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000. Signer agrees to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted, will not be assigned to another. (Individual applicants, or one member of a partnership applicant must sign; one corporate officer, one member/manager of Limited Liability Companies must sign.) Any lack of access to any portion of a licensed premises during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of this license.

Contact Person's Name (Last, First, M.I.) <u>Jackson, James, C</u>	Title/Member <u>Member</u>	Date <u>9/1/20</u>
Signature <u>[Signature]</u>	Phone Number <u>[Redacted]</u>	Email Address <u>[Redacted]</u>

TO BE COMPLETED BY CLERK

Date received and filed with municipal clerk <u>06/07/2021</u>	Date reported to council / board	Date provisional license issued	Signature of Clerk / Deputy Clerk
Date license granted	Date license issued	License number issued	



City of Appleton Liquor License Questionnaire

1. Name of Applicant: James Jackson

2. Name of Business: Jimmy's chicken and Fish

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) _____

3. Address of Business: 205 N Richmond Ave, Appleton WI 54911

4. Have you or any member of your organization ever been convicted of a misdemeanor or ordinance violation? Yes _____ No X
AND/OR been convicted of a felony? Yes _____ No X

If yes to either question, please explain in detail below:

5. List all partners, shareholders or investors of your business. Include full name, middle initial and date of birth. Please use additional sheets if necessary.

<u>James</u>	<u>C</u>	<u>Jackson III</u>	<u> </u> / <u> </u> / <u> </u>
First name	M.I.	Last name	Date of Birth
<u>James</u>	<u>C</u>	<u>Jackson II</u>	<u> </u> / <u> </u> / <u> </u>
First name	M.I.	Last name	Date of Birth
First name	M.I.	Last name	Date of Birth
First name	M.I.	Last name	Date of Birth

6. Name of person/corporation you are buying the premise and equipment from?

Name: B
First name Middle Initial Last name

Address: _____
City State ZIP

7. What was the previous name and primary nature of the business operating at this location?

Name: Little ceasers

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
 Tavern/Night Club/Wine Bar
 Microbrewery/Brewpub
 Painting/Craft Studio
 Other (describe) _____

8. Was this premise licensed for alcohol sales/consumption during the past license year?

Yes ___ If yes, please contact the Community and Economic Development Department at 832-6468 about obtaining a copy of an existing Special Use Permit and related requirements that may run with property.

No X If no, please contact the Community and Economic Development Department at 832-6468 about obtaining a Special Use Permit. A Special Use Permit may be required for your business activity prior to the issuance of a Liquor License, pursuant to the City of Appleton Zoning Ordinance.

9. If alcohol sales were a previous use in this building, when did the operation cease?
_____ months ago.

10. Seating capacity: Inside 8 Outside 0

11. Operating hours (Inside the building): 11am - 9pm "Monday closed"
Operating hours (Outdoor seating areas): N/A

12. Employees/Staff
Number of floor personnel 4 Number of door checkers 1

13. In general, state the size and operational details of the proposed establishment:

- a. Gross floor building area of the premises to be licensed: 1300 square feet.
b. Gross outdoor seating areas of the premises to be licensed: 0 square feet.
c. Below, identify the operational details of the proposed establishment:

To Go Beer

[Signature]
Signature

9/1/20
Date

Schedule for Appointment of Agent by Corporation / Nonprofit Organization or Limited Liability Company

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town Village City of Appleton County of Winnebago

The undersigned duly authorized officer/member/manager of Jackson Investment Group LLC
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as Jimmy's Chicken and Fish
(Trade Name)

located at 205 N Richmond Ave Appleton WI 54911

appoints JAMES JACKSON
(Name of Appointed Agent)
697 N WALDOCH DR, APPLETON WI 54913
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).

Is applicant agent subject to completion of the responsible beverage server training course? Yes No

How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? 1 year

Place of residence last year 697 N WALDOCH DR, APPLETON WI 54913

For: Jackson Investment Group
(Name of Corporation / Organization / Limited Liability Company)

By: [Signature] / Member
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, James Jackson, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

[Signature] 9/1/2020
(Signature of Agent) (Date)
697 N WALDOCH DR, APPLETON WI 54913
(Home Address of Agent)

Agent's age ●●
Date of birth ●/●/●●

APPROVAL OF AGENT BY MUNICIPAL AUTHORITY (Clerk cannot sign on behalf of Municipal Official)

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)

Original Alcohol Beverage Retail License Application

(Submit to municipal clerk.)

For the license period beginning: 07/01/21 ending: 06-30-22
(mm dd yyyy) (mm dd yyyy)

To the Governing Body of the: Town of } Appleton
 Village of }
 City of }

County of Outagamie Aldermanic Dist. No. _____
 (if required by ordinance)

Check one: Individual Limited Liability Company
 Partnership Corporation/Nonprofit Organization

Applicant's Wisconsin Seller's Permit Number	
FEIN Number	
TYPE OF LICENSE REQUESTED	FEE
<input type="checkbox"/> Class A beer	\$
<input checked="" type="checkbox"/> Class B beer	\$ 100
<input type="checkbox"/> Class C wine	\$
<input type="checkbox"/> Class A liquor	\$
<input type="checkbox"/> Class A liquor (cider only)	\$ N/A
<input checked="" type="checkbox"/> Class B liquor	\$ 500
<input type="checkbox"/> Reserve Class B liquor	\$
<input type="checkbox"/> Class B (wine only) winery	\$
Publication fee	\$ 60
TOTAL FEE	\$ 660

Name (individual / partners give last name, first, middle; corporations / limited liability companies give registered name)
Calaveras Fine Fusions LLC

An "Auxiliary Questionnaire," Form AT-103, must be completed and attached to this application by each individual applicant, by each member of a partnership, and by each officer, director and agent of a corporation or nonprofit organization, and by each member/manager and agent of a limited liability company. List the full name and place of residence of each person.

President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Garcia</u>	<u>Rebekka</u>	<u>L</u>	<u>1033 madison st Little chute WI 54140</u>
Vice President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Garcia</u>	<u>Edgar</u>	<u>m</u>	<u>1033 madison st Little chute WI 54140</u>
Secretary / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Treasurer / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Agent Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Garcia</u>	<u>Rebekka</u>	<u>L</u>	<u>1033 madison st Little chute WI 54140</u>
Directors / Managers Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)

1. Trade Name Calaveras Fine Fusions Business Phone Number 920.422.0719
 2. Address of Premises 528 W College Ave Post Office & Zip Code Appleton WI 54911

3. Premises description: Describe building or buildings where alcohol beverages are to be sold and stored. The applicant must include all rooms including living quarters, if used, for the sales, service, consumption, and/or storage of alcohol beverages and records. (Alcohol beverages may be sold and stored only on the premises described.)

Building is located downtown Appleton. It includes the main space (divided by a wall) with the bar int. It also has 4 booths for seating, a slightly higher level for seating, kitchen, basement/storage, men & women's bathrooms, and a hallway leading to a small out door patio.



4. Legal description (omit if street address is given above): _____

5. (a) Was this premises licensed for the sale of liquor or beer during the past license year? Yes No

(b) If yes, under what name was license issued? Pisco mar

6. Is individual, partners or agent of corporation/limited liability company subject to completion of the responsible beverage server training course for this license period? **If yes, explain** Yes No
WI course needs to be completed by both in order to obtain Bartenders license.
7. Is the applicant an employe or agent of, or acting on behalf of anyone except the named applicant? Yes No
If yes, explain.
8. Does any other alcohol beverage retail licensee or wholesale permittee have any interest in or control of this business? **If yes, explain** Yes No
9. (a) Corporate/limited liability company applicants only: Insert state WI and date 4.28.21 of registration.
- (b) Is applicant corporation/limited liability company a subsidiary of any other corporation or limited liability company? **If yes, explain** Yes No
- (c) Does the corporation, or any officer, director, stockholder or agent or limited liability company, or any member/manager or agent hold any interest in any other alcohol beverage license or permit in Wisconsin? **If yes, explain.** Yes No
10. Does the applicant understand they must register as a Retail Beverage Alcohol Dealer with the federal government, Alcohol and Tobacco Tax and Trade Bureau (TTB) by filing (TTB form 5630.5d) before beginning business? [phone 1-877-882-3277] Yes No
11. Does the applicant understand they must hold a Wisconsin Seller's Permit? [phone (608) 266-2776] Yes No
12. Does the applicant understand that they must purchase alcohol beverages only from Wisconsin wholesalers, breweries and brewpubs? Yes No

READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the applicant states that each of the above questions has been truthfully answered to the best of the knowledge of the signer. Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000. Signer agrees to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted, will not be assigned to another. (Individual applicants, or one member of a partnership applicant must sign; one corporate officer, one member/manager of Limited Liability Companies must sign.) Any lack of access to any portion of a licensed premises during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of this license.

Contact Person's Name (Last, First, M.I.) <u>Rebekka Garcia</u>	Title/Member <u>Owner</u>	Date <u>5.11.21</u>
Signature <u>Rebekka Garcia</u>	Phone Number 	Email Address 

TO BE COMPLETED BY CLERK

Date received and filed with municipal clerk <u>06/09/2021</u>	Date reported to council / board	Date provisional license issued	Signature of Clerk / Deputy Clerk
Date license granted	Date license issued	License number issued	



City of Appleton

Liquor License Questionnaire

1. Name of Applicant: Rebekka Garcia

2. Name of Business: Calaveras Fine Fusions

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) _____

3. Address of Business: 528 W College Ave Appleton WI 54911

4. Have you or any member of your organization ever been convicted of a misdemeanor or ordinance violation? Yes X No _____
 AND/OR been convicted of a felony? Yes _____ No X

If yes to either question, please explain in detail below:

DUI 11-20-2016

5. List all partners, shareholders or investors of your business. Include full name, middle initial and date of birth. Please use additional sheets if necessary.

<u>Edgar</u>	<u>m</u>	<u>Garcia Samaniego</u>	● ● ● ● ● ● ● ●
First name	M.I.	Last name	Date of Birth
<u>Rebekka</u>	<u>L</u>	<u>Garcia (Fonseca)</u>	● ● ● ● ● ● ● ●
First name	M.I.	Last name	Date of Birth
First name	M.I.	Last name	Date of Birth
First name	M.I.	Last name	Date of Birth

6. Name of person/corporation you are buying the premise and equipment from?

Name: Pat Flannagan
 First name Middle Initial Last name

Address: 522 College Ave Appleton WI 54911
 City State ZIP

7. What was the previous name and primary nature of the business operating at this location?

Name: Pisco mar

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) _____

8. Was this premise licensed for alcohol sales/consumption during the past license year?

Yes If yes, please contact the Community and Economic Development Department at 832-6468 about obtaining a copy of an existing Special Use Permit and related requirements that may run with property.

No _____ If no, please contact the Community and Economic Development Department at 832-6468 about obtaining a Special Use Permit. A Special Use Permit may be required for your business activity prior to the issuance of a Liquor License, pursuant to the City of Appleton Zoning Ordinance.

9. If alcohol sales were a previous use in this building, when did the operation cease?

0 months ago. Valid through 6/30/21

10. Seating capacity: Inside 99 Outside _____

11. Operating hours (Inside the building): _____
Operating hours (Outdoor seating areas): _____

12. Employees/Staff

Number of floor personnel 4 Number of door checkers 1

13. In general, state the size and operational details of the proposed establishment:

- a. Gross floor building area of the premises to be licensed: 2338 square feet.
- b. Gross outdoor seating areas of the premises to be licensed: _____ square feet.
- c. Below, identify the operational details of the proposed establishment:

Calaveras will be operated as a cocktail lounge & kitchen. We will be open Wednesday-Sunday

Rebecca Garcia
Signature

5.11.21
Date

**Schedule for Appointment of Agent by Corporation / Nonprofit
Organization or Limited Liability Company**

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town
 Village of APPLETON County of Outagamie
 City

The undersigned duly authorized officer/member/manager of Calaveras Fine Fusions LLC
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as
Calaveras Fine Fusions LLC
(Trade Name)

located at 528 College Ave. Appleton WI 54911

appoints Rebekka Garcia
(Name of Appointed Agent)

1033 madison st Little chute WI 54140
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).

Is applicant agent subject to completion of the responsible beverage server training course? Yes No

How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? 32 years

Place of residence last year 1033 madison st Little chute WI 54140

For: Calaveras Fine Fusions LLC
(Name of Corporation / Organization / Limited Liability Company)

By: Rebekka Garcia
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, Rebekka Garcia, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

Rebekka Garcia 6-9-21
(Signature of Agent) (Date)

1033 madison st Little chute WI 54140
(Home Address of Agent)

Agent's age 32

Date of birth 06/09/89

**APPROVAL OF AGENT BY MUNICIPAL AUTHORITY
(Clerk cannot sign on behalf of Municipal Official)**

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)



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FEES ARE NON-REFUNDABLE	Date Rec'd <u>6/15/21</u>
License Fee - \$10.00 per event	Acct Code: CLCSPB
Investigation Fee <u>7.00</u>	Acct Code: CLCPIF
Total Amount Paid <u>10</u>	Receipt <u>2248-6</u>

Application for Temporary Class "B" Beer or "Class B" Wine License

Application MUST be on file for 10 days prior to event, please allow 2-3 weeks for processing

The named organization applies for: (Please check one or both)					
<input checked="" type="checkbox"/> A temporary Class "B" license to sell FERMENTED MALT BEVERAGES at picnics or similar gathering under s. 125.26(6) Wis. Stats.					
<input checked="" type="checkbox"/> A temporary "Class B" license to sell WINE at picnics or similar gathering under s. 125.51(10) Wis. Stats. (Limit 2 licenses in a 12 month period)					
SECTION 1 - ORGANIZATION INFORMATION - Answer all questions completely. Please PRINT clearly					
Name of Organization (Bona fide club, lodge or society, veteran's organization or fair association) <u>Sculpture Valley</u>				Date Organized <u>6/15/11</u>	
Address <u>110 S. Durkee St</u>		City <u>Appleton</u>	State <u>WI</u>	Zip <u>54911</u>	
Person in Charge of Event: Name: Last <u>Willems</u> First <u>Dave</u> M. I. <u>G</u> Date of Birth <u>[REDACTED]</u>			Address <u>59 Meadow Dr.</u> City <u>Appleton</u> State <u>WI</u> Zip <u>54915</u> Person in charge phone number: <u>[REDACTED]</u>		
President Last <u>Gates</u> First <u>Allison</u> Middle Initial <u></u> Date of Birth <u>[REDACTED]</u> Male <input checked="" type="checkbox"/> Female <input type="checkbox"/>	Address <u>4819 N. Fuji Dr.</u> City <u>Appleton</u> State <u>WI</u> Zip <u>54911</u>				
Vice President Last <u>VACANT</u> First <u></u> Middle Initial <u></u> Date of Birth <u></u> Male <input type="checkbox"/> Female <input type="checkbox"/>	Address <u></u> City <u></u> State <u></u> Zip <u></u>				
Secretary Last <u>Knake</u> First <u>Kyle</u> Middle Initial <u>A.</u> Date of Birth <u>[REDACTED]</u> Male <input checked="" type="checkbox"/> Female <input type="checkbox"/>	Address <u>E1750 King Rd</u> City <u>Waupaca</u> State <u>WI</u> Zip <u>54981</u>				
Treasurer Last <u>VACANT</u> First <u></u> Middle Initial <u></u> Date of Birth <u></u> Male <input type="checkbox"/> Female <input type="checkbox"/>	Address <u></u> City <u></u> State <u></u> Zip <u></u>				
SECTION 2 - EVENT INFORMATION SECTION					
Date(s) of Event: Beginning <u>08/05/21</u> Ending: <u>08/08/21</u> Hours <u>11</u> <input checked="" type="radio"/> AM / <input type="radio"/> PM <input type="radio"/> AM / <input checked="" type="radio"/> PM		10:00			
Please describe the type of event you are going to have: <u>Free music festival open to the general public</u>					
Do you plan to serve food at this event?	No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/>	If yes, contact the Appleton Health Department. (920.832.6429)		
Location where beer or wine will be sold or served: <u>Houdini Plaza</u>					
Address <u>100 W. Lawrence St</u>		City <u>Appleton</u>	State <u>WI</u>	Zip <u>54911</u>	
Describe actual location and dimensions of area to be licensed below:- BE PRECISE!			Will minors be present? No <input type="checkbox"/> Yes <input checked="" type="checkbox"/>		
<u>Bev. set-up in Park area next to dumpsters on East side of park</u>			If yes, how will you prevent minors from obtaining alcoholic beverages? <u>F.P. Required on site wristband needed to purchase tickets</u>		
SECTION 3 - PENALTY SECTION					
This application must be on file in the Office of the City Clerk for at least ten (10) business days prior to granting the license. If the event will last more than four (4) days, the application shall be filed 15 days prior to the granting of the license. This organization also agrees to comply with all laws, resolutions, ordinances and regulations (state, federal or local) affecting the sale of fermented malt beverages if the license is granted. The officer(s) of the organization, individually and together, declare under penalties of law that the information provided in this application is true and correct to the best of their knowledge and belief.					
Signature of Officer					
FOR OFFICE USE ONLY					
Dept.	Approve	Deny	By	Reason	
Police					
Fire					
Health					
Inspection					
S&L	Date Issued		Exp. Date	License Number	



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FEES ARE NON-REFUNDABLE	Date Rec'd <u>6/15/21</u>
License Fee - \$10.00 per event	Acct. 11030.4322
Investigation Fee + 7.00	Acct. 100.2359
Total Amount Paid <u>17</u>	Receipt <u>2248-6</u>

Application for Special Class "B" License to Sell Fermented Malt Beverages at Picnics or Gatherings

The named organization applies for:					
<input checked="" type="checkbox"/> A temporary Class "B" license to sell FERMENTED MALT BEVERAGES at picnics or similar gathering under s. 125.26(6) Wis. Stats.					
<input checked="" type="checkbox"/> A temporary Class "B" license to sell WINE at picnics or similar gathering under s. 125.51(10) Wis. Stats. (Limit 2 permits in a 12 month period)					
SECTION 1 - ORGANIZATION INFORMATION - Answer all questions completely. Please PRINT clearly					
Name of Organization (Bona fide club, lodge or society, veteran's organization or fair association) <u>Sculpture Valley</u>				Date Organized <u>JUNE 15, 2011</u>	
Address <u>110 S. DURKEE ST.</u>		City <u>APPLETON</u>	State <u>WI</u>	Zip <u>54911</u>	
Person in Charge of Event: Name: Last <u>WILLEMS, DAVE</u>		First <u>G</u>	Middle Initial	Date of Birth 	
Address <u>59 MEADOW DR.</u>		City <u>APPLETON</u>	State <u>WI</u>	Zip <u>54915</u>	
Person in charge phone number: 					
President Last <u>GATES</u>		First <u>ALISON</u>	Middle Initial	Date of Birth 	Male <input checked="" type="checkbox"/>
Address <u>4819 N. FUJ. DR.</u>		City <u>APPLETON</u>	State <u>WI</u>	Zip <u>54911</u>	
Vice President Last <u>VACANS</u>		First	Middle Initial	Date of Birth	Male <input type="checkbox"/>
Address		City	State	Zip	
Secretary Last <u>KNOKE</u>		First <u>KYLE</u>	Middle Initial <u>A.</u>	Date of Birth 	Male <input checked="" type="checkbox"/>
Address <u>41750 KING ROAD</u>		City <u>WAUNAKEE</u>	State <u>WI</u>	Zip <u>54981</u>	
Treasurer Last <u>VACANS</u>		First	Middle Initial	Date of Birth	Male <input type="checkbox"/>
Address		City	State	Zip	
SECTION 2 - EVENT INFORMATION SECTION					
Date(s) of Event: Beginning <u>08/05/2021</u>		Ending: <u>08/08/2021</u>		Hours <u>11:00</u> (AM) (PM) <u>10:00</u> (AM) (PM)	
Please describe the type of event you are going to have: <u>FREE MUSIC FESTIVAL open to the general public</u>					
Do you plan to serve food at this event?		No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/>	If yes, contact the Appleton Health Department. (920.832.6429)	
Location where beer or wine will be sold: <u>303 N. Oneida Street, Appleton, WI 54911 - Outee Edge Stage</u>					
Address <u>303 N. Oneida St.</u>		City <u>APPLETON</u>	State <u>WI</u>	Zip <u>54911</u>	
Are you requesting an "open concept" license?		No <input type="checkbox"/>	Yes <input type="checkbox"/>	Will minors be present? No <input type="checkbox"/> Yes <input type="checkbox"/>	
Describe actual location and dimensions of area to be licensed - Be precise! <u>Inside the building back of room</u>		If yes, how will you prevent minors from obtaining alcoholic beverages? <u>wristband needed to purchase drink tickets</u>			
SECTION 3 - PENALTY SECTION					
This application must be on file in the Office of the City Clerk for at least ten (10) business days prior to granting the license. If the event will last more than four (4) days, the application shall be filed 15 days prior to the granting of the license. This organization also agrees to comply with all laws, resolutions, ordinances and regulations (state, federal or local) affecting the sale of fermented malt beverages if the license is granted. The officer(s) of the organization, individually and together, declare under penalties of law that the information provided in this application is true and correct to the best of their knowledge and belief.					
Signature of Officer <u>[Signature]</u>					
FOR OFFICE USE ONLY					
Dept.	Approve	Deny	By	Reason	
Police					
Fire					
Health					
Inspection					
S&L	Council	Date Issued	Exp. Date	License Number	

11-01-09 Reasonable accommodations for persons with disabilities will be made upon request and if feasible.

Return application to: City Clerk, 100 North Appleton Street, Appleton, WI 54911-4799



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REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE		Date Recv'd <u>6/17/21</u>
License Fee	\$10.00/event	Acct: CLCAGP
Receipt	<u>255-8</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment	<u>Jims PEACE</u>	
Address of Establishment	<u>223 E. College</u>	
Name of Agent	<u>Jay PLAMANN</u>	Phone Number

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
A drawing/diagram of the proposed area must also be submitted with this application

WE WOULD LIKE TO USE THE AREA REQUESTED AS AN OUTDOOR BAR & CONCERT USE.

Is this change Permanent? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	If this is temporary please specify the reason for the amendment: <u>WE ARE USING THE AREA FOR MILE OF MUSIC BANDS</u>
--------------------------------------------------------------------------------------------------	---------------------------------------------------------------------------------------------------------------------------

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:
AUGUST 5- AUGUST 8 2021 10am-11pm

SECTION 3 – PENALTY NOTICE

I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant:

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				
S&L	Council	Date Issued	Exp. Date	License Number

Google Maps

217
219
223



Map data ©2021, Map data ©2021 20 ft

Rear Parking Lots of 217, 219 & 223

Erica Ziegert

From: Jay <jayplamann@gmail.com>
Sent: Thursday, July 8, 2021 3:04 PM
To: Erica Ziegert
Subject: Re: Charles the florist approval

We will be using the back parking lot from August 5 through August 8.

Jay Plamann

920-277-3527

On Jul 8, 2021, at 3:03 PM, Erica Ziegert <Erica.Ziegert@appleton.org> wrote:

Jay,

Could you please confirm that the dates you are applying for are August 5-8 and not any earlier than that.

Thank you,

Erica Ziegert

Administrative Support Specialist
Office of the City Clerk
100 N. Appleton
Appleton, WI 54911
920-832-6448
<image001.jpg>

From: Jay <jayplamann@gmail.com>
Sent: Thursday, July 8, 2021 12:56 PM
To: Erica Ziegert <Erica.Ziegert@Appleton.org>
Subject: Fwd: Charles the florist approval

Erica
Let me know if you need anything else
Thank you

Jay Plamann

920-277-3527

Begin forwarded message:

From: Jay <jayplamann@gmail.com>
Date: July 8, 2021 at 12:50:28 PM CDT

To: "Cervelli, Theodore" <theodore.cervelli@united.com>

Subject: Re:

I got it
Thank you

Jay Plamann

920-277-3527

On Jul 8, 2021, at 12:48 PM, Cervelli, Theodore
<theodore.cervelli@united.com> wrote:

I Theodore Cervelli am allowing Jay Plamann and Tony Mueller to
use my back lot at 219 e College avenue for the week of august
2nd thru the 8th
sincerely Theodore Cervelli

Attention: This message was sent from a source external to the City of Appleton. Please use caution
when opening attachments or clicking links.

Attention: This message was sent from a source external to the City of Appleton. Please use caution when opening
attachments or clicking links.



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REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE	Date Recv'd <u>6/17/21</u>
License Fee \$10.00/event	Acct: CLCAGP
Receipt <u>2258-8</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment <u>WOODEN NICKEL RESTAURANT & LOUNGE, INC</u>	
Address of Establishment <u>217 E. College Ave Appleton, WI 54911</u>	
Name of Agent <u>Anthony Mueller</u>	Phone Number <u>[REDACTED]</u>

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
A drawing/diagram of the proposed area must also be submitted with this application

REAR PARKING LOTS OF 217, 219 & 223 E. College Ave

Is this change Permanent? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	If this is temporary please specify the reason for the amendment: <u>Mile of Music outdoor venue Aug 5th - 8th</u>
---------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:
Aug 5th, 2021 - Aug 8th, 2021
10AM - 11PM

SECTION 3 – PENALTY NOTICE

I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant: Anthony Mueller

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				
S&L	Council	Date Issued	Exp. Date	License Number

217
219
223



Rear Parking Lots of 217, 219 & 223



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REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE	Date Recv'd <u>6/21/21</u>
License Fee \$10.00/event	Acct: CLCAGP
Receipt <u>2262-5</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment	<u>Emmetts Bar & Grill</u>	
Address of Establishment	<u>139 N. Richmond St Appleton Wisc 54911</u>	
Name of Agent	<u>Sharon L. Reader</u>	Phone Number

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
 A drawing/diagram of the proposed area must also be submitted with this application
125 x 125 sq. ft. Completely fenced in
 with ample security as always.

Is this change Permanent? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	If this is temporary please specify the reason for the amendment: <u>Mile of Music outdoor stage</u>
------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:
Thursday Aug 5th 10AM until Sunday Aug 8th 10PM.

SECTION 3 – PENALTY NOTICE

I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
 Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant: Sharon L. Reader

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				
S&L	Council	Date Issued	Exp. Date	License Number

BROWN
BUILDING

PARKING ALLOTTED FOR OTHER
BUSINESSES

DUMPSTERS

DRIVEWAY

SPRINKLER

This is 2 rows of stalls
Parking for All Other Business
+ Townhomes

DRIVEWAY



Washing for
Street

PRUDENTIA
ENTRANCE FOR
EVENTS

STAGE

PARKING for
Other
Businesses
& Townhomes

DRIVEWAY

PARKING

Evergreen
Credit Union

Emmetts

Boost
MOBILE

Barber
Shop

Jimmie's
Chicken
fish

MEXICAN
RESTAURANT

Attic

Garage storage

Schedule for Appointment of Agent by Corporation / Nonprofit Organization or Limited Liability Company

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town Village of APPLETON County of outagamie
 City

The undersigned duly authorized officer/member/manager of Dong PO Restaurant IN Appleton INC
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as Dong PO Restaurant IN Appleton
(Trade Name)

located at 719 W College Ave Appleton WI 54911
address

appoints JIAN CHEN
(Name of Appointed Agent)

3500 N Morrison St Appleton WI 54911
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).

Is applicant agent subject to completion of the responsible beverage server training course? Yes No

How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? ● YEARS

Place of residence last year 3500 N Morrison St Appleton WI 54911

For: Dong PO Restaurant IN Appleton INC
(Name of Corporation / Organization / Limited Liability Company)

By: Jenny Kong ju
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, JIAN, CHEN, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

[Signature] 06/24/21
(Signature of Agent) (Date)
3500 N Morrison St Appleton WI 54911
(Home Address of Agent)

Agent's age ●●
 Date of birth ●●●●●●●●

APPROVAL OF AGENT BY MUNICIPAL AUTHORITY (Clerk cannot sign on behalf of Municipal Official)

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)

Schedule for Appointment of Agent by Corporation / Nonprofit Organization or Limited Liability Company

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town Village of APPLETON County of OUTAGAMIE
 City

The undersigned duly authorized officer/member/manager of WISCONSIN CVS PHARMACY, L.L.C.
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as CVS/PHARMACY #8525
(Trade Name)

located at 700 WEST WISCONSIN AVENUE, APPLETON, WI, 54914

appoints Nicholas Fabner
(Name of Appointed Agent)

5534 Old Hwy 18, Stevens Point WI, 54482
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).

Is applicant agent subject to completion of the responsible beverage server training course? Yes No

How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? 0 years

Place of residence last year 5534 Old Hwy 18, Stevens Point WI, 54482

For WISCONSIN CVS PHARMACY, L.L.C.
(Name of Corporation / Organization / Limited Liability Company)

By [Signature]
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, Nicholas Fabner, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

[Signature] 6/28/21 Agent's age 00
(Signature of Agent) (Date)

5534 Old Hwy 18, Stevens Point, WI 54482 Date of birth 0000
(Home Address of Agent)

APPROVAL OF AGENT BY MUNICIPAL AUTHORITY (Clerk cannot sign on behalf of Municipal Official)

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)

Auxiliary Questionnaire Alcohol Beverage License Application

Submit to municipal clerk.

Individual's Full Name (please print) (last name)		(first name)		(middle name)	
Fahner		Nicholas		Daniel	
Home Address (street/route)		Post Office	City	State	Zip Code
5534 Old Hwy 18			Stevens Point WI	WI	54482
Home Phone Number		Age	Date of Birth	Place of Birth	
[REDACTED]		[REDACTED]	[REDACTED]	Virginia, MN	

The above named individual provides the following information as a person who is (check one):

- Applying for an alcohol beverage license as an individual.
- A member of a partnership which is making application for an alcohol beverage license.
- MANAGER** of **WISCONSIN CVS PHARMACY, LLC**
- (Officer / Director / Member / Manager / Agent) (Name of Corporation, Limited Liability Company or Nonprofit Organization)

which is making application for an alcohol beverage license.

The above named individual provides the following information to the licensing authority:

- How long have you continuously resided in Wisconsin prior to this date? 5 years
- Have you ever been convicted of any offenses (other than traffic unrelated to alcohol beverages) for violation of any federal laws, any Wisconsin laws, any laws of any other states or ordinances of any county or municipality? Yes No
If yes, give law or ordinance violated, trial court, trial date and penalty imposed, and/or date, description and status of charges pending. (If more room is needed, continue on reverse side of this form.)
- Are charges for any offenses presently pending against you (other than traffic unrelated to alcohol beverages) for violation of any federal laws, any Wisconsin laws, any laws of other states or ordinances of any county or municipality? Yes No
If yes, describe status of charges pending.
- Do you hold, are you making application for or are you an officer, director or agent of a corporation/nonprofit organization or member/manager/agent of a limited liability company holding or applying for any other alcohol beverage license or permit? Yes No
If yes, identify. (Name, Location and Type of License/Permit)
- Do you hold and/or are you an officer, director, stockholder, agent or employe of any person or corporation or member/manager/agent of a limited liability company holding or applying for a wholesale beer permit, brewery/winery permit or wholesale liquor, manufacturer or rectifier permit in the State of Wisconsin? Yes No
If yes, identify. (Name of Wholesale Licensee or Permittee) (Address By City and County)

6. Named individual must list in chronological order last two employers.

Employer's Name	Employer's Address	Employed From	To
CVS	700 W Wisconsin Ave Stevens Point, WI	5/2016	Current
Arby's	5700 US-10E, Stevens Point, WI, 54481	4/2012	5/2016

READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the undersigned states that each of the above questions has been truthfully answered to the best of the knowledge of the signer. The signer agrees that he/she is the person named in the foregoing application; that the applicant has read and made a complete answer to each question, and that the answers in each instance are true and correct. The undersigned further understands that any license issued contrary to Chapter 125 of the Wisconsin Statutes shall be void, and under penalty of state law, the applicant may be prosecuted for submitting false statements and affidavits in connection with this application. Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000.


(Signature of Named Individual)



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REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE	Date Recv'd <u>7/7/21</u>
License Fee \$10.00/event	Acct: CLCAGP
Receipt <u>2326-5</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment <u>Riverside Dan / Grill</u>	
Address of Establishment <u>904 S. OIDA ONIDA 54915</u>	
Name of Agent <u>GREGG VAN DINTA</u>	Phone Number

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
A drawing/diagram of the proposed area must also be submitted with this application

EXPANDED PARKING LOT AREA

Is this change Permanent? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	If this is temporary please specify the reason for the amendment: <u>mile of music</u>
---------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:

August 5, 2021 THRU August 8, 2021
9:00 AM - 2:30 pm(AM)

SECTION 3 – PENALTY NOTICE

I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant:

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				

S&L <u>7-14-21</u>	Council <u>7-21-21</u>	Date Issued	Exp. Date	License Number
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Riverside Bar/ Grill 906 S OIDE ONIE DA ST

150'

Entry way monitored

50'

PARKING LOT YELLOW BORDER
PREMIS AOMENDMENT

Door

Door

Foyer

Door

open

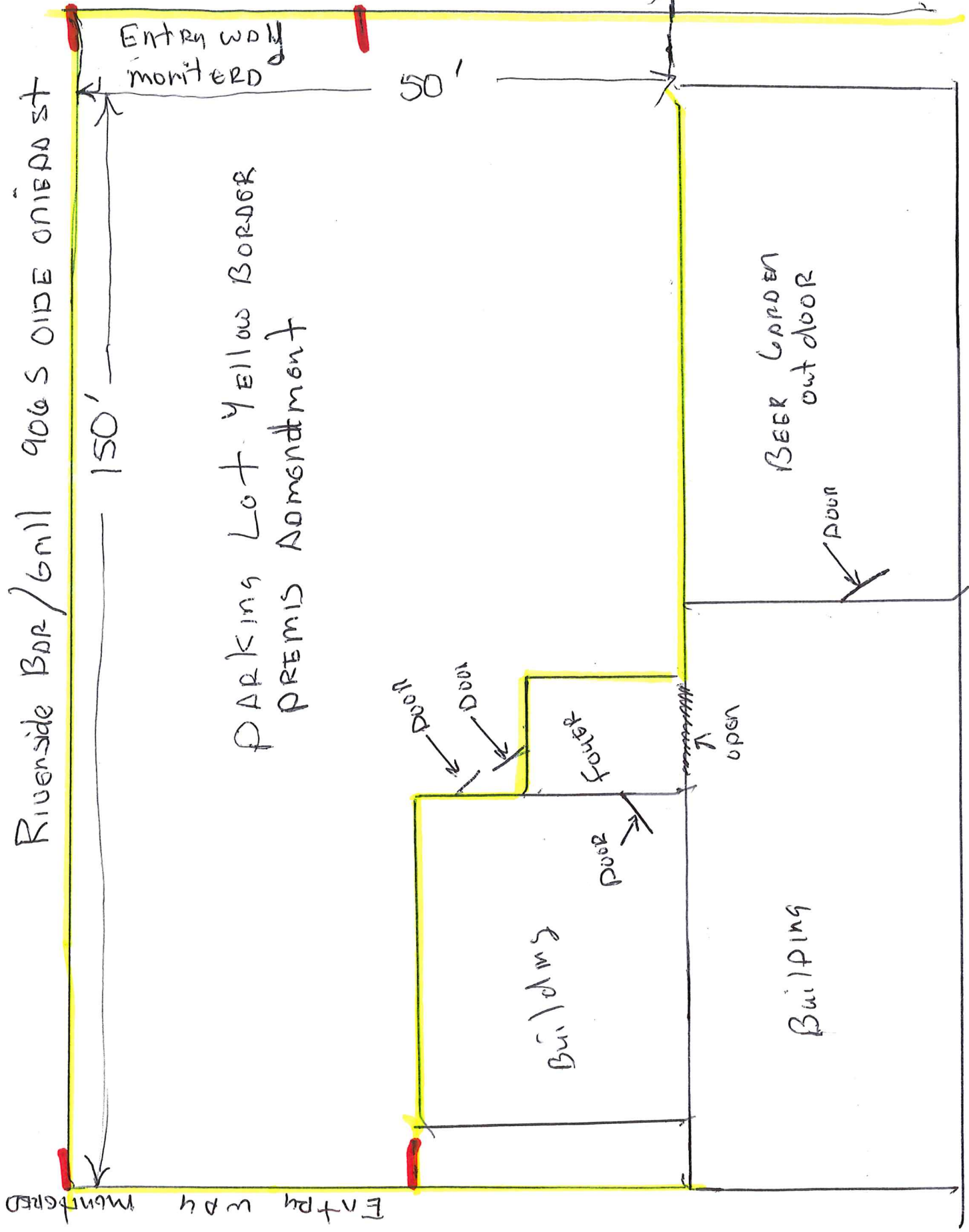
Building

Building

BEER GARDEN
out door

Door

Entry way monitored





"meeting community needs
.....enhancing quality of life"

REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE	Date Recv'd <u>7/8/21</u>
License Fee \$10.00/event	Acct: CLCAGP
Receipt <u>2345-2</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment	Fox Cities Performing Arts Center		
Address of Establishment	400 West College Ave, Appleton, WI 54911		
Name of Agent	Pilar Martinez	Phone Number	●●●●●●

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
A drawing/diagram of the proposed area must also be submitted with this application
 The Fox Cities P.A.C. will be hosting our annual cookout as a thank you to our Partners support this past year. The event will be taking place on Tuesday, August 17, 2021 from 5:30 PM -7:30 PM. We are planning to host a summer cookout, outdoors at the Center, on our Thrivent Plaza. Traditional Wisconsin Cookout food will be served and a variety of beverages. To allow us to serve alcohol at this event we are requesting a one-day amendment to our liquor license. The space will be fenced in with stanchions and has a capacity of approximately 200 people.

Is this change Permanent? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	If this is temporary please specify the reason for the amendment: Although this event will be hosted on Center property, it is outside and we will need our liquor license amended for the day to extend outside to this space.
-------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:
 The event will be Tuesday, August 17, 2021 from 5:30 PM - 7:30 PM

SECTION 3 – PENALTY NOTICE

I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
 Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant: Pilar Martinez

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				
S&L <u>7-14-21</u>	Council <u>7-21-21</u>	Date Issued	Exp. Date	License Number



"meeting community needs
.....enhancing quality of life"

APPLICATION for the Operation of a PET STORE/KENNEL

FEES ARE NON-REFUNDABLE		Date Rec'd <u>7/1/21</u>
See SECTION 5 for Fee Schedule		
License Fee - Initial	\$ <u>90</u>	Acct. Code: CLPETK
License Fee - Renewal	\$ _____	Acct. Code: CLPETK
Investigation Fee	+ \$7.00	Acct. Code: CLCPIF
Total Amount Paid	\$ <u>97</u>	Receipt <u>2315-9</u>
License period July 1 to June 30		

SECTION 1 – BUSINESS LOCATION – Answer all questions completely. Please PRINT clearly			
NOTE: The location of a Kennel or Pet Store is subject to applicable zoning and other regulations.			
Business Name <u>FISH CAVE LLC</u>			
Business Street Address <u>2110 S MEMORIAL DR</u>		City <u>APPLETON</u>	State <u>WI</u>
Business Telephone Number 414.234.3526 <u>414.234.3526</u>		Zip <u>54915</u>	
SECTION 2 – APPLICANT INFORMATION			
Name <u>TON VANIL</u>			
Home Street Address <u>1503 E COOLIDGE AVE</u>		City	State
Date of Birth <u>●●●●</u>	Male <input checked="" type="checkbox"/>	Female	Telephone Number <u>●●●●●●●●</u>
SECTION 3 – SERVICES TO BE PROVIDED			
Please check the type(s) of services your establishment will offer: <input checked="" type="checkbox"/> Live animals <input checked="" type="checkbox"/> Pet Food			
<input checked="" type="checkbox"/> Pet Accessories	<input checked="" type="checkbox"/> Fish	<input checked="" type="checkbox"/> Other <u>TANKS, FISH ACCESSORIES</u>	
SECTION 4 – PENALTY NOTICE			
Having knowledge of all governmental laws, rules or regulations governing the keeping or protection of animals, I hereby certify that the information provided in this application is true and correct to the best of my knowledge and belief.			
Signature of Applicant: <u>[Signature]</u>			
SECTION 5 – FEE SCHEDULE			
Pet Store License	Initial Fee - \$90.00	Renewal Fee – \$75.00	
Kennel License	10 or less animals - \$55.00	25 or less animals - \$130.00	
	50 or less animals - \$255.00	More than 50 animals - \$5.00 per animal with a minimum of \$280.00	
FOR OFFICE USE ONLY			
Dept.	Approve	Deny	By
Police			
Fire			
City Sealer			
Inspection			
Community Development			
S&L <u>7-14-21</u>	Council <u>7-21-21</u>	Date Issued	Exp. Date
			License Number

05-23-19

Return application to: City Clerk, 100 North Appleton Street, Appleton, WI 54911-4799

Original Alcohol Beverage Retail License Application

(Submit to municipal clerk.)

For the license period beginning: 07/01/2021 ending: 06-30-2022
(mm dd yyyy) (mm dd yyyy)

To the Governing Body of the: Town of } Appleton
 Village of }
 City of }

County of Outagamie Aldermanic Dist. No. _____
 (if required by ordinance)

Check one: Individual Limited Liability Company
 Partnership Corporation/Nonprofit Organization

Applicant's Wisconsin Seller's Permit Number	
FEIN Number	
TYPE OF LICENSE REQUESTED	FEE
<input checked="" type="checkbox"/> Class A beer	\$ 100
<input type="checkbox"/> Class B beer	\$
<input type="checkbox"/> Class C wine	\$
<input type="checkbox"/> Class A liquor	\$
<input type="checkbox"/> Class A liquor (cider only)	\$ N/A
<input type="checkbox"/> Class B liquor	\$
<input type="checkbox"/> Reserve Class B liquor	\$
<input type="checkbox"/> Class B (wine only) winery	\$
Publication fee	\$ 60
TOTAL FEE	\$ 160

Name (individual / partners give last name, first, middle; corporations / limited liability companies give registered name)
Dhungana Prabhu / Oneida street mini mart LLC

An "Auxiliary Questionnaire," Form AT-103, must be completed and attached to this application by each individual applicant, by each member of a partnership, and by each officer, director and agent of a corporation or nonprofit organization, and by each member/manager and agent of a limited liability company. List the full name and place of residence of each person.

President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Dhungana</u>	<u>Prabhu</u>		<u>4716 W Grand Meadows Dr, Appleton, WI</u>
Vice President / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
			<u>54914</u>
Secretary / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Treasurer / Member Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
Agent Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
<u>Dhungana</u>	<u>Prabhu</u>		<u>4716 W Grand Meadows Dr, Appleton, WI</u>
Directors / Managers Last Name	(First)	(Middle Name)	Home Address (Street, City or Post Office, & Zip Code)
			<u>54914</u>

1. Trade Name Oneida BP Business Phone Number 920 731 3518
 2. Address of Premises 1306 S Oneida Street Post Office & Zip Code Appleton, WI, 54915

3. Premises description: Describe building or buildings where alcohol beverages are to be sold and stored. The applicant must include all rooms including living quarters, if used, for the sales, service, consumption, and/or storage of alcohol beverages and records. (Alcohol beverages may be sold and stored only on the premises described.)

walk in cooler, floor

4. Legal description (omit if street address is given above): _____

5. (a) Was this premises licensed for the sale of liquor or beer during the past license year? Yes No

(b) If yes, under what name was license issued? Oneida street mini mart LLC

6. Is individual, partners or agent of corporation/limited liability company subject to completion of the responsible beverage server training course for this license period? If yes, explain Yes No
 Provided proof of being an agent for Hortonville BP on 3/18/21

7. Is the applicant an employe or agent of, or acting on behalf of anyone except the named applicant? Yes No
 If yes, explain.

8. Does any other alcohol beverage retail licensee or wholesale permittee have any interest in or control of this business? If yes, explain Yes No

9. (a) Corporate/limited liability company applicants only: Insert state WI and date 2/2/2021 of registration.

(b) Is applicant corporation/limited liability company a subsidiary of any other corporation or limited liability company? If yes, explain Yes No

(c) Does the corporation, or any officer, director, stockholder or agent or limited liability company, or any member/manager or agent hold any interest in any other alcohol beverage license or permit in Wisconsin? If yes, explain. Yes No
Kimberly mini mart LLC
Hortonville BP

10. Does the applicant understand they must register as a Retail Beverage Alcohol Dealer with the federal government, Alcohol and Tobacco Tax and Trade Bureau (TTB) by filing (TTB form 5630.5d) before beginning business? [phone 1-877-882-3277] Yes No

11. Does the applicant understand they must hold a Wisconsin Seller's Permit? [phone (608) 266-2776] Yes No

12. Does the applicant understand that they must purchase alcohol beverages only from Wisconsin wholesalers, breweries and brewpubs? Yes No

READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the applicant states that each of the above questions has been truthfully answered to the best of the knowledge of the signer. Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000. Signer agrees to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted, will not be assigned to another. (Individual applicants, or one member of a partnership applicant must sign; one corporate officer, one member/manager of Limited Liability Companies must sign.) Any lack of access to any portion of a licensed premises during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of this license.

Contact Person's Name (Last, First, M.I.) <u>Dhungana Prabhya</u>	Title/Member <u>owner</u>	Date <u>7/1/2021</u>
Signature 	Phone Number 	Email Address

TO BE COMPLETED BY CLERK

Date received and filed with municipal clerk <u>7-1-21</u>	Date reported to council / board	Date provisional license issued	Signature of Clerk / Deputy Clerk
Date license granted	Date license issued	License number issued	



City of Appleton

Liquor License Questionnaire

1. Name of Applicant: Prabhu Dhungana

2. Name of Business: Oneida Street Mini Mart LLC

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) Convenience Store

3. Address of Business: 1306 S Oneida Street, Appleton, WI, 54915

4. Have you or any member of your organization ever been convicted of a misdemeanor or ordinance violation? Yes X No _____
 AND/OR been convicted of a felony? Yes _____ No X

If yes to either question, please explain in detail below:

Sold Beer to minor in 2011
Pickneyville, IL, Perry County

5. List all partners, shareholders or investors of your business. Include full name, middle initial and date of birth. Please use additional sheets if necessary.

<u>Prabhu</u>		<u>Dhungana</u>	<u> </u>
First name	M.I.	Last name	Date of Birth
			/ /
First name	M.I.	Last name	Date of Birth
			/ /
First name	M.I.	Last name	Date of Birth
			/ /
First name	M.I.	Last name	Date of Birth
			/ /

6. Name of person/corporation you are buying the premise and equipment from?

Name: _____
 First name Middle Initial Last name

Address: _____
 City State ZIP

7. What was the previous name and primary nature of the business operating at this location?

Name: _____

(Check Applicable Box(s) to identify primary business activity)

- Restaurant
- Tavern/Night Club/Wine Bar
- Microbrewery/Brewpub
- Painting/Craft Studio
- Other (describe) GAS STATION

8. Was this premise licensed for alcohol sales/consumption during the past license year?

Yes If yes, please contact the Community and Economic Development Department at 832-6468 about obtaining a copy of an existing Special Use Permit and related requirements that may run with property.

No _____ If no, please contact the Community and Economic Development Department at 832-6468 about obtaining a Special Use Permit. A Special Use Permit may be required for your business activity prior to the issuance of a Liquor License, pursuant to the City of Appleton Zoning Ordinance.

9. If alcohol sales were a previous use in this building, when did the operation cease?

6/30/2021 months ago.

10. Seating capacity: Inside 7 Outside —

11. Operating hours (Inside the building): 4 AM - 12 AM
Operating hours (Outdoor seating areas): —

12. Employees/Staff
Number of floor personnel 2 Number of door checkers 1

13. In general, state the size and operational details of the proposed establishment:

- a. Gross floor building area of the premises to be licensed: ~~36~~ 36 X 71 square feet.
- b. Gross outdoor seating areas of the premises to be licensed: — square feet.
- c. Below, identify the operational details of the proposed establishment:

C-Store, sell Beer, Cig, Soda
Gas Station

Signature [Handwritten Signature]

Date 7/1/2021

Schedule for Appointment of Agent by Corporation / Nonprofit Organization or Limited Liability Company

Submit to municipal clerk.

All corporations/organizations or limited liability companies applying for a license to sell fermented malt beverages and/or intoxicating liquor must appoint an agent. The following questions must be answered by the agent. The appointment must be signed by an officer of the corporation/organization or one member/manager of a limited liability company and the recommendation made by the proper local official.

To the governing body of: Town Village of APPLETON County of Outagamie
 City

The undersigned duly authorized officer/member/manager of Oneida street mini mart LLC
(Registered Name of Corporation / Organization or Limited Liability Company)

a corporation/organization or limited liability company making application for an alcohol beverage license for a premises known as Oneida BP

located at 1306 S Oneida street, Appleton, WI, 54915
(Trade Name)

appoints Prabhu Dhungana
(Name of Appointed Agent)
4716 W Grand Meadows Dr, Appleton, WI, 54914
(Home Address of Appointed Agent)

to act for the corporation/organization/limited liability company with full authority and control of the premises and of all business relative to alcohol beverages conducted therein. Is applicant agent presently acting in that capacity or requesting approval for any corporation/organization/limited liability company having or applying for a beer and/or liquor license for any other location in Wisconsin?

Yes No If so, indicate the corporate name(s)/limited liability company(ies) and municipality(ies).
Kimberly BP, Hortonville BP

Is applicant agent subject to completion of the responsible beverage server training course? Yes No
 How long immediately prior to making this application has the applicant agent resided continuously in Wisconsin? 2012

Place of residence last year 4716 W Grand Meadows Dr, Appleton, WI, 54914

For: Oneida street mini mart LLC
(Name of Corporation / Organization / Limited Liability Company)
 By: [Signature]
(Signature of Officer / Member / Manager)

Any person who knowingly provides materially false information in an application for a license may be required to forfeit not more than \$1,000.

ACCEPTANCE BY AGENT

I, Prabhu Dhungana, hereby accept this appointment as agent for the
(Print / Type Agent's Name)

corporation/organization/limited liability company and assume full responsibility for the conduct of all business relative to alcohol beverages conducted on the premises for the corporation/organization/limited liability company.

[Signature] 7/1/2021
(Signature of Agent) (Date)
4716 W Grand Meadows Dr, Appleton, WI, 54914
(Home Address of Agent)
 Agent's age [Redacted]
 Date of birth [Redacted]

APPROVAL OF AGENT BY MUNICIPAL AUTHORITY (Clerk cannot sign on behalf of Municipal Official)

I hereby certify that I have checked municipal and state criminal records. To the best of my knowledge, with the available information, the character, record and reputation are satisfactory and I have no objection to the agent appointed.

Approved on _____ by _____ Title _____
(Date) (Signature of Proper Local Official) (Town Chair, Village President, Police Chief)

Erica Ziegert

From: Erica Ziegert
Sent: Friday, July 9, 2021 2:00 PM
To: Erica Ziegert
Subject: Premise Description
Attachments: image001.jpg

From: prabhu dhungana <prabhudhungana@gmail.com>
Sent: Friday, July 9, 2021 1:30 PM
To: Erica Ziegert <Erica.Ziegert@Appleton.org>
Subject: Re: Premise Description

Hi there

So here is details about premise description

36×71 square feet floor sales
And walk in cooler

If you need anything else from me please let me know

Thanks
Prabhu
Oneida BP



"meeting community needs
.....enhancing quality of life"

REQUEST for Alcohol License Premise Amendment

FEES ARE NON-REFUNDABLE		Date Recv'd <u>7/9/21</u>
License Fee	\$10.00/event	Acct: CLCAGP
Receipt	<u>2345-9</u>	

SECTION 1 – LICENSE INFORMATION

Name of Establishment	Rookie's Sports Bar & Grill		
Address of Establishment	325 N Appleton St.		
Name of Agent	Steve Carrow	Phone Number	920-830-1804

SECTION 2 – PREMISE AMENDMENT

Please describe the change in premises:
 A drawing/diagram of the proposed area must also be submitted with this application
 We would like the premises to include the parking lot. The reason is because the stage for Mile of Music is going to be put in Rookie's parking lot. We have purchased barricades to put at the end of each side of the parking lot and will have bouncers outside to prevent any alcoholic beverage leaving the premises.

Is this change Permanent?	If this is temporary please specify the reason for the amendment:
<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Temporary due to Mile of Music

Please list the date(s) and time(s) that this temporary premise amendment will be utilized:
 Thursday August 5th - Sunday August 8th

SECTION 3 – PENALTY NOTICE

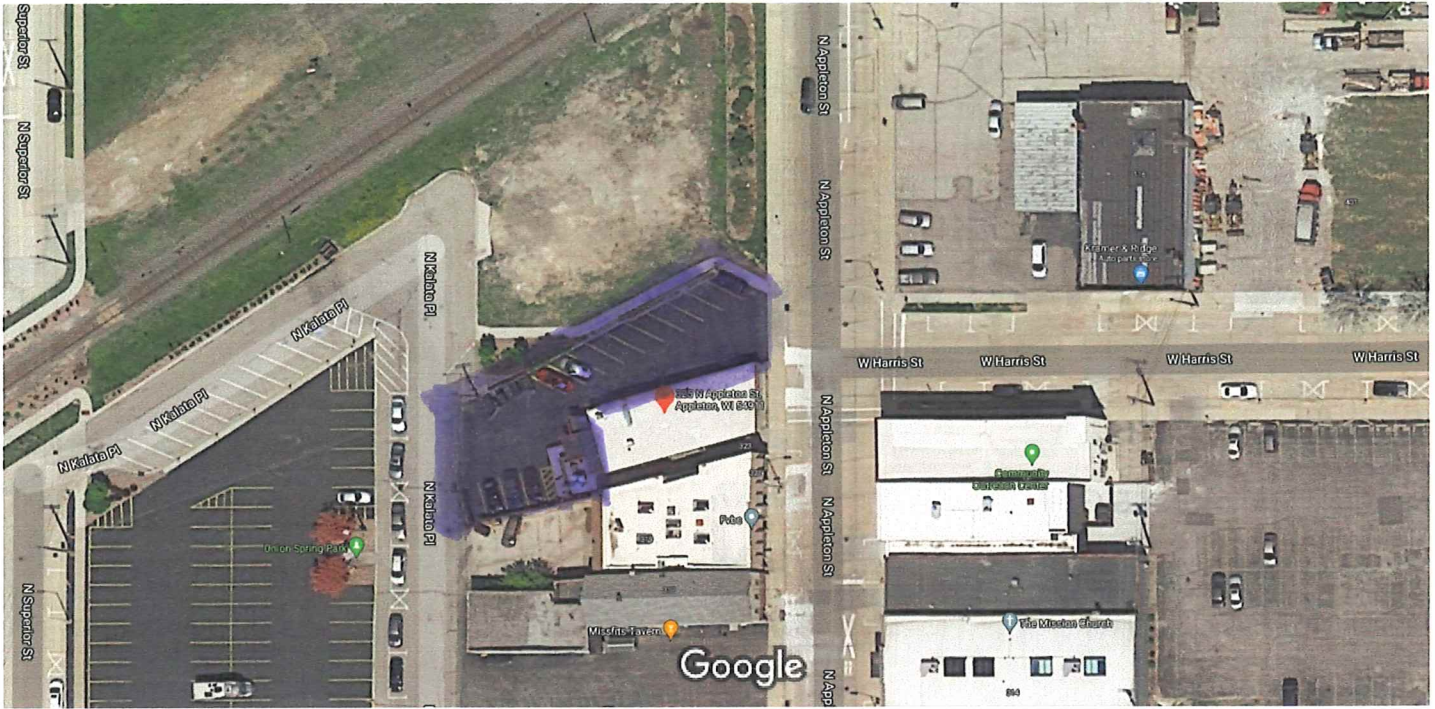
I certify that I am familiar with Section 9-52 of the Municipal Code of the City of Appleton and agree that any license granted under this application may be suspended for cause at any time by the Common Council.
 Under penalty of law, I swear that the information provided in this application is true and correct to the best of my knowledge and belief.

Signature of Applicant: Angela Wilson GM

FOR OFFICE USE ONLY

Department	Approve	Deny	By	Reason
Comm. Dev.				
Finance				
Fire				
Health				
Inspections				
Police				

S&L <u>744-21</u>	Council <u>7-21-21</u>	Date Issued	Exp. Date	License Number
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Map data ©2021, Map data ©2021 20 ft



325 N Appleton St

Building



Directions



Save



Nearby



Send to your phone



Share



You visited 2 weeks ago



REPORT TO CITY PLAN COMMISSION

Plan Commission Public Hearing Meeting Date: June 9, 2021

Common Council Public Hearing Meeting Date: July 21, 2021
(Public Hearing on Comprehensive Plan Amendment and Rezoning)

Items: City of Appleton *Comprehensive Plan 2010-2030* Future Land Use Map Amendment #1-21 and Rezoning #5-21

Case Manager: David Kress, Principal Planner

GENERAL INFORMATION

Owner: Pathways Church, Inc. c/o Adam Demetrician

Applicant: Commercial Horizons, Inc. c/o Paul Klister

Address/Parcel: Generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41 (Tax Id #31-6-4500-01)

Petitioner's Request: The applicant is requesting to amend the City's *Comprehensive Plan 2010-2030* Future Land Use Map from the Public/Institutional designation to the Commercial designation for the subject parcel. In conjunction with this request, the applicant is proposing to rezone the subject parcel from P-I Public Institutional District to C-2 General Commercial District. A portion of Alvin Street right-of-way, currently zoned AG Agricultural District, is also included in the rezoning request. The requests are being made to accommodate the proposed construction of an office building.

BACKGROUND

On March 15, 2017, the Common Council approved/adopted the 5-year update to the *Comprehensive Plan 2010-2030* and Future Land Use Map. This plan establishes a vision for future land use, physical development, and quality of life in the City and provides a comprehensive set of goals, policies, and initiatives to achieve that vision. The *Comprehensive Plan* document and the accompanying Future Land Use Map also serve as a guide for future growth and development in the City. Periodically, development proposals or changing circumstances within the City may trigger consideration of an amendment to the *Comprehensive Plan 2010-2030*. That is the case for this request.

In January 2021, a Certified Survey Map (CSM) was submitted to divide the property owned by Pathways Church, Inc. and create the subject parcel. The CSM was administratively reviewed and approved by City staff on February 18, 2021. As a result, the subject parcel consists of vacant, undeveloped land, and the adjacent parcel (#31-6-4500-00) contains the existing church building and parking lot.

STAFF ANALYSIS

Procedural Findings: When *Comprehensive Plan 2010-2030* Future Land Use Map Amendment and Rezoning applications are required for the same development project, the respective staff reports are consolidated together as one.

Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21 & Rezoning #5-21

June 9, 2021

Page 2

Existing Site Conditions: Currently, the subject property consists of vacant, undeveloped land. The subject land area totals approximately 7.00 acres. The property has frontage along North Alvin Street and Interstate 41. North Alvin Street is classified as a local street on the City's Arterial/Collector Plan, and Interstate 41 is classified as a freeway. The ANR natural gas pipeline crosses the subject site and a related easement exists on the property. Other easements for watermain and storm sewer are also present.

Surrounding Zoning Classification, Future Land Use Designation, and Current Land Uses:

North: Zoning – P-I Public Institutional District and Town of Grand Chute.

Future Land Use Designation – Public/Institutional and One and Two-Family Residential.

Current Land Use – Vacant, undeveloped land and single-family residential.

South: Zoning – P-I Public Institutional District.

Future Land Use Designation – Not applicable (Interstate 41).

Current Land Use – Interstate 41 highway.

East: Zoning – P-I Public Institutional District.

Future Land Use Designation – Public/Institutional.

Current Land Use – Place of worship (Pathways Church building and parking lot).

West: Zoning – PD/C-2 Planned Development General Commercial District #11-19.

Future Land Use Designation – Commercial.

Current Land Use – Various commercial uses, including a multi-tenant building under construction.

Proposed Future Land Use Designation: Amendments to the Comprehensive Plan are sometimes triggered by technical corrections to omissions or errors, specific development proposals, or changing circumstances in the City. In this case, a specific development proposal for the subject land area is necessitating the change to Commercial designation. An area to the west is already shown as Commercial designation on the Future Land Use Map, so the proposed amendment would represent an expansion of the Commercial designation east of Alvin Street.

Comprehensive Plan 2010-2030 Goals and Objectives: The *Comprehensive Plan 2010-2030* and Future Land Use Map are intended to guide City growth and development in an organized, efficient manner. The Plan addresses a range of topics related to land use, housing and neighborhoods, economic development, transportation, utilities and community facilities, and more. Evaluating the proposed amendment for consistency with relevant goals, objectives, and policies is necessary in determining if changes to the Future Land Use Map are appropriate. The proposed amendment appears to be consistent with the following excerpts from the City's *Comprehensive Plan 2010-2030*.

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods, and greenfield development sites at the City's edge.

Goal 8 – Economic Development

Appleton will pursue economic development that retains and attracts talented people, brings good jobs to the area, and supports the vitality of its industrial areas, downtown, and neighborhood business districts.

OBJECTIVE 7.1 Utilities and Community Facilities:

Provide a pattern of development that minimizes impacts to municipal services and utilities.

Policy 7.1.1 Prioritize development and redevelopment that minimizes the need for additional public and private infrastructure such as water storage facilities and sewage lift stations.

OBJECTIVE 9.5 Economic Development:

Encourage new development and redevelopment activities that create vital and attractive neighborhoods and business districts.

Policy 9.5.1 Ensure a continued adequate supply of industrial and commercial land to sustain new business development.

OBJECTIVE 10.1 Land Use:

Provide an adequate supply of suitable land meeting the demand for development of various land uses.

Policy 10.1.1 Adopt, and as necessary, amend the Future Land Use Map in the Comprehensive Plan.

OBJECTIVE 10.5 Land Use:

Support the continued redevelopment and revitalization of land uses adjacent to Appleton's key transportation corridors and downtown.

Proposed Zoning Classification: The purpose of the C-2 General Commercial District is to provide for businesses which serve city and regional markets; provide goods and services to other businesses, as well as consumers, provide services to automobiles and serve the traveling public. The development standards for the C-2 District are listed below:

- 1) **Minimum lot area:** 14,000 square feet.
- 2) **Maximum lot coverage:** 75%.
- 3) **Minimum lot width:** 60 feet.
- 4) **Minimum front yard:** 10 feet.
- 5) **Minimum rear yard:** 20 feet.
- 6) **Minimum side yard:**
 - a. None.
 - b. 10 feet if abutting a residentially zoned district.
- 7) **Maximum building height:** 35 feet.

Zoning Ordinance Review Criteria: A rezoning is often triggered by development proposals or changing circumstances in the City. In this case, the request is being made to accommodate the proposed development of an office building, which is a permitted use in the C-2 General Commercial District. If the rezoning request is approved, any future development would need to conform to the C-2 District

Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21 & Rezoning #5-21

June 9, 2021

Page 4

zoning regulations listed above and other applicable sections of the Zoning Ordinance. Ultimately, Site Plan review and approval would be required, pursuant to Section 23-570 of the Municipal Code, prior to the issuance of a building permit by the Inspections Division.

Standards for Zoning Map Amendments: Per Section 23-65(d)(3) of the Municipal Code, all recommendations for Official Zoning Map amendments shall be consistent with the adopted plans, goals, and policies of the City and with the intent of the Zoning Ordinance. Related excerpts are listed below.

- a. Prior to making a recommendation on a proposed rezoning, the Plan Commission shall make a finding to determine if the following conditions exist. No rezoning of land shall be approved prior to finding at least one of the following:
 1. The request for a zone change is in conformance with the Comprehensive Plan for the City of Appleton. *If Future Land Use Map Amendment #1-21 is approved, to identify this area for future commercial uses, the rezoning request will be in conformance with the Comprehensive Plan 2010-2030.*
 2. A study submitted by the applicant that indicates that there has been an increase in the demand for land in the requested zoning district, and as a result, the supply of land within the City mapped as such on the Official Zoning Map, is inadequate to meet the demands for such development.
 3. Proposed amendments cannot be accommodated by sites already zoned in the City due to lack of transportation, utilities or other development constraints, or the market to be served by the proposed use cannot be effectively served by the location of the existing zoning district(s).
 4. There is an error in the code text or zoning map as enacted.
- b. In addition to the findings required to be made by subsection (a), findings shall be made by the Plan Commission on each of the following matters based on the evidence presented:
 1. The adequacy of public facilities such as transportation, utilities and other required public services to serve the proposed site. *The subject area is served by existing infrastructure, and the transportation network should be able to accommodate the proposed rezoning.*
 2. The effect of the proposed rezoning on surrounding uses. *Commercial uses are already located to the west of the subject site. The adjacent property to the north and east is owned by Pathways Church, Inc. and is used as a place of worship. Interstate 41 is immediately south of the subject site. Therefore, the proposed rezoning request is unlikely to create adverse impacts in the surrounding neighborhood.*

Review Criteria: Based upon the above analysis, it would appear the criteria established by Section 23-65(d)(3) Zoning Amendments has been satisfied, provided Comprehensive Plan Future Land Use Map Amendment #1-21 is approved.

Technical Review Group (TRG) Report: These items appeared on the May 18, 2021 TRG agenda. No negative comments were received from participating departments.

RECOMMENDATION

Based upon the above analysis, staff recommends the proposed City of Appleton *Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21* for specified property (Tax Id #31-6-4500-01) from Public/Institutional designation to Commercial designation and resolution, **BE APPROVED**; and

Staff recommends, based upon the standards for zoning map amendments as required by Section 23-65(d)(3) of the Zoning Ordinance, that Rezoning Application #5-21 to rezone the subject parcel located east of North Alvin Street (Tax Id #31-6-4500-01) from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District, including to the centerline of the adjacent North Alvin Street and Interstate 41 right-of-way, as shown on the attached map, **BE APPROVED**.

NOTE: If approved, Rezoning #5-21 will be reported out at the same Common Council meeting as the proposed Comprehensive Plan Amendment #1-21 to accurately reflect the change in future land use from Public/Institutional designation to Commercial designation.

**RESOLUTION
CITY OF APPLETON**

**ADOPTION OF THE RECOMMENDED AMENDMENT TO THE COMPREHENSIVE
PLAN AS PREPARED BY THE CITY OF APPLETON PLAN COMMISSION**

WHEREAS, the Common Council of the City of Appleton pursuant to Section 62.23 of the Wisconsin Statutes, has established a City Plan Commission; and

WHEREAS, on March 3, 2010, the Common Council adopted the City of Appleton Comprehensive Plan to promote public health, safety and welfare of the City by effectively guiding long-range growth and development within the city and its statutory extraterritorial planning jurisdiction; and

WHEREAS, Chapter 12: Implementation, Comprehensive Plan Update Procedures, of the Comprehensive Plan was created in the City of Appleton Code of Ordinances to provide procedures and criteria for amending and updating the City of Appleton Comprehensive Plan; and

WHEREAS, members of the public were invited to make comments at a meeting held on June 9, 2021, by the City Plan Commission, wherein the following Comprehensive Plan amendment (Amendment #1-21) herein adopted were reviewed and commented upon by members of the public; and

WHEREAS, the City of Appleton Plan Commission has reviewed the recommended amendment to the Comprehensive Plan Future Land Use Map at a meeting held on June 9, 2021; and

WHEREAS, the City of Appleton Plan Commission reviewed the following Comprehensive Plan Amendments, found these amendments to meet the criteria outlined in Chapter 12: Implementation, Comprehensive Plan Update Procedures, warranting inclusion in this resolution:

1. Having been filed with the City Clerk by the City of Appleton Community and Economic Development Department requesting a Comprehensive Plan Future Land Use Map Amendment to change future land use designations for specified property (Tax Id #31-6-4500-01) on the Future Land Use Map from Public/Institutional Use to Commercial Use.

WHEREAS, members of the public, adjacent and nearby local governmental units will be given a 30-day review and comment period prior to the public hearing, which will be conducted by the Common Council for the Comprehensive Plan proposed amendment; and

WHEREAS, after said public hearing, the Common Council will decide whether to adopt by ordinance the proposed amendments to the Comprehensive Plan; and

WHEREAS, the Comprehensive Plan may be used as the basis for, among other things, updating the zoning ordinance, accomplishing extra-territorial zoning and as a guide for approving or disapproving actions affecting growth and development within the jurisdiction of the City of Appleton; and

WHEREAS, this Comprehensive Plan may from time to time be amended, extended, or added to in greater detail; and

NOW, THEREFORE, BE IT RESOLVED, by the City of Appleton Plan Commission that the recommended Comprehensive Plan amendments are hereby adopted as a part of the City of Appleton Comprehensive Plan 2010-2030 pursuant to §66.1001(4), Wis. Stats. and that the Plan Commission recommends said Comprehensive Plan amendments to the City of Appleton Common Council for adoption by ordinance, after a 30-day public review and comment period and public hearing.

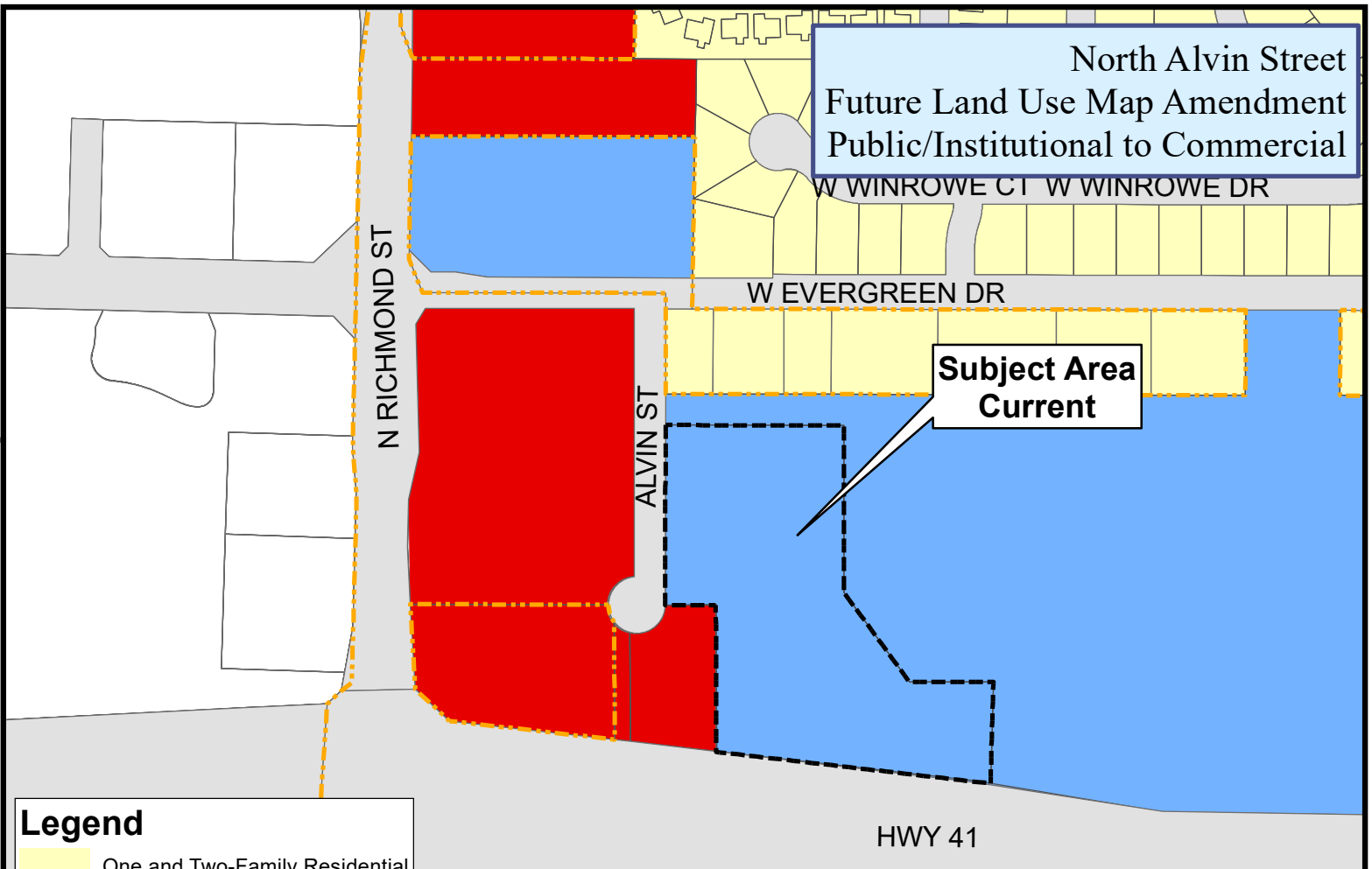
Adopted this _____ day of _____, 2021.

Jacob A. Woodford, Mayor

ATTEST:

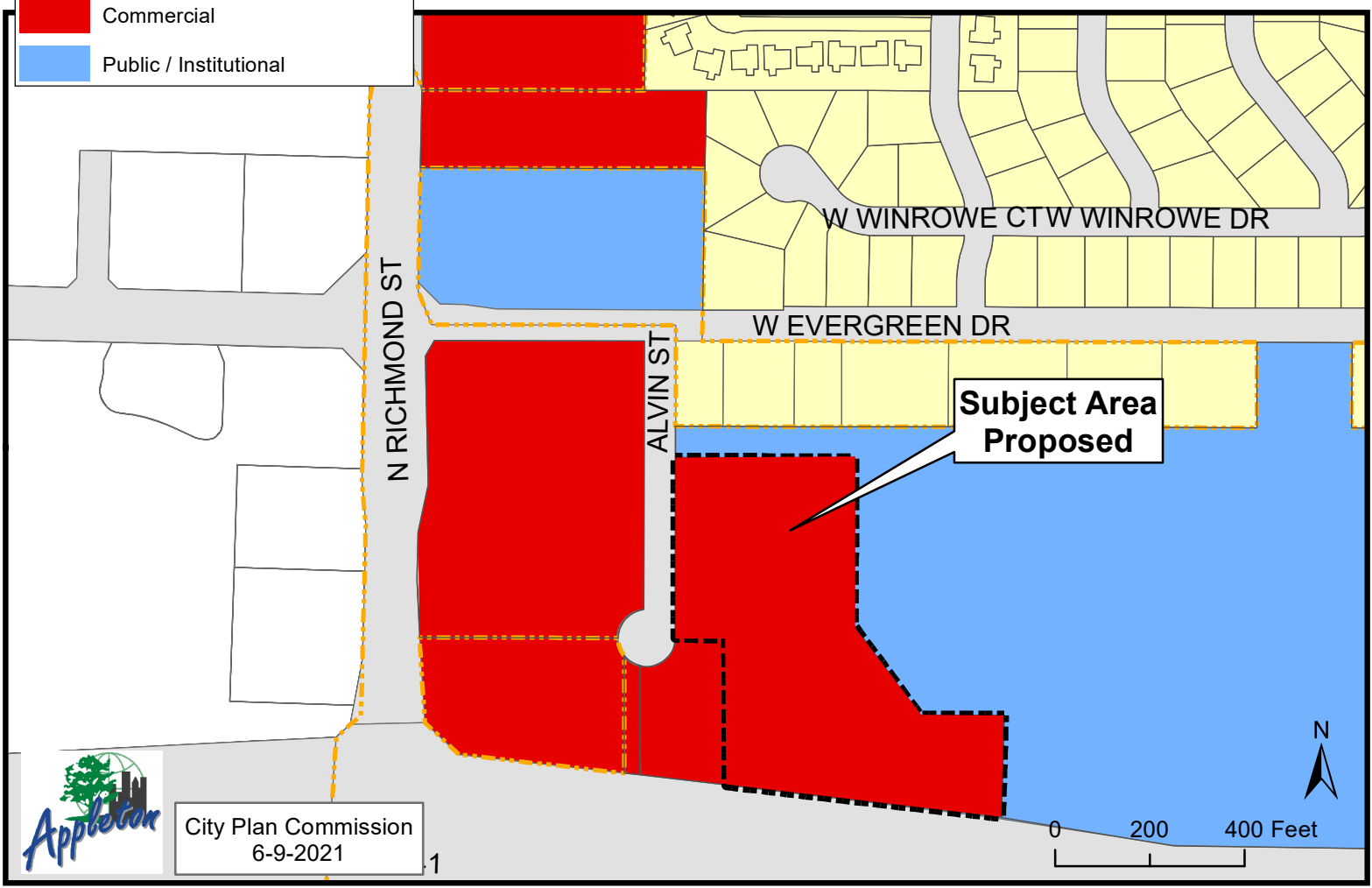
Kami Lynch, City Clerk

North Alvin Street
Future Land Use Map Amendment
Public/Institutional to Commercial

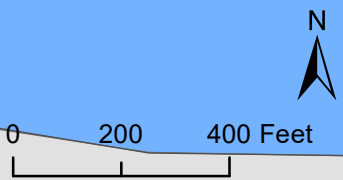


Legend

- One and Two-Family Residential
- Commercial
- Public / Institutional



City Plan Commission
6-9-2021



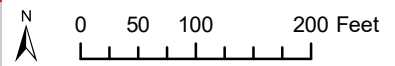
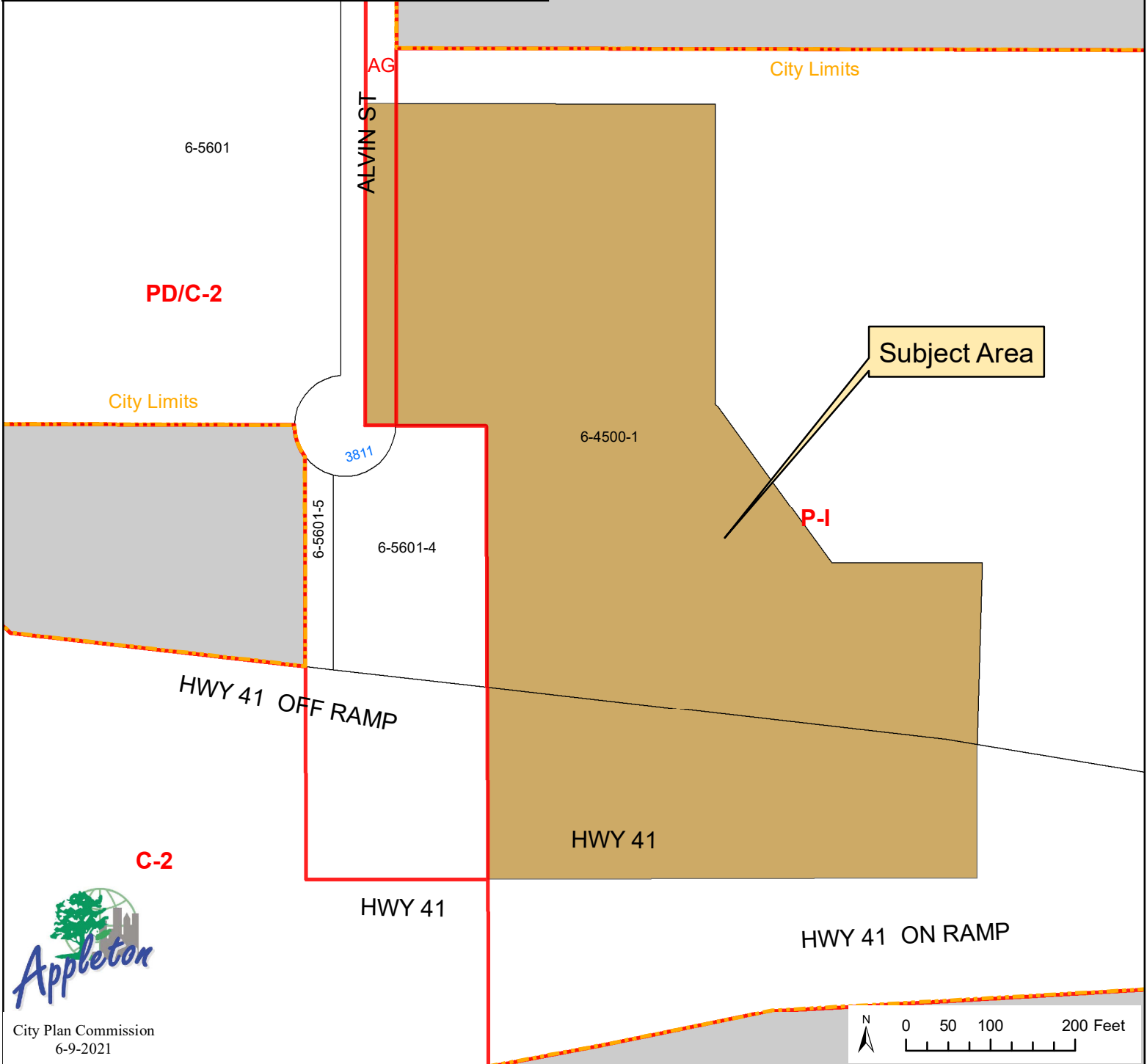
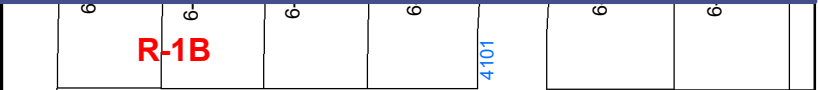
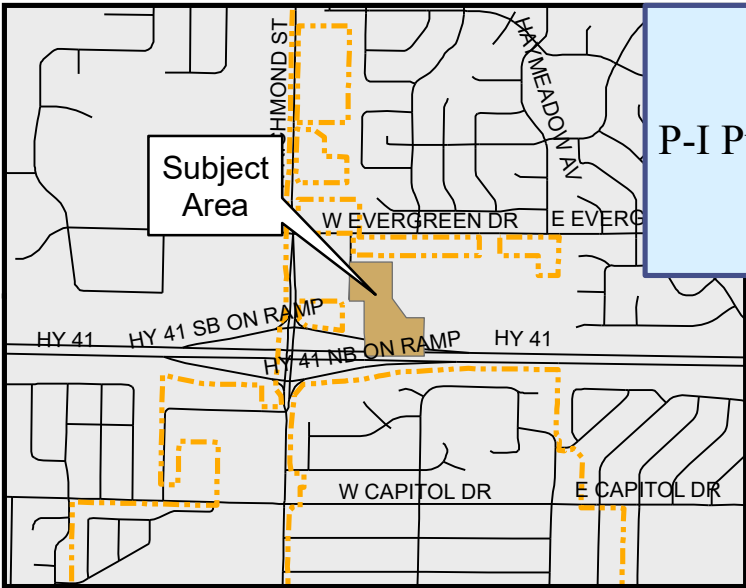
Comprehensive Plan Future Land Use Map Amendment from Public / Institutional designation to Commercial designation.

Legal Description – N. Alvin Street

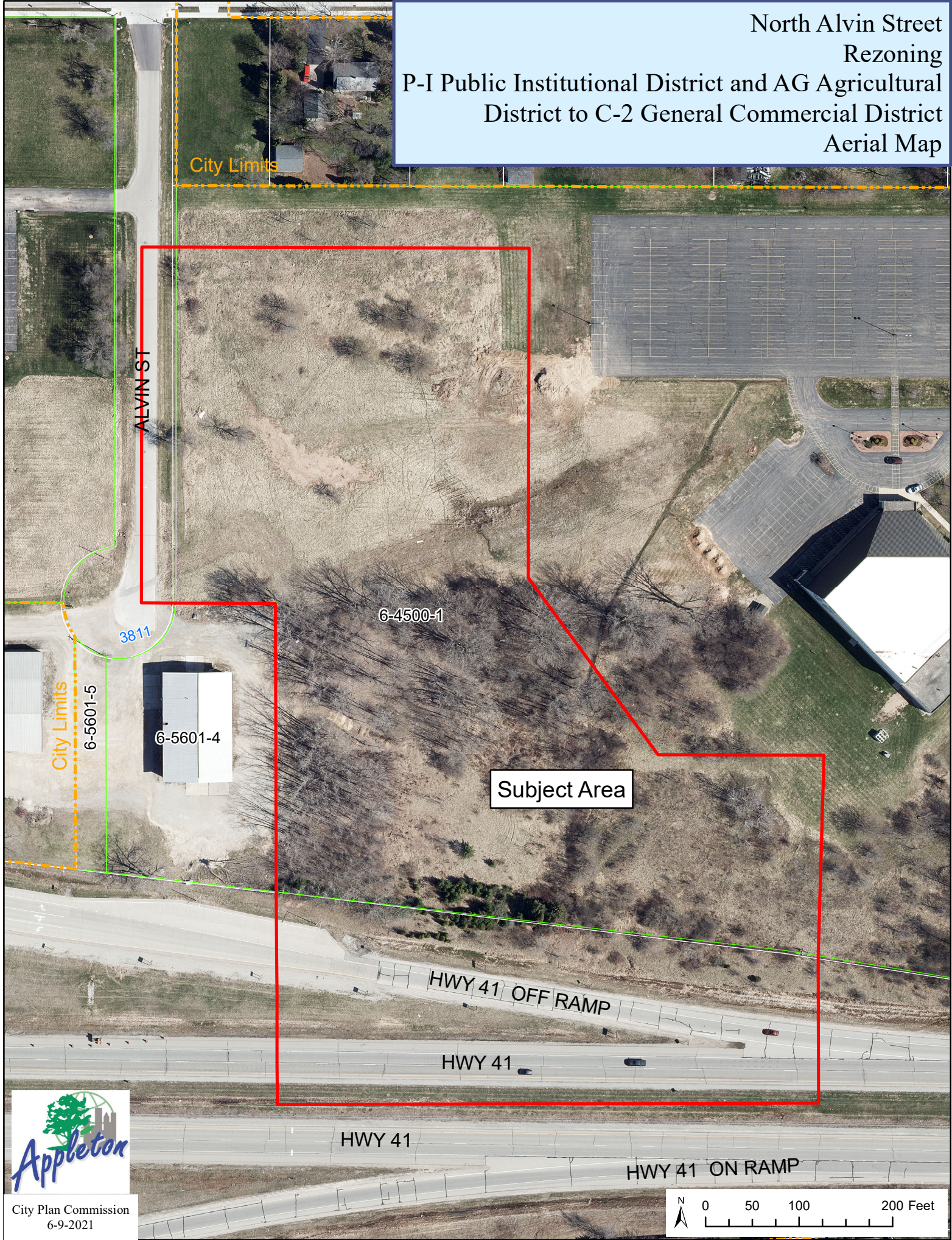
Tax Id: 31-6-4500-01

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.

North Alvin Street
 Rezoning
 P-I Public Institutional District and AG Agricultural
 District to C-2 General Commercial District
 Zoning Map



North Alvin Street
Rezoning
P-I Public Institutional District and AG Agricultural
District to C-2 General Commercial District
Aerial Map



City Limits

ALVIN ST

3811

6-4500-1

6-5601-4

City Limits
6-5601-5

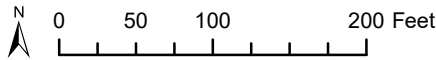
Subject Area

HWY 41 OFF RAMP

HWY 41

HWY 41

HWY 41 ON RAMP



LEGAL DESCRIPTION

PARCEL: 31-6-4500-01

Description of lands to be rezoned from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District:

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.



REPORT TO CITY PLAN COMMISSION

Plan Commission Public Hearing Meeting Date: June 9, 2021

Common Council Public Hearing Meeting Date: July 21, 2021
(Public Hearing on Comprehensive Plan Amendment and Rezoning)

Items: City of Appleton *Comprehensive Plan 2010-2030* Future Land Use Map Amendment #1-21 and Rezoning #5-21

Case Manager: David Kress, Principal Planner

GENERAL INFORMATION

Owner: Pathways Church, Inc. c/o Adam Demetrician

Applicant: Commercial Horizons, Inc. c/o Paul Klister

Address/Parcel: Generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41 (Tax Id #31-6-4500-01)

Petitioner's Request: The applicant is requesting to amend the City's *Comprehensive Plan 2010-2030* Future Land Use Map from the Public/Institutional designation to the Commercial designation for the subject parcel. In conjunction with this request, the applicant is proposing to rezone the subject parcel from P-I Public Institutional District to C-2 General Commercial District. A portion of Alvin Street right-of-way, currently zoned AG Agricultural District, is also included in the rezoning request. The requests are being made to accommodate the proposed construction of an office building.

BACKGROUND

On March 15, 2017, the Common Council approved/adopted the 5-year update to the *Comprehensive Plan 2010-2030* and Future Land Use Map. This plan establishes a vision for future land use, physical development, and quality of life in the City and provides a comprehensive set of goals, policies, and initiatives to achieve that vision. The *Comprehensive Plan* document and the accompanying Future Land Use Map also serve as a guide for future growth and development in the City. Periodically, development proposals or changing circumstances within the City may trigger consideration of an amendment to the *Comprehensive Plan 2010-2030*. That is the case for this request.

In January 2021, a Certified Survey Map (CSM) was submitted to divide the property owned by Pathways Church, Inc. and create the subject parcel. The CSM was administratively reviewed and approved by City staff on February 18, 2021. As a result, the subject parcel consists of vacant, undeveloped land, and the adjacent parcel (#31-6-4500-00) contains the existing church building and parking lot.

STAFF ANALYSIS

Procedural Findings: When *Comprehensive Plan 2010-2030* Future Land Use Map Amendment and Rezoning applications are required for the same development project, the respective staff reports are consolidated together as one.

Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21 & Rezoning #5-21

June 9, 2021

Page 2

Existing Site Conditions: Currently, the subject property consists of vacant, undeveloped land. The subject land area totals approximately 7.00 acres. The property has frontage along North Alvin Street and Interstate 41. North Alvin Street is classified as a local street on the City's Arterial/Collector Plan, and Interstate 41 is classified as a freeway. The ANR natural gas pipeline crosses the subject site and a related easement exists on the property. Other easements for watermain and storm sewer are also present.

Surrounding Zoning Classification, Future Land Use Designation, and Current Land Uses:

North: Zoning – P-I Public Institutional District and Town of Grand Chute.

Future Land Use Designation – Public/Institutional and One and Two-Family Residential.

Current Land Use – Vacant, undeveloped land and single-family residential.

South: Zoning – P-I Public Institutional District.

Future Land Use Designation – Not applicable (Interstate 41).

Current Land Use – Interstate 41 highway.

East: Zoning – P-I Public Institutional District.

Future Land Use Designation – Public/Institutional.

Current Land Use – Place of worship (Pathways Church building and parking lot).

West: Zoning – PD/C-2 Planned Development General Commercial District #11-19.

Future Land Use Designation – Commercial.

Current Land Use – Various commercial uses, including a multi-tenant building under construction.

Proposed Future Land Use Designation: Amendments to the Comprehensive Plan are sometimes triggered by technical corrections to omissions or errors, specific development proposals, or changing circumstances in the City. In this case, a specific development proposal for the subject land area is necessitating the change to Commercial designation. An area to the west is already shown as Commercial designation on the Future Land Use Map, so the proposed amendment would represent an expansion of the Commercial designation east of Alvin Street.

Comprehensive Plan 2010-2030 Goals and Objectives: The *Comprehensive Plan 2010-2030* and Future Land Use Map are intended to guide City growth and development in an organized, efficient manner. The Plan addresses a range of topics related to land use, housing and neighborhoods, economic development, transportation, utilities and community facilities, and more. Evaluating the proposed amendment for consistency with relevant goals, objectives, and policies is necessary in determining if changes to the Future Land Use Map are appropriate. The proposed amendment appears to be consistent with the following excerpts from the City's *Comprehensive Plan 2010-2030*.

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods, and greenfield development sites at the City's edge.

Goal 8 – Economic Development

Appleton will pursue economic development that retains and attracts talented people, brings good jobs to the area, and supports the vitality of its industrial areas, downtown, and neighborhood business districts.

OBJECTIVE 7.1 Utilities and Community Facilities:

Provide a pattern of development that minimizes impacts to municipal services and utilities.

Policy 7.1.1 Prioritize development and redevelopment that minimizes the need for additional public and private infrastructure such as water storage facilities and sewage lift stations.

OBJECTIVE 9.5 Economic Development:

Encourage new development and redevelopment activities that create vital and attractive neighborhoods and business districts.

Policy 9.5.1 Ensure a continued adequate supply of industrial and commercial land to sustain new business development.

OBJECTIVE 10.1 Land Use:

Provide an adequate supply of suitable land meeting the demand for development of various land uses.

Policy 10.1.1 Adopt, and as necessary, amend the Future Land Use Map in the Comprehensive Plan.

OBJECTIVE 10.5 Land Use:

Support the continued redevelopment and revitalization of land uses adjacent to Appleton's key transportation corridors and downtown.

Proposed Zoning Classification: The purpose of the C-2 General Commercial District is to provide for businesses which serve city and regional markets; provide goods and services to other businesses, as well as consumers, provide services to automobiles and serve the traveling public. The development standards for the C-2 District are listed below:

- 1) **Minimum lot area:** 14,000 square feet.
- 2) **Maximum lot coverage:** 75%.
- 3) **Minimum lot width:** 60 feet.
- 4) **Minimum front yard:** 10 feet.
- 5) **Minimum rear yard:** 20 feet.
- 6) **Minimum side yard:**
 - a. None.
 - b. 10 feet if abutting a residentially zoned district.
- 7) **Maximum building height:** 35 feet.

Zoning Ordinance Review Criteria: A rezoning is often triggered by development proposals or changing circumstances in the City. In this case, the request is being made to accommodate the proposed development of an office building, which is a permitted use in the C-2 General Commercial District. If the rezoning request is approved, any future development would need to conform to the C-2 District

Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21 & Rezoning #5-21

June 9, 2021

Page 4

zoning regulations listed above and other applicable sections of the Zoning Ordinance. Ultimately, Site Plan review and approval would be required, pursuant to Section 23-570 of the Municipal Code, prior to the issuance of a building permit by the Inspections Division.

Standards for Zoning Map Amendments: Per Section 23-65(d)(3) of the Municipal Code, all recommendations for Official Zoning Map amendments shall be consistent with the adopted plans, goals, and policies of the City and with the intent of the Zoning Ordinance. Related excerpts are listed below.

- a. Prior to making a recommendation on a proposed rezoning, the Plan Commission shall make a finding to determine if the following conditions exist. No rezoning of land shall be approved prior to finding at least one of the following:
 1. The request for a zone change is in conformance with the Comprehensive Plan for the City of Appleton. *If Future Land Use Map Amendment #1-21 is approved, to identify this area for future commercial uses, the rezoning request will be in conformance with the Comprehensive Plan 2010-2030.*
 2. A study submitted by the applicant that indicates that there has been an increase in the demand for land in the requested zoning district, and as a result, the supply of land within the City mapped as such on the Official Zoning Map, is inadequate to meet the demands for such development.
 3. Proposed amendments cannot be accommodated by sites already zoned in the City due to lack of transportation, utilities or other development constraints, or the market to be served by the proposed use cannot be effectively served by the location of the existing zoning district(s).
 4. There is an error in the code text or zoning map as enacted.
- b. In addition to the findings required to be made by subsection (a), findings shall be made by the Plan Commission on each of the following matters based on the evidence presented:
 1. The adequacy of public facilities such as transportation, utilities and other required public services to serve the proposed site. *The subject area is served by existing infrastructure, and the transportation network should be able to accommodate the proposed rezoning.*
 2. The effect of the proposed rezoning on surrounding uses. *Commercial uses are already located to the west of the subject site. The adjacent property to the north and east is owned by Pathways Church, Inc. and is used as a place of worship. Interstate 41 is immediately south of the subject site. Therefore, the proposed rezoning request is unlikely to create adverse impacts in the surrounding neighborhood.*

Review Criteria: Based upon the above analysis, it would appear the criteria established by Section 23-65(d)(3) Zoning Amendments has been satisfied, provided Comprehensive Plan Future Land Use Map Amendment #1-21 is approved.

Technical Review Group (TRG) Report: These items appeared on the May 18, 2021 TRG agenda. No negative comments were received from participating departments.

RECOMMENDATION

Based upon the above analysis, staff recommends the proposed City of Appleton *Comprehensive Plan 2010-2030 Future Land Use Map Amendment #1-21* for specified property (Tax Id #31-6-4500-01) from Public/Institutional designation to Commercial designation and resolution, **BE APPROVED**; and

Staff recommends, based upon the standards for zoning map amendments as required by Section 23-65(d)(3) of the Zoning Ordinance, that Rezoning Application #5-21 to rezone the subject parcel located east of North Alvin Street (Tax Id #31-6-4500-01) from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District, including to the centerline of the adjacent North Alvin Street and Interstate 41 right-of-way, as shown on the attached map, **BE APPROVED**.

NOTE: If approved, Rezoning #5-21 will be reported out at the same Common Council meeting as the proposed Comprehensive Plan Amendment #1-21 to accurately reflect the change in future land use from Public/Institutional designation to Commercial designation.

**RESOLUTION
CITY OF APPLETON**

**ADOPTION OF THE RECOMMENDED AMENDMENT TO THE COMPREHENSIVE
PLAN AS PREPARED BY THE CITY OF APPLETON PLAN COMMISSION**

WHEREAS, the Common Council of the City of Appleton pursuant to Section 62.23 of the Wisconsin Statutes, has established a City Plan Commission; and

WHEREAS, on March 3, 2010, the Common Council adopted the City of Appleton Comprehensive Plan to promote public health, safety and welfare of the City by effectively guiding long-range growth and development within the city and its statutory extraterritorial planning jurisdiction; and

WHEREAS, Chapter 12: Implementation, Comprehensive Plan Update Procedures, of the Comprehensive Plan was created in the City of Appleton Code of Ordinances to provide procedures and criteria for amending and updating the City of Appleton Comprehensive Plan; and

WHEREAS, members of the public were invited to make comments at a meeting held on June 9, 2021, by the City Plan Commission, wherein the following Comprehensive Plan amendment (Amendment #1-21) herein adopted were reviewed and commented upon by members of the public; and

WHEREAS, the City of Appleton Plan Commission has reviewed the recommended amendment to the Comprehensive Plan Future Land Use Map at a meeting held on June 9, 2021; and

WHEREAS, the City of Appleton Plan Commission reviewed the following Comprehensive Plan Amendments, found these amendments to meet the criteria outlined in Chapter 12: Implementation, Comprehensive Plan Update Procedures, warranting inclusion in this resolution:

1. Having been filed with the City Clerk by the City of Appleton Community and Economic Development Department requesting a Comprehensive Plan Future Land Use Map Amendment to change future land use designations for specified property (Tax Id #31-6-4500-01) on the Future Land Use Map from Public/Institutional Use to Commercial Use.

WHEREAS, members of the public, adjacent and nearby local governmental units will be given a 30-day review and comment period prior to the public hearing, which will be conducted by the Common Council for the Comprehensive Plan proposed amendment; and

WHEREAS, after said public hearing, the Common Council will decide whether to adopt by ordinance the proposed amendments to the Comprehensive Plan; and

WHEREAS, the Comprehensive Plan may be used as the basis for, among other things, updating the zoning ordinance, accomplishing extra-territorial zoning and as a guide for approving or disapproving actions affecting growth and development within the jurisdiction of the City of Appleton; and

WHEREAS, this Comprehensive Plan may from time to time be amended, extended, or added to in greater detail; and

NOW, THEREFORE, BE IT RESOLVED, by the City of Appleton Plan Commission that the recommended Comprehensive Plan amendments are hereby adopted as a part of the City of Appleton Comprehensive Plan 2010-2030 pursuant to §66.1001(4), Wis. Stats. and that the Plan Commission recommends said Comprehensive Plan amendments to the City of Appleton Common Council for adoption by ordinance, after a 30-day public review and comment period and public hearing.

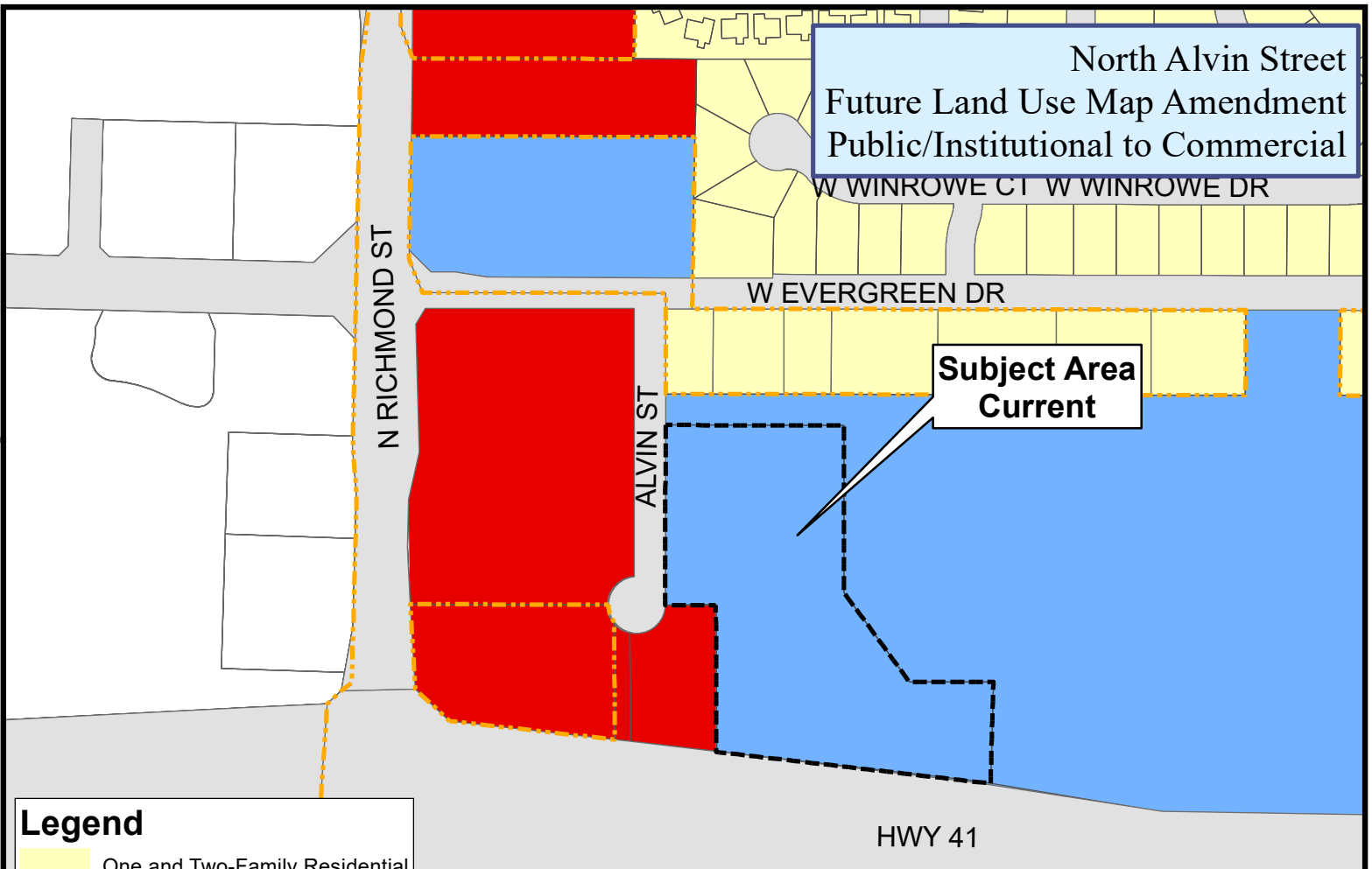
Adopted this _____ day of _____, 2021.

Jacob A. Woodford, Mayor

ATTEST:

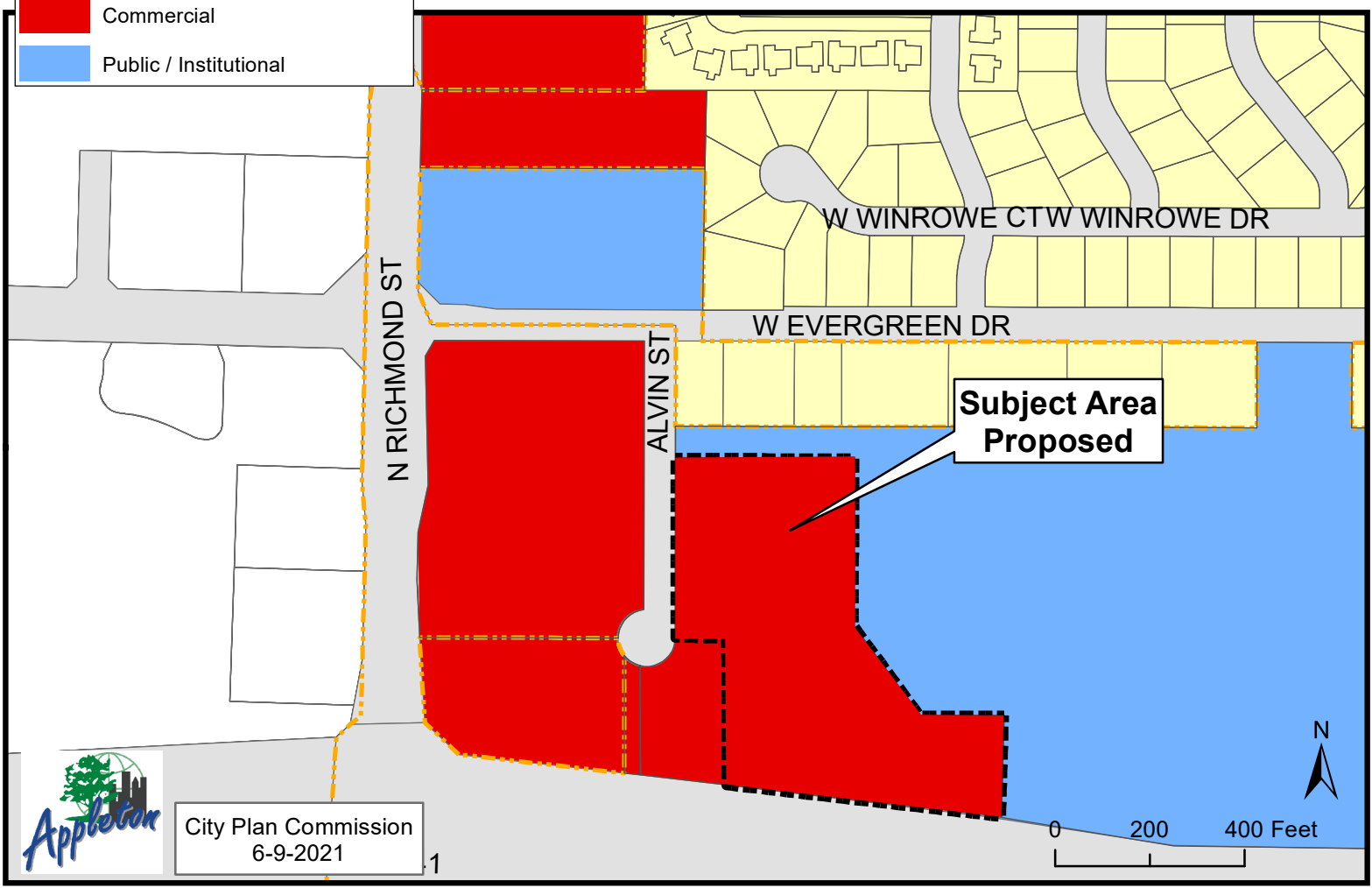
Kami Lynch, City Clerk

North Alvin Street
Future Land Use Map Amendment
Public/Institutional to Commercial

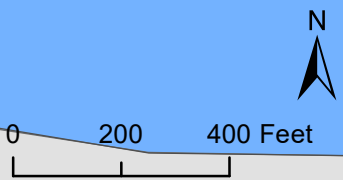


Legend

- One and Two-Family Residential
- Commercial
- Public / Institutional



City Plan Commission
6-9-2021



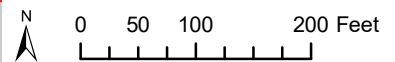
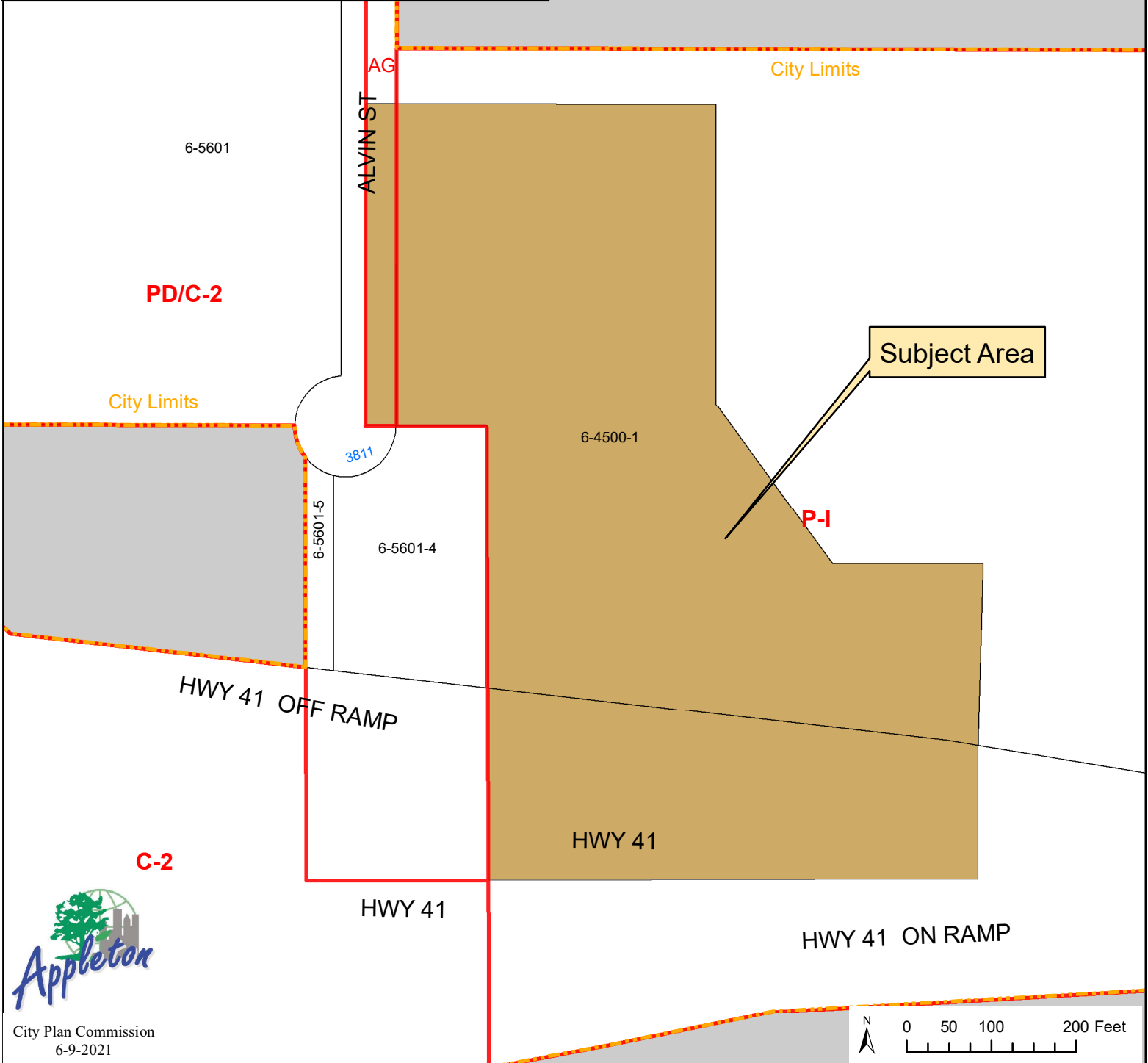
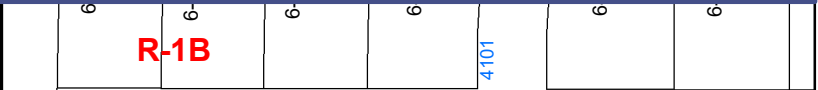
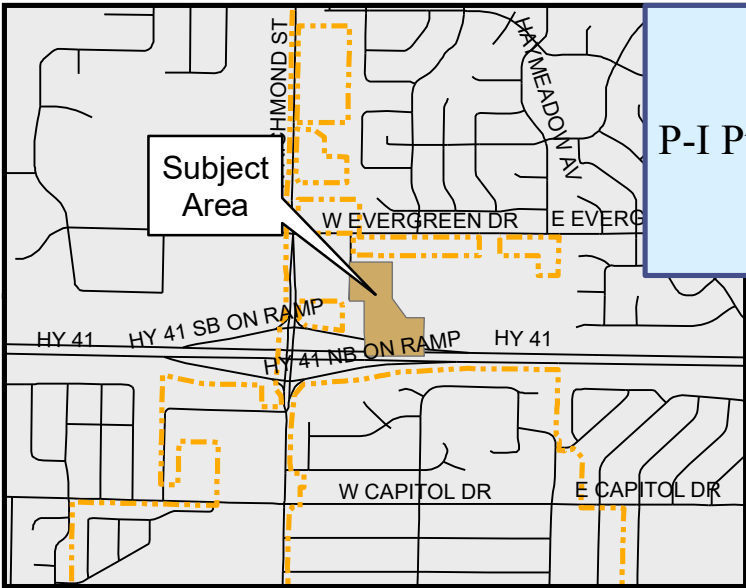
Comprehensive Plan Future Land Use Map Amendment from Public / Institutional designation to Commercial designation.

Legal Description – N. Alvin Street

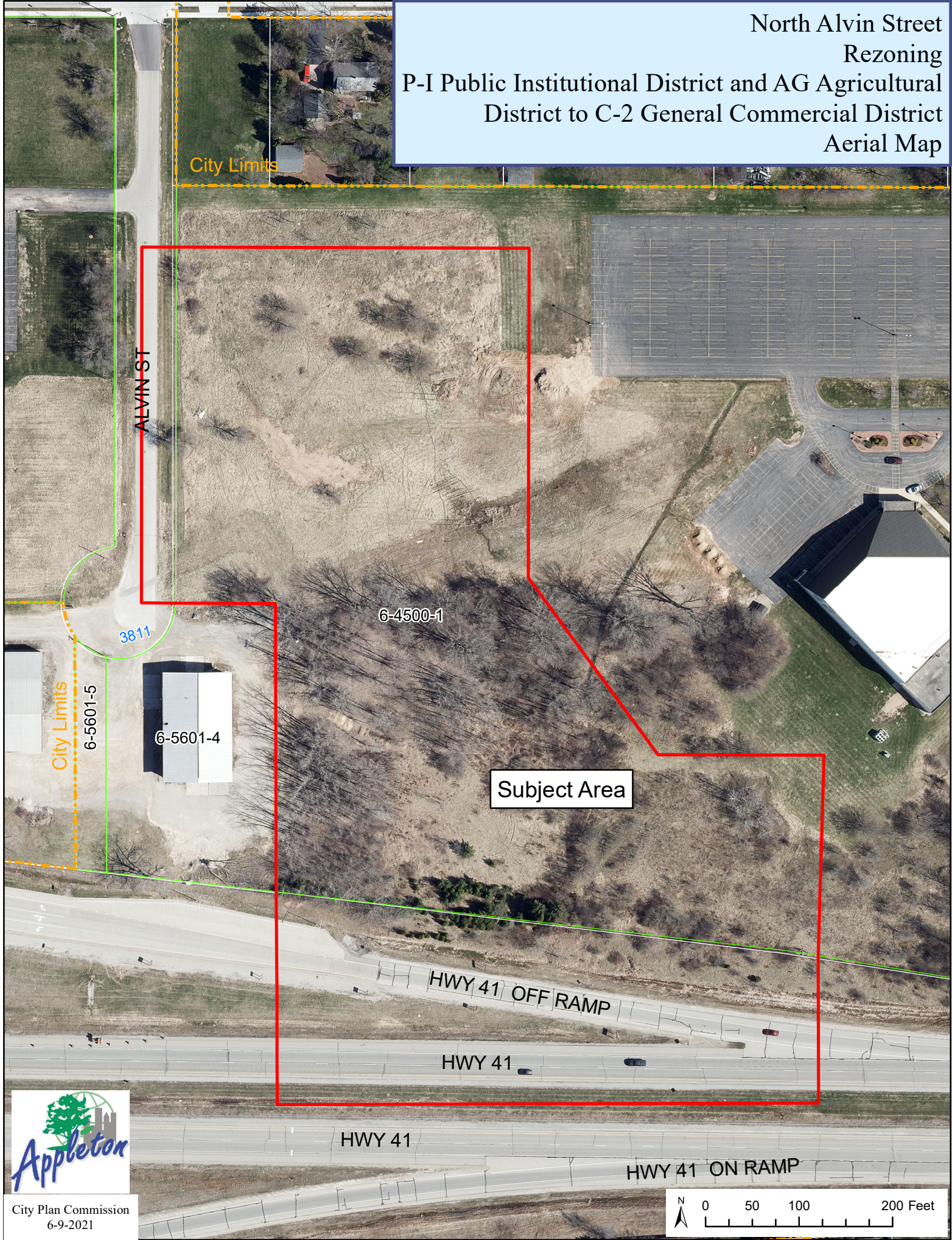
Tax Id: 31-6-4500-01

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.

North Alvin Street
 Rezoning
 P-I Public Institutional District and AG Agricultural
 District to C-2 General Commercial District
 Zoning Map



North Alvin Street
Rezoning
P-I Public Institutional District and AG Agricultural
District to C-2 General Commercial District
Aerial Map



City Limits

ALVIN ST

3811

City Limits

6-5601-5

6-5601-4

6-4500-1

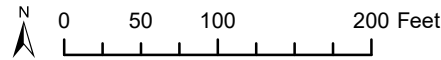
Subject Area

HWY 41 OFF RAMP

HWY 41

HWY 41

HWY 41 ON RAMP



LEGAL DESCRIPTION

PARCEL: 31-6-4500-01

Description of lands to be rezoned from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District:

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.



REPORT TO CITY PLAN COMMISSION

Plan Commission Informal Hearing Meeting Date: June 23, 2021

Common Council Public Hearing Meeting Date: July 21, 2021 (Public Hearing on Rezoning)

Item: Rezoning #6-21 – 2700 East Calumet Street (Tax Id #31-4-5880-00)

Case Manager: Jessica Titel

GENERAL INFORMATION

Owner: Keith Hoogland Limited Partnership

Applicant: Michael Kohne – Legacy Commercial Property

Address/Parcel #: 2700 E. Calumet Street (Tax Id #31-4-5880-00)

Petitioner's Request: The applicant proposes to rezone the subject property from PD/C-2 Family Video Planned Development District #23-99 to C-2 General Commercial District. The applicant is making this request to remove the Planned Development Overlay District and rezone the parcel to the base C-2 General Commercial District. The existing planned development district standards (PD/C-2 Family Video Planned Development District #23-99) only allow for video rental store and pizza restaurant uses on this parcel. The video store has recently vacated the building and the applicant no longer sees video stores as a viable use. The rezoning will provide for additional permitted uses on this parcel and greater flexibility for the re-use of the vacant tenant space.

BACKGROUND

In May 1991, the property was rezoned from R-1A One-Family Residential to C-O Commercial Office District and PRD Planned Residential District. A 2-Lot Certified Survey Map was also proposed to split the parcel to coordinate with the proposed C-O and PRD zoning district boundaries. Special Use Permit #1-91 was approved to allow for a Community Based Residential Facility on the PRD zoned parcel. A dental office building was proposed for the C-O zoned parcel. The CSM was never recorded and the proposed CBRF did not move forward. The dentist office was constructed in 2002.

In September 1991, a portion of the property was then rezoned from PRD Planned Residential District to C-O Commercial-Office District with the anticipation of credit union developing on this lot. That project did not move forward either.

Certified Survey Map #1359 was approved and recorded in 1992 to create the current parcel configuration.

In 1999, the property was rezoned from C-O Commercial Office District to PD/C-2 Family Video Planned Development District #23-99 to allow for the construction of a commercial two-tenant building to house a video rental/retail store and a pizza store on this parcel. The Implementation Plan Document

Rezoning #6-21

June 23, 2021

Page 2

(Doc. #1358007) was recorded on February 23, 2000. A Site Plan was subsequently approved and construction of the existing building and parking lot occurred in 2000.

STAFF ANALYSIS

Existing Site Conditions: The subject site is approximately 93,178 square feet in size and is located at the northwest corner of East John Street and East Calumet Street. The property contains a commercial building that is approximately 8,600 square feet in size and an associated off-street parking lot.

Surrounding Zoning Classification and Land Uses:

North: R-1A Single Family District. The adjacent land uses to the north are currently single-family residential uses.

South: P-I Public Institutional District and R-2 Two-Family District. The adjacent land uses to the south are currently two-family residential and a place of worship.

East: C-O Commercial Office District and R-1A Single Family District. The adjacent land uses to the east are currently office and single-family residential.

West: C-O Commercial Office District and P-I Public Institutional District. The adjacent land uses to the west are currently a dental office and City parkland (Lions Park).

Proposed Zoning Classification: The purpose of the C-2 General Commercial District is to provide for businesses which serve city and regional markets; provide goods and services to other businesses, as well as consumers, provide services to automobiles and serve the traveling public. The development standards for the C-2 District are listed below:

- 1) **Minimum lot area:** 14,000 square feet.
- 2) **Maximum lot coverage:** 75%.
- 3) **Minimum lot width:** 60 feet.
- 4) **Minimum front yard:** 10 feet.
- 5) **Minimum rear yard:** 20 feet.
- 6) **Minimum side yard:**
 - a. None.
 - b. 10 feet if abutting a residentially zoned district.
- 7) **Maximum building height:** 35 feet.

Appleton Comprehensive Plan 2010-2030: The City of Appleton 2010-2030 Comprehensive Plan Map identifies the subject area as future Commercial designation. The proposed C-2 General Commercial District rezoning is consistent with the Future Land Use Map. Listed below are related excerpts from the City's *Comprehensive Plan 2010-2030*.

Rezoning #6-21

June 23, 2021

Page 3

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods and greenfield development sites at the City's edge.

Goal 8 – Economic Development

Appleton will pursue economic development that retains and attracts talented people, brings good jobs to the area, and supports the vitality of its industrial areas, downtown, and neighborhood business districts.

OBJECTIVE 9.4 Economic Development:

Ensure the continued vitality of downtown and the City's neighborhood commercial districts.

OBJECTIVE 9.5: Economic Development:

Encourage new development and redevelopment activities that create vital and attractive neighborhoods and business districts.

OBJECTIVE 10.1 Land Use:

Provide an adequate supply of suitable land meeting the demand for development of various land uses.

OBJECTIVE 10.5 Land Use:

Support the continued redevelopment and revitalization of land uses adjacent to Appleton's key transportation corridors and downtown.

Standards for Zoning Map Amendments: Per Section 23-65(d)(3) of the Municipal Code, all recommendations for Official Zoning Map amendments shall be consistent with the adopted plans, goals, and policies of the City and with the intent of the Zoning Ordinance. It would appear the criteria established by Section 23-65(d)(3) Zoning Amendments has been satisfied.

- a. Prior to making a recommendation on a proposed rezoning, the Plan Commission shall make a finding to determine if the following conditions exist. No rezoning of land shall be approved prior to finding at least one of the following:
 1. The request for a zone change is in conformance with the Comprehensive Plan for the City of Appleton. *The rezoning request is in conformance with the Comprehensive Plan 2010-2030, as the Future Land Use Map identifies this area for future commercial uses.*
 2. A study submitted by the applicant that indicates that there has been an increase in the demand for land in the requested zoning district, and as a result, the supply of land within the City mapped as such on the Official Zoning Map, is inadequate to meet the demands for such development.
 3. Proposed amendments cannot be accommodated by sites already zoned in the City due to lack of transportation, utilities or other development constraints, or the market to be served by the proposed use cannot be effectively served by the location of the existing zoning district(s).
 4. There is an error in the code text or zoning map as enacted.

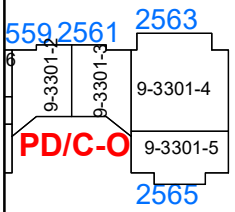
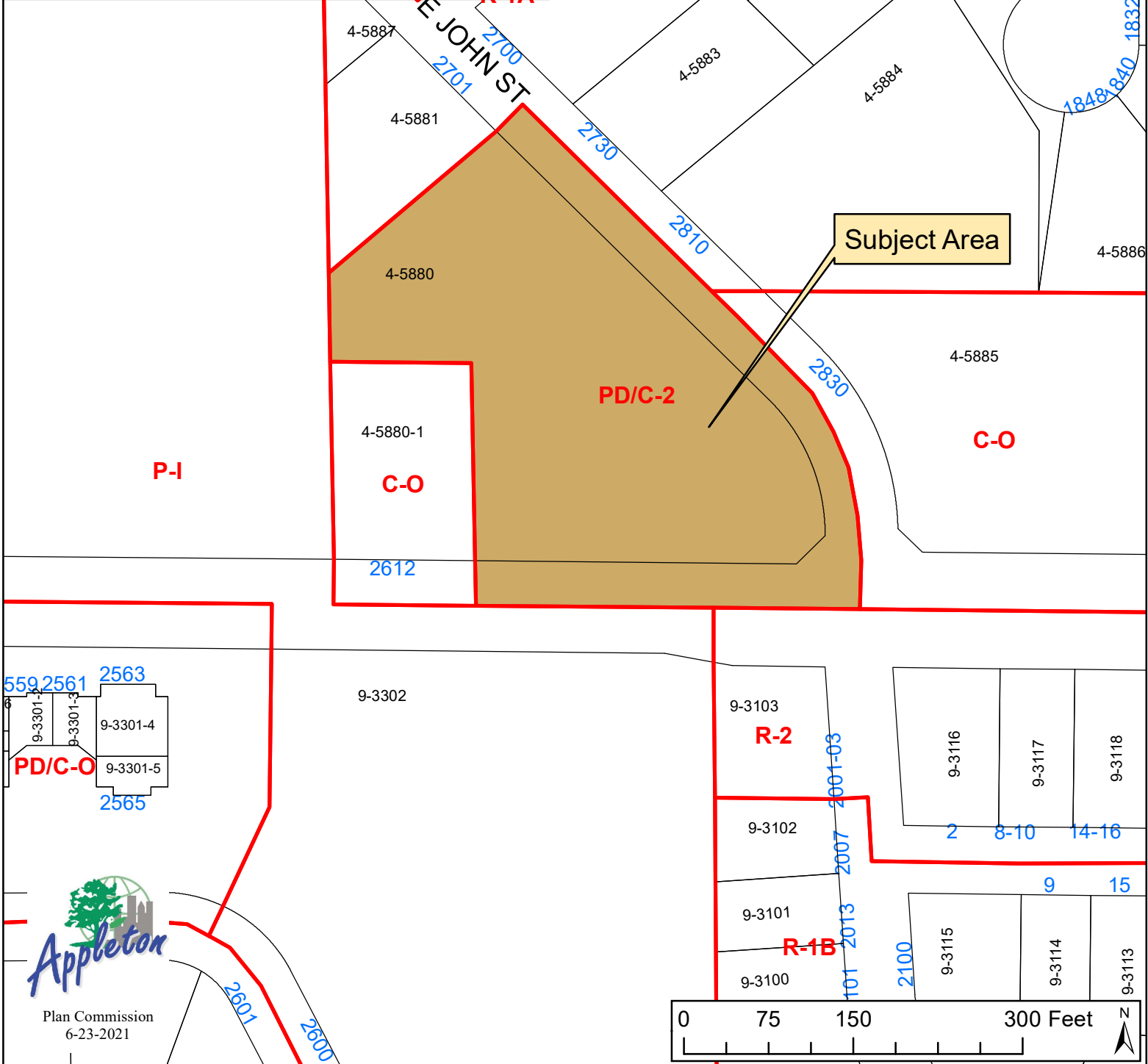
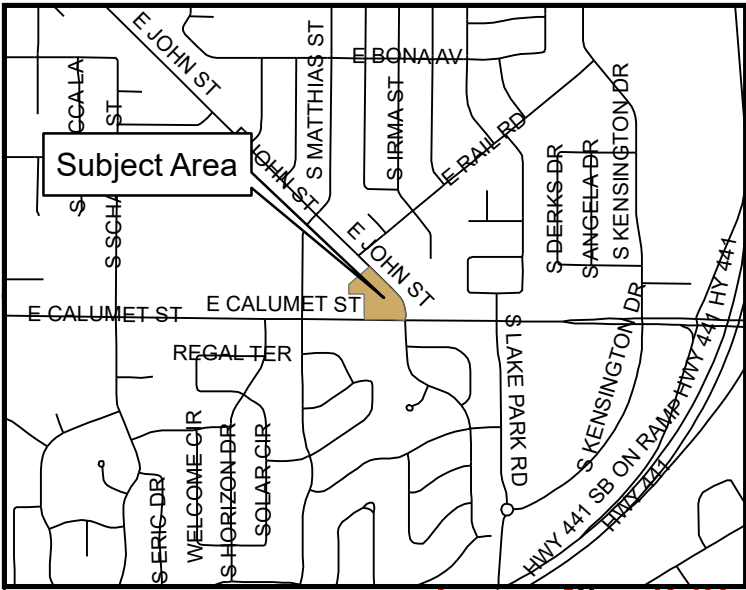
- b. In addition to the findings required to be made by subsection (a), findings shall be made by the Plan Commission on each of the following matters based on the evidence presented:
1. The adequacy of public facilities such as transportation, utilities and other required public services to serve the proposed site. *This area of the City is served by existing infrastructure, and the transportation network should be adequate to serve the subject site. The parcel is currently being used for commercial purposes.*
 2. The effect of the proposed rezoning on surrounding uses. *A mix of commercial uses and public-institutional uses are already present in this area of City and are adjacent to this parcel. The parcel is also currently zoned for and being used for commercial purposes. Any future site modifications and/or uses would be reviewed in accordance with Zoning Ordinance requirements. Therefore, the proposed rezoning request is unlikely to create adverse impacts in the surrounding neighborhood.*

Technical Review Group (TRG) Report: This item appeared on the June 1, 2021 TRG Agenda. No negative comments were received from participating departments.

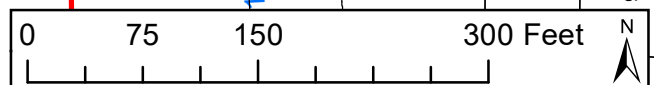
RECOMMENDATION

Staff recommends, based upon the standards for zoning map amendments as required by Section 23-65(d)(3) of the Zoning Ordinance, that Rezoning Application #6-21 to rezone the subject site located at 2700 E. Calumet Street (Tax Id #31-4-5880-00) from PD/C-2 Family Video Planned Development District #23-99 to C-2 General Commercial District, including to the centerline of the adjacent right-of-way and as shown on the attached map, **BE APPROVED**.

Rezoning
 2700 E. Calumet Street
 PD/C-2 Planned Development District #23-99 to
 C-2 General Commerical District
 Zoning Map



Plan Commission
 6-23-2021



Rezoning
2700 E. Calumet Street
PD/C-2 Planned Development District #23-99 to C-2 General Commerical District
Aerial Map



Subject Area



City Plan Commission
6-23-2021



0 50 100 200 Feet

Keith Hoogland Limited Partnership
2700 East Calumet Street
Appleton, WI 54915

Legal Description:

Lot One (1), Certified Survey Map No. 1359 recorded in the Office of the Register of Deeds for Outagamie County, Wisconsin, in Volume 7, on Page 1359, as Document No. 1046589, being part of Government Lot 3, Section 31, Township 21 North, Range 18 East, City of Appleton, Outagamie County, Wisconsin, including the adjacent one-half (1/2) right-of-way



REPORT TO CITY PLAN COMMISSION

Plan Commission Informal Hearing Meeting Date: June 23, 2021

Common Council Public Hearing Meeting Date: July 21, 2021 (Public Hearing on Rezoning)

Item: Rezoning #8-21 – Coolidge Court (Property Tax Id #31-9-1117-00)

Case Manager: Don Harp

GENERAL INFORMATION

Owner: Calumet Village Partners, Chris Winter, Agent.

Applicant: Andrew Graf.

Address: Coolidge Court.

Parcel Number: 31-9-1117-00.

Petitioner's Request: The applicant proposes to rezone the subject property from PD/C-2 Planned Development General Commercial District #34-84 to the R-3 Multi-Family District. The existing planned development district standards (PD/C-2 Planned Development General Commercial District #34-84) do not allow for a building footprint with attached garages, patios, balconies and associated outdoor parking of vehicles in a driveway leading to attached garages. The request is being made by the applicant and owner because the applicant has interest in purchasing the lot and constructing a multi-family apartment building with these features utilizing the current R-3 Multi-family District standards of the Appleton Municipal Code.

BACKGROUND

In 1985, the Calumet Street Planned Development District #34-84 (now known as PD/C-2 Planned Development General Commercial District #34-84) was approved to allow for the construction of a Shopping Center Complex with a mix of retail, professional services, personal services, restaurant uses and an 8-unit multi-family apartment building to be located on Property Tax Id#'s 31-9-1114-00, 31-9-1114-01, 31-9-1116-00, 31-9-1117-00 and 31-9-1118-00.

- The 8-unit multi-family apartment building was authorized to be constructed on the parcel of land included in this rezoning request (Property Tax Id #31-9-1117-00). The 8-unit multi-family apartment building was never constructed and the parcel of land is currently listed for sale. The zoning requirements for the subject site (The Calumet Street P.D.D. #34-84) are attached. Subject site depicted by green highlight.

On May 18, 1994, Ordinance 61-94 was adopted, which repealed and recreated the Zoning Ordinance. This Zoning Ordinance introduced the Planned Development (PD) Overlay District. As a result, the subject property's zoning classification changed to PD/C-2 Planned Development General Commercial District #34-84.

On June 2, 2004, Ordinance 74-04 was adopted, which repealed and recreated the Zoning Ordinance that is currently in place. This Zoning Ordinance included a section on transition rules. Section 23-35(c) states, "Planned development districts in force at the time of adoption of this ordinance shall continue to be controlled under the standards of the existing planned development district until rezoned by Common Council. However, processes for approving or amending adopted final development plans, plats, certified survey maps, or site plans, shall follow the procedures of this ordinance."

STAFF ANALYSIS

Existing Site Conditions: The subject site is approximately 34,243 square feet in size and is located at the east end of Coolidge Court on the southside of the street. No structures exist on the site.

Surrounding Zoning Classification and Land Uses:

North: PD/C-2 Planned Development General Commercial District #34-84. The adjacent land uses to the north are currently a mix of commercial uses.

South: R-3 Multi-Family District. The adjacent land uses to the south are currently multi-family residential.

East: PD/C-2 Planned Development General Commercial District #34-84. The adjacent land uses to the east are currently a mix of commercial uses.

West: R-1B Single-Family District. The adjacent land uses to the west are currently single-family residential.

Proposed Zoning Classification: The purpose of the R-3 Multi-Family District is to provide for and maintain residential areas characterized by multiple family dwellings, while maintaining the basic qualities of a dense residential neighborhood, which may include other housing types and institutional and limited non-residential uses. The development standards for multi-family dwellings in R-3 District are listed below:

1. ***Minimum lot area, multi-family dwellings:*** One thousand five-hundred (1,500) square feet per dwelling unit.
2. ***Minimum lot width:*** Eighty (80) feet.

3. **Minimum front lot line setback:** Twenty (20) feet (twenty-five (25) feet minimum on arterial street).
4. **Minimum rear lot line setback:** Thirty-five (35) feet.
5. **Minimum side lot line setback:** Twenty (20) feet.
6. **Minimum distance between multi-family buildings:** Twelve (12) feet.
7. **Maximum lot coverage:** Seventy percent (70%).
8. **Maximum height:** Forty-five (45) feet.

Appleton Comprehensive Plan 2010-2030: The City of Appleton 2010-2030 Comprehensive Plan Future Land Use Map identifies the subject area as future Multi-family residential designation. The proposed R-3 Multi-family District rezoning is consistent with the Future Land Use Map. Listed below are related excerpts from the City's *Comprehensive Plan 2010-2030*.

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods and greenfield development sites at the City's edge.

Goal 3 – Housing Quality, Variety, and Affordability

Appleton will provide a variety of rental and ownership housing choices in a range of prices affordable to community residents, and ensure that existing housing is adequately maintained in terms of physical quality and market viability.

OBJECTIVE 5.3 Housing and Neighborhoods:

Provide a range of housing options that meet the needs and appeal to all segments of the community and allows residents to age in place.

Policy 5.3.3 Plan for a supply of developable land suitable for residential development.

OBJECTIVE 7.1 Utilities and Community Facilities:

Provide a pattern of development that minimizes impacts to municipal services and utilities.

OBJECTIVE 10.1 Land Use:

Provide an adequate supply of suitable land meeting the demand for development of various land uses.

Standards for Zoning Map Amendments: Per Section 23-65(d)(3) of the Municipal Code, all recommendations for Official Zoning Map amendments shall be consistent with the adopted plans, goals, and policies of the City and with the intent of the Zoning Ordinance. It would appear the criteria established by Section 23-65(d)(3) Zoning Amendments has been satisfied.

- a. Prior to making a recommendation on a proposed rezoning, the Plan Commission shall make a finding to determine if the following conditions exist. No rezoning of land shall be approved prior to finding at least one of the following:
 1. The request for a zone change is in conformance with the Comprehensive Plan for the City of Appleton. *The rezoning request is in conformance with the Comprehensive Plan 2010-2030, as the Future Land Use Map identifies this area for future multi-family residential uses.*
 2. A study submitted by the applicant that indicates that there has been an increase in the demand for land in the requested zoning district, and as a result, the supply of land within the City mapped as such on the Official Zoning Map, is inadequate to meet the demands for such development.
 3. Proposed amendments cannot be accommodated by sites already zoned in the City due to lack of transportation, utilities or other development constraints, or the market to be served by the proposed use cannot be effectively served by the location of the existing zoning district(s).
 4. There is an error in the code text or zoning map as enacted.
- b. In addition to the findings required to be made by subsection (a), findings shall be made by the Plan Commission on each of the following matters based on the evidence presented:
 1. The adequacy of public facilities such as transportation, utilities and other required public services to serve the proposed site. *This area of the City is served by existing infrastructure, and the transportation network should adequate to serve the subject site.*
 2. The effect of the proposed rezoning on surrounding uses. *A mix of Single-family, Multi-family and Commercial uses are already present in this area of City. The current development standards for the R-3 District, including minimum setbacks, would create some separation from the adjacent uses. Therefore, the proposed rezoning request is unlikely to create adverse impacts in the surrounding neighborhood.*

Technical Review Group (TRG) Report: This item appeared on the June 1, 2021 TRG Agenda. No negative comments were received from participating departments.

RECOMMENDATION

Staff recommends, based upon the standards for zoning map amendments as required by Section 23-65(d)(3) of the Zoning Ordinance, that Rezoning Application #8-21 to rezone the subject site located at Coolidge Court (Property Tax Id #31-9-1117-00) from PD/C-2 Planned Development General Commercial District #34-84 to R-3 Multi-Family District, including the adjacent right-of-way and as shown on the attached map, **BE APPROVED**.

The Calumet Street P.D.D. #34-84
Tax Parcel Number 31-9-1117-00
Coolidge Court
PD Summary Sheet

A. Planned Development History:

1. The Calumet Street P.D.D. #34-84.
2. Effective Date of P.D.D. #34-84: March 24, 1985.
3. No Implementation Plan Doc. Recorded, for Zoning District changed from P.D.D. #34-84 to PD/C-2 with adoption of the 1994 Zoning Ordinance and Map, Ordinance #61-94.

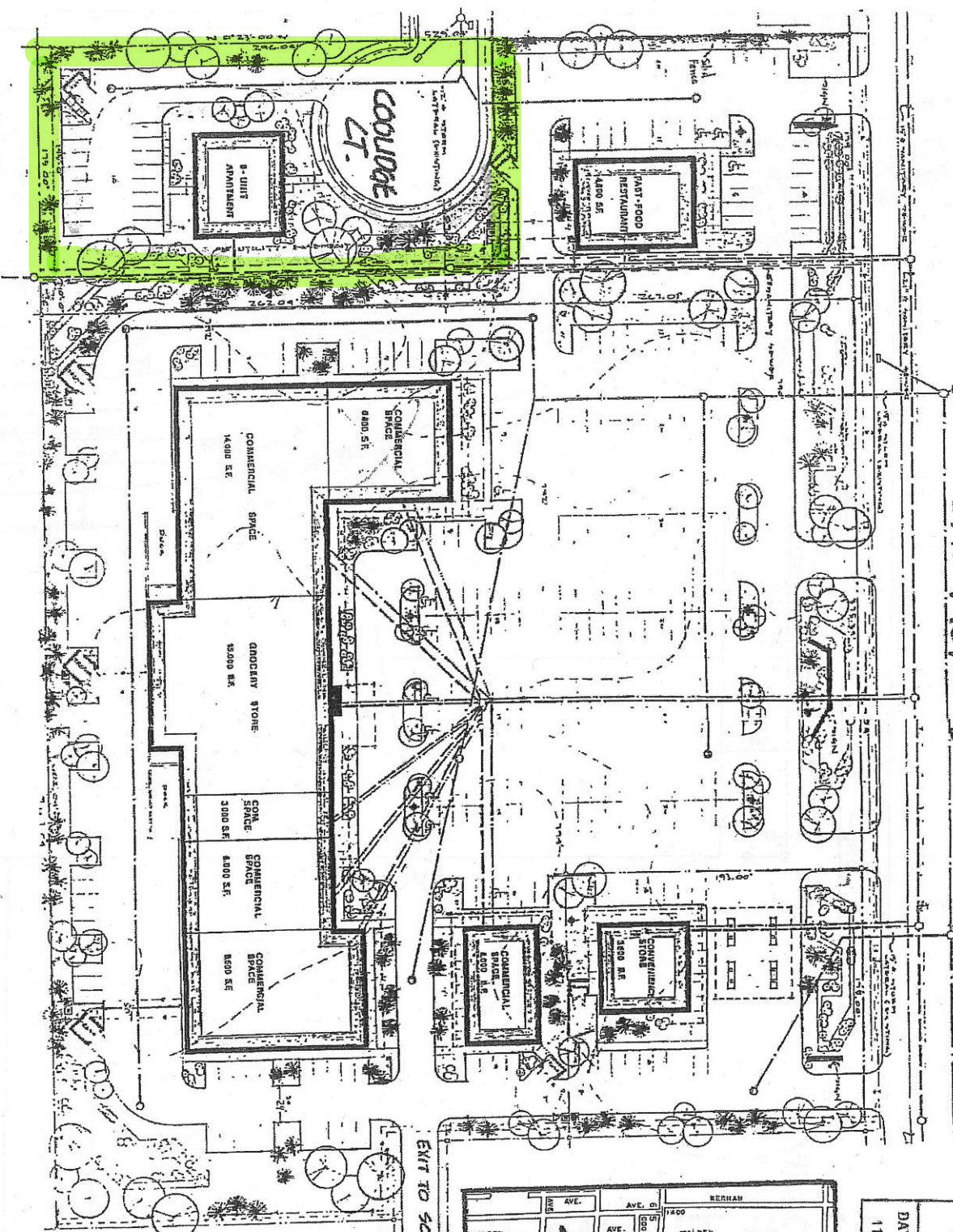
B. Summary of this Analysis: Pertains to Tax Parcel Number 31-9-1117-00 located on Coolidge Court.

C. Special PD Regulations Granted Per P.D.D. #34-84 for Tax Parcel Number 31-9-1117-00.

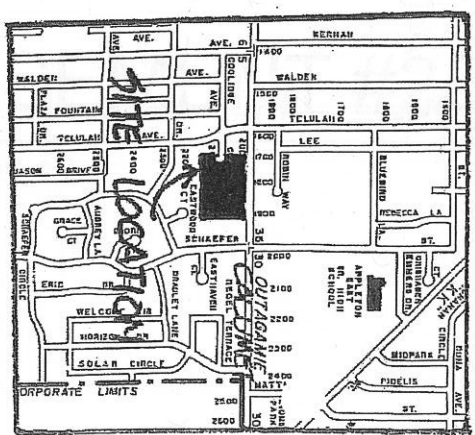
1. ***Permitted Use (Only):*** 8 Unit Multi-family Apartment Building.
2. ***Accessory Uses (Only):*** Driveway, Off-street parking lot accommodating 16 parking spaces and Trash enclosure.
3. ***Principal Building Setbacks.***
 - a. Minimum Front Lot Line Building Setback (Coolidge Court): 20 feet.
 - b. Minimum Side Lot Line Building Setback (West Lot Line): 60 feet.
 - c. Minimum Side Lot Line Building Setback (East Lot Line): 10 feet.
 - d. Minimum Rear Lot Line Building Setback (South Lot Line): 20 feet, the off-street parking lot shall be located on the south side of the 8 Unit Multi-family Apartment Building as illustrated on the attached Site Plan dated 11/84.
4. ***Off-Parking Lot and Driveway Pavement Setbacks.***
 - a. Front Yard: Off-Street Parking Lot, Not Allowed.
 - b. Minimum Side Lot Line Pavement Setback (West Lot Line): 15 feet.
 - c. Minimum Side Lot Line Pavement Setback (East Lot Line): 10 feet.
 - d. Minimum Rear Lot Line Pavement Setback (South Lot Line): 15 feet.
5. ***Trash Enclosure Setbacks.***
 - a. Front Yard: Not Allowed.
 - b. Minimum Side Lot Line Setback (West Lot Line): 15 feet.
 - c. Minimum Side Lot Line Pavement Setback (East Lot Line): 10 feet.
 - d. Minimum Rear Lot Line Pavement Setback (South Lot Line): 15 feet.


6. **Principal Building Height. Maximum:** 3 stories, 45 feet.
 7. **Trash Enclosure Height.** Maximum 6 feet.
 8. **Maximum Lot Coverage:** Not applicable to P.D.D. #34-84.
 9. **Site Design, Building and Parking Layout:** Shall be consistent with the approved Site Plan for the Calumet Street P.D.D #34-84, Dated 11/84. (see attached)
- D. Other Standards:** Refer to the current applicable Municipal Code regulations that are in effect.
- E. Public Utilities:** Attached is a diagram showing the location of the public utilities. Please contact Ross Buetow, City Engineer at 832-6485 for any questions regarding connections to public utilities.
- F. Site plan review and approval:** Site plan review and approval is required pursuant to Section 23-570 of the current Municipal Code prior to the issuance of any permits.

CAUMET ST.

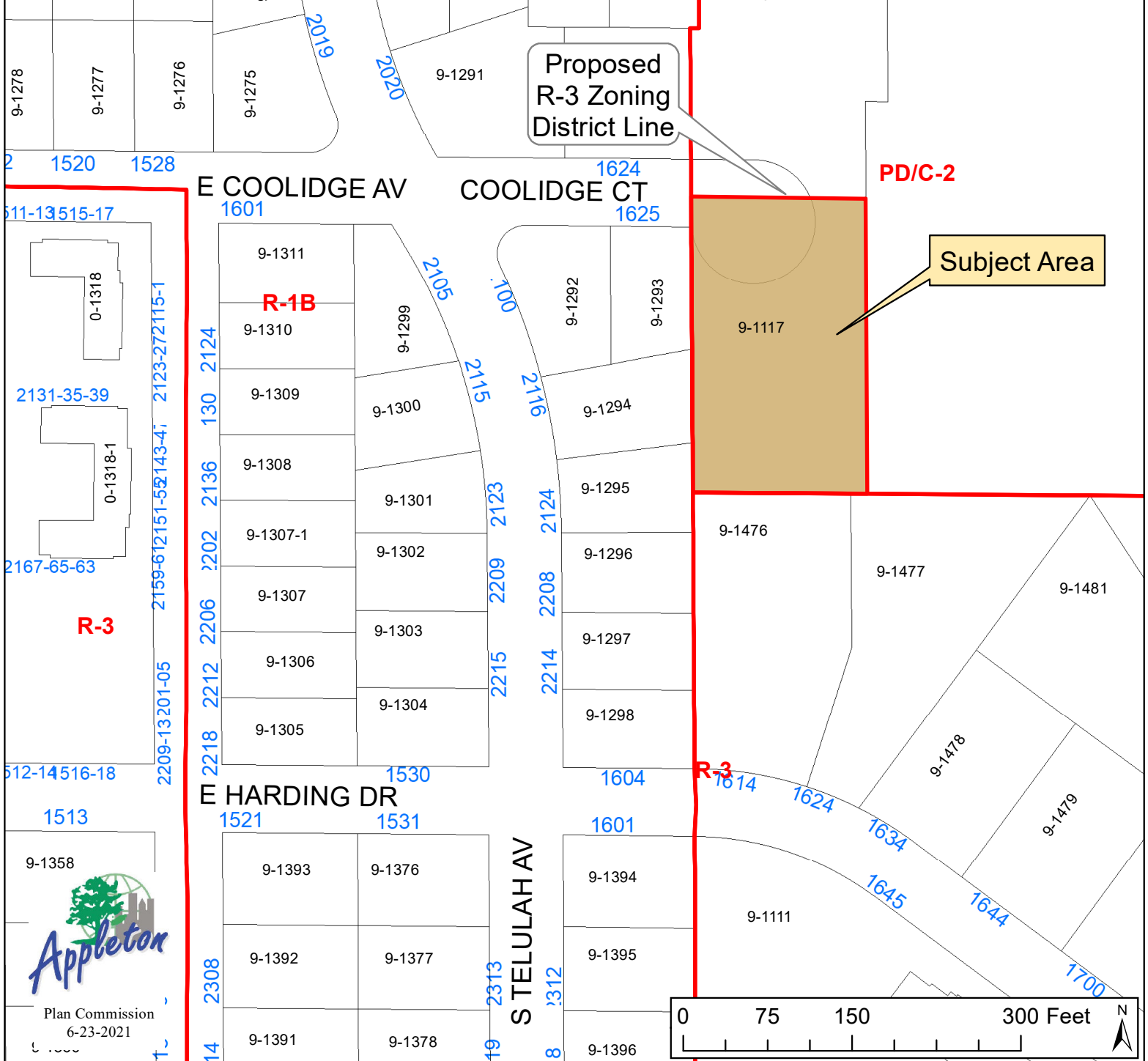
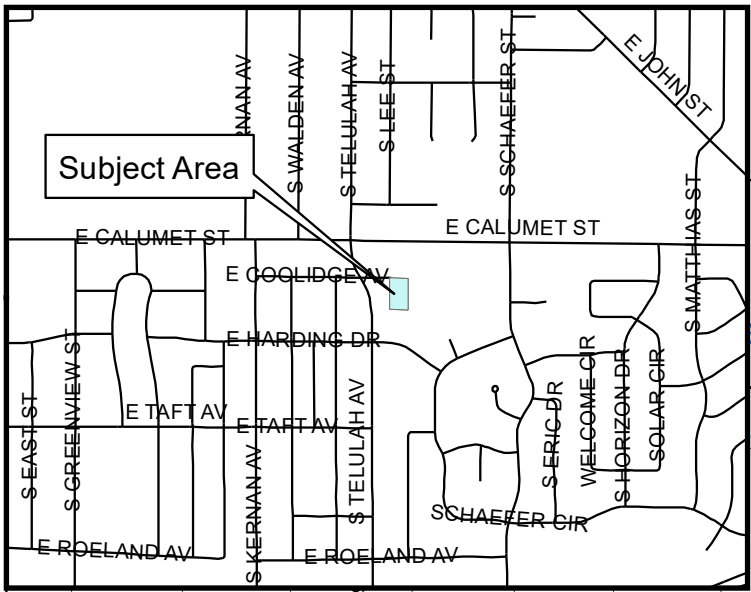


EXIT TO SQUARE ST.



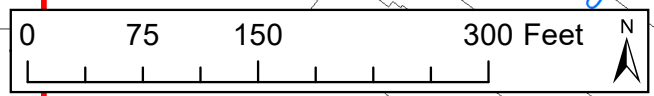
	CITY PLAN COMMISSION APPLETON, WISCONSIN
	REZONING APPLICATION #34-84
DATE: 11/84	MADISON REAL ESTATE INVESTMENT FUND

Rezoning
 Tax Id. 31-9-1117-00
 Undeveloped Lot on Coolidge Court
 PD/C-2 Planned Development General
 Commercial District to R-3 Multi-family District
 Zoning Map



Proposed
 R-3 Zoning
 District Line

Subject Area



Rezoning
Tax Id. 31-9-1117-00
Undeveloped Lot on Coolidge Court
PD/C-2 Planned Development General
Commercial District to R-3 Multi-family District
Aerial Map

E CALUMET ST

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COOLIDGE CT

Subject Area

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E HARDING DR



City Plan Commission
6-23-2021



0 50 100 200 Feet





REPORT TO CITY PLAN COMMISSION

Plan Commission Public Hearing Date: July 14, 2021

Common Council Meeting Date: July 21, 2021

Item: Special Use Permit #2-21 for restaurant with alcohol sales and service

Case Manager: David Kress, Principal Planner

GENERAL INFORMATION

Owner: Christensen Land Company, LLP

Applicant: Jimmy's Chicken and Fish c/o James Jackson

Address/Parcel #: 205 North Richmond Street (Tax Id #31-5-1184-00)

Petitioner's Request: The applicant is requesting a Special Use Permit for alcohol sales and service in conjunction with an existing restaurant.

BACKGROUND

The subject area is located along North Richmond Street, in between West Franklin Street and West Washington Street. The subject area consists of space currently occupied by Jimmy's Chicken and Fish, which is in a middle unit of a multi-tenant building. Jimmy's Chicken and Fish has operated at this location since 2020 as a restaurant (without alcohol). The applicant recently applied for a Liquor License that includes Class B beer, which is on track to go to Safety and Licensing Committee on July 14th and Common Council on July 21st.

Common Council has previously approved Special Use Permits #20-05 and #6-16 for restaurants with alcohol sales at 139 and 207 N. Richmond Street (Emmett's Bar and Grill and Lindo Michoacan Authentic Mexican Restaurant), which are located in different tenant spaces of the multi-tenant building.

STAFF ANALYSIS

Project Summary: The applicant proposes to establish alcohol sales and service at the existing restaurant on the subject site. The restaurant occupies approximately 1,233 square feet in a first-floor tenant space of the existing building. Based on the attached development plan, this request will not increase existing building area.

Operational Information: A plan of operation is attached to the staff report.

Outdoor Seating Area: No outdoor alcohol sales and service is requested with this application.

Existing Site Conditions: The existing multi-tenant building totals approximately 20,914 square feet, including other ground floor commercial uses and second floor apartment units. The 0.87-acre site also

Special Use Permit #2-21
July 14, 2021
Page 2

includes off-street parking east and west of the building. Access is provided by curb cuts on North Richmond Street and West Washington Street.

Current Zoning and Procedural Findings: The subject property has a zoning designation of C-2 General Commercial District. Per Section 23-113(e) of the Municipal Code, a restaurant with alcohol sales and service requires a Special Use Permit in the C-2 District. The Plan Commission makes a recommendation to the Common Council who will make the final decision on the Special Use Permit. A two-thirds vote of the Common Council is required for approval.

Surrounding Zoning and Land Uses: The surrounding area is under the jurisdiction of the City of Appleton (north, south, east, and west). The uses are generally commercial and residential in nature.

North: C-2 General Commercial District and R-2 Two-Family District. The adjacent land uses to the north are currently a mix of commercial uses and duplexes.

South: CBD Central Business District and C-2 General Commercial District. The adjacent land uses to the south are currently a mix of commercial uses.

East: CBD Central Business District. The adjacent land uses to the east are currently a mix of commercial uses.

West: C-2 General Commercial District and R-1C Central City Residential District. The adjacent land uses to the west are currently a parking lot that serves the subject property and single-family residential.

Appleton Comprehensive Plan 2010-2030: Community and Economic Development staff has reviewed this proposal and determined it is compatible with the Central Business District designation shown on the City's *Comprehensive Plan 2010-2030* Future Land Use Map. Listed below are related excerpts from the City's *Comprehensive Plan 2010-2030*.

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods, and greenfield development sites at the City's edge.

Goal 8 – Economic Development

Appleton will pursue economic development that retains and attracts talented people, brings good jobs to the area, and supports the vitality of its industrial areas, downtown, and neighborhood business districts.

OBJECTIVE 9.4 Economic Development:

Ensure the continued vitality of downtown and the City's neighborhood commercial districts.

OBJECTIVE 10.5 Land Use:

Support the continued redevelopment and revitalization of land uses adjacent to Appleton's key transportation corridors and downtown.

Chapter 16: Richmond Street Corridor Plan, General Plan:

Land Uses, Pedestrian-Oriented Commercial – This use and character is recommended between College Avenue and Atlantic Street, where it already exists to a substantial degree. It is typified by buildings constructed at or near the street right-of-way. Ground floor uses are nearly always commercial.

Technical Review Group (TRG) Report: This item appeared on the June 22, 2021 TRG agenda. No negative comments were received from participating departments.

Zoning Ordinance Requirements and Substantial Evidence: When reviewing an application for a Special Use Permit, the City must determine if the applicant’s proposal satisfies Municipal Code requirements and conditions. Pursuant to Section 23-66(c)(5) of the Municipal Code, the Plan Commission and Common Council must provide substantial evidence supporting their decision to approve, approve with conditions, or deny the Special Use Permit. Substantial evidence means “facts and information, other than merely personal preferences or speculation, directly pertaining to the requirements and conditions an applicant must meet to obtain a Special Use Permit and that reasonable persons would accept in support of a conclusion.” Any requirements and conditions listed for approval must be reasonable, and to the extent practicable, measurable.

Section 23-172(m) of the Municipal Code requires a minimum number of off-street parking spaces based on the use of a property. In this case, the property has historically functioned as a “shopping center” use, per Assessor’s Office records. Given that Jimmy’s Chicken and Fish already occupies the tenant space, the nature and intensity of the use remains unchanged, as the proposal will not increase the gross floor area of the existing multi-tenant building. Therefore, additional off-street parking spaces are not required for the applicant’s request.

Finding of Fact: This request was reviewed in accordance with the standards (proper zoning district, district regulations, special regulations, comprehensive plan and other plans, traffic, landscaping and screening, neighborhood compatibility, and impact on services) for granting a Special Use Permit under Section 23-66(e)(1-8) of the Municipal Code, which were found in the affirmative, as long as all stipulations are satisfied.

RECOMMENDATION

Staff recommends, based on the above analysis, that Special Use Permit #2-21 for a restaurant with alcohol sales and service located at 205 North Richmond Street (Tax Id #31-5-1184-00), as shown on the attached maps and per attached plan of operation, along with the attached resolution, **BE APPROVED** to run with the land, subject to the following conditions:

1. The applicant shall receive approval of a Liquor License from the City Clerk prior to serving alcohol on the premises.

Substantial Evidence: This condition provides notice to the applicant that a Liquor License is also needed prior to serving alcohol.

2. The use shall conform to the standards established in Chapter 9, Article III, Alcoholic Beverages, of the Appleton Municipal Code.

Substantial Evidence: This condition is one of the special regulations included in Section

23-66(h)(6) of the Zoning Ordinance for this particular use.

3. The site shall be kept free of litter and debris.

Substantial Evidence: This condition is one of the special regulations included in Section 23-66(h)(6) of the Zoning Ordinance for this particular use.

4. All Zoning, Building, Fire, Engineering, Utility and other Municipal Codes, and all applicable State and Federal laws shall be complied with.

Substantial Evidence: This condition is one of the special regulations included in Section 23-66(h)(6) of the Zoning Ordinance for this particular use.

5. The serving and consumption of alcohol is limited to the interior ground floor of the tenant space, as identified on the attached development plan drawings. Any future expansions for the serving and/or consumption of alcohol may require a major or minor amendment request to this Special Use Permit, pursuant to Section 23-66(g) of the Municipal Code.

Substantial Evidence: Standardized condition that establishes parameters for the current application and identifies the process for review of any future changes to the special use.

6. This Special Use Permit is needed for on-site alcohol sales and consumption. Compliance with the plan of operation is required at all times. Changes to the plan of operation, including any future changes to the agent/operator, shall be submitted to the Community and Economic Development Department for review and approval.

Substantial Evidence: Standardized condition that establishes parameters for the current application and identifies the process for review of any future changes to the special use.

**CITY OF APPLETON
RESOLUTION FOR SPECIAL USE PERMIT #2-21
RESTAURANT WITH ALCOHOL
205 NORTH RICHMOND STREET**

WHEREAS, James Jackson, Jimmy’s Chicken and Fish, has applied for a Special Use Permit for restaurant with alcohol sales and service located at 205 North Richmond Street, also identified as Parcel Number 31-5-1184-00; and

WHEREAS, the location for the proposed restaurant with alcohol sales and service is located in the C-2 General Commercial District, and the proposed use may be permitted by Special Use Permit within this zoning district pursuant to Chapter 23 of the Municipal Code; and

WHEREAS, the City of Appleton Plan Commission held a public hearing on July 14, 2021 on Special Use Permit #2-21, at which all those wishing to be heard were allowed to speak or present written comments and other materials at the public hearing; and

WHEREAS, the City of Appleton Plan Commission has reviewed and considered the Community and Economic Development Department’s staff report and recommendation, as well as other spoken and written evidence and testimony presented at the public hearing; and

WHEREAS, the City of Appleton Plan Commission reviewed the standards for granting a Special Use Permit under Sections 23-66(e)(1-8) of the Municipal Code; and

WHEREAS, the City of Appleton Plan Commission reviewed the standards for imposing conditions on the Special Use Permit under Section 23-66(c)(5) of the Municipal Code, and forwarded Special Use Permit #2-21 to the City of Appleton Common Council with a favorable conditional or not favorable (CIRCLE ONE) recommendation; and

WHEREAS, the City of Appleton Common Council has reviewed the report and recommendation of the City of Appleton Plan Commission at their meeting on July 21, 2021.

NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED by the Common Council, based on Community and Economic Development Department’s staff report and recommendation, as well as other spoken and written evidence and testimony presented at the public hearing and Common Council meeting, and having considered the recommendation of the City Plan Commission, that the Common Council:

1. Determines all standards listed under Sections 23-66(e)(1-8) of the Municipal Code are found in the affirmative YES or NO (CIRCLE ONE)
2. If NO, the City of Appleton Common Council hereby denies Special Use Permit #2-21 for a restaurant with alcohol sales and service located at 205 North Richmond Street, also identified as Parcel Number 31-5-1184-00, based upon the following standards and determinations: (List reason(s) why the Special Use Permit was denied)

3. If YES, the City of Appleton Common Council hereby approves Special Use Permit #2-21 for a restaurant with alcohol sales and service located at 205 North Richmond Street, also identified as Parcel Number 31-5-1184-00, subject to the following conditions as they are related to the purpose of the City of Appleton Municipal Code and based on substantial evidence:

CONDITIONS OF APPROVAL FOR SPECIAL USE PERMIT #2-21

- A. The applicant shall receive approval of a Liquor License from the City Clerk prior to serving alcohol on the premises.
 - B. The use shall conform to the standards established in Chapter 9, Article III, Alcoholic Beverages, of the Appleton Municipal Code.
 - C. The site shall be kept free of litter and debris.
 - D. All Zoning, Building, Fire, Engineering, Utility and other Municipal Codes, and all applicable State and Federal laws shall be complied with.
 - E. The serving and consumption of alcohol is limited to the interior ground floor of the tenant space, as identified on the attached development plan drawings. Any future expansions for the serving and/or consumption of alcohol may require a major or minor amendment request to this Special Use Permit, pursuant to Section 23-66(g) of the Municipal Code.
 - F. This Special Use Permit is needed for on-site alcohol sales and consumption. Compliance with the plan of operation is required at all times. Changes to the plan of operation, including any future changes to the agent/operator, shall be submitted to the Community and Economic Development Department for review and approval.
4. The City Clerk’s Office is hereby directed to give a copy of this resolution to the owner/applicant, Community and Economic Development Department, Inspections Division, and any other interested party.

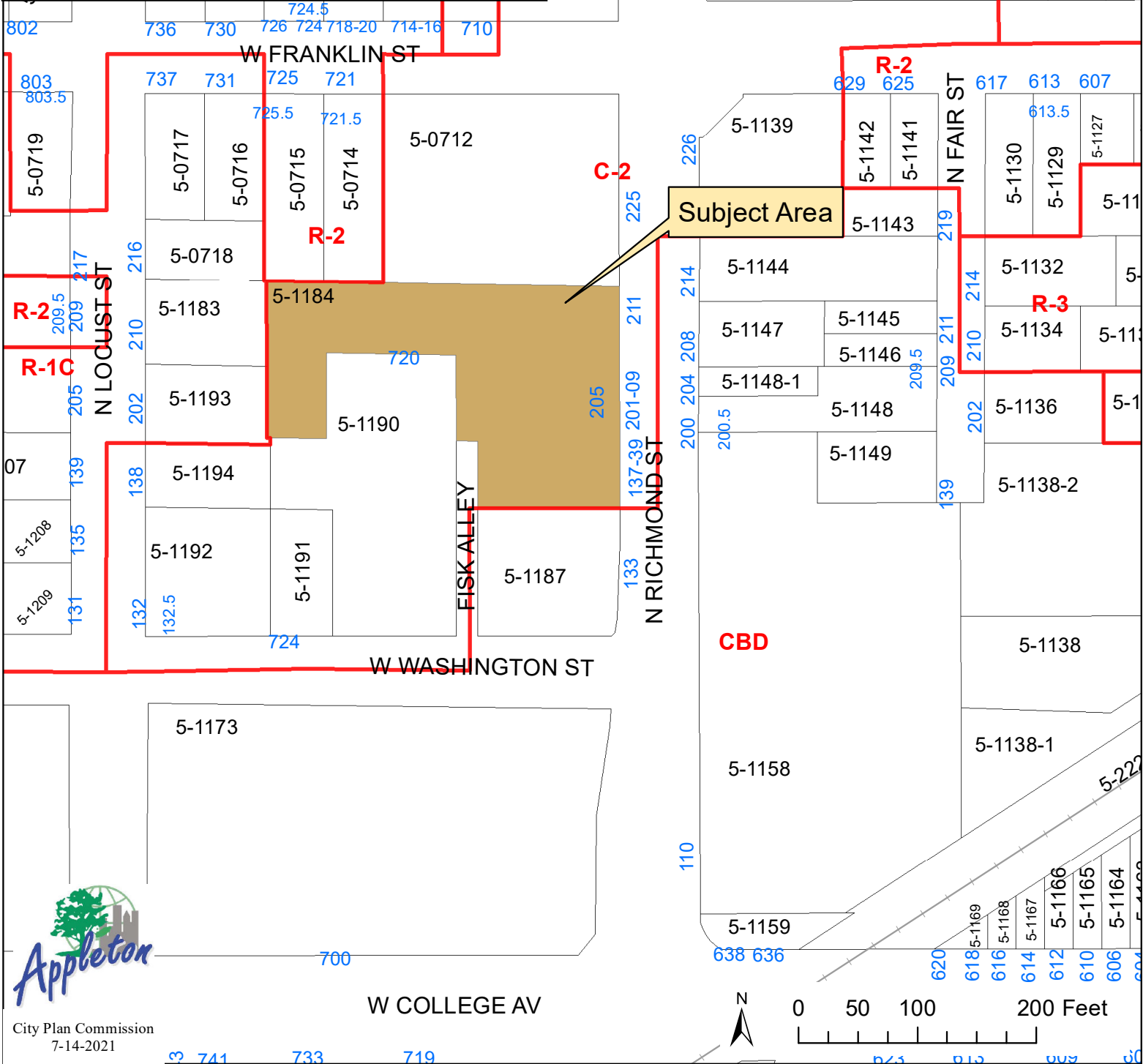
Adopted this _____ day of _____, 2021.

Jacob A. Woodford, Mayor

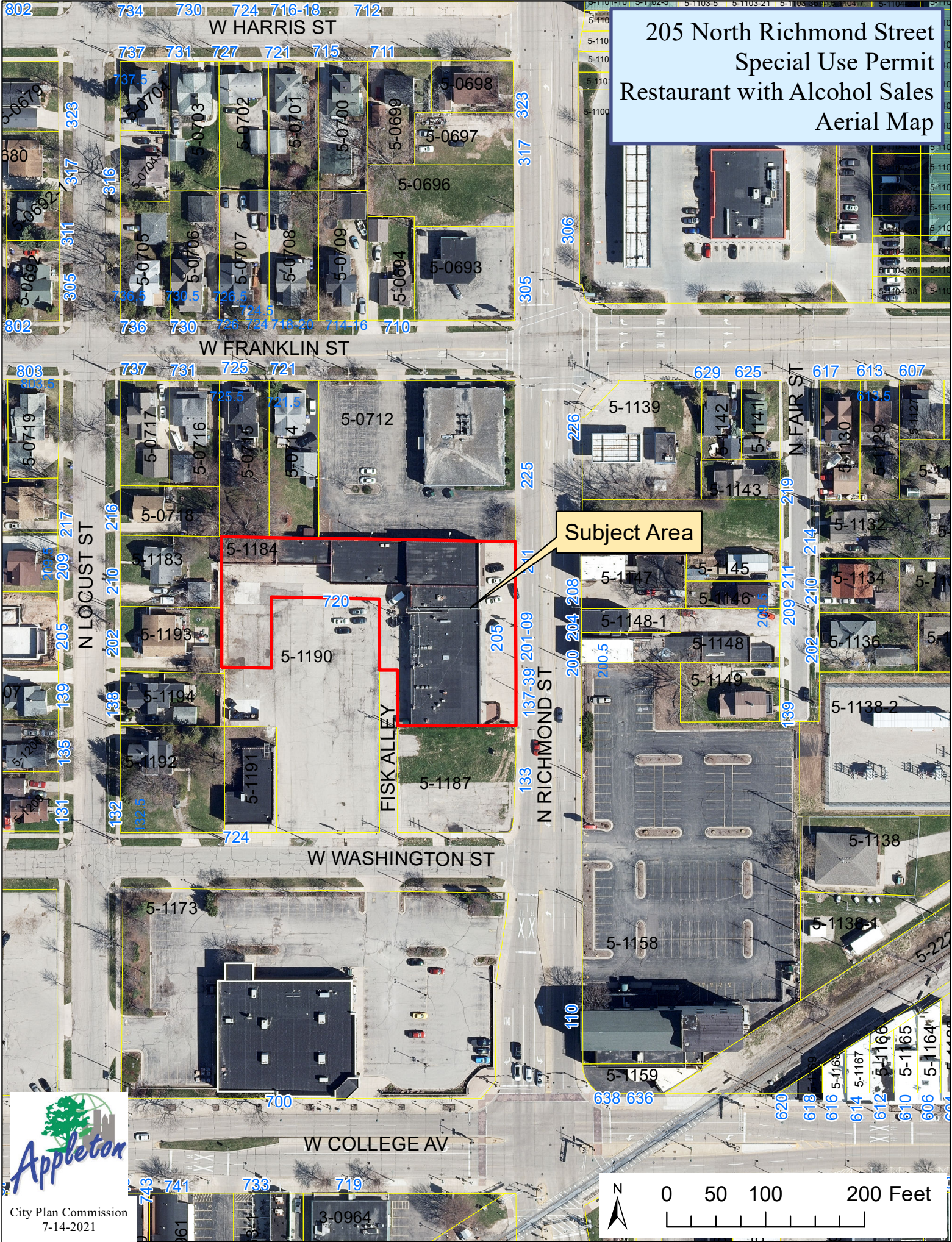
ATTEST:

Kami Lynch, City Clerk

**205 North Richmond Street
Special Use Permit
Restaurant with Alcohol Sales
Zoning Map**



205 North Richmond Street
Special Use Permit
Restaurant with Alcohol Sales
Aerial Map



INTERIOR ALTERATIONS FOR JIMMY'S CHICKEN

APPLETON,

WISCONSIN

ACS
Architectural &
Construction
Services, Inc.
327 Randolph Drive Suite C
APPLETON, WI 54915
TELE: 920-574-2657 FAX: 920-574-2660

INTERIOR ALTERATIONS FOR,
JIMMY'S CHICKEN
APPLETON, WISCONSIN

DATE: JULY 28, 2020
ARCH. K. SPERL
D. BY: S. BURTON
JOB: 20-037
REV: _____

T
1.0

GENERAL NOTES

THESE DRAWINGS COVER STRUCTURAL AND GENERAL CONSTRUCTION WORK ONLY. ALL WORK SHALL CONFORM TO STATE AND LOCAL CODES WHICH GOVERN FOR THE BUILDING SITE, AND SHALL BE DONE IN A WORKMANLIKE MANNER.

THE CONTRACTOR SHALL FAMILIARIZE HIMSELF WITH ALL ARCHITECTURAL, MECHANICAL AND ELECTRICAL DRAWINGS TO VERIFY THE LOCATION AND DIMENSIONS OF CHASES, INSERTS, OPENINGS, SLEEVES, REGLETS, DEPRESSIONS AND OTHER PROJECT REQUIREMENTS NOT SHOWN ON THE STRUCTURAL DRAWINGS.

OPENINGS SHOWN ON THE STRUCTURAL DRAWINGS SHALL NOT BE REVISED WITHOUT WRITTEN APPROVAL FROM THE ARCHITECT.

CONTRACTOR SHALL FIELD VERIFY ALL DIMENSIONS, ELEVATIONS AND CONDITIONS AND NOTIFY ARCHITECT OF ANY DISCREPANCIES.

THE TYPICAL DETAILS SHOWN ON THE DRAWINGS SHALL BE APPLICABLE TO ALL PARTS OF THE CONTRACT DRAWINGS UNLESS SPECIFICALLY NOTED OTHERWISE.

THE CONTRACTOR SHALL BE SOLELY RESPONSIBLE FOR JOB SAFETY DURING CONSTRUCTION.

PROJECT INFORMATION

CONSTRUCTION CLASSIFICATION

BUILDING IS EXISTING - TYPE IIB

OCCUPANCY

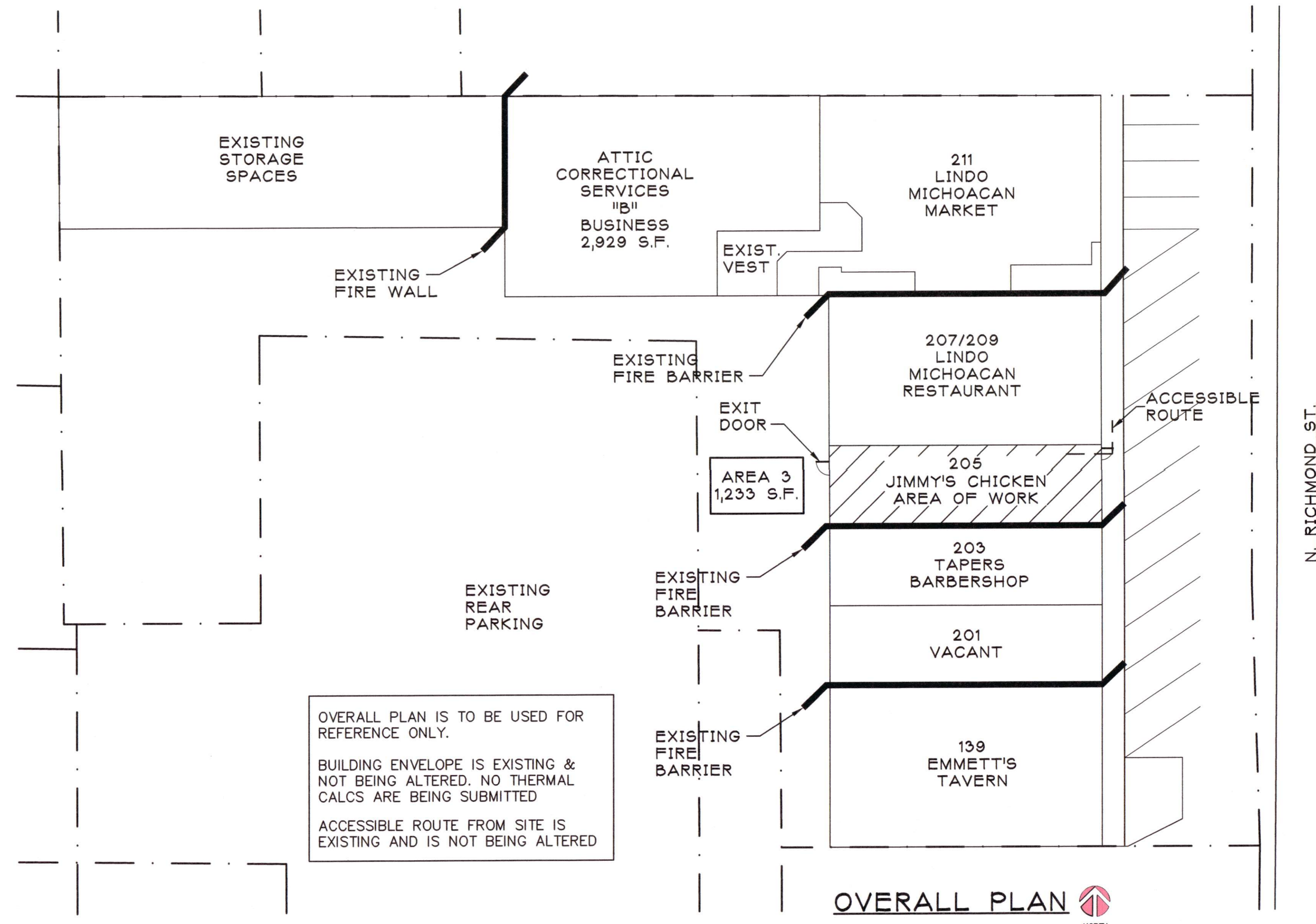
"B" BUSINESS (A-2 < 50 PEOPLE)

SEPARATION

EXISTING FIRE BARRIERS

SHEET INDEX

SHEET	SHEET TITLE
T1.0	GENERAL COVER SHEET
A1.0	ARCHITECTURAL FLOOR PLAN
A2.0	ARCHITECTURAL ADA DETAILS

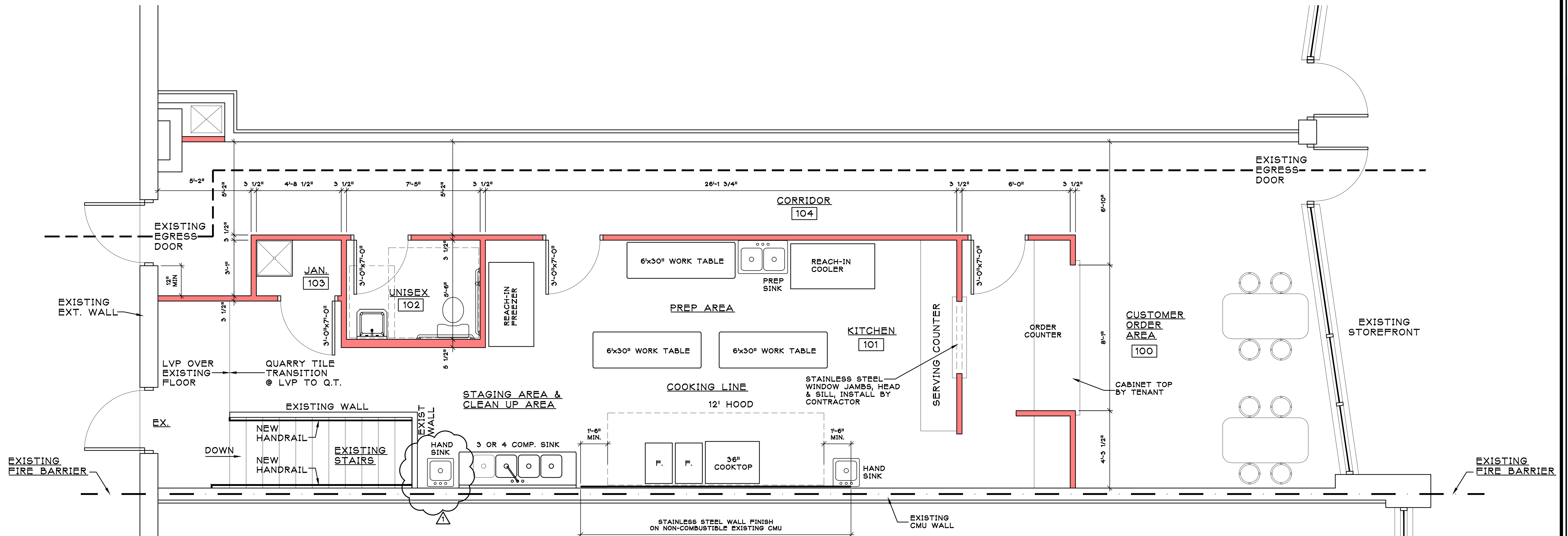


OVERALL PLAN IS TO BE USED FOR REFERENCE ONLY.
BUILDING ENVELOPE IS EXISTING & NOT BEING ALTERED. NO THERMAL CALCS ARE BEING SUBMITTED
ACCESSIBLE ROUTE FROM SITE IS EXISTING AND IS NOT BEING ALTERED

OVERALL PLAN

WISCONSIN
KELLY S. SPERL
A-7897
APPLETON, WI
ARCHITECT
8-6-2020

INTERIOR ALTERATIONS FOR,
JIMMY'S CHICKEN
 APPLETON, WISCONSIN



CAPCITIES
 EMPLOYEES - 4 PEOPLE
 SEATING - 8 PEOPLE

 SPACE HAS EXISTING
 BASEMENT WHICH
 IS NOT BEING ALTERED

FLOOR PLAN
 SCALE: 3/8" = 1'-0"


GENERAL NOTES
 VINYL BASE BY TENANT
 PAINTED WALLS


KITCHEN
 FLOOR - NON-SLIP QUARRY TILE
 TENANT PROVIDED, INSTALLED BY CONTRACTOR
 WALLS - FRP

JANITOR
 FLOOR - QUARRY TILE & VINYL BASE
 TENANT PROVIDED, INSTALLED BY CONTRACTOR
 WALLS - PAINTED GWB

UNISEX
 FLOOR - CERMIC TILE FLOOR & BASE
 PROVIDED & INSTALLED BY CONTRACTOR
 WALLS - PAINTED GWB

CEILINGS
 KITCHEN, JANITOR, UNISEX - VINYL COVERED GWB
 ORDER AREA, CORRIDOR - 2x2 A.C.T.

 *JANITOR, UNISEX & KITCHEN TO RECIEVE
 5/8" CEMENT BOARD TO ACCEPT NEW
 QUARRY TILE ON CERAMIC TILE

DATE: JULY 28, 2020
 ARCH. K. SPERL
 D. BY: S. BURTON
 JOB: 20-037
 REV.  ADDITIONAL HAND SINK 8-12-20

PLAN OF OPERATION AND LOCATIONAL INFORMATION

Business information:

Name of business: Jimmy's Chicken & Fish

Years in operation: 7mo

(Check applicable proposed business activity(s) proposed for the premises)

- Restaurant
- Tavern/Night Club/Wine Bar
- Painting/Craft Studio
- Microbrewery/Brewpub (manufacturing a total of not more than 310,000 U.S. gallons of fermented malt beverages per calendar year)
- Brewery (manufacturing a total of more than 310,000 U.S. gallons of fermented malt beverages per calendar year)
- Winery (manufacturing of wine)
- Craft-Distillery (manufacturing a total of not more than 100,000 proof gallons of intoxicating liquor per calendar year)
- Distillery (manufacturing a total of more than 100,000 proof gallons of intoxicating liquor per calendar year)
- Tasting room offering fermented malt beverages, wine or intoxicating liquor for consumption and/or retail sales on the premises where the fermented malt beverages, wine or intoxicating liquor is manufactured and/or at an off-premises location associated with premises. Tasting rooms may include food sales.
- Other _____

Detailed explanation of proposed business activities:

Existing gross floor area of building/tenant space, including outdoor spaces:

(square feet) 1233 sq ft

Proposed gross floor area of building/tenant space, including outdoor spaces:

(square feet) SAME

Occupancy limits:

Maximum number of persons permitted to occupy the building or tenant space as determined by the International Building Code (IBC) or the International Fire Code (IFC), whichever is more restrictive: 50 persons.

Proposed Hours of Operation for Indoor Uses:

Day	From	To
Monday thru Thursday	Mon. closed 11am	9 pm
Friday	11 am	9 pm
Saturday	11 am	9 pm
Sunday	12 pm	8 pm

Production/Storage information:

(Check applicable proposed business activity(s) proposed for the premises)

- Current production of fermented malt beverages: _____ U.S. gallons per year
- Proposed production of fermented malt beverages: _____ U.S. gallons per year
- Current production of wine: _____ U.S. gallons per year
- Proposed production of wine: _____ U.S. gallons per year
- Current production of intoxicating liquor: _____ proof gallons per year
- Proposed production of intoxicating liquor: _____ proof gallons per year

None. If none, leave the following 2 storage questions blank.

Identify location of grains and/or juice, grapes, other fruits or other agricultural product storage and type of storage container(s) used:

Identify the storage location of spent grains and/or grapes, other fruits or other agricultural products and type of storage container(s) used:

Outdoor Space Uses:

(Check applicable outdoor space uses)

- Patio
- Deck
- Sidewalk Café
- Other _____.

None. If none, leave the following questions in this section blank.

Size: _____ square feet

Type of materials used and height of material to enclose the perimeter of the outdoor space:

Fencing Landscaping Other _____ Height _____ feet

Is there any alcohol consumption incorporated within the outdoor facility? Yes No

If yes, please describe:

Are there plans for outdoor music/entertainment? Yes No

If yes, describe how the noise will be controlled:

Is there any food service incorporated in this outdoor facility proposal? Yes No

Proposed Hours of Operation for Outdoor Space:

Day	From	To
Monday thru Thursday		
Friday		
Saturday		
Sunday		

NOTE: Hours of Operation for Outdoor Uses (Sidewalk Café with Alcohol):

******Municipal Code Section 9-262(b)(4): The permit holder can begin serving alcoholic beverages in the sidewalk café at 4:00 p.m. Monday through Friday and 11:00 a.m. on Saturday and Sunday. All alcoholic beverages must be removed from the sidewalk café by 9:30 p.m.**

Describe Any Potential Noise Emanating From the Proposed Use:

Describe the noise levels anticipated from all equipment or other mechanical sources:

NO CHANGE FOR ALCOHOL SALES AND SERVICE.

Describe how the crowd noise will be controlled inside and outside the building:

RESTAURANT EMPLOYEES WILL BE PRESENT.

Off-Street Parking:

Number of spaces existing on-site: 10

Number of spaces proposed on-site: _____

Street Access:

Is street access to the subject property adequate or are any street improvements, such as a new turning lane, necessary to minimize impacts on traffic flow?

yes

Other Licensed Premises:

The number of licensed premises within the immediate geographic area of the proposed location will be considered in order to avoid an undue concentration that may have the potential of creating public safety problems or deterring neighborhood development.

List nearby licensed premises:

Emmett's Bar & Grill
Lindo michoacan Mexican Restaurant

Number of Employees:

Number of existing employees: 5

Number of proposed employees: _____

Number of employees scheduled to work on the largest shift: 3

David Kress

Subject: RE: 205 N. Richmond Street

From: mbera [mailto:megnkobe08@yahoo.com]

Sent: Friday, July 9, 2021 10:15 AM

To: David Kress <David.Kress@Appleton.org>

Subject: RE: 205 N. Richmond Street

Good morning.
Yes you can share.
Megyn bera
202 n locust st. Appleton

On Fri, Jul 9, 2021 at 10:10 AM, David Kress
<David.Kress@Appleton.org> wrote:

Good Morning,

Thank you for sharing your comments regarding the Special Use Permit request for a restaurant with alcohol at 205 N. Richmond Street (Jimmy's Chicken and Fish). Are you comfortable with us sharing your comments with the Plan Commission? If so, we will need your name and address.

Thanks,

Dave

David Kress, Principal Planner

City of Appleton
Community & Economic Development Department
100 N. Appleton Street
Appleton, WI 54911
(920) 832-6428
david.kress@appleton.org

----- Forwarded message -----

Hi.

I am an adjoining backyard neighbor with jimmys chicken on richmond. I understand they are applying for an alcohol license. I am highly recommending the approval of one for the establishment. It is so nice to see a black owned business that has a lot of potential. The owner is very nice and all the employees as well. They took months to open and getting the place up to code. It was good too see a business take the right steps to open a proper establishment rather than just a place thrown in there. The last place being little ceasers there was a large amount of trash and rodents that came from that and flies! Since jimmy's has opened it has been a clean parking lot no large amounts of liter left behind and honestly no loud noise. I feel as if they take pride in the business and comply with all the laws to make it a business that should be allowed to sell alcohol. Even the adjoining business noise from loud music seemed to have gone done tremendously since them opening. I think they should be given a chance to sell alcohol and make the business thrive even more and hopefully be there for many years too come. Please give them the opportunity to obtain this license.

Thank you!

A backyard neighbor hoping this business takes off!



REPORT TO CITY PLAN COMMISSION

Plan Commission Meeting Date: July 14, 2021

Common Council Meeting Date: July 21, 2021

Anticipated Date Annexation Effective: July 27, 2021 at 12:01 a.m.

Item: Petition for Direct Annexation by Unanimous Approval –
M&J Weyenberg Properties, LLC Annexation

Case Manager: Don Harp, Principal Planner

GENERAL INFORMATION

Owner: M&J Weyenberg Properties, LLC – Gerald M. Weyenberg

Town Where Property is Located: Town of Grand Chute

Parcel Number: 101157102 - Town of Grand Chute

Petitioner's Request: Owners are requesting direct annexation by unanimous approval pursuant to Section 66.0217(2), Wisconsin State Statutes of land currently located in the Town of Grand Chute, Outagamie County.

Purpose for Annexation: To allow for the future development of 3 single-family lots.

Population of Such Territory: 0

Annexation Area: 1.696 acres m/l

BACKGROUND

On March 16, 1992, the City of Appleton and the Town of Grand Chute agreed to and entered into an Intermunicipal Boundary Agreement pursuant to Section 66.027 and 66.30 of the Wisconsin State Statutes for the purpose of defining and expanding the provision of governmental services, including water and sewer services, by establishing the City's growth area and establishing provisions for annexation of land within the Town of Grand Chute to the City of Appleton.

STAFF ANALYSIS

The Community and Economic Development Department staff has reviewed the annexation petition and identifies the following:

- The annexation petition for direct annexation by unanimous approval was received by the City Clerk's office on June 21, 2021. State Statutes does require that the Department of Administration (DOA) review all annexation petitions within a county having a population of 50,000 or more, to determine if the petition is in the public interest. The City must allow a 20-day statutory review period, which starts when the Wisconsin Department of Administration (DOA) receives the annexation application materials and fee. The DOA received the annexation application materials and fee on June 24, 2021, so this requirement will be satisfied prior to Common Council taking action at their July 21, 2021 meeting.
- Currently, the subject property is vacant/undeveloped land. No electors reside in the annexation area.
- The area proposed for annexation is contiguous to the existing City boundary located to the west of the annexation area. The subject property connects to the City of Appleton at the Ballard Road right-of-way.
- Annexation of the site in question is consistent with the Intermunicipal Boundary Agreement with the Town of Grand Chute.
- City sanitary sewer infrastructure is already installed along Ballard Road, and water infrastructure is already installed along Ballard and Ridge Haven Lane. Annexation to the City of Appleton is required before the subject property could connect to the City sewer and water.
- The City can provide Police and Fire services to the subject property.
- The owner is requesting the City Plan Commission initiate a rezoning application for the annexation area from temporary AG Agricultural District to a permanent zoning classification of R-1B Single-Family District. This request is anticipated to be scheduled for an informal public hearing at the July 28, 2021 Plan Commission meeting. The temporary zoning classification must be made permanent in accordance with Section 23-65(d), Zoning Map Amendments, within 90 days, or the zoning will revert to AG Agricultural District.

Surrounding Zoning Classification and Land Uses:

North: Town of Grand Chute. The adjacent land use to the north is currently developed as single-family residential.

South: Town of Grand Chute. The adjacent land use to the south is currently developed as single-family residential.

East: Town of Grand Chute. The adjacent land use to the east is currently developed as single-family residential.

West: City of Appleton. AG Agricultural District. The adjacent land use to the west is currently developed as single-family residential and Ballard Road.

Appleton Comprehensive Plan 2010-2030: The City of Appleton 2010-2030 Comprehensive Plan Map identifies the subject area as future One/Two-Family residential. The proposed annexation is consistent with the following goals and objectives of the *Comprehensive Plan 2010-2030*.

Goal 1 – Community Growth

Appleton will continue to provide opportunities for residential, commercial, and industrial growth, including appropriate redevelopment sites within the downtown and existing neighborhoods, and greenfield development sites at the City's edge.

OBJECTIVE 5.3 Housing and Neighborhoods:

Provide a range of housing options that meet the needs and appeal to all segments of the community and allows residents to age in place.

Policy 5.3.3 Plan for a supply of developable land suitable for residential development.

OBJECTIVE 10.1 Land Use:

Provide an adequate supply of suitable land meeting the demand for development of various land uses.

Technical Review Group (TRG) Report: This item appeared on the July 6, 2021 TRG Agenda. No negative comments were received from participating departments.

FUTURE ACTIONS

- Per Section 23-65(e) of the Municipal Code, a temporary zoning classification of AG Agricultural District is assigned to newly annexed territory, with the permanent rezoning process taking place after the subject site has been annexed to the City. All territory annexed to the City is assigned a zoning classification as recommended by Plan Commission.

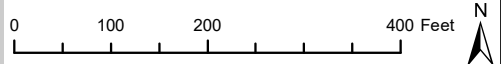
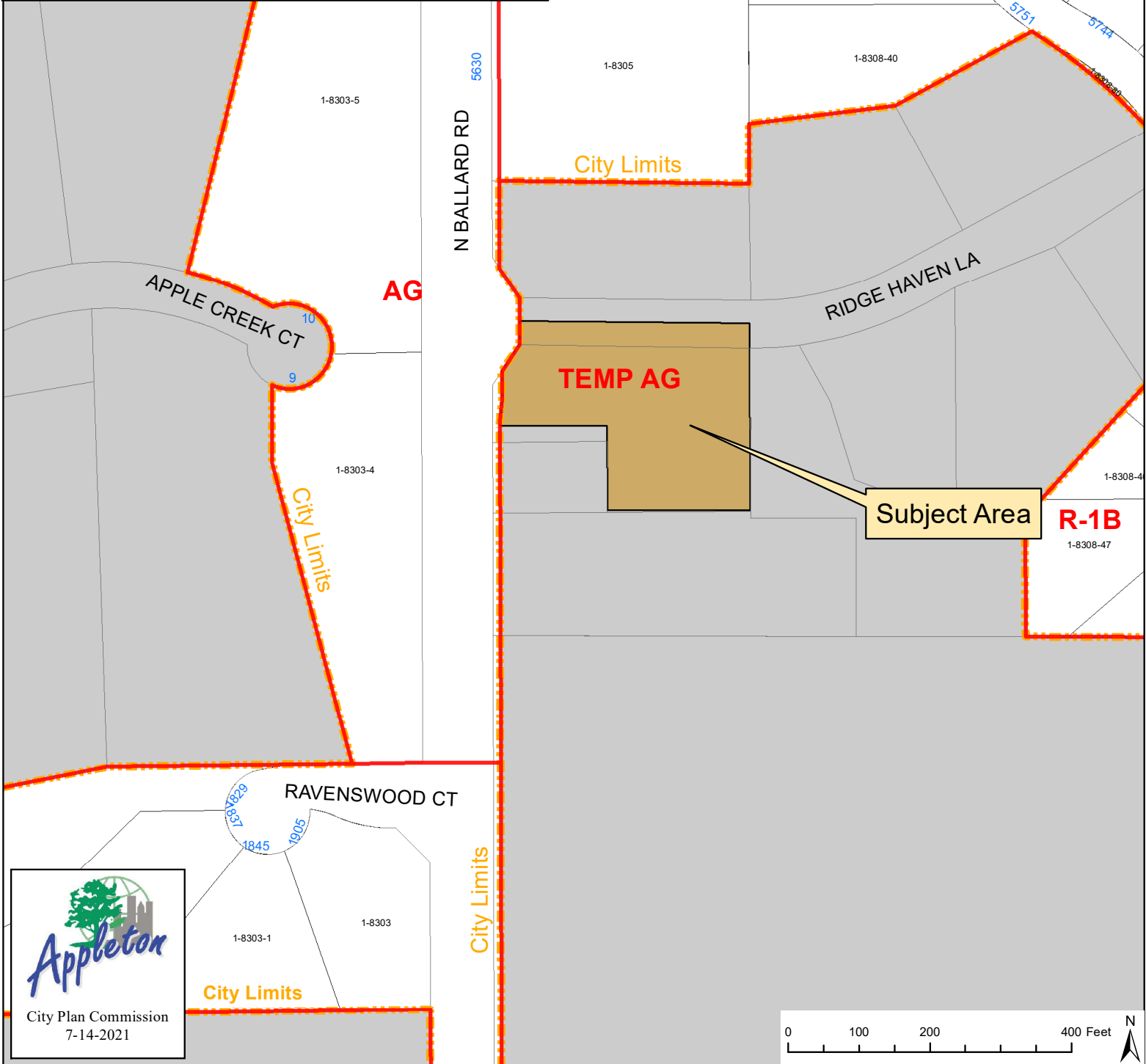
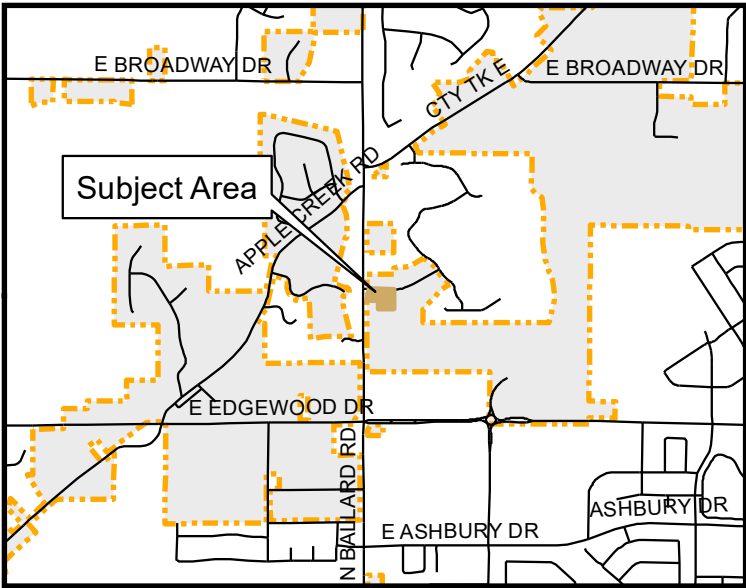
- The Plan Commission shall consider the following criteria in selection of an appropriate zoning district for the annexed land:
 - The existing land uses within the territory to be annexed;
 - The surrounding land uses that exist on adjacent properties regardless of municipal boundary lines;
 - The comprehensive plan of the City.
- The owners are requesting that Plan Commission initiate a rezoning for the subject property from temporary AG Agricultural District to a permanent zoning classification of R-1B Single-Family District. A rezoning initiated directly by Plan Commission will be processed in accordance with Section 23-65(d), Zoning Map Amendments, which includes review and action by the Common Council.
- Review and approval of a Certified Survey Map will be needed to subdivide the subject site. Certified Survey Maps are reviewed and approved by City staff.

RECOMMENDATION

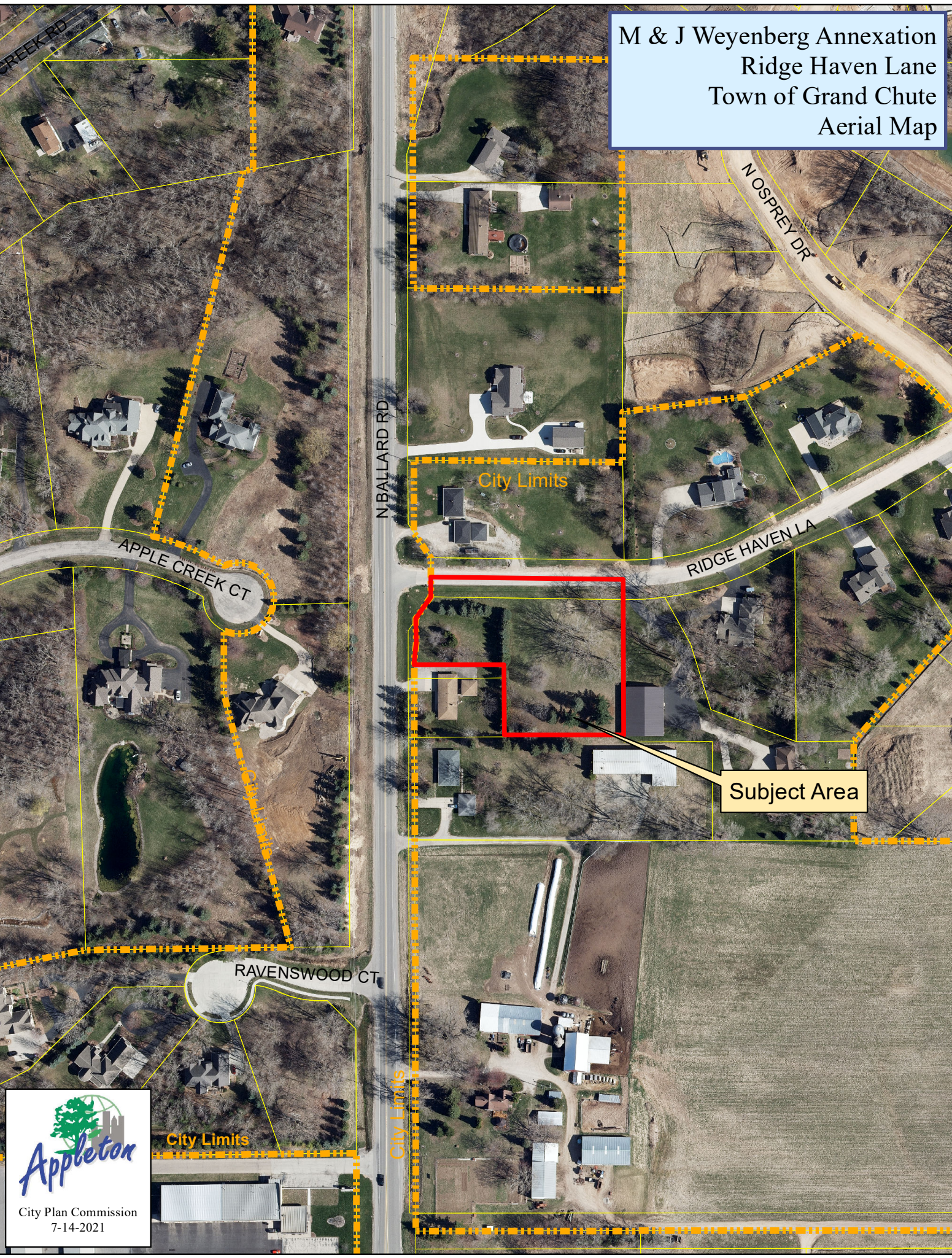
Staff recommends that the M&J Weyenberg Properties, LLC Annexation, as shown on the attached maps, **BE APPROVED** with the following stipulation:

1. The Plan Commission initiate the rezoning for the subject property, from temporary AG Agricultural District to a permanent zoning classification of R-1B Single-Family District, pursuant to Section 23-65(d)(1) of the Municipal Code.

M & J Weyenberg Annexation
 Ridge Haven Lane
 Town of Grand Chute
 Zoning Map



M & J Weyenberg Annexation
Ridge Haven Lane
Town of Grand Chute
Aerial Map



City Limits

Subject Area



City Limits

City Limits



**PETITION FOR DIRECT ANNEXATION BY UNANIMOUS APPROVAL
PURSUANT TO SECTION 66.0217(2), WISCONSIN STATUTES
WHERE NO ELECTORS RESIDE IN TERRITORY**

I/We, the undersigned, constituting all of the owners of the real property in which no electors reside in the following territory of the Town of Grand Chute, Outagamie County, Wisconsin, lying contiguous to the City of Appleton, petition the Common Council of the City of Appleton to annex the territory described below and shown on the attached scaled map to the City of Appleton, Outagamie County, Wisconsin.

ALL OF LOT 2, CERTIFIED SURVEY MAP NO. 8075 AND PART OF RIDGE HAVEN LANE, ALL BEING LOCATED IN THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4, SECTION 6, TOWNSHIP 21 NORTH, RANGE 18 EAST, TOWN OF GRAND CHUTE, OUTAGAMIE COUNTY, WISCONSIN, MORE FULLY DESCRIBED AS FOLLOWS:

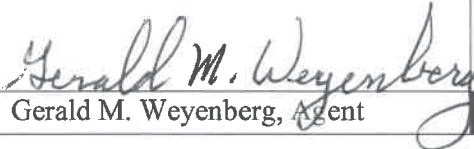
COMMENCING AT THE WEST 1/4 CORNER OF SAID SECTION 6; THENCE SOUTH 00 DEGREES 09 MINUTES 08 SECONDS EAST, ALONG THE WEST LINE OF THE SOUTHWEST 1/4 OF SAID SECTION, A DISTANCE OF 1144.19 FEET; THENCE NORTH 89 DEGREES 58 MINUTES 04 SECONDS EAST, 50.00 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 119.00 FEET TO THE POINT OF BEGINNING; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 7.44 FEET; THENCE NORTH 05 DEGREES 33 MINUTES 30 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 30.17 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 40.11 FEET; THENCE NORTH 33 DEGREES 46 MINUTES 42 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 44.77 FEET; THENCE NORTH 00 DEGREES 03 MINUTES 39 SECONDS EAST, 33.00 FEET TO THE CENTERLINE OF RIDGE HAVEN LANE; THENCE SOUTH 89 DEGREES 21 MINUTES 49 SECONDS EAST, ALONG THE CENTERLINE OF RIDGE HAVEN LANE, A DISTANCE OF 324.91 FEET; THENCE SOUTH 00 DEGREES 09 MINUTES 08 SECONDS EAST, ALONG THE EAST LINE OF LOT 2 OF CERTIFIED SURVEY MAP NO. 8075 AND ITS NORTHERLY EXTENSION, A DISTANCE OF 262.98 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 04 SECONDS WEST, ALONG A SOUTH LINE OF SAID LOT 2, A DISTANCE OF 201.50 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, ALONG A WEST LINE OF SAID LOT 2, A DISTANCE OF 119.00 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 04 SECONDS WEST, ALONG A SOUTH LINE OF SAID LOT 2, A DISTANCE OF 151.50 FEET TO THE POINT OF BEGINNING. CONTAINING A TOTAL OF 73,859 SQUARE FEET [1.696 ACRES].

Tax Parcel number of lands to be annexed: 101157102.

The current population of such territory is 0.

I/We, the undersigned, elect that this annexation shall take effect to the full extent consistent with outstanding priorities of other annexation, incorporation, or consolidation proceedings, if any.

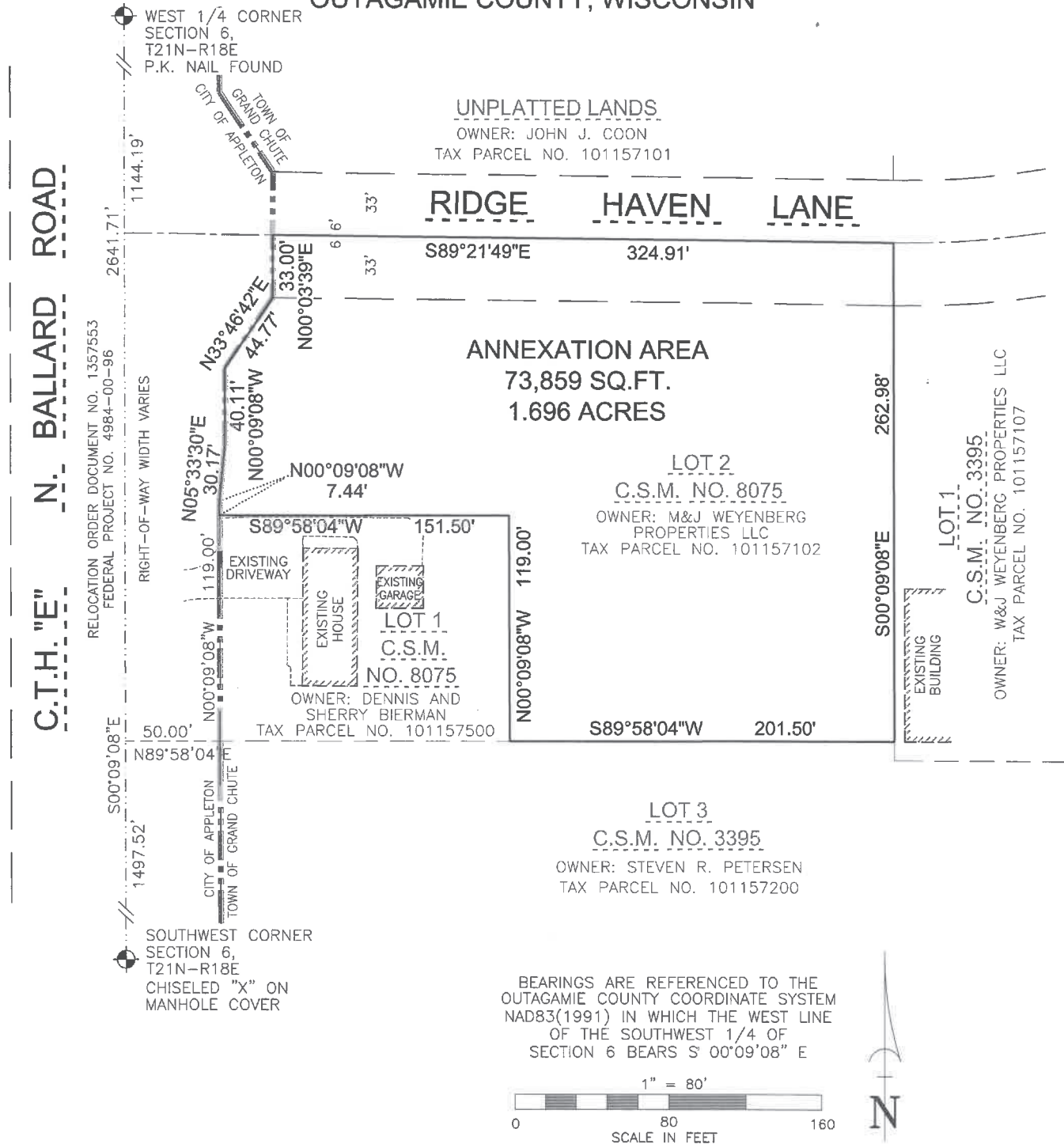
I/We further respectfully request that the City Plan Commission initiate a rezoning for the subject property, from temporary AG Agricultural District to a permanent zoning classification of R-1B Single-family District.

Signature of Petitioner	Owner	Date of Signing	Address of Petitioner (Include Zip Code)
 Gerald M. Weyenberg, Agent	M&J Weyenberg Properties, LLC – Gerald M. Weyenberg, Agent	6/15/2021	2113 Ridge Haven LN Appleton, WI 54913

N:\PLANNING\Word\Applications\Annexations\Application Materials for Direct Annexation - No Electors Reside\Petition - Unanimous - No electors.doc

ANNEXATION MAP

ALL OF LOT 2, CERTIFIED SURVEY MAP NO. 8075 AND PART OF RIDGE HAVEN LANE,
ALL BEING LOCATED IN THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4,
SECTION 6, TOWNSHIP 21 NORTH, RANGE 18 EAST, TOWN OF GRAND CHUTE,
OUTAGAMIE COUNTY, WISCONSIN



Martenson & Eisele, Inc.



1377 Midway Road
Menasha, WI 54952
www.martenson-eisele.com
info@martenson-eisele.com
920.731.0381 1.800.236.0381

Planning
Environmental
Surveying
Engineering
Architecture

PROJECT NO. 1-1425-001
FILE 1-1425-001Annex.dwg
THIS INSTRUMENT WAS DRAFTED BY: A.Sedlar

DATED: JUNE 8, 2021



TONY EVERS

GOVERNOR

JOEL BRENNAN

SECRETARY

Municipal Boundary Review

PO Box 1645, Madison WI 53701

Voice (608) 264-6102 Fax (608) 264-6104

Email: wimunicipalboundaryreview@wi.gov

Web: <http://doa.wi.gov/municipalboundaryreview>

July 14, 2021

PETITION FILE NO. 14409

KAMI LYNCH, CLERK
CITY OF APPLETON
100 N APPLETON ST
APPLETON, WI 54911-4702

ANGIE CAIN, CLERK
TOWN OF GRAND CHUTE
1900 GRAND CHUTE BLVD
GRAND CHUTE, WI 54913-9613

Subject: M&J WEYENBERG PROPERTIES LLC ANNEXATION

The proposed annexation submitted to our office on June 24, 2021, has been reviewed and found to be in the public interest. In determining whether an annexation is in the public interest, s. 66.0217 (6), Wis. Stats. requires the Department to examine "[t]he shape of the proposed annexation and the homogeneity of the territory with the annexing village or city..." so as, to ensure the resulting boundaries are rational and compact. The statute also requires the Department to consider whether the annexing city or village can provide needed municipal services to the territory. The subject petition is for territory that is reasonably shaped and contiguous to the City of Appleton, which is able to provide needed municipal services.

The Department reminds clerks of annexing municipalities of the requirements of s. 66.0217 (9)(a), Wis. Stats., which states:

"The clerk of a city or village which has annexed shall file immediately with the secretary of administration a certified copy of the ordinance, certificate and plat, and shall send one copy to each company that provides any utility service in the area that is annexed. The clerk shall record the ordinance with the register of deeds and file a signed copy of the ordinance with the clerk of any affected school district..."

State and federal aids based on population and equalized value may be significantly affected through failure to file with the Department of Administration. Please file a copy of your annexing ordinance, including a statement certifying the population of the annexed territory. **Please include your MBR number 14409 with your ordinance.** Ordinance filing checklist available at <http://mds.wi.gov/>, click on "Help on How to Submit Municipal Records". Email scanned copy of required materials (color scan maps with color) to mds@wi.gov or mail to: Wisconsin Department of Administration, Municipal Boundary Review, PO Box 1645, Madison WI 53701-1645.

The petition file is available for viewing at: <http://mds.wi.gov/View/Petition?ID=2483>
Please call me at (608) 264-6102, should you have any questions concerning this annexation review.

Sincerely,

A handwritten signature in black ink, appearing to read "Erich Schmidtke". The signature is fluid and cursive.

Erich Schmidtke, Municipal Boundary Review

cc: petitioner



REPORT TO CITY PLAN COMMISSION

Plan Commission Meeting Date: July 14, 2021

Common Council Meeting Date: July 21, 2021

Item: Certified Survey Map #10-21

Case Manager: Jessica Titel

GENERAL INFORMATION

Owners: Rancher's Trust

Applicant: Gary Zahringer – Martenson & Eisele, Inc.

Address/Parcel: 6600 N. Ballard Road (Parcel #31-1-9203-09) and N. Tiburon Lane (Parcel #31-1-9203-10)

Petitioner's Request: The applicant is requesting approval of a Certified Survey Map (CSM) that crosses a plat boundary. The CSM will combine the two existing parcels into one new parcel.

BACKGROUND

Typically, CSMs are administratively reviewed and approved by City staff. However, the subject properties were originally platted in different plats. Parcel #31-1-9203-10 was included in the Apple Hill Farms III Plat and Parcel #31-1-9203-09 was created via Certified Survey Map. In order to satisfy the requirements of Chapter 236 of the Wisconsin State Statutes, the proposed CSM must be approved in the same manner as a Final Plat, which includes Plan Commission and Common Council approval.

STAFF ANALYSIS

Existing Conditions: Currently, parcel #31-1-9203-10 is vacant. Parcel #31-1-9203-09 contains a single-family home and associated accessory buildings. The total land area included in the one-lot CSM is 2.845 acres.

Subdivision Ordinance Requirements: Per Section 17-26(b)(1) of the Municipal Code, widths and areas of lots shall not be less than that provided in the City's Zoning Ordinance. For the R-1B Single-Family District, the minimum lot width is 50 feet and the minimum lot area is 6,000 square feet, per Section 23-93(g) of the Municipal Code. Proposed Lot 1 satisfies these lot development standards. The CSM was also found to comply with setback standards.

Surrounding Zoning and Land Uses: The surrounding area is under the jurisdiction of the City of Appleton (north, south and east) and the Town of Center (west). The uses are generally residential in nature.

North: R-1B Single-Family District. The adjacent land use to the north is currently single-family residential.

Certified Survey Map #10-21

July 14, 2021

Page 2

South: R-1B Single-Family District. The adjacent land use to the south is currently single-family residential.

East: R-1B Single-Family District. The adjacent land use to the east is currently single-family residential.

West: Town of Center. The adjacent land use to the west is currently single family.

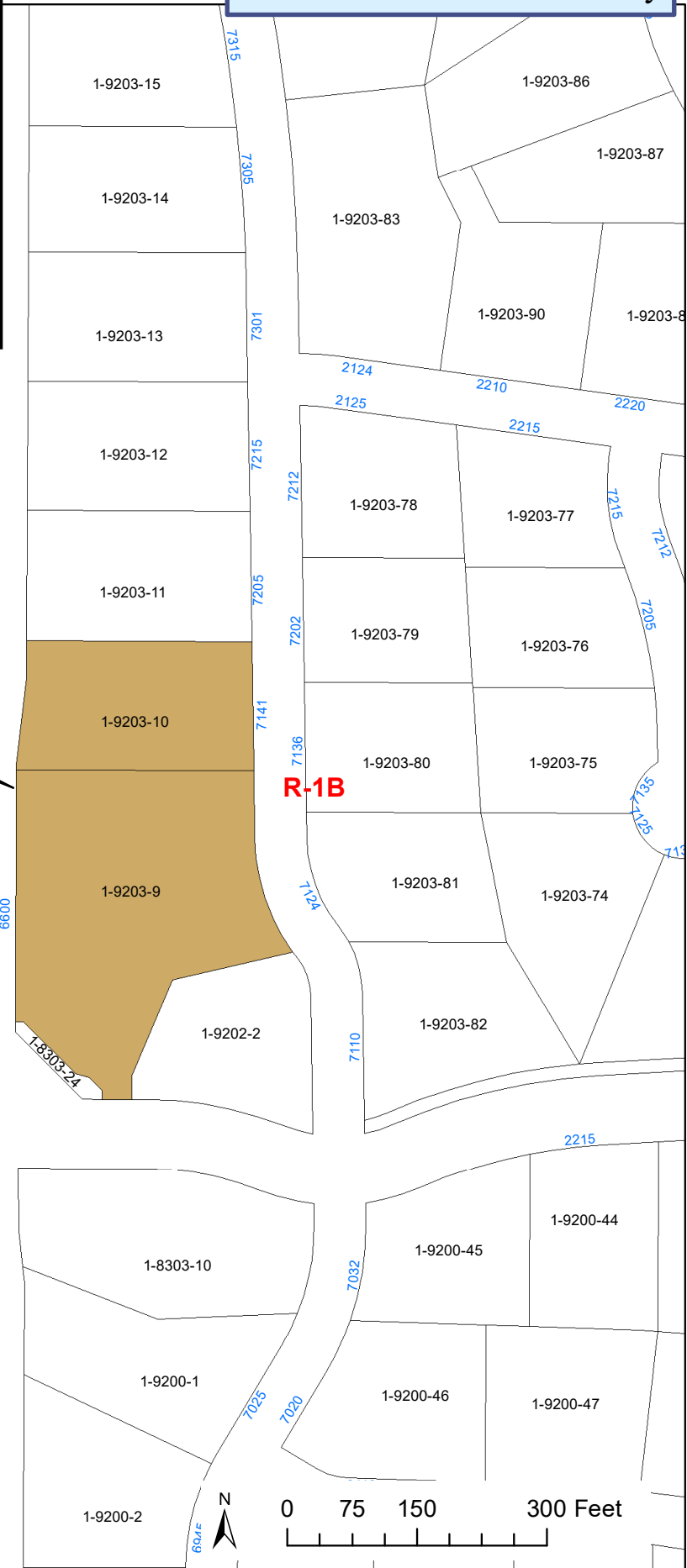
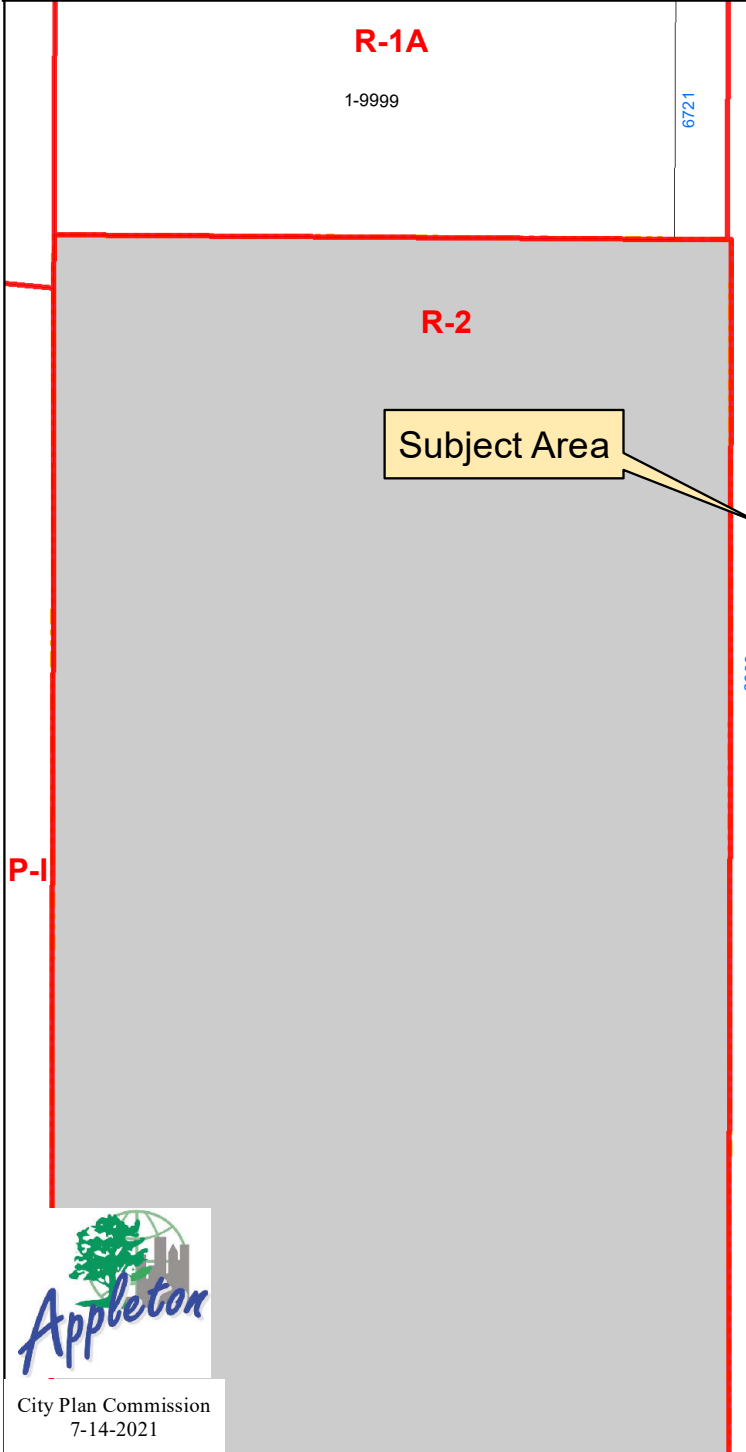
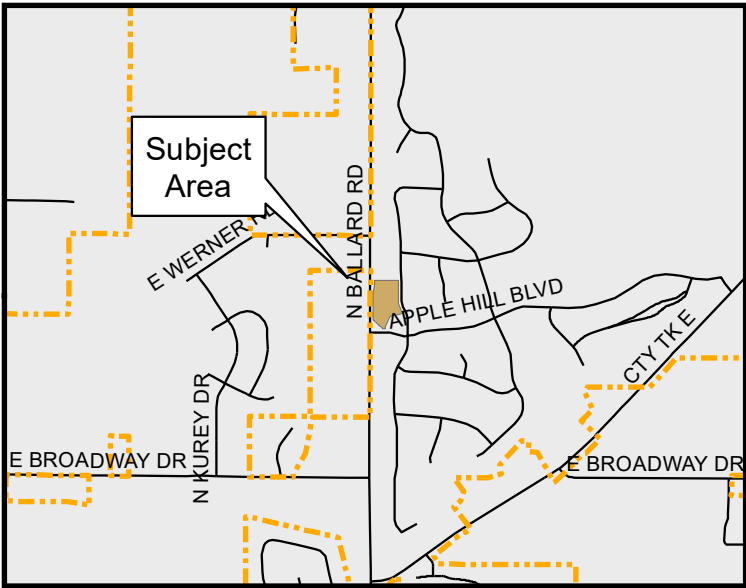
Appleton Comprehensive Plan 2010-2030: Community & Economic Development staff has reviewed this proposal and determined it is compatible with the One and Two Family Residential land use shown on the City's *Comprehensive Plan 2010-2030* Future Land Use Map. A portion of the subject area is also shown as Commercial Future Land Use as a portion of the property has been used as the Apple Hill Farms development office. Staff anticipates the use of the property to continue as residential.

Technical Review Group (TRG) Report: This item appeared on the July 6, 2021 Technical Review Group agenda. No negative comments were received from participating departments.

RECOMMENDATION

Based on the above, staff recommends that Certified Survey Map #10-21, as shown on the attached map, **BE APPROVED.**

**6600 N Ballard Rd
Certified Survey Map #10-21
Crosses Plat Boundary**



6600 N Ballard Rd
Certified Survey Map #10-21
Crosses Plat Boundary



Subject Area

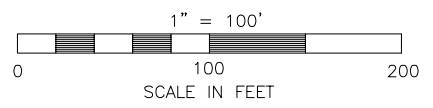


CERTIFIED SURVEY MAP NO. _____

ALL OF LOT 110, REPLAT OF LOTS 110-114 OF APPLE HILL FARMS III AND PART OF LOT 1, CERTIFIED SURVEY MAP NO. 5441, LOCATED IN THE NORTHWEST 1/4 OF THE FRACTIONAL SOUTHWEST 1/4, SECTION 31, TOWNSHIP 22 NORTH, RANGE 18 EAST, CITY OF APPLETON, OUTAGAMIE COUNTY, WISCONSIN.

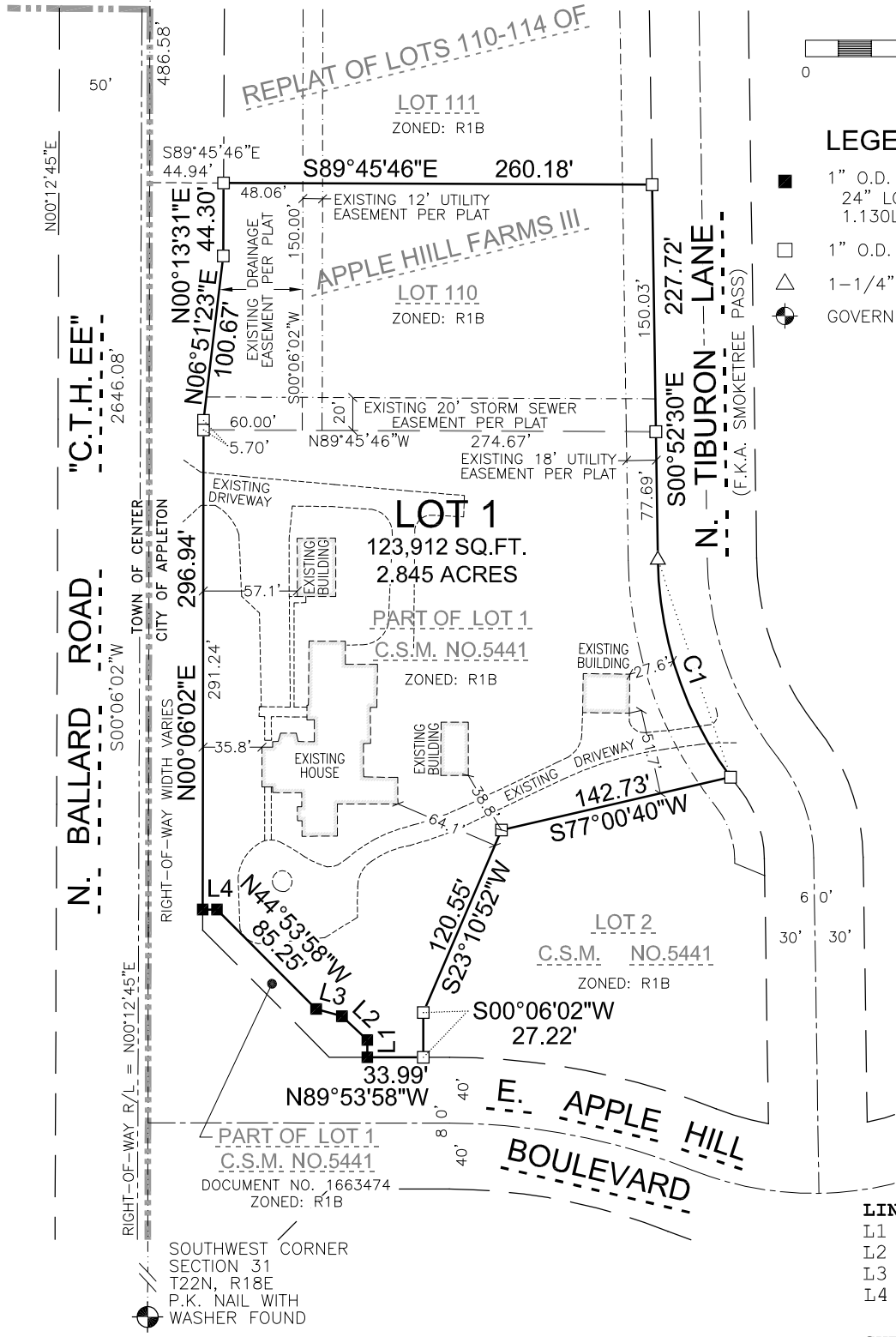
WEST 1/4 CORNER SECTION 31 T22N, R18E HARRISON MONUMENT FOUND

BEARINGS ARE REFERENCED TO THE OUTAGAMIE COUNTY COORDINATE SYSTEM NAD83(1991) IN WHICH THE WEST LINE OF THE SOUTHWEST 1/4 OF SECTION 31, BEARS S 00°06'02" W



LEGEND

- 1" O.D. IRON PIPE SET, 24" LONG, WEIGHING 1.130LBS. PER LIN. FOOT
- 1" O.D. IRON PIPE FOUND
- △ 1-1/4" REBAR FOUND
- ⊙ GOVERNMENT CORNER



LINE TABLE

L1 =	N00°01'08"W,	10.48'
L2 =	N46°55'42"W,	21.14'
L3 =	N74°21'50"W,	16.26'
L4 =	N90°00'00"W,	8.69'

CURVE DATA

C1	RADIUS =	230.00'
	DELTA =	035°14'18"
	LENGTH =	141.46'
	CHORD =	S18°29'39.0"E
		139.24'

Martenson & Eisele, Inc.



1377 Midway Road
Menasha, WI 54952
www.martenson-eisele.com
info@martenson-eisele.com
920.731.0381 1.800.236.0381

Planning
Environmental
Surveying
Engineering
Architecture

SURVEY FOR:
RANCHER'S TRUST
6600 N. BALLARD ROAD
APPLETON, WI 54913

PROJECT NO. 1-1419-002
FILE 1-1419-002csm.dwg SHEET 1 OF 3
THIS INSTRUMENT WAS DRAFTED BY: A.Sedlar

CERTIFIED SURVEY MAP NO. _____

ALL OF LOT 110, REPLAT OF LOTS 110-114 OF APPLE HILL FARMS III AND PART OF LOT 1, CERTIFIED SURVEY MAP NO. 5441, LOCATED IN THE NORTHWEST 1/4 OF THE FRACTIONAL SOUTHWEST 1/4, SECTION 31, TOWNSHIP 22 NORTH, RANGE 18 EAST, CITY OF APPLETON, OUTAGAMIE COUNTY, WISCONSIN.

SURVEYOR'S CERTIFICATE:

I, GARY A. ZHRINGER, PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY: THAT I HAVE SURVEYED, COMBINED AND MAPPED AT THE DIRECTION OF RANCHER'S TRUST, ALL OF LOT 110, REPLAT OF LOTS 110-114 OF APPLE HILL FARMS III AND PART OF LOT 1, CERTIFIED SURVEY MAP NO. 5441, LOCATED IN THE NORTHWEST 1/4 OF THE FRACTIONAL SOUTHWEST 1/4, SECTION 31, TOWNSHIP 22 NORTH, RANGE 18 EAST, CITY OF APPLETON, OUTAGAMIE COUNTY, WISCONSIN, MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST 1/4 CORNER OF SAID SECTION 31; THENCE SOUTH 00 DEGREES 06 MINUTES 02 SECONDS WEST, ALONG THE WEST LINE OF THE FRACTIONAL SOUTHWEST 1/4 OF SAID SECTION, A DISTANCE OF 486.58 FEET; THENCE SOUTH 89 DEGREES 45 MINUTES 46 SECONDS EAST, A DISTANCE OF 44.94 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 89 DEGREES 45 MINUTES 46 SECONDS EAST, ALONG THE NORTH LINE OF LOT 110, OF THE REPLAT OF LOTS 110-114 OF APPLE HILL FARMS III, A DISTANCE OF 260.18 FEET; THENCE SOUTH 00 DEGREES 52 MINUTES 30 SECONDS EAST, ALONG THE WEST RIGHT-OF-WAY LINE OF N. TIBURON LANE, A DISTANCE OF 227.72 FEET; THENCE 141.46 FEET ALONG AN ARC OF A CURVE TO THE LEFT, CONTINUING ALONG THE WEST RIGHT-OF-WAY LINE OF N. TIBURON LANE, SAID CURVE HAVING A RADIUS OF 230.00 FEET AND A CHORD THAT BEARS SOUTH 18 DEGREES 29 MINUTES 39.0 SECONDS EAST, 139.24 FEET; THENCE SOUTH 77 DEGREES 00 MINUTES 40 SECONDS WEST, ALONG THE SOUTH LINE OF LOT 1 OF CERTIFIED SURVEY MAP NO. 5441, A DISTANCE OF 142.73 FEET; THENCE SOUTH 23 DEGREES 10 MINUTES 52 SECONDS WEST, CONTINUING ALONG THE SOUTH LINE OF SAID LOT 1, A DISTANCE OF 120.55 FEET; THENCE SOUTH 00 DEGREES 06 MINUTES 02 SECONDS WEST, CONTINUING ALONG THE SOUTH LINE OF SAID LOT 1, A DISTANCE OF 27.22 FEET; THENCE NORTH 89 DEGREES 53 MINUTES 58 SECONDS WEST, ALONG THE NORTH RIGHT-OF-WAY LINE OF E. APPLE HILL BOULEVARD, A DISTANCE OF 33.99 FEET; THENCE THE FOLLOWING FIVE (5) CALLS ARE ALONG THE NORTHEASTERLY LINE OF THE LANDS DESCRIBED IN DOCUMENT NO. 1663474:
THENCE NORTH 00 DEGREES 01 MINUTES 08 SECONDS WEST, 10.48 FEET;
THENCE NORTH 46 DEGREES 55 MINUTES 42 SECONDS WEST, 21.14 FEET;
THENCE NORTH 74 DEGREES 21 MINUTES 50 SECONDS WEST, 16.26 FEET;
THENCE NORTH 44 DEGREES 53 MINUTES 58 SECONDS WEST, 85.25 FEET;
THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, 8.69 FEET;
THENCE NORTH 00 DEGREES 06 MINUTES 02 SECONDS EAST, ALONG THE EAST RIGHT-OF-WAY LINE OF E. BALLARD ROAD (C.T.H. "EE"), A DISTANCE OF 296.94 FEET; THENCE NORTH 06 DEGREES 51 MINUTES 23 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF E. BALLARD ROAD (C.T.H. "EE"), A DISTANCE OF 100.67 FEET; THENCE NORTH 00 DEGREES 13 MINUTES 31 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF E. BALLARD ROAD (C.T.H. "EE"), A DISTANCE OF 44.30 FEET TO THE POINT OF BEGINNING.
CONTAINING 123,912 SQUARE FEET [2.845 ACRES]. SUBJECT TO ALL EASEMENTS AND RESTRICTIONS OF RECORD.

THAT I HAVE FULLY COMPLIED WITH THE PROVISIONS OF CHAPTER 236 OF THE WISCONSIN STATUTES AND WITH THE CITY OF APPLETON SUBDIVISION ORDINANCE IN SURVEYING, COMBINING AND MAPPING THE SAME.

THAT THIS MAP IS A CORRECT REPRESENTATION OF ALL THE EXTERIOR BOUNDARIES OF THE LAND SURVEYED AND THE COMBINATION THEREOF MADE.

GIVEN UNDER MY HAND THIS 10TH DAY OF JUNE, 2021.

GARY A. ZHRINGER, PROFESSIONAL LAND SURVEYOR S-2098

THIS CERTIFIED SURVEY MAP IS CONTAINED WHOLLY WITHIN THE PROPERTY DESCRIBED IN THE FOLLOWING RECORDED INSTRUMENTS

OWNERS OF RECORD:	RECORDING INFORMATION:	PARCEL NUMBER:
RANCHER'S TRUST	DOCUMENT NO. 2168382	31-1-9203-09
RANCHER'S TRUST	DOCUMENT NO. 2175013	31-1-9203-10

CITY APPROVAL:

APPROVED BY THE CITY OF APPLETON ON THIS THE _____ DAY OF _____, 2021.

JACOB A. WOODFORD, MAYOR

KAMI LYNCH, CITY CLERK

FINANCE CERTIFICATE:

I HEREBY CERTIFY THAT THERE ARE NO UNPAID TAXES OR UNPAID SPECIAL ASSESSMENTS ON ANY OF THE LANDS SHOWN HEREON.

DATED THIS _____ DAY OF _____, 2021.

ANTHONY D. SAUCERMAN, DIRECTOR OF FINANCE

COUNTY TREASURER'S CERTIFICATE:

I HEREBY CERTIFY THAT THERE ARE NO UNPAID TAXES OR UNPAID SPECIAL ASSESSMENTS ON ANY OF THE LANDS SHOWN HEREON.

OUTAGAMIE COUNTY TREASURER

DATE

PROJECT NO. 1-1419-002

SHEET 2 OF 3

CERTIFIED SURVEY MAP NO. _____

ALL OF LOT 110, REPLAT OF LOTS 110-114 OF APPLE HILL FARMS III AND PART OF LOT 1, CERTIFIED SURVEY MAP NO. 5441, LOCATED IN THE NORTHWEST 1/4 OF THE FRACTIONAL SOUTHWEST 1/4, SECTION 31, TOWNSHIP 22 NORTH, RANGE 18 EAST, CITY OF APPLETON, OUTAGAMIE COUNTY, WISCONSIN.

OWNER'S CERTIFICATE:

RANCHER'S TRUST, AS OWNER, DOES HEREBY CERTIFY THAT SAID TRUST CAUSED THE LAND DESCRIBED ON THIS CERTIFIED SURVEY MAP TO BE SURVEYED, COMBINED AND MAPPED AS REPRESENTED ON THIS MAP.

RANCHER'S TRUST, DOES FURTHER CERTIFY THAT THIS CERTIFIED SURVEY MAP IS REQUIRED BY S.236.10 OR 236.12 TO BE SUBMITTED TO THE FOLLOWING FOR APPROVAL OR OBJECTION: CITY OF APPLETON

DATED THIS _____ DAY OF _____, 2021.

SIGNATURE

PRINT NAME AND TITLE

STATE OF _____)
) SS
_____ COUNTY)

PERSONALLY CAME BEFORE ME ON THE _____ DAY
OF _____, 2021, THE ABOVE NAMED TO
ME KNOWN TO BE THE PERSON WHO EXECUTED THE FOREGOING
INSTRUMENT AND ACKNOWLEDGE THE SAME.

NOTARY PUBLIC, STATE OF _____
MY COMMISSION (IS PERMANENT)
(EXPIRES: _____)

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No.: None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$14,500,000 General Obligation Promissory Notes, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Issuer**”) makes the following findings and determinations:

1. The Issuer needs funds to finance improvements to bridges; crosswalk, safety camera, asphalt, concrete, grade and gravel, and sidewalk programs for the Public Works Department, improvements to municipal buildings and grounds; safety and security improvements; solar energy installation; library design; and improvements to parks and public grounds (collectively, the “**Project**”).

2. The Issuer now wishes to borrow the funds needed for the Project by selling and issuing its \$14,500,000 General Obligation Promissory Notes, Series 2021 (the “**Obligations**”) pursuant to the provisions of Section 67.12 (12) of the Wisconsin Statutes.

3. The Issuer has taken all actions required by law and has the power to sell and issue the Obligations.

4. The Governing Body is adopting this resolution to sell the Obligations and provide for their issuance upon the terms and conditions set forth in this resolution.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Book-Entry System**” means a system in which no physical distribution of certificates representing ownership of the Obligations is made to the owners of the Obligations but instead all outstanding Obligations are registered in the name of a securities depository

appointed by the Issuer, or in the name of such a depository's nominee, and the depository and its participants record beneficial ownership and effect transfers of the Obligations electronically.

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

"Continuing Disclosure Agreement" means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Issuer and delivered on the closing date of the Obligations.

"Debt Service Fund" means the fund created by the Issuer pursuant to Section 67.11 of the Wisconsin Statutes to provide for the payment of debt service on its general obligations.

"Debt Service Fund Account" has the meaning set forth in Section 16 of this resolution.

"Depository" means DTC or any successor appointed by the Issuer and acting as securities depository for the Obligations.

"Director of Finance" means the Issuer's Director of Finance.

"DTC" means The Depository Trust Company, New York, New York.

"Fiscal Agent" means the Director of Finance, or any successor fiscal agent appointed by the Issuer to act as authentication agent, paying agent, and registrar for the Obligations pursuant to Section 67.10 (2) of the Wisconsin Statutes.

"Governing Body" has the meaning set forth in the recitals to this resolution.

"Issuer" means the City of Appleton, Wisconsin.

"Municipal Officers" means the Mayor and the Clerk of the Issuer. These are the officers required by law to execute general obligations on the Issuer's behalf.

"Obligations" means the \$14,500,000 City of Appleton, Wisconsin General Obligation Promissory Notes, Series 2021, which will be issued pursuant to this resolution.

"Original Issue Date" means August 11, 2021.

"Project" has the meaning set forth in the recitals to this resolution.

"Purchase Agreement" means the purchase agreement signed and presented by the Purchaser to evidence the purchase of the Obligations.

"Purchase Price" means \$_____, plus payment by the Purchaser on behalf of the Issuer of \$_____ for the costs of issuing the Obligations.

"Purchaser" means Robert W. Baird & Co. Incorporated, or a group that it leads.

“**Record Date**” means the 15th day (whether or not a business day) of the calendar month just before a regularly scheduled interest payment date for the Obligations.

“**Recording Officer**” means the Issuer’s Clerk.

“**Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) The name and address of the registered owner of each Obligation.
- (ii) All transfers of each Obligation.

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* — Form of Obligation.
- (ii) *Exhibit B* — Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Obligations.

The Governing Body authorizes the Obligations and orders that they be prepared, executed, and issued. The Obligations will be fully registered, negotiable, general obligation promissory notes of the Issuer in the principal amount of \$14,500,000. The Obligations will be issued pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes to pay the costs of the Project and issuing the Obligations (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Obligations.

The Obligations will be named “City of Appleton, Wisconsin General Obligation Promissory Notes, Series 2021.” The Obligations will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Obligation will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Obligation will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Obligations will bear interest from the Original Issue Date. Interest will be due and payable on each April 1 and October 1, beginning on April 1, 2022, until the principal of the Obligations has been paid. Interest on each Obligation will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Obligation is registered on the Register at the end of the day on the applicable Record Date. The Issuer and the Fiscal Agent may treat the entity or person in whose name any Obligation is registered on the Register as the absolute owner of the Obligations for all purposes whatsoever

under this resolution. The Obligations will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Obligations. The following table shows when the Obligations will mature and the rate of interest each maturity will bear:

<u>Maturity Date</u> <u>(April 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$ 360,000	.00%
2023	2,090,000	.00
2024	110,000	.00
2025	520,000	.00
2026	540,000	.00
2027	1,755,000	.00
2028	1,930,000	.00
2029	2,215,000	.00
2030	2,680,000	.00
2031	2,300,000	.00

The principal of, and interest on, the Obligations will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent.

The Issuer appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Obligations. Among other things, the Fiscal Agent shall maintain the Register.

Section 6. Appointment of Depository.

The Issuer appoints DTC to act as securities depository for the Obligations. An authorized representative of the Issuer has previously executed a blanket issuer letter of representations with DTC on the Issuer's behalf, and the Issuer ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Obligations will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Issuer's relationship with DTC is terminated, then the Issuer may appoint another securities depository to maintain the Book-Entry System.

If on any date the Obligations are not being maintained in a Book-Entry System, then the Issuer will do the following:

- (i) At its expense, the Issuer will prepare, authenticate, and deliver to the beneficial owners of the Obligations fully-registered, certificated

Obligations in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.

- (ii) The Issuer will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Obligations under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Obligations maturing on and after April 1, 2029 are subject to redemption before their stated maturity dates, at the Issuer's option, in whole or in part, in the order of maturity selected by the Issuer, on April 1, 2028 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of an Obligation called for redemption has been made or provided for, then interest on the Obligation stops accruing on the stated redemption date. If less than all outstanding Obligations are redeemed, then the Obligations will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof.

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Obligations are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Obligations by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Obligations are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Obligations and the Issuer appoints a successor securities depository. If that happens, then upon the surrender of the Obligations to the Fiscal Agent, the Issuer will issue new fully registered Obligations in the same aggregate principal amount to the successor securities depository, and the Obligations will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Obligations to be redeemed. If less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Obligation, the Issuer will issue one or more new Obligations in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Obligations are not being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Obligation upon its presentation and surrender on or after its maturity or earlier redemption date at the designated office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Obligation by wire or other electronic funds transfer or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name the Obligation is registered on the Register at the end of the day on the applicable Record Date.

Transfers. Each Obligation is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Obligation shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Issuer will issue one or more new fully registered Obligations in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Obligations and upon the payment of a charge sufficient to reimburse the Issuer or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after the Obligation has been called for redemption.

Partial Redemptions. If less than all the Obligations of a particular maturity are to be redeemed, then the Issuer or the Fiscal Agent will randomly select the Obligations to be redeemed. If an Obligation has been called for redemption but less than the entire principal amount thereof is redeemed, then on or after the redemption date and upon surrender of the Obligation to the Fiscal Agent, the Issuer will issue a new Obligation in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations shall be sent by first class mail, not less than 30, and not more than 60, days before the redemption date to the registered owners of the Obligations to be redeemed at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice, by

first class mail, not less than 15 days prior to the proposed optional redemption date to the registered owners of the Obligations which have been called for optional redemption.

Section 11. Form of Obligations.

The Obligations shall be in substantially the form shown in Exhibit A. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Issuer may cause the approving opinion of bond counsel to be printed or reproduced on the Obligations.

Section 12. Execution of Obligations.

The Obligations shall be signed by the persons who are the Municipal Officers on the date on which the Obligations are signed. The Obligations shall be sealed with the Issuer's corporate seal (or a facsimile), if the Issuer has one, and the Obligations shall also be authenticated by the manual signature of the Fiscal Agent.

The Obligations will be valid and binding even if before they are delivered any person whose signature appears on the Obligations is no longer living or is no longer the person authorized to sign the Obligations. In that event, the Obligations will have the same effect as if the person were living or were still the person authorized to sign the Obligations.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Issuer are directed to sign the Continuing Disclosure Agreement, and the Issuer agrees to comply with all its terms.

Section 14. Sale of Obligations.

The Issuer awards the sale of the Obligations to the Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Obligations. The Issuer approves and accepts the Purchase Agreement. The Municipal Officers are directed (i) to sign the Purchase Agreement in the Issuer's name and (ii) to take any additional actions needed to complete the sale of the Obligations.

The Municipal Officers are directed to sign the Obligations and to arrange for delivery of the Obligations to the Purchaser through the facilities of DTC in accordance with the Purchase Agreement and this resolution. The Obligations may be delivered to the Purchaser upon payment by the Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Purchaser, the delivery of the Obligations is conditioned upon the Issuer furnishing the following items to the Purchaser:

- (i) The Obligations, together with the written, unqualified approving opinion of the law firm of Foley & Lardner LLP, bond counsel, evidencing the legality of the Obligations and that interest on the Obligations will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Obligations.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Obligations or the right of the Issuer to issue them at the time of their delivery.

Section 15. General Obligation Pledge; Tax Levy.

For the prompt payment of the principal of, and interest on, the Obligations, the Issuer irrevocably pledges its full faith and credit. The Issuer hereby levies upon all taxable property in its territory a direct, annual, and irrevocable tax in an amount sufficient to pay, and for the express purpose of paying, the interest on the Obligations as it falls due and also to pay and discharge the principal of the Obligations on their maturity dates.

This tax shall be carried from year to year into the Issuer’s tax roll. It shall be collected in addition to all other taxes and in the same manner and at the same time as all other taxes. The amount of this tax that is carried into the Issuer’s tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account available to pay debt service on the Obligations for such year. The tax for each year the levy is made will be in the following amounts:

<u>Levy Year</u>	Debt Service Amount Due in <u>Following Year</u>	<u>Levy Year</u>	Debt Service Amount Due in <u>Following Year</u>
2021	\$.00	2026	\$.00
2022	.00	2027	.00
2023	.00	2028	.00
2024	.00	2029	.00
2025	.00	2030	.00

Section 16. Debt Service Fund Account.

The Issuer shall create a separate account within the Debt Service Fund solely for the Obligations (the “**Debt Service Fund Account**”), which shall be maintained and administered as provided in Section 67.11 of the Wisconsin Statutes. The Director of Finance is directed to keep the proceeds of the taxes levied under this resolution, when they are collected, in

the Debt Service Fund Account. Any accrued interest received on the Original Issue Date and the premium, if any, paid to the Issuer by the Purchaser in excess of the stated principal amount of the Obligations shall be deposited into the Debt Service Fund Account and used to pay interest on the Obligations. If the money in the Debt Service Fund Account is insufficient to make a payment of principal of, or interest on, the Obligations on a date on which such a payment is due, then the Issuer will promptly provide the necessary funds to make the payment from other available sources.

Section 17. Borrowed Money Fund.

The sale proceeds of the Obligations (not including any accrued interest or premium received) shall be deposited in and kept by the Director of Finance in a separate fund. The fund shall be designated with both the name of the Obligations and the name Borrowed Money Fund (the “**Borrowed Money Fund**”). Money in the Borrowed Money Fund, including any earnings, shall be (a) used to pay the costs of the Project and issuing the Obligations, or (b) transferred to the Debt Service Fund Account as provided by law.

Section 18. Official Statement.

The Issuer ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Obligations, and the Issuer authorizes and directs the final version of such document (the “**Official Statement**”) to be prepared prior to the issuance of the Obligations; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Purchaser and, if the Purchaser requests, execute one or more copies on behalf of the Issuer. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 19. Publication of Notice.

The Recording Officer is directed to publish notice that the Issuer has agreed to sell the Obligations. The notice shall be published promptly after the execution of the Purchase Agreement in the Issuer’s official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes. The notice shall be in substantially the form shown in Exhibit B. The Recording Officer shall obtain proof, in affidavit form, of the publication, and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 20. Authorization of Officers.

The appropriate officers of the Issuer are directed to prepare and furnish the following items to the Purchaser and the attorneys approving the legality of the Obligations:

- (i) Certified copies of proceedings and records of the Issuer relating to the Obligations and to the financial condition and affairs of the Issuer.
- (ii) Other affidavits, certificates, and information that may be required to show the facts about the legality of the Obligations, as such facts appear on the

books and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose will be representations of the Issuer as to the facts they present.

Section 21. Tax Law Covenants.

The Issuer covenants that it will comply with all requirements of the Code and the Treasury Regulations promulgated thereunder, that must be satisfied so that interest on the Obligations will be excluded from gross income for federal income tax purposes.

Section 22. Further Authorization.

The Issuer authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 23. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded.

Section 24. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 25. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July ____, 2021

Mayor

Clerk

EXHIBIT A

FORM OF OBLIGATION

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

STATE OF WISCONSIN
CITY OF APPLETON

Registered

No. R-___

\$_____

GENERAL OBLIGATION PROMISSORY NOTE, SERIES 2021

<u>Interest</u> <u>Rate</u>	<u>Maturity</u> <u>Date</u>	<u>Original</u> <u>Issue Date</u>	<u>CUSIP</u>
_____%	April 1, 20__	August 11, 2021	038105 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Issuer**”), hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner on the Maturity Date, and to pay interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is due and payable on each April 1 and October 1, beginning on April 1, 2022, until the Principal Amount has been paid. Interest is computed on the basis of a 360-day year of twelve 30-day months.

This Obligation is one of a duly authorized issue of notes (the “**Obligations**”) of the Issuer of an aggregate principal amount of \$14,500,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Issuer pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes, and is authorized by the resolution duly adopted by the governing body of the Issuer on July 21, 2021, entitled: “A Resolution Authorizing and Providing for the Sale and Issuance of \$14,500,000 General Obligation Promissory Notes, Series 2021, and All Related Details” (the “**Resolution**”). The Obligations are issuable only in the form of fully registered notes.

On the date of their initial delivery, the Obligations will be maintained in a system in which no physical distribution of certificates representing ownership of the Obligations is made to the owners of the Obligations but instead all outstanding Obligations are registered in the name of a securities depository appointed by the Issuer (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Obligations electronically (a “**Book-Entry System**”). So long as the Obligations are maintained in a Book-Entry System, then the principal of, and interest on, this Obligation will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Issuer, or any successor fiscal agent appointed by the Issuer under Section 67.10 (2) of the Wisconsin Statutes (the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Obligations.

If on any date the Obligations are *not* being maintained in a Book-Entry System, then (i) the principal of this Obligation will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or earlier redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Obligation will be paid by the Fiscal Agent, on each interest payment date, by wire or other electronic money transfer or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name this Obligation is registered on the register (the “**Register**”) maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Issuer and the Fiscal Agent may treat the entity or person in whose name this Obligation is registered on the Register as the absolute owner of this Obligation for all purposes.

The principal of, and interest on, this Obligation is payable in lawful money of the United States of America. For the prompt payment of the principal of and interest on this Obligation, the Issuer has irrevocably pledged its full faith and credit. The Issuer has levied upon all taxable property in its territory a direct, annual, and irrevocable tax sufficient in amount to pay, and for the express purpose of paying, the interest on this Obligation as it falls due and the principal of this Obligation on the Maturity Date.

The Obligations maturing on or after April 1, 2029 are subject to redemption before their stated maturity dates, at the Issuer’s option, in whole or in part, in the order of maturity selected by the Issuer, on April 1, 2028 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of an Obligation called for redemption has been made or provided for, then interest on the Obligation stops accruing on the stated redemption date. If less than all outstanding Obligations are redeemed, then such Obligations will be redeemed in multiples of \$5,000 as set forth below.

So long as the Obligations are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Obligations are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Obligations and the Issuer appoints a successor securities depository. If that happens, then upon the

surrender of the Obligations to the Fiscal Agent, the Issuer will issue new fully registered Obligations in the same aggregate principal amount to the successor securities depository and the Obligations will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Obligations to be redeemed. If less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Obligation, the Issuer will issue one or more new Obligations in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Obligations are *not* being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Obligation is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Obligation shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Issuer will issue one or more new fully registered Obligations, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Obligations and upon the payment of a charge sufficient to reimburse the Issuer or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Obligations (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Obligations, or (ii) with respect to any particular Obligation, after such Obligation has been called for redemption.

Partial Redemption. If less than all the Obligations of a particular maturity are to be redeemed, then the Issuer or the Fiscal Agent will randomly select the Obligations to be redeemed. If an Obligation has been called for redemption but less than the entire principal amount thereof is redeemed, then on or after the redemption date and upon surrender of the Obligation to the Fiscal Agent, the Issuer will issue a new Obligation in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Obligations shall be sent by first class mail, not less than 30, and not more than 60, days before the redemption date, to the registered owners of any Obligations to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice by first class mail, not less than 15 days prior to the proposed optional redemption date, to the registered owners of the Obligations which have been called for optional redemption.

The Issuer certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Obligation and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; that the indebtedness of the Issuer, including this Obligation and the issue of which it is a part, does not exceed any limitation, general or special, imposed by law; and that a valid, direct, annual and irrevocable tax has been levied by the Issuer sufficient to pay the interest on this Obligation when it falls due and also to pay and discharge the principal of this Obligation at maturity.

IN WITNESS WHEREOF, the Issuer, by its governing body, has caused this Obligation to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

[SEAL]

And: _____
Clerk

Certificate of Authentication

Dated: August ____, 2021

This Obligation is one of the Obligations
described in the Resolution.

By: _____
Director of Finance,
as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns, and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Obligation and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

NOTICE: Signatures must be guaranteed by an “eligible guarantor institution” meeting the requirements of the Fiscal Agent. Those requirements include membership or participation in the Securities Transfer Association Medallion Program (“STAMP”) or such other “signature guarantee program” as may be determined by the Fiscal Agent in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Note: The signature to this assignment must correspond with the name as written on the face of the within Obligation in every particular, without any alteration or change. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of the person’s authority to act must accompany this Obligation.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO NOTE SALE

On July 21, 2021, pursuant to Section 67.12(12) of the Wisconsin Statutes, a resolution was offered, read, approved, and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell general obligation promissory notes in the principal amount of \$14,500,000. It is anticipated that the closing of this note financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said notes is on file and may be examined in the office of the City Clerk, at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July ____, 2021

/s/ Kami Lynch
City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch, certify that I am the duly qualified acting Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$14,500,000 General Obligation Promissory Notes, Series 2021,
and All Related Details**

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at _____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media that have filed a written request for such notice and to the official newspaper of the Municipality, if any. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July ___, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No. None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$8,360,000 Water System Revenue Refunding Bonds, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Municipality**”) makes the following findings and determinations:

1. The Municipality currently owns and operates a municipal water system (the “**System**”, as more fully defined below), which is a “public utility” (within the meaning of Section 66.0621 (1) (b) of the Wisconsin Statutes).
2. Under the provisions of Section 66.0621 of the Wisconsin Statutes, as amended (the “**Act**”), the Municipality may, by action of the Governing Body, provide for, among other things, the acquisition, construction, extension, improvement, operation, and management of the System, and the refunding of municipal obligations issued for such purposes, from the proceeds of obligations that are payable only from the income and revenues derived from the operation of the System.
3. On January 17, 2007, the Governing Body adopted a resolution (the “**2007A Resolution**”) authorizing the issuance of the Municipality’s \$58,510,000 Water System Revenue Refunding Bonds, Series 2007A, dated February 6, 2007 (the “**Series 2007A Bonds**”). The outstanding Series 2007A Bonds were redeemed on January 1, 2017.
4. On August 3, 2011, the Governing Body adopted a resolution (the “**2011 Resolution**”) authorizing the issuance of the Municipality’s \$3,170,000 Water System Revenue Bonds, Series 2011, dated August 24, 2011 (the “**Series 2011 Bonds**”). The Series 2011 Bonds are currently outstanding in the aggregate principal amount of \$1,940,000.
5. On July 18, 2012 the Governing Body adopted a resolution (the “**2012 Resolution**”) authorizing the issuance of the Municipality’s \$2,510,000 Water System Revenue Bonds, Series 2012, dated August 8, 2012 (the “**Series 2012 Bonds**”). The Series 2012 Bonds are currently outstanding in the aggregate principal amount of \$1,320,000.
6. On July 24, 2013 the Governing Body adopted a resolution (the “**2013 Resolution**”) authorizing the issuance of the Municipality’s \$7,180,000 Water System Revenue

Bonds, Series 2013, dated August 7, 2013 (the “**Series 2013 Bonds**”). The Series 2013 Bonds are currently outstanding in the aggregate principal amount of \$5,125,000.

7. On August 20, 2014 the Governing Body adopted a resolution (the “**2014 Resolution**”) authorizing the issuance of the Municipality’s \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014 (the “**Series 2014 Bonds**”). The Series 2014 Bonds are currently outstanding in the aggregate principal amount of \$2,880,000.

8. On October 7, 2015 the Governing Body adopted a resolution (the “**2015 Resolution**”) authorizing the issuance of the Municipality’s \$22,735,000 Water System Revenue Refunding Bonds, Series 2015, dated October 28, 2015 (the “**Series 2015 Bonds**”). The Series 2015 Bonds are currently outstanding in the aggregate principal amount of \$15,860,000.

9. On September 7, 2016 the Governing Body adopted a resolution (the “**2016 Resolution**”) authorizing the issuance of the Municipality’s \$23,830,000 Water System Revenue Refunding Bonds, Series 2016, dated October 4, 2016 (the “**Series 2016 Bonds**”). The Series 2016 Bonds are currently outstanding in the aggregate principal amount of \$7,025,000.

10. On July 15, 2020 the Governing Body adopted a resolution (the “**2020 Resolution**”) authorizing the issuance of the Municipality’s \$6,685,000 Water System Revenue Bonds, Series 2020, dated August 6, 2020 (the “**Series 2020 Bonds**”). The Series 2020 Bonds are currently outstanding in the aggregate principal amount of \$6,685,000.

11. No other outstanding obligations are payable from the income and revenues derived from the operation of the System.

12. The Municipality needs funds to finance (i) certain additions, extensions, and improvements to the System, including, but not limited to, construction of and improvements to water mains, raw water lines, and intakes (collectively, the “**Project**”) and (ii) the current refunding of the outstanding Series 2011 Bonds (the “**Refunding**”).

13. The Governing Body wishes to finance the costs of the Project and the Refunding by authorizing, selling, and issuing its \$8,360,000 in principal amount of Water System Revenue Refunding Bonds, Series 2021 (the “**Bonds**”). The Bonds will be issued pursuant to the Act, on the terms and conditions described in this resolution, and will be secured by and payable from the income and revenues derived and to be derived from the operation of the System. The Bonds will be issued on a parity and equality of rank with the Series 2012 Bonds, the Series 2013 Bonds, the Series 2014 Bonds, the Series 2015 Bonds, the Series 2016 Bonds, and the Series 2020 Bonds (collectively, the “**Outstanding Bonds**”).

14. Section 21 of the 2007A Resolution (the “**Additional Bonds Test**”), which section is continued under each of the resolutions authorizing the issuance of the Outstanding Bonds, authorizes the issuance of additional bonds on a parity and equality of rank with the Outstanding Bonds upon compliance with the conditions set forth under the Additional Bonds Test. All conditions set forth under the Additional Bonds Test have been or will be satisfied prior to the issuance of the Bonds.

15. In accordance with the provisions of Section 66.0621 (4) (a) 2 of the Wisconsin Statutes and this resolution: (i) interest on the Bonds will be payable at least annually, and (ii) payment of principal of the Bonds will commence not later than 3 years after the date of issuance of the Bonds. The requirement each year to pay both principal of, and interest on, the Bonds will be reasonable and in accordance with prudent municipal utility management practices.

16. Robert W. Baird & Co. Incorporated (the “**Bond Purchaser**”), or a group that it represents has offered to purchase the Bonds for \$_____, plus payment by the Bond Purchaser on behalf of the Municipality of \$_____ for the costs of issuing the Bonds (the “**Purchase Price**”).

17. The Municipality has taken all actions required by law and has the power to sell and issue the Bonds.

18. The Governing Body will adopt this resolution to sell and issue the Bonds.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Act**” means Section 66.0621 of the Wisconsin Statutes, as amended.

“**Bond Counsel**” means (i) as of the Original Issue Date, Foley & Lardner LLP, and (ii) after the Original Issue Date, either Foley & Lardner LLP or any other nationally recognized firm of attorneys, employed by the Municipality, experienced in municipal finance whose legal and tax opinions are generally accepted by purchasers of municipal obligations.

“**Bonds**” means the \$8,360,000 City of Appleton, Wisconsin Water System Revenue Refunding Bonds, Series 2021, which will be issued pursuant to this resolution.

“**Bond Purchase Agreement**” means the purchase agreement signed and presented by the Bond Purchaser to evidence the purchase of the Bonds.

“**Bond Purchaser**” has the meaning given in the recitals to this resolution.

“**Bond Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) the name and address of the owner of each Bond.
- (ii) all transfers of each Bond.

“Book-Entry System” means a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality, or in the name of such a depository’s nominee, and the depository and its participants record beneficial ownership and transfers of the Bonds electronically.

“Code” means the Internal Revenue Code of 1986, as amended.

“Continuing Disclosure Agreement” means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Municipality and delivered on the closing date of the Bonds.

“Current Expenses” means the reasonable and necessary cost of operating, maintaining, administering, insuring, and repairing the System as determined in accordance with generally accepted accounting principles and shall include, but not be limited to, salaries, premiums for insurance, wages, cost of materials and supplies, insurance, and audits, but shall exclude allowances for depreciation, debt service on obligations of the System, tax equivalents, capital expenditures, and accumulations of reserves.

“Depository” means DTC or any successor appointed by the Municipality and acting as securities depository for the Bonds.

“DTC” means The Depository Trust Company, New York, New York.

“Financial Officer” means the Municipality’s Director of Finance.

“Fiscal Agent” means the Municipality’s Director of Finance or any successor fiscal agent appointed by the Municipality to act as authentication agent, paying agent, and registrar for the Bonds pursuant to Section 67.10 (2) of the Wisconsin Statutes.

“Fiscal Year” means the twelve-month period beginning on January 1 of each year and ending on December 31 of each year. The Municipality may change the Fiscal Year of the System if the Original Purchasers consent to the change. If the Original Purchasers consent to the change, then the change will not constitute a modification, change, amendment, or alteration of this resolution for purposes of Section 24 of this resolution.

“Governing Body” means the Municipality’s Common Council.

“Gross Revenues” means the gross revenues of the System from all sources, excluding (i) customer deposits, (ii) collected taxes imposed by other governmental entities, and (iii) earnings on amounts held in the Special Redemption Fund.

“Independent Consultant” means a recognized engineer or firm of engineers or a recognized certified public accountant or firm of certified public accountants who or which is not an officer or regular employee of the Municipality or the System and who or which is not devoting substantially all of his, her, or its time and efforts to the affairs of the System.

“Minimum Reserve Amount” means the least of the following: (i) the maximum annual debt service coming due in any future year on the Bonds and Parity Bonds then outstanding, (ii) 10% of the then outstanding principal amount of the Bonds and Parity Bonds, or (iii) 125% of the average annual debt service on the Bonds and Parity Bonds then outstanding.

“Municipal Officers” means the Mayor and Clerk of the Municipality. These are the officers required by law to execute revenue obligations on the Municipality’s behalf.

“Municipality” means the City of Appleton, Wisconsin.

“Net Revenues” means Gross Revenues after deduction of Current Expenses, plus earnings on moneys held in the Special Redemption Fund.

“Original Issue Date” means August 11, 2021.

“Original Purchasers” means the Bond Purchaser and the initial purchaser of each issue of Parity Bonds (including the Outstanding Bonds), so long as the issue of Parity Bonds remains outstanding.

“Outstanding Bonds” has the meaning given in the recitals to this resolution.

“Parity Bonds” means all other obligations payable from the revenues of the System (including the Outstanding Bonds) other than the Bonds, but issued on a parity and equality with the Bonds and the Outstanding Bonds pursuant to the restrictive provisions of the applicable sections of the Prior Resolutions and Section 21 of this resolution.

“Prior Resolutions” means, collectively, the 2012 Resolution, the 2013 Resolution, the 2014 Resolution, the 2015 Resolution, the 2016 Resolution, and the 2020 Resolution, each as defined in the recitals to this resolution.

“Project” has the meaning given in the recitals to this resolution.

“Purchase Price” has the meaning given in the recitals to this resolution.

“Record Date” means the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date for the Bonds.

“Recording Officer” means the Municipality’s Clerk.

[**“Redemption Agent”** means Associated Trust Company, National Association.]

“Redemption Date” means August 25, 2021

“Refunded Bonds” means the outstanding principal amount of the Series 2011 Bonds, as defined in the recitals to this resolution.

“Refunding” has the meaning given in the recitals to this resolution.

“Reserve Account” means the Reserve Account of the Special Redemption Fund.

“**Special Redemption Fund**” means the fund designated as such and described in Section 18 of this resolution.

“**System**” means the water utility of the Municipality, which shall include all property of every nature now or hereafter owned by the Municipality for the extraction, collection, storage, treatment, transmission, distribution, metering, and discharge of domestic, industrial, and potable public water, or constituting part of, or used or useful in connection with the water utility of the Municipality; and including all improvements and extensions thereto made by the Municipality while any of the Bonds or Parity Bonds remain outstanding and including all appurtenances, contracts, leases, franchises, and other intangibles.

[“**Term Bonds**” means the Bonds maturing on January 1 in the years 20__, 20__, 20__, 20__, and 20__.]

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* - Form of Bond.
- (ii) *Exhibit B* - Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Bonds.

The Governing Body authorizes the Bonds and orders that they be prepared, executed, and issued. The Bonds will be fully registered, negotiable, water system revenue refunding bonds of the Municipality in the aggregate principal amount of \$8,360,000. The Bonds will be issued pursuant to the Act to pay the costs of the Project, the Refunding, and issuing the Bonds (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Bonds.

The Bonds will be named “City of Appleton, Wisconsin Water System Revenue Refunding Bonds, Series 2021.” The Bonds will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Bond will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Bond will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Bonds will bear interest from the Original Issue Date. Interest on the Bonds will be payable on each January 1 and July 1, beginning on January 1, 2022, until the principal of the Bonds has been paid. Interest on each Bond will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date. The

Municipality and the Fiscal Agent may treat the entity or person in whose name any Bond is registered on the Bond Register as the absolute owner of the Bonds for all purposes whatsoever under this resolution. The Bonds will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Bonds.

The following table shows when the Bonds will mature and the rate of interest each maturity will bear:

<u>Principal Maturity Date (January 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$ 160,000	.00%
2023	420,000	.00
2024	435,000	.00
2025	440,000	.00
2026	460,000	.00
2027	475,000	.00
2028	490,000	.00
2029	505,000	.00
2030	515,000	.00
2031	530,000	.00
2032	340,000	.00
2033	350,000	.00
2034	360,000	.00
2035	370,000	.00
2036	385,000	.00
2037	395,000	.00
2038	410,000	.00
2039	425,000	.00
2040	440,000	.00
2041	455,000	.00

The principal of, and interest on, the Bonds will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent; Redemption Agent.

The Municipality appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Bonds. Among other things, the Fiscal Agent shall maintain the Bond Register.

[The Municipality appoints the Redemption Agent to act as redemption agent for the Bonds, which includes giving notice of redemption on behalf of the Municipality for the Term Bonds as described in Section 8. The appropriate officers of the District are directed to enter into a redemption agent agreement with the Redemption Agent on behalf of the

Municipality. Such agreement may provide for the Municipality to pay the reasonable and customary charges of the Redemption Agent for its services.]

Section 6. Appointment of Depository.

The Municipality appoints DTC to act as securities depository for the Bonds. An authorized representative of the Municipality has previously executed a blanket issuer letter of representations with DTC on the Municipality's behalf, and the Municipality ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Bonds will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Municipality's relationship with DTC is terminated, then the Municipality may appoint another securities depository to maintain the Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the Municipality will do the following:

- (i) At its expense, the Municipality will prepare, authenticate, and deliver to the beneficial owners of the Bonds fully-registered, certificated Bonds in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.
- (ii) The Municipality will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Bonds under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Bonds maturing on and after January 1, 2030 are subject to redemption before their stated maturity dates, at the Municipality's option, in whole or in part, in the order of maturity selected by the Municipality, on January 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption].

[The Term Bonds are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a

“**Sinking Fund Redemption Date**”), the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20	,000
20	,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in accordance with Sections 9 and 10 hereof, and the Municipality will give notice of the redemption in the manner stated in this resolution.]

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Bonds by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Bonds are transferable, only upon the Bond Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amount to the successor securities depository, and the Bonds will be recorded as transferred to the successor securities depository in the Bond Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Bond upon its presentation and surrender on or after its maturity or earlier redemption date at the designated

office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Bond by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date.

Transfers. Each Bond is transferable, only upon the Bond Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after the Bond has been called for redemption.

Partial Redemptions. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first-class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of the Bonds to be redeemed, at the respective addresses set forth in the Bond Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

Section 11. Form of Bonds.

The Bonds shall be in substantially the form shown in Exhibit A hereto. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Municipality may cause the approving opinion of bond counsel to be printed or reproduced on the Bonds.

Section 12. Execution of Bonds.

The Bonds shall be signed by the persons who are the Municipal Officers on the date on which the Bonds are signed. The Bonds shall be sealed with the Municipality's corporate seal (or a facsimile thereof), if the Municipality has one, and the Bonds shall also be authenticated by the manual signature of the Fiscal Agent.

The Bonds will be valid and binding even if before they are delivered any person whose signature appears on the Bonds is no longer living or is no longer the person authorized to sign the Bonds. In that event, the Bonds will have the same effect as if the person were living or were still the person authorized to sign the Bonds.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Municipality are directed to sign the Continuing Disclosure Agreement, and the Municipality agrees to comply with all its terms.

Section 14. Payable Only From Special Redemption Fund.

The Bonds and any Parity Bonds, together with interest thereon, will be payable only out of the Special Redemption Fund as provided in the Prior Resolutions and in this resolution. The registered owners of the Bonds and any Parity Bonds will have a valid claim only against the Special Redemption Fund and the revenues pledged to such fund.

Section 15. Pledge.

The Municipality pledges the revenues of the System to the Special Redemption Fund to pay the principal of, and interest on, the Bonds and any Parity Bonds as provided in this resolution. Such revenues will be used for no purpose other than to pay the principal of and interest on the Bonds and any Parity Bonds on the dates on which such amounts are due. The Bonds and any Parity Bonds, together with the interest thereon, shall not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision and shall not constitute a general obligation of the Municipality or a charge against its general credit or taxing power. The Municipality will not be liable for the payment of the principal of, and interest on, the Bonds, except as provided in this resolution.

Section 16. Equality of Lien.

All Bonds and any Parity Bonds, regardless of issue dates, maturity dates, or series designations, will be secured equally by the pledge of the Net Revenues of the System and all amounts in the Special Redemption Fund.

Section 17. Parity Bonds.

Except as permitted by Section 21(a) of this resolution, the Municipality will issue no bonds or other obligations payable from the revenues of the System, or enjoying a lien on the revenues or property of the System, that have a priority over the Outstanding Bonds and the Bonds with respect to their payment or security. The Municipality may issue Parity Bonds on the terms and conditions set forth in the applicable section of each Prior Resolution and Section 21 of this resolution.

Section 18. Funds and Accounts.

(a) Creation of Funds and Accounts; Purposes.

The Municipality affirms, and continues, or creates, as applicable, the following funds and accounts of the System (collectively, the “**Funds and Accounts**”) to provide for the collection, distribution, and use of the Gross Revenues and the proceeds of the Bonds:

- (1) Water System Revenue Fund (the “**Revenue Fund**”), into which the entire Gross Revenues will be deposited as received.
- (2) Water System Operation and Maintenance Fund (the “**Operation and Maintenance Fund**”), which will be used to hold amounts expected to be used for the payment of the reasonable and necessary expenses of operating and maintaining the System, including salaries, wages, materials, supplies, and insurance, and for the purposes described in Section 19(c)(1) of this resolution.
- (3) Water System Special Redemption Fund (the “**Special Redemption Fund**”), which will be divided into the following three accounts: (i) the “**Interest and Principal Account**”, (ii) the “**Earnings Account**”, and (iii) the “**Reserve Account**.” Amounts held in the Interest and Principal Account and the Earnings Account will be used only to pay interest on and principal of the Bonds and Parity Bonds as provided in this resolution. Amounts held in the Reserve Account will be used to pay principal of or interest on the Bonds or any Parity Bonds at any time when amounts in the Interest and Principal Account and the Earnings Account are insufficient to make such payments. Notwithstanding the foregoing, to effect the Refunding an additional account shall be created within the Special Redemption Fund with the name “**2021 Escrow Account**”. Funds held in the 2021 Escrow Account shall be used to pay the redemption price of the Refunded Bonds on the Redemption Date. Any balance remaining in the 2021 Escrow Account after the Redemption Date shall be transferred to the Earnings Account.
- (4) Water System Surplus Fund (the “**Surplus Fund**”), amounts in which will be used for the purposes described in Section 19(c)(5) of this resolution.
- (5) 2021 Water System Construction Fund (the “**2021 Construction Fund**”), amounts in which will be used only to pay (i) the costs of issuing of the Bonds (including fees for any bond insurance policies securing the Bonds) and the costs of the Project, or (ii) interest on the Bonds at any time when there shall be insufficient money in the Special Redemption Fund for that

purpose. Any balance remaining in the 2021 Construction Fund after the completion of the Project shall be transferred to the Earnings Account.

(b) Limitation on the Use of Amounts in the Funds and Accounts.

Amounts held in the Funds and Accounts shall be used only for the purposes described in this resolution.

(c) Requirement to Maintain the Special Redemption Fund as a Separate Fund.

The Special Redemption Fund shall be maintained as a separate fund in the treasury of the Municipality. The other Funds and Accounts may be combined in a single investment or bank account.

(d) Investment of Amounts held in Funds and Accounts.

Amounts in the Funds and Accounts may be invested in any manner permitted by the laws of Wisconsin, subject to the following limitations:

- (i) The investments in each Fund or Account shall be sold whenever necessary to provide funds for the purposes for which the Fund or Account was created.
- (ii) or its retention would cause any Bond to be an “arbitrage bond” (within the meaning of Section 148 of the Code or the Treasury Regulations promulgated thereunder).
- (iii) All investments held in the Funds and Accounts shall be secured to the fullest extent required by the laws of Wisconsin.

(e) Required Transfers of Earnings on Certain Funds and Accounts.

All income from the investment of amounts in the Special Redemption Fund shall be transferred to the Earnings Account. All income from the investment of amounts in the 2021 Construction Fund shall be retained in the 2021 Construction Fund. All income from the investment of amounts in all other Funds and Accounts shall be deposited in the Revenue Fund and regarded as revenues of the System.

(f) Rebate Matters.

To comply with the rebate requirements of Section 148(f) of the Code and the related Treasury Regulations:

- (i) The Municipality shall cause a determination to be made of the amount, if any, of rebate required to be paid to the United States Treasury with respect to the Bonds at least every five years after

the date of the issuance of the Bonds and upon the retirement of the last Bond. The Municipality may engage Bond Counsel or another qualified rebate determination provider to prepare the determination, and the Municipality may pay reasonable compensation to the rebate determination provider for the performance of such services.

- (ii) The Municipality shall make required rebate payments to the United States Treasury with respect to the Bonds at such times and in such amounts and manner as are required by the Code and the related Treasury Regulations.
- (iii) The Municipality shall keep records of the rebate determinations prepared and any rebate payments made until three years after the April 15th following the retirement of the last Bond.

Section 19. Application of Revenues.

(a) Deposits to Revenue Fund and Transfers From Revenue Fund.

Until all Bonds and Parity Bonds, if any, have been retired, or until there is on deposit in the Special Redemption Fund an amount sufficient to provide for the payment of the principal of all outstanding Bonds and Parity Bonds, if any, together with the interest thereon to maturity, the Gross Revenues shall, to the extent permitted by law, be deposited as collected in the Revenue Fund and shall be transferred from the Revenue Fund and deposited in the Operation and Maintenance Fund, the Special Redemption Fund, and the Surplus Fund in the following order:

- (1) A sum sufficient of the money in the Revenue Fund for the purposes of the Operation and Maintenance Fund shall be deposited in the Operation and Maintenance Fund.
- (2) A sum sufficient of the money in the Revenue Fund for the purposes of the Special Redemption Fund shall be deposited in the Special Redemption Fund.
- (3) The remainder of the money in the Revenue Fund shall be deposited in the Surplus Fund.

Transfers from the Revenue Fund to the Operation and Maintenance Fund, the Special Redemption Fund, and the Surplus Fund shall be made in the order indicated above, at such times as are necessary to carry out the purposes of the respective funds.

(b) Transfers to the Special Redemption Fund.

The Governing Body intends that the amount of money deposited in the Special Redemption Fund from all sources will be sufficient (i) to pay the interest on the Bonds and any

Parity Bonds as the same becomes due, (ii) to retire the Bonds and any Parity Bonds at maturity, and (iii) to provide for any required monthly deposits to the Reserve Account.

(c) Transfers Among Certain Funds and Accounts; Uses of Amounts in Funds and Accounts.

Amounts deposited in the following Funds and Accounts shall be held, used, or transferred as follows:

- (1) *Operation and Maintenance Fund.* Amounts deposited in the Operation and Maintenance Fund shall be used for the purposes described in Section 18(a)(2) of this resolution, unless the balance in the Operation and Maintenance Fund exceeds the estimated operating and maintenance expenses of the System for the next succeeding sixty days, in which case the excess amount shall (i) be transferred to the Special Redemption Fund to remedy any deficiency in the Special Redemption Fund, or (ii) if or to the extent that no such deficiency exists, then the remaining excess amount shall be transferred to the Surplus Fund.
- (2) *Interest and Principal Account and Earnings Account.* Amounts deposited in the Special Redemption Fund shall first be used to deposit each month into the Interest and Principal Account an amount equal to one-sixth (1/6) of the next installment of interest due on the Bonds and Parity Bonds then outstanding, plus an amount equal to one-twelfth (1/12) of the next installment of principal of the Bonds and Parity Bonds coming due, until the full amount of such installments is on deposit in the Interest and Principal Account. The deposits shall be made first from the Earnings Account until it is depleted, and all moneys in the Earnings Account will be deemed to have been used first in payment of interest on the Bonds and Parity Bonds. Any funds remaining in the Earnings Account after each such transfer shall first be transferred to the Interest and Principal Account until there is on hand in the Interest and Principal Account an amount equal to the full amount of principal of, and interest on, the Bonds and any Parity Bonds then outstanding coming due during the 12 months following the date of such transfer and after that either (i) be used to retire Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders of the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date or (ii) be invested so as to restrict the yield thereon to avoid the Bonds or Parity Bonds being classified as “arbitrage bonds” within the meaning of Section 148 of the Code or any Treasury Regulations promulgated thereunder. Notwithstanding the

foregoing, unless the Municipality is provided with an opinion of Bond Counsel that the action specified below will not adversely affect the exclusion of interest on the Bonds or the applicable issue of Parity Bonds from gross income for federal income tax purposes (i) moneys in the Earnings Account that are allocable to “proceeds” (within the meaning of Treas. Reg. § 1.148-1(b)) of the Bonds or any issue of Parity Bonds may only be deposited in the Interest and Principal Account if such moneys will be used to pay principal of, or interest on, the issue to which such proceeds are allocable, and (ii) no moneys that are allocable to proceeds of the Bonds or any issue of Parity Bonds may be used to pay interest on or principal of obligations that are not part of the issue to which the proceeds are allocable.

- (3) *Reserve Account.* The next available amounts in the Special Redemption Fund shall be used to make monthly transfers to the Reserve Account until there is on hand in the Reserve Account an amount equal to the Minimum Reserve Amount. Amounts in the Reserve Account shall be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds whenever the Interest and Principal Account and the Earnings Account are insufficient for that purpose. Any amounts in the Reserve Account in excess of the Minimum Reserve Amount shall be transferred to the Earnings Account. For the purpose of computing the Minimum Reserve Amount, all investments in the Reserve Account shall be valued semiannually, on each interest payment date, at then current market value. In the event that amounts are withdrawn from the Reserve Account or amounts on deposit in the Reserve Account on any valuation date are less than the Minimum Reserve Amount, the Municipality, from revenues of the System, shall restore any amounts so withdrawn or any shortfall so that 12 months following such withdrawal or shortfall the amount on deposit in the Reserve Account equals the Minimum Reserve Amount.
- (4) *Moral Obligation to Restore Reserve Account.* If, on July 2nd of any Fiscal Year, the amount on deposit in the Reserve Account is less than the Minimum Reserve Amount, then before October 1st of that Fiscal Year the Financial Officer shall certify to the Governing Body the amount necessary to restore the Reserve Account to the Minimum Reserve Amount. Recognizing its moral obligation to do so, the Governing Body expresses its expectation and aspiration that, if presented with such a certification, it will, by December 31st of the Fiscal Year in which such a certification is presented to the Governing Body, make an appropriation of funds sufficient to restore the Reserve Account to the Minimum Reserve Amount. The Governing Body determines that the System and any

appropriation of funds pursuant to this moral obligation pledge serves a public purpose by safeguarding the health and welfare of its citizens.

- (5) *Surplus Fund.* Amounts in the Surplus Fund shall first be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds when the Special Redemption Fund is insufficient for that purpose, and thereafter:
- (i) to remedy any deficiency in any of the Funds or Accounts;
 - (ii) to pay local and school tax equivalents;
 - (iii) to pay the cost of additions, repairs, or improvements to the System;
 - (iv) to pay any other necessary disbursements or indebtedness with respect to the System; or
 - (v) if at the close of any Fiscal Year there are amounts in the Surplus Fund in excess of what is needed for the foregoing purposes, then such amounts may be used for any other purpose permitted by the Wisconsin Statutes.

All transfers and deposits within any Fund or Account or to any other Fund or Account required or permitted by this section shall be made at such times as are necessary to carry out the purposes of the applicable Fund or Account.

Section 20. Agreements and Covenants Regarding the Operation of the System.

The Municipality agrees and covenants with each and every registered owner of the Bonds and Parity Bonds as follows:

- (a) The reasonable cost and value of any service rendered to the Municipality by the System by furnishing utility services, including, but not limited to, fire, police, safety and health protection, will, to the extent permitted by law, be charged against the Municipality and be paid by it monthly as the service accrues out of the current revenues of the Municipality collected or in process of collection, but not from Gross Revenues, and, if necessary, out of the tax levy of the Municipality made by it to raise money to meet its necessary current expenses.
- (b) The Municipality will faithfully and punctually perform all duties concerning the System required by the constitution and statutes of the State of Wisconsin, including the making and collecting of reasonable, lawful, and sufficient rates for services rendered by the System and the

segregation and application of the revenues of the System as provided in this resolution.

- (c) The Municipality will not sell, lease, or in any manner dispose of all or any part of the System, or any additions or extensions that may be made to the System, until all Bonds and Parity Bonds have been paid in full, both principal and interest, or until provision has been made for the payment in full of all Bonds and Parity Bonds, both principal and interest, unless the property to be sold, leased, or otherwise disposed of has been found by the Governing Body not to be necessary or useful in the operation of the System. The proceeds received from any sale, lease, or disposal of any such property of the System shall be paid into (i) the Earnings Account of the Special Redemption Fund, if the property sold was acquired or improved with proceeds of the Bonds or any Parity Bonds that are tax-exempt obligations, or (ii) the Revenue Fund, in all other cases.
- (d) The Municipality will: (i) operate and maintain the System in good condition; (ii) charge and collect such lawfully established rates and charges for the service rendered by the System so that the Gross Revenues of the System will be sufficient to make the payments into the Funds and Accounts created or continued by this resolution and provide for Net Revenues at least equal to 1.10 times the highest combined annual interest and principal requirements on all Bonds and Parity Bonds then outstanding; and (iii) promptly take such actions as are necessary to adopt and enforce increased rates whenever such increase shall be necessary to fulfill any covenant of this resolution.
- (e) The Municipality will keep proper books and accounts relating to the System separate from all other records of the Municipality and will cause such books and accounts to be audited annually by a recognized independent firm of certified public accountants and will make available to the owners of any of the Bonds or Parity Bonds the latest balance sheet and the profit and loss statement of the System as certified by such accountants. The registered owners of any Bonds or Parity Bonds will have the right to inspect the System and the records, accounts, and data of the Municipality relating to the System at all reasonable times. Each audit of the books and accounts of the System, in addition to whatever matters may be thought proper by the accountants to be included therein, shall include the following: (i) a statement in detail of the revenues and expenditures of the System for the Fiscal Year; (ii) a statement of the Net Revenues as herein defined for the Fiscal Year; (iii) a balance sheet as of the end of the Fiscal Year; (iv) the accountants' comment regarding the manner in which the Municipality has carried out the requirements of this resolution and the accountants' recommendation for any changes or improvements in the operation of the System; (v) a list of the insurance policies in force at the end of the Fiscal Year setting out as to each policy the amount of the policy, the risks covered, the name of the insurer and the

expiration date of the policy; and (vi) the number and types of connections at the end of the Fiscal Year.

- (f) The Municipality will carry, for the benefit of the registered owners of the Bonds and Parity Bonds, insurance of a kind and in such amounts as would usually be carried by private companies or other public bodies engaged in operating a similar utility system. All amounts received for losses under any of such insurance policies, except public liability, shall be used in repairing the damage or in replacing the property destroyed, unless the Governing Body finds that it is not advisable to repair such damage or replace such property and that the operation of the System will not be impaired if such property is not repaired or such property is not replaced, in which case such amounts shall be deposited in the Earnings Account, provided that any amounts deposited in the Earnings Account shall not reduce the amounts otherwise required to be paid into the Special Redemption Fund.
- (g) The Municipality will grant no franchise for the operation of another System (or any part thereof) within the geographic limits of the Municipality, unless the denial of such franchise would be in violation of any law.
- (h) The Municipality will by resolution of its Governing Body require all buildings in the Municipality used for human habitation and located adjacent to service from the System, or located in a block through which service from the System extends, to be connected with service from the System.
- (i) The Municipality will not enter into any contract with any person or persons which would cause any Outstanding Bonds, that were issued with the intent that interest on the issue would be excluded from gross income for federal income tax purposes, or Bonds to become “private activity bonds,” within the meaning of Section 141(a) of the Code or any Treasury Regulations promulgated thereunder.
- (j) The Municipality will comply with all requirements of the Code that shall be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes, including, but not limited to the rebate requirements set forth in the Code and the Treasury Regulations. The Municipality will comply with the provisions of the Tax Certificate delivered in connection with the issuance of the Bonds relating to these requirements.

Section 21. Additional Bonds.

The Municipality will issue no notes, bonds, or any other obligations of any kind or nature payable from or enjoying a lien on the Gross Revenues, the Special Redemption Fund,

or properties of the System on a parity with or having a priority over the Outstanding Bonds or the Bonds, except as provided in this Section:

- (a) Notes (including bond anticipation notes) or bonds may be issued having a priority over the Bonds and Parity Bonds if either (i) such notes or bonds are issued, wholly or in part, for the purpose of paying, and will provide an amount sufficient, together with the earnings thereon and all other funds legally available therefor to pay, the entire principal of, and all interest on, the Bonds and Parity Bonds to their maturity or early redemption; or (ii) immediately upon the issuance of such notes or bonds, the Municipality has discharged all the Bonds and Parity Bonds in the manner provided in Section 23 of this resolution.
- (b) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if such notes or bonds are issued for the purpose of refunding any of the Bonds or Parity Bonds which either (i) have matured, or (ii) will mature not later than 90 days after the date of delivery of such refunding notes or bonds, if there is insufficient amounts in the Special Redemption Fund to provide for the required payments.
- (c) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if all of the following conditions have been satisfied:
 - (1) If (A) the Net Revenues of the System for the last completed Fiscal Year were at least 1.10 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Bond Year in which there will be a principal maturity on such outstanding bonds or notes; *provided, however*, that if prior to the authorization of such additional bonds or notes the Municipality has adopted and put into effect a revised schedule of rates, then the Net Revenues of the System for the last completed Fiscal Year which would, in the written opinion of an Independent Consultant employed for that purpose, have resulted from such rates had they been in effect for such period, may be used in lieu of the actual Net Revenues for the last completed Fiscal Year; (B) the need for such financing is evidenced by a certificate or certificates of an Independent Consultant with recognized expertise in utility ratemaking before the Public Service Commission of Wisconsin employed for that purpose, giving a detailed description of the proposed projects to be financed, an estimate of the cost of the proposed projects including proposed capitalized interest, if any, and an estimate of the time of completion of the proposed projects, and showing the feasibility of

such financing with reference to projected Net Revenues based on rates and charges projected to be in effect upon completion of such projects; provided, that such feasibility shall not be deemed shown unless the projected Net Revenues for each of the two full Fiscal Years next succeeding the estimated date of completion of such projects shall be equal to at least equal to 1.10 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Fiscal Year in which there shall be a principal maturity on such outstanding bonds or notes; or (C) the proceeds of the additional bonds or notes will be used to refund Bonds or Parity Bonds and, after giving effect to the refunding, the payments due in each year of the interest and principal on the Bonds and Parity Bonds then outstanding (not including the obligations being refunded), and the additional bonds or notes proposed to be issued will be less than the payments due in each year of the principal of, and interest on, the Bonds and Parity Bonds then outstanding (in other words, the refunding will produce debt service savings in each year). For purposes of this subsection, except as otherwise provided, Net Revenues for any Fiscal Year will be either (x) the Net Revenues shown in the audit of the System's books and accounts for the Fiscal Year required by Section 20(e) of this resolution, if such an audit is available, or (y) if such an audit is not available, then the estimated, unaudited Net Revenues of the System for the last completed Fiscal Year.

- (2) The payments required to be made into the Funds and Accounts created or continued pursuant to Section 18 of this resolution shall be current.
- (3) There shall be on hand in the Reserve Account immediately upon the issuance of such additional bonds or notes an amount not less than the Minimum Reserve Amount.
- (4) The additional bonds or notes shall be payable as to principal on January 1 of each year and as to interest on January 1 and July 1 of each year.
- (5) The proceeds of the additional bonds or notes shall be used only to refund Bonds or Parity Bonds, or for acquiring or constructing additions, extensions, improvements, renewals, or replacements to the System.

In the case of bond anticipation notes, the provisions of the Act shall govern with respect to all matters relating to the lien and sources of payment of such notes.

Section 22. Resolution a Contract; Remedies of Bondholders.

The provisions of this resolution constitute a contract between the Municipality and the registered owners of the Bonds. After the issuance of the Bonds no change or alteration in the provisions of this resolution may be made, except as provided in Section 24 of this resolution and in the definition of “Fiscal Year” in Section 1 of this resolution, until all Bonds have been paid in full as to both principal and interest.

The registered owners of any of the Bonds will have the right, in addition to all other rights, by mandamus or other suit or action in any court of competent jurisdiction, to enforce their rights against the Municipality, the Governing Body, and any and all officers and agents thereof, including, but not limited to, the right to require the Municipality, the Governing Body, and any other authorized body to fix and collect rates and charges fully adequate to carry out all provisions and agreements contained in this resolution, and the right to have a receiver appointed for the System in the event of a default in the payment of principal of or interest on the Bonds.

Section 23. Discharge and Satisfaction of Bonds and Covenants.

The agreements, covenants, liens, and pledges entered into, created, or imposed pursuant to this resolution may be fully discharged and satisfied with respect to any or all of the Bonds in any one or more of the following ways:

- (a) By paying the Bonds when they become due and payable, or upon their prior redemption, in the manner provided in this resolution;
- (b) By depositing with the appropriate fiscal agent(s) for the Bonds funds in the amount necessary, without consideration of any reinvestment thereof, to pay the principal of, and interest on, the Bonds until their maturity or earlier redemption; provided that if the Bonds are to be redeemed prior to their stated maturities, then (i) the Bonds shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; or
- (c) By depositing with a trustee or an escrow agent, in trust for such purpose, on or before the date of maturity or redemption, money and/or direct obligations of, or obligations the principal of, and interest on, which are fully guaranteed by, the United States of America, in such amount as, together with the income or increment to accrue thereon without consideration of any reinvestment thereof, will be fully sufficient to pay or redeem (when redeemable) the Bonds at or before their respective maturity dates; *provided, that* if a Bond is to be redeemed prior to its stated maturity date, then (i) the Bond shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; *provided, further,* that any such deposit can only be made

if the deposit will not adversely affect the exclusion of interest on the Bonds from gross income of the owners thereof for federal income tax purposes.

Upon a payment or a deposit of money or investments in the amount and manner required by this section, all liability of the Municipality with respect to the relevant Bonds will cease, determine, and be completely discharged, and the registered owners of any Bonds that are not then retired will be entitled only to payment out of the money and investments deposited as required by this section.

Section 24. Amendment of Resolution.

Amendment Without the Consent of the Owners. This resolution may be amended from time to time without the consent of the registered owners of the Bonds to make any change that does not adversely affect the registered owners of the Bonds, including, without limitation, to cure any ambiguities, inconsistencies, or typographical errors that may be contained in this resolution.

Amendment With the Consent of the Owners. This resolution may also be amended from time to time with the written consent of the registered owners of not less than two-thirds in outstanding principal amount of the Bonds and any Parity Bonds (not including any Bonds or Parity Bonds that are held or owned by or for the account of the Municipality) if such amendment affects the owners of any Parity Bonds; however, this resolution may be amended only with the unanimous written consent of:

- (a) The registered owners of the Bonds (not including any Bonds that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Bond; to modify the terms of payment of principal of, or interest on, any Bond; or to impose any conditions with respect to payment of principal of or interest on any Bond;
 - (ii) To materially affect the rights of the owners of less than all Bonds then outstanding; or
 - (iii) To reduce the required outstanding principal amount of the Bonds for which consent shall be given to effect any future amendments to this resolution; and
- (b) The registered owners of any series of Parity Bonds (not including any Parity Bonds of the series that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Parity Bond of the series; to modify the terms of payment of principal of or interest on any Parity Bond of the series; or to

impose any conditions with respect to payment of principal of, or interest on, any Parity Bond of the series;

- (ii) To materially affect the rights of the owners of less than all Parity Bonds of the series then outstanding; or
- (iii) To reduce the required outstanding principal amount of Parity Bonds of the series for which consent shall be given to effect any future amendments to this resolution.

Notice. If the Municipality proposes to amend this resolution under any provision of this section, then the Municipality shall cause notice of the proposed amendment (the “**Amendment Notice**”) and, if consent is required, a form of consent to the proposed amendment (the “**Consent**”) to be (i) sent by certified mail to all registered owners of the Bonds and, if appropriate, any Parity Bonds, and (ii) filed with the Bond Purchaser. The Amendment Notice shall briefly describe the nature of the proposed amendment and shall state that a copy of the proposed amendment is on file for public inspection in the office of the Recording Officer. The Consent shall refer to the proposed amendment, specifically evidence consent to and approval of the proposed amendment, and be dated by the owner of the Bonds and, if appropriate, the Parity Bonds upon execution of the Consent. The Amendment Notice and Consent may be one instrument.

If, on any date prior to one year after the date of the sending of the Amendment Notice and Consent, the Recording Officer receives Consents executed by the registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, then the Governing Body may adopt a resolution effecting the proposed amendment, and upon the adoption of the resolution effecting the proposed amendment, the proposed amendment will become effective and binding upon the registered owners of all of the Bonds and Parity Bonds issued after the Bonds.

Any Consent given by the registered owner of a Bond or Parity Bond pursuant to the provisions of this section will be irrevocable for a period of six months from the date of the Consent and will be conclusive and binding upon all future registered owners of the same Bonds or Parity Bonds during the six-month period. A Consent may be revoked on any date after the six-month period by the registered owner who gave the Consent or by a successor in title by filing notice of such revocation with the Recording Officer; *provided* that a revocation will not be effective if the Recording Officer has already received Consents from registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, evidencing their consent to, and approval of, the proposed amendment that was the subject of the Consent.

Section 25. Sale of Bonds.

The Municipality awards the sale of the Bonds to the Bond Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Bonds. The Municipality approves and accepts the Bond Purchase Agreement. The Municipal Officers are directed (i) to sign the Bond Purchase Agreement in the Municipality’s

name and (ii) to take any additional actions needed to complete the sale of the Bonds, including arranging for a specific date, time, and location of closing of the sale.

The Municipal Officers are directed to sign the Bonds and to deliver the Bonds to the Bond Purchaser through the facilities of DTC in accordance with the Bond Purchase Agreement and this resolution. The Bonds may be delivered to the Bond Purchaser upon payment by the Bond Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Bond Purchaser, the delivery of the Bonds is conditioned upon the Municipality furnishing the following items to the Bond Purchaser:

- (i) The Bonds, together with the written, unqualified approving opinion of Bond Counsel, evidencing the legality of the Bonds and that interest on the Bonds will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Bonds.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Bonds or the right of the Municipality to issue them at the time of their delivery.

Section 26. Redemption of Refunded Bonds.

Subject to the delivery of the Bonds and the receipt of the Purchase Price for the Bonds from the Bond Purchaser, the Municipality irrevocably directs that the principal amount of the Refunded Bonds be redeemed and paid in full in advance of their stated maturity dates on the Redemption Date. The appropriate officers of the Municipality are directed to instruct the fiscal agent for the Refunded Bonds to take all actions required to call the Refunded Bonds for redemption on the Redemption Date, including giving notice in the manner that the governing documents for the Refunded Bonds require. The Municipality ratifies and approves any action that has been taken in connection with the redemption of the Refunded Bonds prior to the Original Issue Date, including giving notice as described above.

Section 27. Disposition of Bond Proceeds; Transfers.

- (a) The proceeds from the sale of the Bonds shall be disbursed as follows:
 - (i) Any accrued interest shall be deposited into the Interest and Principal Account of the Special Redemption Fund.
 - (ii) \$_____ of the sale proceeds of the Bonds shall be deposited in the Reserve Account of the Special Redemption Fund.
 - (iii) \$_____ of the sale proceeds of the Bonds shall be deposited in the 2021 Escrow Account of the Special Redemption Fund for

the purpose of the paying the Refunded Bonds as described in Section 18(a)(3).

(iv) The remaining proceeds from the sale of the Bonds shall be deposited into the 2021 Construction Fund and used as described in Section 18(a)(5).

(b) [Amounts in the existing Funds and Accounts shall be transferred on the Original Issue Date as follows (or in such other amounts as may be specified by the Municipality's Director of Finance):]

(i) [The sum of \$_____ currently held in or credited to the Principal and Interest Account to provide for the upcoming debt service payments due on the Refunded Bonds shall be transferred to the 2021 Escrow Account.]

Section 28. Official Statement.

The Municipality ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Bonds, and the Municipality authorizes, and directs, the final version of such document (the "**Official Statement**") to be prepared and distributed prior to the issuance of the Bonds; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Bond Purchaser and, if the Bond Purchaser requests, execute one or more copies on behalf of the Municipality. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 29. Publication of Notice.

The Recording Officer is directed to publish notice that the Municipality has agreed to sell the Bonds. The notice shall be published in the Municipality's official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes promptly after the execution of the Bond Purchase Agreement. The notice shall be in substantially the form shown in Exhibit B hereto. The Recording Officer shall obtain proof, in affidavit form, of the publication, and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 30. Authorization of Officers.

The appropriate officers of the Municipality are directed to prepare and furnish the following items to the Bond Purchaser and the attorneys approving the legality of the Bonds:

- (i) Certified copies of proceedings and records of the Municipality relating to the Bonds and to the financial condition and affairs of the Municipality.
- (ii) Other affidavits, certificates, and information as may be required to show the facts about the legality of the Bonds as such facts appear on the books

and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose are representations of the Municipality as to the facts they present.

Section 31. Tax Law Covenants.

The Municipality covenants that it will comply with all requirements of the Code, and the Treasury Regulations promulgated thereunder, that shall be satisfied so that interest on the Bonds will be excluded from gross income for federal income tax purposes.

Section 32. Further Authorization.

The Municipality authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 33. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded, except that this section shall not be interpreted as rescinding any part of the Prior Resolutions.

Section 34. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 35. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July __, 2021

Mayor

Clerk

EXHIBIT A
FORM OF BOND

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

UNITED STATE OF AMERICA
STATE OF WISCONSIN
CITY OF APPLETON

No. R-____ Registered
\$_____

WATER SYSTEM REVENUE REFUNDING BOND, SERIES 2021

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Original Issue Date</u>	<u>CUSIP</u>
_____%	January 1, 20__	August 11, 2021	038141 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Municipality**”) hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner, only from the income and revenues hereinafter specified on the Maturity Date, and interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is payable on each January 1 and July 1, beginning on January 1, 2022, until the Principal Amount has been paid. Interest is computed on the basis of a 360 day year of twelve 30 day months.

This Bond is one of a duly authorized issue of revenue bonds (the “**Bonds**”) of the Municipality of an aggregate principal amount of \$8,360,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Municipality pursuant to Article XI, Section 3 of the Wisconsin Constitution and Section 66.0621 of the Wisconsin Statutes, and acts supplementary thereto.

This Bond, together with interest hereon, is payable in lawful money of the United States of America, together with the Municipality’s outstanding (i) \$2,510,000 Water

System Revenue Bonds, Series 2012, dated August 8, 2012, \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014, (ii) \$7,180,000 Water System Revenue Bonds, Series 2013, dated August 7, 2013, (iii) \$3,850,000 Water System Revenue Bonds, Series 2014, dated September 10, 2014, (iv) \$22,735,000 Water System Revenue Refunding Bonds, Series 2015, dated October 28, 2015, (v) \$23,830,000 Water System Revenue Refunding Bonds, Series 2016, dated October 4, 2016, and (vi) \$6,685,000 Water System Revenue Bonds, Series 2020, dated August 6, 2020 (collectively, the “**Outstanding Bonds**”), only from the income and revenues to be derived from the operation of the Municipality’s water utility (the “**System**”) and set aside in the “Water System Special Redemption Fund,” which was created by a resolution adopted by the governing body of the Municipality on January 17, 2007 (the “**2007A Resolution**”) and affirmed and continued by subsequent resolutions, including a resolution adopted by the governing body of the Municipality on July 21, 2021 (the “**2021 Resolution**”). The 2021 Resolution is entitled “A Resolution Authorizing and Providing for the Sale and Issuance of \$8,360,000 Water System Revenue Bonds, Series 2021, and All Related Details.” Reference is hereby made to the 2021 Resolution for a more complete statement of the revenues from which and conditions under which this Bond is payable, the provisions pursuant to which this Bond has been issued, and the conditions under which bonds may hereafter be issued on a parity with this Bond. The Bonds rank on a parity with the Outstanding Bonds. This Bond does not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision.

This Bond is a valid claim of the registered owner hereof only against the Water System Special Redemption Fund and the revenues of the System pledged to the Water System Special Redemption Fund. Revenues of the System have been pledged to the Water System Special Redemption Fund and will be used for no other purpose than to pay the principal of, and interest on, the Bonds and all other obligations payable from the revenues of the System (including the Outstanding Bonds) that are issued on a parity and equality with the Bonds and the Outstanding Bonds, as the same becomes due.

On the date of their initial delivery, the Bonds will be maintained in a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Bonds electronically (a “**Book-Entry System**”). So long as the Bonds are maintained in a Book-Entry System, the principal of, and interest on, this Bond will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Municipality or any successor fiscal agent appointed by the Municipality (hereinafter, the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Bonds.

If on any date the Bonds are not being maintained in a Book-Entry System, then (i) the principal of this Bond will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or prior redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Bond will be paid by the Fiscal Agent on each interest payment date by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name this Bond is registered in the register (the “**Register**”)

maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Municipality and the Fiscal Agent may treat the entity or person in whose name this Bond is registered on the Register as the absolute owner of this Bond for all purposes.

The Bonds maturing on or after January 1, 2030 are subject to redemption prior to their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on January 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples as described below[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption.]

[The Bonds maturing on January 1 in the years 20__, 20__, 20__, 20__, and 20__ (collectively, the “**Term Bonds**”) are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”) the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing January 1, 20__

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20__

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20	,000
20	,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing January 1, 20

Sinking Fund Redemption Date (January 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount so redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in the manner described below and the Municipality will give notice of the redemption in the manner described below.]

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Bonds are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amounts to the successor securities depository and the Bonds will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Bond is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of any Bonds to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption

may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

The Municipality certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Bond and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; and that a sufficient amount of the income and revenue to be received by the Municipality from the operation of the System has been pledged to and will be set aside into a special fund for the payment of the principal of, and interest on, this Bond.

IN WITNESS WHEREOF, the Municipality, by its governing body, has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk, and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

[SEAL]

And: _____
Clerk

CERTIFICATE OF AUTHENTICATION:

Dated: August ____, 2021

This Bond is one of the Bonds described in the within-mentioned Resolution.

Director of Finance, as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Bond and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

NOTICE: Signatures must be guaranteed by an “eligible guarantor institution” meeting the requirements of the Fiscal Agent, which requirements include membership or participation in the Securities Transfer Association Medallion Program (“STAMP”) or such other “signature guarantee program” as may be determined by the Fiscal Agent in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

NOTE: The signature to this assignment must correspond with the name as written on the face of the within Bond in every particular, without alteration or enlargement or change whatsoever. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of such person’s authority to act must accompany this Bond.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO
WATER SYSTEM REVENUE BOND SALE

On July 21, 2021, pursuant to Section 66.0621 of the Wisconsin Statutes, a resolution was offered, read, approved and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell water system revenue refunding bonds in the principal amount of \$8,360,000. It is anticipated that the closing of this bond financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said bonds is on file and may be examined in the office of the City Clerk at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July ____, 2021

/s/ Kami Lynch
City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch, certify that I am the duly qualified Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

A Resolution Authorizing and Providing for the Sale and Issuance of \$8,360,000 Water System Revenue Refunding Bonds, Series 2021, and All Related Details

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at ____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Municipality. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of, and Roll Call Vote on, Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July __, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

**COMMON COUNCIL
OF THE
CITY OF APPLETON, WISCONSIN**

July 21, 2021

Resolution No.: None

**A Resolution Authorizing and Providing for the Sale and Issuance of
\$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021,
and All Related Details**

RECITALS

The Common Council (the “**Governing Body**”) of the City of Appleton, Wisconsin (the “**Municipality**”) makes the following findings and determinations:

1. The Municipality currently owns and operates a municipal sewerage system (the “**System**”, as more fully defined below), which is a “public utility” (within the meaning of Section 66.0621 (1)(b) of the Wisconsin Statutes).

2. Under the provisions of Section 66.0621 of the Wisconsin Statutes, as amended (the “**Act**”), the Municipality may, by action of the Governing Body, provide for purchasing, acquiring, leasing, constructing, extending, adding to, improving, conducting, controlling, operating, or managing the System, and the refunding of municipal obligations issued for such purposes, from the proceeds of obligations that are payable only from the income and revenues derived from the operation of the System.

3. On September 21, 2005, the Governing Body adopted a resolution, which was amended on October 5, 2005 (together, the “**2005 Resolution**”), authorizing the issuance of the Municipality’s \$4,735,000 Sewerage System Revenue Refunding Bonds, Series 2005, dated October 15, 2005 (the “**Series 2005 Bonds**”). The Series 2005 Bonds were retired on May 1, 2010.

4. On August 3, 2011, the Governing Body adopted a resolution (the “**2011 Resolution**”), authorizing the issuance of the Municipality’s \$3,735,000 Sewerage System Revenue Bonds, Series 2011, dated August 24, 2011 (the “**Series 2011 Bonds**”). The Series 2011 Bonds are currently outstanding in the aggregate principal amount of \$2,300,000.

5. On September 5, 2018, the Governing Body adopted a resolution (the “**2018 Resolution**”), authorizing the issuance of the Municipality’s \$5,245,000 Sewerage System Revenue Refunding Bonds, Series 2018, dated October 9, 2018 (the “**Series 2018 Bonds**”). The Series 2018 Bonds are currently outstanding in the aggregate principal amount of \$3,725,000.

6. On July 15, 2020, the Governing Body adopted a resolution (the “**2020 Resolution**”), authorizing the issuance of the Municipality’s \$10,850,000 Sewerage System

Revenue Refunding Bonds, Series 2020, dated August 6, 2020 (the “**Series 2020 Bonds**”). The Series 2020 Bonds are currently outstanding in the aggregate principal amount of \$10,330,000.

7. No other outstanding obligations are payable from the income and revenues derived from the operation of the System.

8. The Municipality needs funds to finance (i) certain additions, extensions, and improvements to the System, including, but not limited to, construction of and improvements to sewer mains and laterals, and equipment and building improvements at the wastewater treatment facility (collectively, the “**Project**”) and (ii) the current refunding of the outstanding Series 2011 Bonds (the “**Refunding**”).

9. The Governing Body wishes to finance the costs of the Project and the Refunding by authorizing, selling, and issuing its \$9,040,000 in principal amount of Sewerage System Revenue Refunding Bonds, Series 2021 (the “**Bonds**”). The Bonds will be issued pursuant to the provisions of the Act, on the terms and conditions described in this resolution, and will be secured by and payable from the income and revenues derived and to be derived from the operation of the System. The Bonds will be issued on a parity and equality of rank with the Series 2018 Bonds and Series 2020 Bonds (collectively, the “**Outstanding Bonds**”).

10. Section 21 of the 2005 Resolution (the “**Additional Bonds Test**”), which section is continued under each of the resolutions authorizing the issuance of the Outstanding Bonds, authorizes the issuance of additional bonds on a parity and equality of rank with the Outstanding Bonds upon compliance with the conditions set forth under the Additional Bonds Test. All conditions set forth under the Additional Bonds Test have been or will be satisfied prior to the issuance of the Bonds.

11. In accordance with the provisions of Section 66.0621 (4)(a)2 of the Wisconsin Statutes and this resolution (i) interest on the Bonds will be payable at least annually, and (ii) payment of principal of the Bonds will commence not later than 3 years after the date of issuance of the Bonds. The requirement each year to pay both principal of and interest on the Bonds will be reasonable and in accordance with prudent municipal utility management practices.

12. Robert W. Baird & Co. Incorporated (the “**Bond Purchaser**”), or a group that it represents, has offered to purchase the Bonds for \$_____, plus payment by the Bond Purchaser on behalf of the Municipality of \$_____ for the costs of issuing the Bonds (the “**Purchase Price**”).

13. The Municipality has taken all actions required by law and has the power to sell and issue the Bonds.

14. The Governing Body will adopt this resolution to sell and issue the Bonds.

RESOLUTIONS

The Governing Body resolves as follows:

Section 1. Definitions.

In addition to the capitalized terms defined in the recitals above, capitalized terms not otherwise defined in this resolution shall have the meanings set forth below unless the context requires another meaning.

“**Act**” means Section 66.0621 of the Wisconsin Statutes, as amended.

“**Bond Counsel**” means (i) as of the Original Issue Date, Foley & Lardner LLP, and (ii) after the Original Issue Date, either Foley & Lardner LLP or any other nationally recognized firm of attorneys, employed by the Municipality, experienced in municipal finance whose legal and tax opinions are generally accepted by purchasers of municipal obligations.

“**Bonds**” means the \$9,040,000 City of Appleton, Wisconsin Sewerage System Revenue Refunding Bonds, Series 2021, which will be issued pursuant to this resolution.

“**Bond Purchase Agreement**” means the purchase agreement signed and presented by the Bond Purchaser to evidence the purchase of the Bonds.

“**Bond Purchaser**” has the meaning given in the recitals to this resolution.

“**Bond Register**” means the register maintained by the Fiscal Agent at its designated office, in which the Fiscal Agent records:

- (i) the name and address of the owner of each Bond.
- (ii) all transfers of each Bond.

“**Book-Entry System**” means a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality, or in the name of such a depository’s nominee, and the depository and its participants record beneficial ownership and transfers of the Bonds electronically.

“**Code**” means the Internal Revenue Code of 1986, as amended.

“**Continuing Disclosure Agreement**” means the Continuing Disclosure Agreement, dated as of the Original Issue Date, to be executed by the Municipality and delivered on the closing date of the Bonds.

“**Current Expenses**” means the reasonable and necessary cost of operating, maintaining, administering, insuring, and repairing the System as determined in accordance with generally accepted accounting principles and shall include, but not be limited to, salaries, premiums for insurance, wages, cost of materials and supplies, insurance, and audits but shall exclude allowances for depreciation, debt service on obligations of the System, tax equivalents, capital expenditures, and accumulations of reserves.

“**Depository**” means DTC or any successor appointed by the Municipality and acting as securities depository for the Bonds.

“**DTC**” means The Depository Trust Company, New York, New York.

“**Financial Officer**” means the Municipality’s Director of Finance.

“**Fiscal Agent**” means the Municipality’s Director of Finance or any successor fiscal agent appointed by the Municipality to act as authentication agent, paying agent, and registrar for the Bonds pursuant to Section 67.10 (2) of the Wisconsin Statutes.

“**Fiscal Year**” means the twelve-month period beginning on January 1 of each year and ending on December 31 of each year. The Municipality may change the Fiscal Year of the System if the Original Purchasers consent to the change. If the Original Purchasers consent to the change, then the change will not constitute a modification, change, amendment, or alteration of this resolution for purposes of Section 24 of this resolution.

“**Governing Body**” means the Municipality’s Common Council.

“**Gross Revenues**” means the gross revenues of the System from all sources, excluding (i) customer deposits, (ii) collected taxes imposed by other governmental entities, and (iii) earnings on amounts held in the Special Redemption Fund, the Depreciation Fund, and any construction or proceeds fund created under this resolution or under a resolution authorizing the issuance of Parity Bonds.

“**Independent Consultant**” means a recognized engineer or firm of engineers or a recognized certified public accountant or firm of certified public accountants who or which is not an officer or regular employee of the Municipality or the System and who or which is not devoting substantially all of his, her or its time and efforts to the affairs of the System.

“**Minimum Reserve Amount**” means the maximum annual debt service coming due in any future year on the Bonds and Parity Bonds then outstanding.

“**Municipal Officers**” means the Mayor and Clerk of the Municipality. These are the officers required by law to execute revenue obligations on the Municipality’s behalf.

“**Municipality**” means the City of Appleton, Wisconsin.

“**Net Revenues**” means Gross Revenues after deduction of Current Expenses, plus earnings on moneys held in the Special Redemption Fund.

“**Original Issue Date**” means August 11, 2021.

“**Original Purchasers**” means the Bond Purchaser and the initial purchaser of each issue of Parity Bonds (including the Outstanding Bonds), so long as the issue of Parity Bonds remains outstanding.

“**Outstanding Bonds**” has the meaning given in the recitals to this resolution.

“**Parity Bonds**” means all other obligations payable from the revenues of the System (including the Outstanding Bonds) other than the Bonds, but issued on a parity and equality with the Bonds and the Outstanding Bonds pursuant to the restrictive provisions of the applicable sections of the Prior Resolutions and of Section 21 of this resolution.

“**Prior Resolutions**” means the 2018 Resolution and the 2020 Resolution, each as defined in the recitals to this resolution.

“**Project**” has the meaning given in the recitals to this resolution.

“**Purchase Price**” has the meaning given in the recitals to this resolution.

“**Record Date**” means the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date for the Bonds.

“**Recording Officer**” means the Municipality’s Clerk.

[“**Redemption Agent**” means Associated Trust Company, National Association.]

“**Redemption Date**” means August 25, 2021.

“**Refunded Bonds**” means the outstanding principal amount of the Series 2011 Bonds, as defined in the recitals to this resolution..

“**Refunding**” has the meaning given in the recitals to this resolution.

“**Reserve Account**” means the Reserve Account of the Special Redemption Fund.

“**Special Redemption Fund**” means the fund designated as such and described in Section 18 of this resolution.

“**System**” means the sewer utility of the Municipality, which shall include all property of every nature now or hereafter owned by the Municipality for the collection, treatment, storage, metering, transmission, and disposal of domestic, industrial, and public sewage, including all improvements and extensions thereto made by the Municipality while any of the Bonds or Parity Bonds remain outstanding and including all appurtenances, contracts, leases, franchises, and other intangibles.

[“**Term Bonds**” means the Bonds maturing on May 1 in the years 20__ and 20___.]

Section 2. Exhibits.

The attached exhibits are also a part of this resolution as though they were fully written out in this resolution:

- (i) *Exhibit A* - Form of Bond.
- (ii) *Exhibit B* - Notice to Electors of Sale.

Section 3. Purposes of Borrowing; Issuance of Bonds.

The Governing Body authorizes the Bonds and orders that they be prepared, executed, and issued. The Bonds will be fully registered, negotiable, sewerage system revenue refunding bonds of the Municipality in the aggregate principal amount of \$9,040,000. The Bonds will be issued pursuant to the Act to pay the costs of the Project, the Refunding, and issuing the Bonds (including, but not limited to, printing costs and fees for underwriting, financial consultants, bond counsel, fiscal agent, rating agencies, bond insurance, and registration, as applicable).

Section 4. Terms of Bonds.

The Bonds will be named “City of Appleton, Wisconsin Sewerage System Revenue Refunding Bonds, Series 2021.” The Bonds will be dated the Original Issue Date, even if they are actually issued or executed on another date. Each Bond will also be dated the date on which it is authenticated by the Fiscal Agent. That date is its registration date.

The face amount of each Bond will be \$5,000 or any multiple thereof up to the principal amount authorized for that maturity.

The Bonds will bear interest from the Original Issue Date. Interest on the Bonds will be payable on each May 1 and November 1, beginning on November 1, 2021, until the principal of the Bonds has been paid. Interest on each Bond will be (i) computed on the basis of a 360-day year of twelve 30-day months and (ii) payable to the entity or person in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date. The Municipality and the Fiscal Agent may treat the entity or person in whose name any Bond is registered on the Bond Register as the absolute owner of the Bonds for all purposes whatsoever under this resolution. The Bonds will be numbered consecutively as may be required to comply with any applicable rules or customs or as determined by the Municipal Officers executing the Bonds.

The following table shows when the Bonds will mature and the rate of interest each maturity will bear:

<u>Principal Maturity Date (May 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Principal Maturity Date (May 1)</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2022	\$440,000	.00%	2032	\$345,000	.00%
2023	445,000	.00	2033	355,000	.00
2024	465,000	.00	2034	365,000	.00
2025	475,000	.00	2035	380,000	.00
2026	490,000	.00	2036	390,000	.0
2027	510,000	.00	2037	405,000	.00
2028	525,000	.00	2038	420,000	.00
2029	535,000	.00	2039	430,000	.00
2030	555,000	.00	2040	445,000	.00
2031	605,000	.00	2041	460,000	.00

The principal of, and interest on, the Bonds will be payable in lawful money of the United States of America.

Section 5. Fiscal Agent; Redemption Agent.

The Municipality appoints the Fiscal Agent to act as authentication agent, paying agent, and registrar for the Bonds. Among other things, the Fiscal Agent shall maintain the Bond Register.

[The Municipality appoints the Redemption Agent to act as redemption agent for the Bonds, which includes giving notice of redemption on behalf of the Municipality for the Term Bonds as described in Section 8. The appropriate officers of the District are directed to enter into a redemption agent agreement with the Redemption Agent on behalf of the Municipality. Such agreement may provide for the Municipality to pay the reasonable and customary charges of the Redemption Agent for its services.]

Section 6. Appointment of Depository.

The Municipality appoints DTC to act as securities depository for the Bonds. An authorized representative of the Municipality has previously executed a blanket issuer letter of representations with DTC on the Municipality's behalf, and the Municipality ratifies and approves that document.

Section 7. Book-Entry System.

On the date of their initial delivery, the Bonds will be registered in the name of DTC or its nominee and maintained in a Book-Entry System. If the Municipality's relationship with DTC is terminated, then the Municipality may appoint another securities depository to maintain the Book-Entry System.

If on any date the Bonds are not being maintained in a Book-Entry System, then the Municipality will do the following:

- (i) At its expense, the Municipality will prepare, authenticate, and deliver to the beneficial owners of the Bonds fully-registered, certificated Bonds in the denomination of \$5,000 or any multiple thereof in the aggregate principal amount then outstanding. The beneficial owners will be those shown on the records of the Depository and its direct and indirect participants.
- (ii) The Municipality will appoint a fiscal agent to act as authentication agent, paying agent, and registrar for the Bonds under Section 67.10 (2) of the Wisconsin Statutes.

Section 8. Redemption.

The Bonds maturing on and after May 1, 2030 are subject to redemption before their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on May 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed, plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples in accordance with Sections 9 and 10 hereof[, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption].

[The Term Bonds are also subject to mandatory partial redemptions prior to their stated maturity dates by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”), the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

<u>Term Bonds Maturing May 1, 20</u>	
Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
_____	_____
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing May 1, 20

<u>Sinking Fund Redemption Date (May 1)</u>	<u>Principal Amount To be Redeemed</u>
20	\$,000
20	,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in accordance with Sections 9 and 10 hereof, and the Municipality will give notice of the redemption in the manner stated in this resolution.]

Section 9. Manner of Payment/Transfers/Redemption Notices Under Book-Entry System.

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Payment. The Fiscal Agent is directed to pay the principal of, and interest on, the Bonds by wire transfer to the Depository or its nominee in accordance with the Depository's rules that are then in effect.

Transfers. The Bonds are transferable, only upon the Bond Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amount to the successor securities depository, and the Bonds will be recorded as transferred to the successor securities depository in the Bond Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than

60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

Section 10. Manner of Payment/Transfers/Redemption Notices Not Under Book-Entry System.

If on any date the Bonds are *not* being maintained in a Book-Entry System, then the following provisions apply:

Payment. The Fiscal Agent will pay the principal of each Bond upon its presentation and surrender on or after its maturity or earlier redemption date at the designated office of the Fiscal Agent, and the Fiscal Agent will pay, on each interest payment date, the interest on each Bond by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail, to the person or entity in whose name the Bond is registered on the Bond Register at the end of the day on the applicable Record Date.

Transfers. Each Bond is transferable, only upon the Bond Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after the Bond has been called for redemption.

Partial Redemptions. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of the Bonds to be redeemed at the respective addresses set forth in the Bond Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

Section 11. Form of Bonds.

The Bonds shall be in substantially the form shown in Exhibit A hereto. Omissions, insertions, or variations are permitted if they are deemed necessary or desirable and are consistent with this resolution or any supplemental resolution. The Municipality may cause the approving opinion of bond counsel to be printed or reproduced on the Bonds.

Section 12. Execution of Bonds.

The Bonds shall be signed by the persons who are the Municipal Officers on the date on which the Bonds are signed. The Bonds shall be sealed with the Municipality's corporate seal (or a facsimile thereof), if the Municipality has one, and the Bonds shall also be authenticated by the manual signature of the Fiscal Agent.

The Bonds will be valid and binding even if before they are delivered any person whose signature appears on the Bonds is no longer living or is no longer the person authorized to sign the Bonds. In that event, the Bonds will have the same effect as if the person were living or were still the person authorized to sign the Bonds.

A facsimile signature may be used as long as at least one signature of a Municipal Officer is a manual signature or the Fiscal Agent's certificate of authentication has a manual signature. If a facsimile signature is used, then it will be treated as the officer's own signature.

Section 13. Continuing Disclosure.

The appropriate officers of the Municipality are directed to sign the Continuing Disclosure Agreement, and the Municipality agrees to comply with all its terms.

Section 14. Payable Only From Special Redemption Fund.

The Bonds and any Parity Bonds, together with interest thereon, will be payable only out of the Special Redemption Fund as provided in the Prior Resolutions and in this resolution. The registered owners of the Bonds and any Parity Bonds will have a valid claim only against the Special Redemption Fund and the revenues pledged to such fund.

Section 15. Pledge.

The Municipality pledges sufficient revenues of the System to the Special Redemption Fund to pay the principal of and interest on the Bonds and any Parity Bonds as provided in this resolution. Such revenues will be used for no purpose other than to pay the principal of and interest on the Bonds and any Parity Bonds on the dates on which such amounts are due. The Bonds and any Parity Bonds, together with the interest thereon, shall not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision and shall not constitute a general obligation of the Municipality or a charge against its general credit or taxing power. The Municipality will not be liable for the payment of the principal of and interest on the Bonds, except as provided in this resolution.

Section 16. Equality of Lien.

All Bonds and any Parity Bonds, regardless of issue dates, maturity dates, or series designations, will be secured equally by the pledge of the Net Revenues of the System and all amounts in the Special Redemption Fund.

Section 17. Parity Bonds.

Except as permitted by Section 21(a) of this resolution, the Municipality will issue no bonds or other obligations payable from the revenues of the System, or enjoying a lien on the revenues or property of the System, that have a priority over the Outstanding Bonds and the Bonds with respect to their payment or security. The Municipality may issue Parity Bonds on the terms and conditions set forth in the applicable section of each Prior Resolution and Section 21 of this resolution.

Section 18. Funds and Accounts.

(a) Funds and Accounts.

The Municipality affirms and continues or creates, as applicable, the following funds and accounts of the System, some of which were originally created under the 2005 Resolution (collectively, the “**Funds and Accounts**”), to provide for the collection, distribution, and use of the Gross Revenues and the proceeds of the Bonds:

- (1) Sewerage System Revenue Fund (the “**Revenue Fund**”), into which the entire Gross Revenues shall be deposited as received.
- (2) Sewerage System Operation and Maintenance Fund (the “**Operation and Maintenance Fund**”), which shall be used to hold amounts expected to be used for the payment of the reasonable and necessary expenses of operating and maintaining the System, including salaries, wages, materials, supplies, and insurance, and for the purposes described in Section 19(c)(1) of this resolution.
- (3) Sewerage System Special Redemption Fund, which will be divided into the following three accounts: (i) the “**Interest and Principal Account**”, (ii) the “**Earnings Account**”, and (iii) the “**Reserve Account.**” Amounts held in the Interest and Principal Account and the Earnings Account will be used only to pay interest on and principal of the Bonds and Parity Bonds as provided in this resolution. Amounts held in the Reserve Account will be used to pay principal of or interest on the Bonds or any Parity Bonds at any time when amounts in the Interest and Principal Account and the Earnings Account are insufficient to make those payments. Notwithstanding the foregoing, to effect the Refunding, an additional account shall be created within the Special Redemption Fund with the name “**2021 Escrow Account**”. Funds held in the 2021 Escrow Account shall be used to pay the redemption price of the Refunded Bonds on the Redemption Date. Any balance remaining in the 2021 Escrow

Account after the Redemption Date shall be transferred to the Earnings Account.

- (4) Sewerage System Depreciation Fund (the “**Depreciation Fund**”), which will be used to hold amounts expected to be used to pay for repairs, replacements, extensions, or additions to the System, provided that amounts in the Depreciation Fund can be used for any such purpose only if such amounts are not needed to make up any deficiency in the Interest and Principal Account or the Reserve Account.
- (5) Sewerage System Surplus Fund (the “**Surplus Fund**”), amounts in which will be used for the purposes described in Section 19(c)(4) of this resolution.
- (6) 2021 Sewerage System Construction Fund (the “**2021 Construction Fund**”), amounts in which will be used to pay (i) the costs of issuing of the Bonds (including fees for any bond insurance policies securing the Bonds) and the costs of the Project, or (ii) interest on the Bonds at any time when there shall be insufficient money in the Special Redemption Fund for that purpose. Any balance remaining in the 2021 Construction Fund after completion of the Project shall be transferred to the Earnings Account.

(b) **Limitation on the Use of Amounts in the Funds and Accounts.**

Amounts held in the Funds and Accounts shall be used only for the purposes described in this resolution.

(c) **Requirement to Maintain the Special Redemption Fund as a Separate Fund.**

The Special Redemption Fund shall be maintained as a separate fund in the treasury of the Municipality. The other Funds and Accounts may be combined in a single investment or bank account.

(d) **Investment of Amounts held in Funds and Accounts.**

Amounts in the Funds and Accounts may be invested in any manner permitted by the laws of Wisconsin, subject to the following limitations:

- (1) The investments in each Fund or Account shall be sold whenever necessary to provide funds for the purposes for which the Fund or Account was created.
- (2) In particular, amounts in the Reserve Account shall be invested so that sufficient funds will be available on each interest payment date for the Bonds and any Parity Bonds to make the required interest and principal

payments in the event amounts in the Interest and Principal Account and the Earnings Account are insufficient to make the payments.

- (3) No investment may be purchased or retained if the purchase of the investment or its retention would cause any Bond to be an “arbitrage bond” (within the meaning of Section 148 of the Code or the Treasury Regulations promulgated thereunder).
- (4) All investments held in the Funds and Accounts shall be secured to the fullest extent required by the laws of Wisconsin.
- (e) **Required Transfers of Earnings on Certain Funds and Accounts.**

All income from the investment of amounts in the Special Redemption Fund shall be transferred to the Earnings Account. All income from the investment of amounts in the 2021 Construction Fund shall be retained in the 2021 Construction Fund. All income from the investment of amounts in the Depreciation Fund shall be retained in the Depreciation Fund. All income from the investment of amounts in all other Funds and Accounts shall be deposited in the Revenue Fund and regarded as revenues of the System.

(f) **Rebate Matters.**

To comply with the rebate requirements of Section 148(f) of the Code and the related Treasury Regulations:

- (1) The Municipality shall cause a determination to be made, by engaging Bond Counsel or another qualified rebate determination provider, of the amount, if any, of rebate required to be paid with respect to the Bonds to the United States Treasury at least every five years (as of the anniversary date of the issuance of the Bonds) and upon the retirement of the last Bond. The Municipality may pay reasonable compensation to the rebate determination provider for the performance of such services.
- (2) The Municipality shall make required rebate payments to the United States Treasury with respect to the Bonds at such times and in such amounts and manner as are required by the Code and the related Treasury Regulations.
- (3) The Municipality shall keep records of the rebate determinations prepared and rebate payments made until three years after the April 15th following the retirement of the last Bond.

Section 19. Application of Revenues.

(a) **Deposits to Revenue Fund and Transfers From Revenue Fund.**

Until all Bonds and Parity Bonds, if any, have been retired, or until there is on deposit in the Special Redemption Fund an amount sufficient to provide for the payment of the principal of all outstanding Bonds and Parity Bonds, if any, together with the interest thereon to

maturity, the Gross Revenues shall, to the extent permitted by law, be deposited as collected in the Revenue Fund and shall be transferred from the Revenue Fund and deposited in the Operation and Maintenance Fund, the Special Redemption Fund, the Depreciation Fund and the Surplus Fund in the following order:

- (1) A sum sufficient of the money in the Revenue Fund for the purposes of the Operation and Maintenance Fund shall be deposited in the Operation and Maintenance Fund.
- (2) A sum sufficient of the money in the Revenue Fund for the purposes of the Special Redemption Fund shall be deposited in the Special Redemption Fund.
- (3) A sum sufficient of the money in the Revenue Fund for the purposes of the Depreciation Fund shall be deposited in the Depreciation Fund.
- (4) The remainder of the money in the Revenue Fund shall be deposited in the Surplus Fund.

Transfers from the Revenue Fund to the Operation and Maintenance Fund, the Special Redemption Fund, the Depreciation Fund, and the Surplus Fund shall be made in the order indicated above, at such times as are necessary to carry out the purposes of the respective funds.

(b) **Transfers to the Special Redemption Fund.**

The Governing Body intends that the amount of money deposited in the Special Redemption Fund from all sources will be sufficient to (i) pay the interest on the Bonds and any Parity Bonds as the same becomes due, (ii) retire the principal amounts of the Bonds and any Parity Bonds at maturity, and (iii) provide for any required monthly deposits to the Reserve Account.

(c) **Transfers Among Certain Funds and Accounts; Uses of Amounts in Funds and Accounts.**

Amounts deposited in the following Funds and Accounts shall be held, used or transferred as follows:

- (1) *Operation and Maintenance Fund.* Amounts deposited in the Operation and Maintenance Fund shall be used for the purposes described in Section 18(a)(2) of this resolution, unless the balance in the Operation and Maintenance Fund exceeds the estimated operating and maintenance expenses of the System for the next succeeding sixty days, in which case the excess amount shall (i) be transferred to the Special Redemption Fund to remedy any deficiency in the Special Redemption Fund or, (ii) if or to the extent that no such deficiency exists, then the remaining excess amount shall be transferred to the Surplus Fund.

- (2) *Interest and Principal Account and Earnings Account.* Amounts deposited in the Special Redemption Fund shall first be used to deposit each month into the Interest and Principal Account an amount equal to one-sixth (1/6) of the next installment of interest due on the Bonds and Parity Bonds then outstanding, plus an amount equal to one-twelfth (1/12) of the next installment of principal of the Bonds and Parity Bonds coming due, until the full amount of such installments is on deposit in the Interest and Principal Account. The deposits shall be made first from the Earnings Account until it is depleted, and all moneys in the Earnings Account will be deemed to have been used first in payment of interest on the Bonds and Parity Bonds. Any funds remaining in the Earnings Account after each such transfer shall first be transferred to the Interest and Principal Account until there is on hand in the Interest and Principal Account an amount equal to the full amount of interest and principal coming due on the Bonds and any Parity Bonds then outstanding during the 12 months following the date of such transfer and after that either (i) be used to retire the Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders of the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date or (ii) be invested so as to restrict the yield thereon to avoid the Bonds or Parity Bonds being classified as “arbitrage bonds” within the meaning of Section 148 of the Code or any Treasury Regulations promulgated thereunder. Notwithstanding the foregoing, unless the Municipality is provided with an opinion of Bond Counsel that the action specified below will not adversely affect the exclusion of interest on the Bonds or the applicable issue of Parity Bonds from gross income for federal income tax purposes (i) moneys in the Earnings Account that are allocable to “proceeds” (within the meaning of Treas. Reg. § 1.148-1(b)) of the Bonds or any issue of Parity Bonds may only be deposited in the Interest and Principal Account if such moneys will be used to pay interest on or principal of the issue to which such proceeds are allocable, and (ii) no moneys that are allocable to proceeds of the Bonds or any issue of Parity Bonds may be used to pay interest on or principal of obligations that are not part of the issue to which the proceeds are allocable.
- (3) *Reserve Account.* The next available amounts in the Special Redemption Fund shall be used to make monthly transfers to the Reserve Account until there is on hand in the Reserve Account an amount equal to the Minimum Reserve Amount. Amounts in the Reserve Account shall be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds whenever the Interest and Principal Account and the Earnings Account are insufficient for that purpose. Any amounts in the Reserve Account in excess of the Minimum Reserve Amount shall be transferred to the Earnings Account. For the purpose of computing the Minimum Reserve Amount, all investments in the Reserve Account shall be valued

semiannually, on each interest payment date, at then current market value. In the event that amounts are withdrawn from the Reserve Account or amounts on deposit in the Reserve Account on any valuation date are less than the Minimum Reserve Amount, the Municipality, from revenues of the System, shall restore any amounts so withdrawn or any shortfall so that 12 months following such withdrawal or shortfall the amount on deposit in the Reserve Account equals the Minimum Reserve Amount. If, 12 months following any withdrawal from the Reserve Account, the amount on deposit in the Reserve Account is less than the Minimum Reserve Amount, then the Financial Officer shall certify to the Governing Body the amount necessary to restore the Reserve Account to the Minimum Reserve Amount. Recognizing its moral obligation to do so, the Governing Body expresses its expectation and aspiration that, if presented with such a certification, it will make an appropriation of funds sufficient to restore the Reserve Account to the Minimum Reserve Amount. The Governing Body determines that the System and any appropriation of funds pursuant to this moral obligation pledge serves a public purpose by safeguarding the health and welfare of its citizens.

- (4) *Surplus Fund.* Amounts in the Surplus Fund shall first be used whenever necessary to pay principal of or interest on the Bonds and Parity Bonds when the Special Redemption Fund is insufficient for that purpose, and thereafter to remedy any deficiency in any of the Funds or Accounts, or if at the close of any Fiscal Year there is no such deficiency, then such amounts may be disbursed as follows:
- (i) to retire Bonds or Parity Bonds in advance of maturity by redemption or by purchase of such bonds on the open market or an invitation and receipt of tenders at the lowest dollar price or prices obtainable, but not exceeding the lowest price at which such bonds could be redeemed on the next succeeding redemption date; or
 - (ii) to rebate payments made by customers of the System pursuant to any plan adopted by the Governing Body of the Municipality; or
 - (iii) to the general fund of the Municipality.

All transfers and deposits within any Fund or Account or to any other Fund or Account required or permitted by this section shall be made at such times as are necessary to carry out the purposes of the applicable Fund or Account.

Section 20. Agreements and Covenants Regarding the Operation of the System.

The Municipality agrees and covenants with each and every registered owner of the Bonds and Parity Bonds as follows:

- (a) The reasonable cost and value of any service rendered to the Municipality by the System by furnishing utility services, including, but not limited to, fire, police, safety, and health protection, will, to the extent permitted by law, be charged against the Municipality and be paid by it monthly as the service accrues out of the current revenues of the Municipality collected or in process of collection, but not from Gross Revenues, and, if necessary, out of the tax levy of the Municipality made by it to raise money to meet its necessary current expenses.
- (b) The Municipality will faithfully and punctually perform all duties concerning the System required by the constitution and statutes of the State of Wisconsin, including the making and collecting of reasonable, lawful, and sufficient rates for services rendered by the System and the segregation and application of the revenues of the System as provided in this resolution.
- (c) The Municipality will not sell, lease, or in any manner dispose of all or any part of the System, or any additions or extensions that may be made to the System, until all Bonds and Parity Bonds have been paid in full, both principal and interest, or until provision has been made for the payment in full of all Bonds and Parity Bonds, both principal and interest, unless the property to be sold, leased or otherwise disposed of has been found by the Governing Body not to be necessary or useful in the operation of the System. The proceeds received from any sale, lease, or disposal of any such property of the System shall be paid into (i) the Earnings Account of the Special Redemption Fund, if the property sold was acquired or improved with proceeds of the Bonds or any Parity Bonds that are tax-exempt obligations, or (ii) the Revenue Fund, in all other cases but shall not be permitted to reduce the amount otherwise required to be paid into said funds.
- (d) The Municipality will: (i) operate and maintain the System in good condition; (ii) charge and collect such lawfully established rates and charges for the service rendered by the System so that the Gross Revenues of the System will be sufficient to make the payments into the Funds and Accounts created or continued by this resolution and provide for Net Revenues at least equal to 1.20 times the highest combined annual interest and principal requirements on all Bonds and Parity Bonds then outstanding; and (iii) promptly take such actions as are necessary to adopt and enforce increased rates whenever such increase shall be necessary to fulfill any covenant of this resolution.
- (e) The Municipality will keep proper books and accounts relating to the System separate from all other records of the Municipality and will cause such books and accounts to be audited annually by a recognized independent firm of certified public accountants and will make available to the owners of any of the Bonds or Parity Bonds the latest balance sheet

and the profit and loss statement of the System as certified by such accountants. The registered owners of any Bonds or Parity Bonds will have the right to inspect the System and the records, accounts and data of the Municipality relating to the System at all reasonable times. Each audit of the books and accounts of the System, in addition to whatever matters may be thought proper by the accountants to be included therein, shall include the following: (i) a statement in detail of the revenues and expenditures of the System for the Fiscal Year; (ii) a statement of the Net Revenues as herein defined for the Fiscal Year; (iii) a balance sheet as of the end of the Fiscal Year; (iv) the accountants' comment regarding the manner in which the Municipality has carried out the requirements of this resolution and the accountants' recommendation for any changes or improvements in the operation of the System; (v) a list of the insurance policies in force at the end of the Fiscal Year setting out as to each policy the amount of the policy, the risks covered, the name of the insurer and the expiration date of the policy; and (vi) the number and types of connections at the end of the Fiscal Year.

- (f) The Municipality will carry, for the benefit of the registered owners of the Bonds and Parity Bonds, insurance of a kind and in such amounts as would usually be carried by private companies or other public bodies engaged in operating a similar utility system. All amounts received for losses under any of such insurance policies, except public liability, shall be used in repairing the damage or in replacing the property destroyed, unless the Governing Body finds that it is not advisable to repair such damage or replace such property and that the operation of the System will not be impaired if such property is not repaired or such property is not replaced, in which case such amounts shall be deposited in the Earnings Account, provided that any amounts deposited in the Earnings Account shall not reduce the amounts otherwise required to be paid into the Special Redemption Fund.
- (g) The Municipality will grant no franchise for the operation of another System (or any part thereof) within the geographic limits of the Municipality, unless the denial of such franchise would be in violation of any law.
- (h) The Municipality will by resolution of its Governing Body require all buildings in the Municipality used for human habitation and located adjacent to service from the System, or located in a block through which service from the System extends, to be connected with service from the System.
- (i) The Municipality will not enter into any contract with any person or persons which would cause any Outstanding Bonds, that were issued with the intent that interest on the issue would be excluded from gross income for federal income tax purposes, or Bonds to become "private activity

bonds,” within the meaning of Section 141(a) of the Code or any Treasury Regulations promulgated thereunder.

- (j) The Municipality will comply with all requirements of the Code that shall be satisfied subsequent to the issuance of the Bonds in order that interest thereon be (or continue to be) excluded from gross income for federal income tax purposes, including, but not limited to, the rebate requirements set forth in the Code and the Treasury Regulations. The Municipality will comply with the provisions of the Tax Certificate delivered in connection with the issuance of the Bonds relating to these requirements.

Section 21. Additional Bonds.

The Municipality will issue no notes, bonds, or any other obligations of any kind or nature payable from or enjoying a lien on the Gross Revenues, the Special Redemption Fund or properties of the System on a parity with or having a priority over the Outstanding Bonds or the Bonds, except as provided in this Section:

- (a) Notes (including bond anticipation notes) or bonds may be issued having a priority over the Bonds and Parity Bonds if either (i) such notes or bonds are issued, wholly or in part, for the purpose of paying, and will provide an amount sufficient, together with the earnings thereon and all other funds legally available therefor to pay, the entire principal of and all interest on the Bonds and Parity Bonds to their maturity or early redemption; or (ii) immediately upon the issuance of such notes or bonds, the Municipality has discharged all Bonds and Parity Bonds in the manner provided in Section 23 of this resolution.
- (b) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if such notes or bonds are issued for the purpose of refunding any of the Bonds or Parity Bonds which either (i) have matured or (ii) will mature not later than 90 days after the date of delivery of such refunding notes or bonds if there is insufficient amounts in the Special Redemption Fund to provide for the required payments.
- (c) Additional notes (including bond anticipation notes) or bonds may be issued on a parity with the Bonds and Parity Bonds if all of the following conditions have been satisfied:
 - (1) Either (A) the Net Revenues of the System for the last completed Fiscal Year were at least 1.20 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Bond Year in which there will be a principal maturity on such outstanding bonds or notes; provided, however, that if, prior to the authorization of such

additional bonds or notes, the Municipality has adopted and put into effect a revised schedule of rates, then the Net Revenues of the System for the last completed Fiscal Year which would, in the written opinion of an Independent Consultant employed for that purpose, have resulted from such rates had they been in effect for such period, may be used in lieu of the actual net income for the last completed Fiscal Year; or (B) the need for such financing is evidenced by a certificate or certificates of an Independent Consultant with recognized expertise in utility ratemaking before the Public Service Commission of Wisconsin employed for that purpose, giving a detailed description of the proposed projects to be financed, an estimate of the cost of the proposed projects including proposed capitalized interest, if any, and an estimate of the time of completion of the proposed projects, and showing the feasibility of such financing with reference to projected Net Revenues based on rates and charges projected to be in effect upon completion of such projects; provided, that such feasibility shall not be deemed shown unless the projected Net Revenues for each of the two full Fiscal Years next succeeding the estimated date of completion of such projects shall be equal to at least equal to 1.20 times the highest combined annual interest and principal requirements on all bonds and notes then outstanding payable from the Gross Revenues of the System (other than bonds being refunded) and the bonds or notes so proposed to be issued for any succeeding Fiscal Year in which there shall be a principal maturity on such outstanding bonds or notes. For purposes of this subsection, actual Net Revenues for any Fiscal Year will be the Net Revenues shown in the audit of the System's books and accounts for the Fiscal Year required by Section 20(e) of this resolution.

- (2) The payments required to be made into the Funds and Accounts created or continued pursuant to Section 18 of this resolution shall be current.
- (3) There shall be on hand in the Reserve Account, immediately upon the issuance of such additional bonds or notes, an amount not less than the Minimum Reserve Amount.
- (4) The additional bonds or notes shall be payable as to principal on May 1 of each year and as to interest on May 1 and November 1 of each year.
- (5) The proceeds of the additional bonds or notes shall be used solely to refund Bonds or Parity Bonds, or to provide for purchasing, acquiring, leasing, constructing, extending, adding to, improving, conducting, controlling, operating, or managing the System.

In the case of bond anticipation notes, the provisions of the Act shall govern with respect to all matters relating to the lien and sources of payment of such notes.

Section 22. Resolution a Contract; Remedies of Bondholders.

The provisions of this resolution constitute a contract between the Municipality and the registered owners of the Bonds. After the issuance of the Bonds no change or alteration in the provisions of this resolution may be made, except as provided in Section 24 of this resolution and in the definition of “Fiscal Year” in Section 1 of this resolution, until all Bonds have been paid in full as to both principal and interest.

The registered owners of any of the Bonds will have the right, in addition to all other rights, by mandamus or other suit or action in any court of competent jurisdiction, to enforce their rights against the Municipality, the Governing Body, and any and all officers and agents thereof, including, but not limited to, the right to require the Municipality, the Governing Body, and any other authorized body to fix and collect rates and charges fully adequate to carry out all provisions and agreements contained in this resolution, and the right to have a receiver appointed for the System in the event of a default in the payment of principal of or interest on the Bonds.

Section 23. Discharge and Satisfaction of Bonds and Covenants.

The agreements, covenants, liens and pledges entered into, created, or imposed pursuant to this resolution may be fully discharged and satisfied with respect to any or all of the Bonds in any one or more of the following ways:

- (a) By paying the Bonds when they become due and payable, or upon their prior redemption in the manner provided in this resolution;
- (b) By depositing with the appropriate fiscal agent(s) for the Bonds funds in the amount necessary, without consideration of any reinvestment thereof, to pay the principal of and interest on the Bonds until their maturity or earlier redemption; provided that if the Bonds are to be redeemed prior to their stated maturities, then (i) the Bonds shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; or
- (c) By depositing with a trustee or an escrow agent, in trust for such purpose, on or before the date of maturity or redemption, money or direct obligations of, or obligations the principal of and interest on which are fully guaranteed by the United States of America, in such amount as, together with the income or increment to accrue thereon without consideration of any reinvestment thereof, will be fully sufficient to pay or redeem (when redeemable) the Bonds at or before their respective maturity dates; *provided, that* if a Bond is to be redeemed prior to its stated maturity date, then (i) the Bond shall have been irrevocably called for redemption by the Governing Body, and (ii) provision shall have been made for the required notice of the redemption in the manner provided in this resolution; *provided, further,* that any such deposit can only be made

if the deposit will not adversely affect the exclusion of interest on the Bonds from gross income of the owners thereof for federal income tax purposes.

Upon a payment or a deposit of money or investments in the amount and manner required by this section, all liability of the Municipality with respect to the relevant Bonds will cease, determine, and be completely discharged, and the registered owners of any Bonds that are not then retired will be entitled only to payment out of the money and investments deposited as required by this section.

Section 24. Amendment of Resolution.

Amendment Without the Consent of the Owners. This resolution may be amended from time to time without the consent of the registered owners of the Bonds to make any change that does not adversely affect the registered owners of the Bonds, including, without limitation, to cure any ambiguities, inconsistencies, or typographical errors that may be contained in this resolution.

Amendment With the Consent of the Owners. This resolution may also be amended from time to time with the written consent of the registered owners of not less than two-thirds in outstanding principal amount of the Bonds and any Parity Bonds (not including any Bonds or Parity Bonds that are held or owned by or for the account of the Municipality) if such amendment affects the owners of any Parity Bonds; however this resolution may be amended only with the unanimous written consent of:

- (a) The registered owners of the Bonds (not including any Bonds that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Bond; to modify the terms of payment of principal of or interest on any Bond; or to impose any conditions with respect to payment of principal of or interest on any Bond;
 - (ii) To materially affect the rights of the owners of less than all Bonds then outstanding; or
 - (iii) To reduce the required outstanding principal amount of the Bonds for which consent shall be given to effect any future amendments to this resolution; and
- (b) The registered owners of any series of Parity Bonds (not including any Parity Bonds of the series that are held or owned by or for the account of the Municipality):
 - (i) To make any change in the stated maturity date of or interest rate on any Parity Bond of the series; to modify the terms of payment of principal of or interest on any Parity Bond of the series; or to

impose any conditions with respect to payment of principal of or interest on any Parity Bond of the series;

- (ii) To materially affect the rights of the owners of less than all Parity Bonds of the series then outstanding; or
- (iii) To reduce the required outstanding principal amount of Parity Bonds of the series for which consent shall be given to effect any future amendments to this resolution.

Notice. If the Municipality proposes to amend this resolution under any provision of this section, then the Municipality shall cause notice of the proposed amendment (the “**Amendment Notice**”) and, if consent is required, a form of consent to the proposed amendment (the “**Consent**”) to be (i) sent by certified mail to all registered owners of the Bonds and, if appropriate, any Parity Bonds, and (ii) filed with the Bond Purchaser. The Amendment Notice shall briefly describe the nature of the proposed amendment and shall state that a copy of the proposed amendment is on file for public inspection in the office of the Recording Officer. The Consent shall refer to the proposed amendment, specifically evidence consent to and approval of the proposed amendment, and be dated by the owner of the Bonds and, if appropriate, any Parity Bonds, upon execution of the Consent. The Amendment Notice and Consent may be one instrument.

If, on any date prior to one year after the date of the sending of the Amendment Notice and Consent, the Recording Officer receives Consents executed by the owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, then the Governing Body may adopt a resolution effecting the proposed amendment and, upon the adoption of the resolution effecting the proposed amendment, the proposed amendment will become effective and binding upon the registered owners of all of the Bonds and any Parity Bonds issued after the Bonds.

Any Consent given by the registered owner of a Bond or Parity Bond pursuant to the provisions of this section will be irrevocable for a period of six months from the date of the Consent and will be conclusive and binding upon all future registered owners of the same Bonds or Parity Bonds during the six-month period. A Consent may be revoked on any date after the six-month period by the registered owner who gave the Consent or by a successor in title by filing notice of such revocation with the Recording Officer; provided that a revocation will not be effective if the Recording Officer has already received Consents from registered owners of the Bonds and Parity Bonds owning not less than the required outstanding principal amount to approve the amendment, evidencing their consent to and approval of the proposed amendment that was the subject of the Consent.

Section 25. Sale of Bonds.

The Municipality awards the sale of the Bonds to the Bond Purchaser at the Purchase Price, plus any accrued interest from the Original Issue Date to the date of delivery of the Bonds. The Municipality approves and accepts the Bond Purchase Agreement. The Municipal Officers are directed (i) to sign the Bond Purchase Agreement in the Municipality’s

name and (ii) to take any additional actions needed to complete the sale of the Bonds, including arranging for a specific date, time, and location of closing of the sale.

The Municipal Officers are directed to sign the Bonds and to deliver the Bonds to the Bond Purchaser through the facilities of DTC in accordance with the Bond Purchase Agreement and this resolution. The Bonds may be delivered to the Bond Purchaser upon payment by the Bond Purchaser of the Purchase Price, plus any accrued interest, as required by this resolution.

Unless waived by the Bond Purchaser, the delivery of the Bonds is conditioned upon the Municipality furnishing the following items to the Bond Purchaser:

- (i) The Bonds, together with the written, unqualified approving opinion of Bond Counsel, evidencing the legality of the Bonds and that interest on the Bonds will be excluded from gross income for federal income tax purposes.
- (ii) A transcript of the proceedings relating to the issuance of the Bonds.
- (iii) A certificate showing that no litigation has been threatened or is pending that would affect the legality of the Bonds or the right of the Municipality to issue them at the time of their delivery.

Section 26. Redemption of Refunded Bonds.

Subject to the delivery of the Bonds and the receipt of the Purchase Price for the Bonds from the Bond Purchaser, the Municipality irrevocably directs that the principal amount of the Refunded Bonds be redeemed and paid in full in advance of their stated maturity dates on the Redemption Date. The appropriate officers of the Municipality are directed to instruct the fiscal agent for the Refunded Bonds to take all actions required to call the Refunded Bonds for redemption on the Redemption Date, including giving notice in the manner that the governing documents for the Refunded Bonds require. The Municipality ratifies and approves any action that has been taken in connection with the redemption of the Refunded Bonds prior to the Original Issue Date, including giving notice as described above.

Section 27. Disposition of Bond Proceeds; Transfers.

- (a) The proceeds from the sale of the Bonds shall be disbursed as follows:
 - (i) Any accrued interest shall be deposited into the Interest and Principal Account of the Special Redemption Fund.
 - (ii) \$_____ of the sale proceeds of the Bonds shall be deposited in the Reserve Account of the Special Redemption Fund.
 - (iii) \$_____ of the sale proceeds of the Bonds shall be deposited in the 2021 Escrow Account of the Special Redemption Fund for

the purpose of the paying the Refunded Bonds as described in Section 18(a)(3).

(iv) The remaining proceeds from the sale of the Bonds shall be deposited into the 2021 Construction Fund and used as described in Section 18(a)(6).

(b) Amounts in the existing Funds and Accounts shall be transferred on the Original Issue Date as follows (or in such other amounts as may be specified by the Municipality's Director of Finance):

(i) The sum of \$_____ currently held in or credited to the Principal and Interest Account to provide for the upcoming debt service payments due on the Refunded Bonds shall be transferred to the 2021 Escrow Account.

Section 28. Official Statement.

The Municipality ratifies and approves the preliminary offering document prepared and distributed in connection with the sale of the Bonds, and the Municipality authorizes and directs the final version of such document (the "**Official Statement**") to be prepared and distributed prior to the issuance of the Bonds; *provided, however*, that the Official Statement shall be substantially in the form submitted to this meeting, with such modifications as the Municipal Officers approve. The Municipal Officers are directed to deliver copies of the Official Statement to the Bond Purchaser and, if the Bond Purchaser requests, execute one or more copies on behalf of the Municipality. Execution and delivery of the Official Statement will conclusively evidence the approval of the Municipal Officers.

Section 29. Publication of Notice.

The Recording Officer is directed to publish notice that the Municipality has agreed to sell the Bonds. The notice shall be published promptly after the execution of the Bond Purchase Agreement in the Municipality's official newspaper as a class 1 notice under Chapter 985 of the Wisconsin Statutes. The notice shall be in substantially the form shown in Exhibit B hereto. The Recording Officer shall obtain proof, in affidavit form, of the publication and shall compare the notice as published with the attached form to make sure that no mistake was made in publication.

Section 30. Authorization of Officers.

The appropriate officers of the Municipality are directed to prepare and furnish the following items to the Bond Purchaser and the attorneys approving the legality of the Bonds:

(i) Certified copies of proceedings and records of the Municipality relating to the Bonds and to the financial condition and affairs of the Municipality.

(ii) Other affidavits, certificates, and information as may be required to show the facts about the legality of the Bonds as such facts appear on the books

and records under the officer's custody or control or as are otherwise known to the officer.

All certified copies, affidavits, certificates, and information furnished for such purpose are representations of the Municipality as to the facts they present.

Section 31. Tax Law Covenants.

The Municipality covenants that it will comply with all requirements of the Code, and the Treasury Regulations promulgated thereunder, that shall be satisfied so that interest on the Bonds will be excluded from gross income for federal income tax purposes.

Section 32. Further Authorization.

The Municipality authorizes its officers, attorneys, and other agents or employees to do all acts required of them to carry out the purposes of this resolution.

Section 33. Conflict with Prior Acts.

In case any part of a prior action of the Governing Body conflicts with this resolution, that part of the prior action is hereby rescinded, except that this section shall not be interpreted as rescinding any part of the Prior Resolutions.

Section 34. Severability of Invalid Provisions.

If a court holds any provision of this resolution to be illegal or invalid, then the illegality or invalidity shall not affect any other provision of this resolution.

Section 35. Effective Date.

This resolution takes effect upon its adoption and approval in the manner provided by law.

* * * * *

Adopted: July 21, 2021

Approved: July __, 2021

Mayor

Clerk

EXHIBIT A
FORM OF BOND

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation (“DTC”), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

UNITED STATES OF AMERICA
STATE OF WISCONSIN
CITY OF APPLETON

No. R-_____ Registered
\$ _____

SEWERAGE SYSTEM REVENUE REFUNDING BOND, SERIES 2021

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Original Issue Date</u>	<u>CUSIP</u>
_____%	May 1, 20__	August 11, 2021	038132 ____

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS

THE CITY OF APPLETON, WISCONSIN (herein called the “**Municipality**”) hereby acknowledges itself to owe and for value received promises to pay the Principal Amount to the Registered Owner, only from the income and revenues hereinafter specified, on the Maturity Date, and interest on the Principal Amount from the Original Issue Date at the annual rate of the Interest Rate. Interest is payable on each May 1 and November 1, beginning on November 1, 2021, until the Principal Amount has been paid. Interest is computed on the basis of a 360-day year of twelve 30-day months.

This Bond is one of a duly authorized issue of revenue bonds (the “**Bonds**”) of the Municipality of an aggregate principal amount of \$9,040,000, all of like tenor, except as to denomination, interest rate, maturity date, and redemption provisions, issued by the Municipality pursuant to Article XI, Section 3 of the Wisconsin Constitution and Section 66.0621 of the Wisconsin Statutes, and acts supplementary thereto.

This Bond, together with interest hereon, is payable in lawful money of the United States of America, together with the Municipality’s outstanding (i) \$5,245,000 Sewerage System Revenue Refunding Bonds, Series 2018, dated October 9, 2018, and (ii) \$10,850,000

Sewerage System Revenue Refunding Bonds, Series 2020, dated August 6, 2020 (collectively, the “**Outstanding Bonds**”), only from the income and revenues to be derived from the operation of the Municipality’s sewer utility (the “**System**”) and set aside in the “Sewerage System Special Redemption Fund,” which was created by a resolution adopted by the governing body of the Municipality on September 21, 2005, and affirmed and continued by subsequent resolutions, including a resolution adopted by the governing body of the Municipality on July 21, 2021 (the “**2021 Resolution**”). The 2021 Resolution is entitled “A Resolution Authorizing and Providing for the Sale and Issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021 and All Related Details”. Reference is hereby made to the 2021 Resolution for a more complete statement of the revenues from which and conditions under which this Bond is payable, the provisions pursuant to which this Bond has been issued, and the conditions under which bonds may hereafter be issued on a parity with this Bond. The Bonds rank on a parity with the Outstanding Bonds. This Bond does not constitute an indebtedness of the Municipality within the meaning of any constitutional or statutory limitation or provision.

This Bond is a valid claim of the registered owner hereof only against the Sewerage System Special Redemption Fund and the revenues of the System pledged to the Sewerage System Special Redemption Fund. Sufficient revenues of the System have been pledged to the Sewerage System Special Redemption Fund and will be used for no other purpose than to pay the principal of and interest on the Bonds and all other obligations payable from the revenues of the System (including the Outstanding Bonds) that are issued on a parity and equality with the Bonds and the Outstanding Bonds, as the same becomes due.

On the date of their initial delivery, the Bonds will be maintained in a system in which no physical distribution of certificates representing ownership of the Bonds is made to the owners of the Bonds but instead all outstanding Bonds are registered in the name of a securities depository appointed by the Municipality (a “**Depository**”), or in the name of the Depository’s nominee, and the Depository and its participants record beneficial ownership and effect transfers of the Bonds electronically (a “**Book-Entry System**”). So long as the Bonds are maintained in a Book-Entry System, the principal of, and interest on, this Bond will be paid by wire transfer to the Depository or its nominee in accordance with the Depository’s rules that are then in effect by the Director of Finance of the Municipality or any successor fiscal agent appointed by the Municipality (hereinafter, the “**Fiscal Agent**”), which will act as authentication agent, paying agent, and registrar for the Bonds.

If on any date the Bonds are *not* being maintained in a Book-Entry System, then (i) the principal of this Bond will be paid by the Fiscal Agent upon its presentation and surrender on or after its maturity date or prior redemption date at the designated office of the Fiscal Agent, and (ii) the interest on this Bond will be paid by the Fiscal Agent, on each interest payment date, by wire or other electronic funds transfer, or by check of the Fiscal Agent sent by first class mail to the person or entity in whose name this Bond is registered in the register (the “**Register**”) maintained by the Fiscal Agent at the end of the day on the 15th day (whether or not a business day) of the calendar month just before each regularly scheduled interest payment date (the “**Record Date**”). The Municipality and the Fiscal Agent may treat the entity or person in whose name this Bond is registered on the Register as the absolute owner of this Bond for all purposes.

The Bonds maturing on or after May 1, 2030 are subject to redemption prior to their stated maturity dates, at the Municipality’s option, in whole or in part, in the order of maturity selected by the Municipality, on May 1, 2029 and on any date thereafter. The redemption price will be 100% of the principal amount redeemed plus accrued interest to the redemption date, and no premium will be paid. If payment of a Bond called for redemption has been made or provided for, then interest on the Bond stops accruing on the stated redemption date. If less than all outstanding Bonds are redeemed, then the Bonds will be redeemed in \$5,000 multiples as described below, and if a portion, but not all, of a maturity that is subject to mandatory partial redemptions by operation of a sinking fund (as described below) is being redeemed, then the Municipality will select the amounts to be redeemed on future Sinking Fund Redemption Dates (as defined below) that are reduced as a result of the partial redemption.

[The Bonds maturing on May 1 in the years 20__ and 20__ (the “**Term Bonds**”) are also subject to mandatory partial redemptions prior to their stated maturity dates, by operation of a sinking fund. On the following redemption dates (each a “**Sinking Fund Redemption Date**”) the Municipality will redeem the following principal amounts (subject to reduction as provided in the immediately preceding paragraph) of the Term Bonds:]

Term Bonds Maturing May 1, 20

Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
20	\$,000
20 (Stated Maturity)	,000

Term Bonds Maturing May 1, 20

Sinking Fund Redemption Date (May 1)	Principal Amount To be Redeemed
20	\$,000
204	,000
20 (Stated Maturity)	,000

[The redemption price will be 100% of the principal amount so redeemed, plus accrued interest thereon to the Sinking Fund Redemption Date, and no premium will be paid. The particular Term Bonds to be redeemed will be selected in the manner described below, and the Municipality will give notice of the redemption in the manner described below.]

So long as the Bonds are being maintained in a Book-Entry System, the following provisions apply:

Transfers. The Bonds are transferable, only upon the Register and only if the Depository ceases to act as securities depository for the Bonds and the Municipality appoints a successor securities depository. If that happens, then upon the surrender of the Bonds to the Fiscal Agent, the Municipality will issue new fully registered Bonds in the same aggregate principal amounts to the successor securities depository and the Bonds will be recorded as transferred to the successor securities depository in the Register.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Depository and its direct and indirect participants will select the beneficial owners of the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount of a specific maturity is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds will be sent to the Depository, in the manner required by the Depository, not less than 30, and not more than 60, days prior to the proposed redemption date. A notice of optional redemption may be revoked by sending notice to the Depository, in the manner required by the Depository, not less than 15 days prior to the proposed optional redemption date.

If on any date the Bonds are not being maintained in a Book-Entry System, then the following provisions apply:

Transfers. Each Bond is transferable, only upon the Register, for a like aggregate principal amount of the same maturity and interest rate in denominations of \$5,000 or any multiple thereof. A transfer may be requested by the registered owner in person or by a person with a written power of attorney. The Bond shall be surrendered to the Fiscal Agent, together with a written instrument of transfer satisfactory to the Fiscal Agent signed by the registered owner or by the person with the written power of attorney. The Municipality will issue one or more new fully registered Bonds, in the same aggregate principal amount to the transferee or transferees, as applicable, in exchange for the surrendered Bonds and upon the payment of a charge sufficient to reimburse the Municipality or the Fiscal Agent for any tax, fee, or other governmental charge required to be paid with respect to such registration.

The Fiscal Agent will not be required to make any transfer of the Bonds (i) during the 15 calendar days before the date of the sending of notice of any proposed redemption of the Bonds, or (ii) with respect to any particular Bond, after such Bond has been called for redemption.

Partial Redemption. If less than all the principal amount of a specific maturity is to be redeemed, then the Municipality or the Fiscal Agent will randomly select the Bonds to be redeemed. If a Bond has been called for redemption but less than all the principal amount thereof is redeemed, then on or after the redemption date and upon surrender to the Fiscal Agent of the Bond, the Municipality will issue one or more new Bonds in the principal amount outstanding after the redemption.

Notice of Redemption. Notice of the redemption of any of the Bonds shall be sent by first class mail not less than 30, and not more than 60, days before the redemption date to the registered owners of any Bonds to be redeemed, at the respective addresses set forth in the Register. A notice of optional redemption may be revoked by sending a notice by first class mail not less than 15 days prior to the proposed optional redemption date to the registered owners of the Bonds which have been called for redemption.

The Municipality certifies, recites, and declares that all acts, conditions, and procedures required by law to exist, to have happened, and to be performed, leading up to and in the issuing of this Bond and of the issue of which it is a part, do exist, have happened, and have been performed in regular and due form, time, and manner as required by law; and that a sufficient amount of the income and revenue to be received by the Municipality from the operation of the System has been pledged to and will be set aside into a special fund for the payment of the principal of, and interest on, this Bond.

IN WITNESS WHEREOF, the Municipality, by its governing body, has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signatures of its Mayor and Clerk, and to be sealed with its corporate seal (or a facsimile thereof), if any, all as of the Original Issue Date.

CITY OF APPLETON, WISCONSIN

By: _____
Mayor

[SEAL]

And: _____
Clerk

CERTIFICATE OF AUTHENTICATION:

Dated: August ____, 2021

This Bond is one of the Bonds described in the within-mentioned Resolution.

Director of Finance, as Fiscal Agent

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR
OTHER IDENTIFYING NUMBER OF ASSIGNEE

(Please Print or Type Name and Address of Assignee)

the within-mentioned Bond and all rights thereunder and does hereby irrevocably constitute and appoint _____ attorney-in-fact, to transfer the same on the books of the registry in the office of the Fiscal Agent, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed

NOTICE: Signatures must be guaranteed by an “eligible guarantor institution” meeting the requirements of the Fiscal Agent, which requirements include membership or participation in the Securities Transfer Association Medallion Program (“STAMP”) or such other “signature guarantee program” as may be determined by the Fiscal Agent in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Note: The signature to this assignment must correspond with the name as written on the face of the within Bond in every particular, without alteration or enlargement or change whatsoever. When assignment is made by a guardian, trustee, executor or administrator, an officer of a corporation, or anyone in a representative capacity, proof of such person’s authority to act must accompany this Bond.

EXHIBIT B

NOTICE TO THE ELECTORS OF THE
CITY OF APPLETON, WISCONSIN
RELATING TO
SEWERAGE SYSTEM REVENUE BOND SALE

On July 21, 2021, pursuant to Section 66.0621 of the Wisconsin Statutes, a resolution was offered, read, approved and adopted whereby the City of Appleton, Wisconsin authorized the borrowing of money and entered into a contract to sell sewerage system revenue refunding bonds in the principal amount of \$9,040,000. It is anticipated that the closing of this bond financing will be held on or about August 11, 2021. A copy of all proceedings had to date with respect to the authorization and sale of said bonds is on file and may be examined in the office of the City Clerk at 100 North Appleton Street, Appleton, Wisconsin between the hours of 9:00 a.m. and 4:30 p.m. on weekdays.

This notice is given pursuant to Section 893.77 of the Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Publication Date: July __, 2021

/s/ Kami Lynch

City Clerk

CERTIFICATIONS BY CLERK

I, Kami Lynch certify that I am the duly qualified Clerk of the City of Appleton, Wisconsin (the “**Municipality**”), and as such I have in my possession, or have access to, the complete corporate records of the Municipality and of its Common Council (the “**Governing Body**”), and that attached to this certificate is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

A Resolution Authorizing and Providing for the Sale and Issuance of \$9,040,000 Sewerage System Revenue Refunding Bonds, Series 2021, and All Related Details

I further certify as follows:

1. **Meeting Date.** On July 21, 2021, a meeting of the Governing Body was held beginning at _____ p.m.
2. **Posting.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Municipality’s offices in Appleton, Wisconsin a notice setting forth the date, time, location, and subject matter of said meeting. The notice specifically referred to the Resolution.
3. **Notification of Media.** On July ____, 2021 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Municipality. The communication specifically referred to the Resolution.
4. **Open Meeting Law Compliance.** The meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** The meeting was duly called to order by the Mayor (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

8. **Approval of Presiding Officer.** The Resolution was approved by the Presiding Officer on July ____, 2021, and I have recorded the approval. The approval is evidenced by the signature of the Presiding Officer on the copy of the Resolution to which this certificate is attached.

9. **Publication of Notice.** I have caused the Notice to Electors, in the form of Exhibit B to the Resolution, to be published in the place specified in the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Municipality, if any, on this certificate on July ____, 2021.

Clerk

[SEAL]

Resolution #8-R-20
City of Appleton Brand Study

Submitted By: Former Alderperson Chris Croatt

Date: April 22, 2020

Referred To: Finance Committee

Whereas, the City of Appleton has been identified locally, regionally, and nationally as a leader in many aspects and has been recommended as a preferred place to call home, work, and raise a family for a variety of positive reasons.

And Whereas, the City of Appleton is getting regional and national attention with positive accolades and endorsements such as a best affordable place to live, a best place for children, low unemployment, fiscal restraint, a community with many parks, trails, and playgrounds, and many more.

And Whereas, the City of Appleton, like other entities (public and private) providing a service or product offering, has a brand image.

And Whereas, a strong brand image and identity is an important attribute for any entity (public or private sector) looking to attract top talent and new business and foster impactful economic development.

And Whereas, a brand's strength comes from the following attributes:

1. Motivational vision statement
2. Clearly defined mission
3. Clearly defined values
4. Marketing consistency
5. High brand equity

And Whereas, branding is part of a marketing plan/strategy and the strength of a brand is a direct result of supporting marketing-related activities through funding mechanisms and execution plans.

And Whereas, Appleton's quality of life, vibrancy, and values could be better conveyed by an updated logo, slogan, and messaging.

Therefore Be It Resolved...The City of Appleton should evaluate all financing options to appropriate the necessary funds to launch a brand study in 2020 or include a brand study in the 2021 budget. Such a study should be conducted by a highly qualified firm to be identified through the RFP process. At a minimum, the scope of the brand study should include logo redesign, development of a graphic standards manual for the entire organization, further definition of mission, value proposition, key marketing strategies, and a detailed recommendation of brand-strengthening activities that can be planned and budgeted for.

And Therefore Be Resolved...As part of the defined RFP language and study conducted by an outside entity, citizen input through open dialogue sessions be included as part of the overall process as well as options for a phased in implementation plan based on budgetary limitations or other factors.



“...meeting community needs...enhancing quality of life.”

OFFICE OF THE MAYOR

Sheng L. Riechers
Senior Communications Specialist
100 N. Appleton Street
Appleton, Wisconsin 54911
Phone: (920) 832-5814
Email: sheng.riechers@Appleton.org

MEMORANDUM

TO: Finance Committee
FROM: Sheng Riechers, Senior Communications Specialist
DATE: February 1, 2021
RE: Resolution #8-R-20 (City of Appleton Brand Study)

Resolution #8-R-20 regarding conducting a brand study for the City of Appleton was submitted on April 22, 2020 and referred to the Finance Committee. The Finance Committee referred the resolution to staff, in this case, the Mayor’s Office. Mayor Woodford sent a memorandum on September 29, 2020, requesting that the Office of the Mayor be allowed to further research and prepare a draft Request for Proposals (RFP), to be delivered by February 1, 2021.

As the City embarks on the second decade of the 21st Century, it needs a new logo and overall branding. Appleton’s current logo was commissioned by Mayor Richard De Broux, designed, and adopted in 1994 as City Hall moved into its current location in City Center. While the themes of the existing logo around economic vitality and sustainability remain important aspects of the community, our City has grown and changed over the last 27 years in ways that would be better represented by new imagery and typography. Leaving the City’s brand unchanged could put the City of Appleton at a competitive disadvantage.

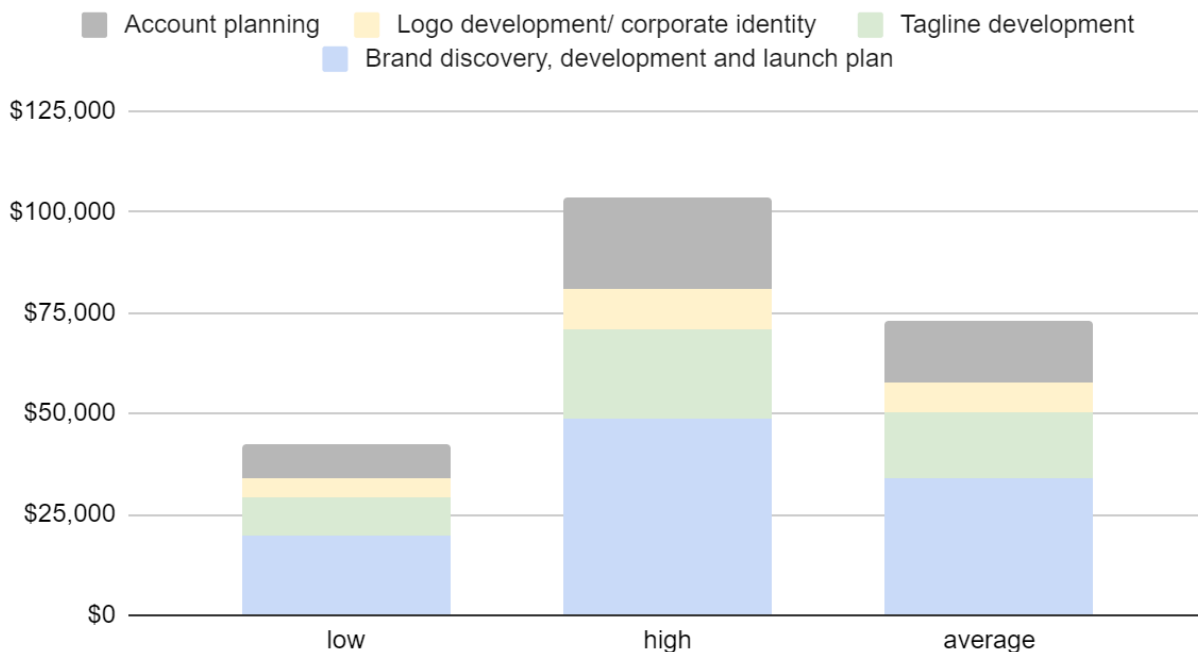
Branding is more than just the logo; it touches every aspect of the City's visual representation and the ways in which the City describes itself. Inconsistent use of the existing logo, including misuse of design elements such as color palette, not only weaken the City's brand identity, it can create doubt around official documents and City representatives. Presently, there are at least a half dozen graphic representations of the City of Appleton in official use that incorporate inconsistent design elements such as apples, trees, colors, etc.

A clear, consistent brand should support the City's strategic priorities. It should also improve service to residents by stating and reinforcing the City's values. Finally, the City's brand should serve as a point of pride for the taxpayers of Appleton.

The purpose of this RFP is to solicit proposals to establish a contract through competitive negotiation with a qualified consulting firm with experience in municipal identity/branding, including development of a brand values statement; logo development and associated graphic standards; marketing research (both quantitative and qualitative); message/positioning development; and recommendations for brand rollout through various marketing tactics.

According to a 2020 survey of small to mid-sized advertising agencies published by Second Wind, the City can expect to pay the following rates for a brand development initiative. Please note that this cost breakdown does not include the design, production or purchase of any collateral assets such as: website, signage, vehicle wraps, apparel, letterhead, business cards, or any other asset that may incorporate the City logo and/or brand. We are still working to gather comparable implementation cost information.

Branding Costs



Price Range	Brand discovery, development, and launch plan	Tagline development	Logo development/ corporate identity	Account planning	Totals
low	\$19,651	\$9,734	\$4,664	\$8,091	\$42,141
high	\$48,703	\$22,116	\$10,270	\$22,303	\$103,392
average	\$34,180	\$15,928	\$7,472	\$15,200	\$72,779

Brand discovery, development, and launch plan: Includes data collection, analysis and compiling of Brand Discovery Report; developing and writing a brand positioning statement; communications audit; writing an inward marketing plan including employee brand training; compiling visual and verbal brand communications guides, budget timetable and launch plan; all research, planning meetings and related materials; account service charges; and all associated costs of production and presentation.

Tagline development: Includes research, analysis, planning meetings, concepting, administrative and account service charges, and associated costs of production and presentation.

Logo development/ corporate identity: Includes research, concept, layout/design, digital file creation, photography/ illustration, digital proofs, art direction and account service charges; and completed digital files prepped for pre-press.

Account planning: Includes research and analysis (“discovery”), planning meetings, copy, account service charges and all associated costs of production and presentation.

City of Appleton



**Request for Proposals
Rebranding, Positioning, and Marketing Services**

Proposals Due by TBD



CITY OF APPLETON REQUEST FOR PROPOSALS

**CITY OF APPLETON
REBRANDING, POSITIONING, AND MARKETING SERVICES**

Appleton, Wisconsin

CLOSING DATE FOR PROPOSALS: TBD

Proposals must be received at the City of Appleton, 100 N. Appleton St., Appleton, Wisconsin 54911, on or before the closing date and time indicated above.

Please send the proposal to the attention of: **Sheng Riechers, Senior Communications Specialist**

Statement of Need

As the City embarks on the second decade of the 21st Century, it needs a new logo and overall branding. Appleton's current logo was commissioned by Mayor Richard De Broux, designed, and adopted in 1994 as City Hall moved into its current location in City Center. While the themes of the existing logo around economic vitality and sustainability remain important aspects of the community, our City has grown and changed over the last 27 years in ways that would better be represented by new imagery and typography. Leaving the City's brand unchanged could put the City of Appleton at a competitive disadvantage.

Branding is more than just the logo; it touches every aspect of the City's visual representation and the ways in which the City describes itself. Inconsistent use of the existing logo, including misuse of design elements such as color palette, not only weaken the City's brand identity, it can create doubt around official documents and City representatives. Presently, there are at least a half dozen graphic representations of the City of Appleton in official use that incorporate inconsistent design elements such as apples, trees, etc.

A clear, consistent brand should support the City's strategic priorities. It should also improve service to residents by stating and reinforcing the City's values. Finally, the City's brand should serve as a point of pride for the taxpayers of Appleton.

Purpose

The purpose of this Request for Proposals (RFP) is to solicit proposals to establish a contract through competitive negotiation with a qualified consulting firm with experience in municipal identity/branding, including development of a brand values statement, marketing research (both quantitative and qualitative), and message/positioning development; logo development and associated graphic standards; and recommendations for brand rollout through social media marketing as well as traditional marketing.

The City of Appleton is seeking the development of a comprehensive brand marketing campaign to drive business attraction and retention, energize current residents, position the municipality as a desirable community for relocation, and to enhance general perception. The successful execution of this project will create positive impressions of the City to existing and prospective residents, businesses, visitors, and employees. Considerations must be made to include City, business and industrial assets, tourism initiatives, special events, parks and recreation amenities, and cultural and historical assets. Further, the initiatives must be adaptable to various functions, which include, but are not limited to destination marketing, economic development, and professional recruitment and (employee and resident) retention.

City Background

The City of Appleton is a “full-service” municipality employing approximately 640 individuals (FTEs) in a wide range of occupations including police and fire protection, public works-related services including refuse pickup, street construction, maintenance and cleaning, snow and ice control, planning, inspection, health, parks and recreation, library, mass transit, water and wastewater disposal services, among others. This branding initiative should take into consideration how the City’s overall brand and positioning will accommodate or incorporate the follow departments, which may or may not have their own logo/brand guide:

- Appleton Public Library
- Department of Public Works
- City Attorney
- Utilities
- Technology Services (IT)
- Parks, Recreation & Facilities
- Valley Transit
- Human Resources
- Police
- Fire
- Finance
- Health
- Community and Economic Development
- Mayor

2019 Census Data:

Population: 74,098

Median Household Income: \$58,112

Median Housing Value: \$147, 800

Total Housing Units: 30,447

Number of Firms: 5,714

Percent of households with a broadband internet subscription: 86%

Race: White 80.7%, Asian 7.4%, Hispanic/Latinx 6.1%, Black/African American 3.4%, Multiracial 2.3%, Native American 0.6%

2020 National Recognition:

#1 [Best Place to Raise Kids](#)

#13 [Most Livable Small City](#)

#6 [Best Place to Live on a \\$60,000 Salary](#)

#9 [Best Place to Work in Manufacturing](#)

Project Contact(s)

Sheng Riechers

Senior Communications Specialist

Office of the Mayor

100 N. Appleton Street

Appleton, WI 54911

Phone: 920-832-5814

Email: sheng.riechers@appleton.org

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GENERAL INFORMATION

General Information and Requirements

1. In accordance with WI Statutes, all proposals received, and all materials contained therein, once opened are public record, and subject to disclosure to any person, organization, or firm, including other firms responding to this Request for Proposals.
2. The City of Appleton reserves the right to accept or reject any or all proposals, or part thereof, to waive any informalities or technicalities, or to award contracts in the best interest of the City of Appleton. In all instances, the City of Appleton's decision shall be final.
3. The City of Appleton reserves the right to reject any or all items in the proposal, if in its judgment the item does not meet the needs of the City of Appleton, or for any reason it deems suitable.
4. Prospective firms hereby warrant by virtue of submission of proposals that all terms, conditions, and requirements as stated in this document are valid, enforceable, and binding upon the selected firm.
5. Indemnification Clause
The prospective firm agrees to indemnify, defend and hold harmless the City and its officers, officials, employees and agents from against any and all liability, loss, damage expense, costs (including attorney fees) arising out of the submitted proposal, caused in whole or in part by provider or anyone for whose acts any of them may be liable, except where caused by sole negligence or willful misconduct of the City.
6. Eligibility
 - a. The consultant should specialize in project management, research, marketing, and creative design as it relates to the development of a community brand. To be eligible to respond to the RFP, the consultant must demonstrate that it is a firm with significant knowledge and experience in providing branding, positioning and marketing services.
 - b. Priority will be given to those firms that have experience with local governments in this type of work.
 - c. Three (3) references required. Include samples from these references.
 - d. The City of Appleton desires to issue a contract to a single qualified consultant to lead the project. Consulting proposals based on a consortium approach where more than one firm will provide support within a consulting team are acceptable with a single project manager point of contact.

Submission of proposals

1. The Proposals shall be mailed or delivered to Senior Communications Specialist on or before the deadline indicated above. (see contact information on page 1)
2. Proposal shall be on company letterhead and signed by an authorized representative of the company.
3. Firms will submit their proposal along with their fee structure document for performing the required services outlined in this RFP. The fee structure will be in a separate documented named "Fee Structure." Submissions containing the proposal and any related materials shall be named in the following manner: *"Rebranding, Positioning, and Marketing Services"*.
4. The firm shall submit one (1) electronic copy by email to AppletonRebrand@appleton.org. The following must appear in the subject line of the email: *Rebranding, Positioning and Marketing Services*. Proposals may only be sent electronically; hard copies that are delivered or mailed will be rejected.
5. The City of Appleton will not be liable for any costs incidental for the preparation of the RFP.

Evaluation of the Proposals

1. The City of Appleton will evaluate and analyze all proposals, and select the firm that, in the City of Appleton's sole and final judgment, represents the best qualified and fiscally responsible solution for the City of Appleton. The City of Appleton reserves the right to seek clarification from prospective firms on any issue in their proposal or take any other action it determines necessary to evaluate the proposals and construct a solution that is in the City of Appleton's best interest. The City of Appleton also specifically reserves the right to conduct candidate interviews.
2. Proposal will be evaluated by the City using the following criteria:
 - a. Experience and success with providing rebranding, positioning, and marketing services to similar organizations
 - b. Skill, ability, and capacity to perform the specific scope of services required
 - c. Specific plans or methodology to be used to perform the services
 - d. Proposed metrics to measure success
 - e. Reference letters from other clients
 - f. Quality of proposal and samples
 - g. Proposed lump sum fee and pricing structure
3. The City reserves the right to (a) accept or reject any/or all submissions of proposals; (b) to waive any irregularity, technicality, informality or discrepancy in a proposal; (c) accept any alternative submission of proposals presented, which in its opinion, would best serve the interests of the City; (d) give full and proper evaluation of the Vendor or team presenting the proposal.

SCOPE OF WORK

1. Project Management – The consultant will lead all aspects of the City's community marketing and branding initiative, including the following:
 - a. Serve as advisor to the Steering Committee (to be determined) – This team will be made up of representatives from the City and community. Meetings throughout the process will be required.
 - b. Facilitate various focus groups comprised of community members, City employees and businesses to determine existing attitudes, perceptions, opportunities, and challenges to enhancing the City's image. The consultant will be expected to employ creative means of public involvement and community engagement to ensure that community members are aware of and involved in the project.
 - c. Serve as the purchasing agent between the City of Appleton and vendors involved in the branding initiative. The City will not pay any agency commission fees associated with this service.
2. Research – Research will be the basis for the development of a brand concept, creative elements, messaging/positioning, and the overall brand initiative. The consultant will create and implement a brand research plan, which will include qualitative and quantitative research with key stakeholders to identify the following:
 - a. The key elements of the City of Appleton
 - b. Analysis of competitor marketing strategies
 - c. Measures that will be used to determine if the branding effort is successful
3. Strategic Plan – The consultant will develop strategic objectives that will help better inform the City of Appleton on implementation, management, and ongoing promotion of the brand to include, but not limited to the following:
 - a. Promotion of the use of the brand among City of Appleton departments
 - b. Maintenance and consistency of brand image and messaging while providing suitable flexibility for the target audiences of the participating departments
 - c. Recommendations of ways to articulate the brand; define markets and promotional avenues; and advise on strategies to better promote and create brand awareness

4. Creative/Development of Brand – The consultant will develop creative elements that include slogan/tag line, logo, typeface, voice/tone, market positioning, personality, and other deliverables to support the overall brand initiative. A minimum of three distinct creative options must be presented, based on the results of the research. The selected logo design will be delivered, with the final option delivered with a style manual and guidelines for use in the following
 - a. Print and electronic advertising
 - b. Website design
 - c. Media placement (TV/Radio/Outdoor)
 - d. Public relations
 - e. Events
 - f. Collateral (letterhead, business cards, memos, etc.)
 - g. Signage (building, street, welcome, vehicles, etc.)
5. Implementation Plan – The consultant will develop an action plan for implementation of the brand in sufficient detail to allow the Steering Committee to understand the approach and work plan. An Action Plan should include, but not be limited to the following:
 - a. Estimated costs/budget associated with the implementation process
 - b. Proposed timelines for development of creative elements
 - c. Recommended positioning, logo and brand guidelines
 - d. Plan for brand identity applications and brand identity maintenance
 - e. Plan for how public officials, City employees/volunteers, businesses and residents will work together to implement and promote the new brand
6. Goals/Objectives – the primary goals/objectives to be achieved by the branding initiative include but are not limited to:
 - a. Consistency – The brand should convey a consistent message and image to audiences both within and outside the City of Appleton. A defined message that will market the City of Appleton locally, statewide, nationally and internationally as a great place to live, work, and play; a community historically focused on sustainability and conservation; the right place for development, redevelopment and investment; the perfect mix for a business-friendly community.
 - b. Community Identity/Pride – Identify and promote what makes the City of Appleton distinct and appealing in a regionally competitive environment for investors, businesses, retailers, visitors, and residents.
 - c. Community and Economic Development Promotion – Promote a healthy economy, attract private investment, new residents, and young professionals, and retain key businesses and creative talent.
 - d. Flexibility – The brand must be flexible and adaptable in order to meet the needs of a variety of departments and municipal functions within the City, as well as groups and businesses within the City (chamber of commerce, convention and visitor’s bureau, etc.). It must also be flexible enough to grow and evolve along with any changes in the market.
 - e. Endorsement – The brand must be authentic and resonate with community members in the City of Appleton and the greater Fox Cities area.

PROPOSAL REQUIREMENTS

Each proposal will include six (6) sections. Each section is laid out below with the expectations clearly defined for each section. Each section also has a percentage identified, that percentage is the weighting value added to the final score for each section as determined by the selection committee.

Executive Summary and Introductory Letter (5%)

1. Executive Summary
 - a. Fees must not be included in this letter or in any portion of the submittal except on the “Fee Structure” document.
 - b. Executive Summary defines proposal elements in less than one (1) page. Provide an overview of the proposed services and plan, your organization, and its ability to be able to provide the services proposed.
2. Introductory Letter
 - a. This letter shall stipulate the following:
 - b. All terms and conditions outlined in the RFP are acceptable to the Consultant, or if not, clearly define those elements and reasons for the objection.
 - c. Person(s) authorized to represent the Consultant during the evaluation process, any negotiations, and signing of agreements that may result.
 - d. Any additional items that the Consultant believes should be added to the project.
3. Misc.
 - a. The proposal is not more than 50 pages in length and sections are bound separately

Description of Firm (15%)

This relates to the Consultant’s firm and any sub-consultants. All sub-consultants and their respective roles, qualifications, and experience must be clearly identified. This section will provide a basis for judging how well the Consultant’s qualifications and experience relate to this specific project. Consultant firm profiles may be included. Elements that will be evaluated are:

1. Background & Stability of the Consultant firm. (Length of time in business, ownership, affiliations, financials, etc.)
2. Background of any sub-consulting firm(s) used on this project and an explanation of prior relationships with the consultant.
3. Three (3) relevant projects the Consulting firm has completed. **Please only provide examples of projects that the project team members have worked on.**
 - a. Each example should include a brief summary of the project, including how you measured and met success, image samples of the final product(s), and total lump sum cost with percentage breakdown of account management fees, creative development fees and media buying costs.
 - b. Provide references for each example and include name, title, address, email, and phone number for the contact person.
4. Please describe how the Consulting Firm(s) handles conflicts, errors, and/or missing information in design concepts and project specifications.
5. Please describe the Consulting Firm’s quality assurance/quality control (QA/QC) policies and procedures designed to minimize or eliminate errors, omissions and/or missing information.
6. Available resources from the firm.

Project Team (35%)

This criterion relates to the project principal, project manager, key staff, and sub consultant staff. This section will provide a basis for judging how well the project team's qualifications, experience with similar projects, and time allocation relate to this specific project. Individual resumes must be included. Proposed hours for each project team member must be identified in this section. Elements that will be evaluated are:

1. Number of people and hours assigned to this project with information to be provided in a spreadsheet format that clearly identifies staff and hours.
2. The lead for each discipline (i.e. – graphic designer with the most billable project time) shall have a **minimum of five (5) years of experience** with comparable projects. Please provide references and examples.
3. Extent of principal and project manager involvement in meeting with the Project Team as often as necessary to meet objectives and additional meetings, as consultant believes necessary to enhance this project.
4. Key project team members on similar projects and unique qualifications that make them a valuable resource on this specific project, including experience with other design teams and consulting firms.
5. Project team members are experienced with rebranding and/or working with municipal organizations.
6. Key project team member roles during this project.
7. Does the project team cover all phases of this project?
8. Project Manager's technical and managerial experience with projects of similar scope and nature.
9. Provide examples of the firm's responsiveness capabilities.

Project Understanding (35%)

A discussion of the approach the Consultant will use to complete the project. The proposal shall include a clear and concise understanding of the project, the work to be completed, and the coordination required based on existing information. Elements that will be evaluated are:

1. Detailed description of Firm's approach provided for each task demonstrating project understanding and needs.
2. Clear and concise explanation of specific tasks and associated schedule that provides quantifiable deliverables.
3. Defines issues to be resolved in the course of the project.
4. Incorporates coordination and involvement of City staff within key elements.
5. Description of project quality control that will meet the City of Appleton's needs and meet budget parameters.
6. Key project meetings identified with staff to ensure that a high-quality project will be delivered.
7. Recognition of elements with project not identified in this proposal the City of Appleton may wish to consider.
8. Include value-added services or creativity to proposal elements and/or incorporate new desirable elements not originally identified.
9. Firm makes clear their ability to effectively meet scope of work.

Project Schedule (10%)

This relates to the Consultant's time requirements to complete those tasks identified. Elements that will be evaluated include:

1. Time required to complete tasks (duration)
2. Inter-relations between tasks (dependencies)
3. Key events during the project (milestones)
4. Critical input points from the City of Appleton
5. Ability to meet the overall schedule

Additional Information

The Consultant may submit any information they believe relevant that does not fit within the body of the proposal. This may include brochures, company information, supplemental resumes, additional project descriptions, and any other information the consultant believes is useful. This additional submittal will be used by the Project Team as they see fit and may not have a significant bearing on the selection process.

FEE INFORMATION

Proposed consultant fees for this project must be submitted in a separate document named "**Fee Structure**". The fee structure relates to the total estimated fee for this project as described by the consultant in Section Proposal Requirements – Project Understanding and Project Schedule. The fee structure should provide a schedule of fees for all relevant products and services described in the Scope of Work, including but not limited to cost of project management, strategic development, and paid media. Proposed resources for each task must be identified, including hours and wage rates for consultants and sub consultants. The Consultant must identify work the Consultant will not provide and must be provided by the City of Appleton. Elements that will be evaluated include:

1. Availability of resources from the consultant and sub consultant(s) for the project.
2. Estimated hours and fees to complete individual work elements.
3. Total **not-to-exceed** fee for the project. Note that your fee is to complete a scope of work as outlined in the RFP. If the account executive underestimates the amount of effort required to complete the work, they will **not** receive extra compensation. The account executive is expected to plan to the City of Appleton's project budget and perform thorough cost estimating. If the bids exceed the project budget the account executive will complete re-plan and bidding at no additional cost to the City to meet the project budget.
4. List of tasks not performed by consultant or sub consultant(s) for project that must be performed by the City.
5. Identify firm's reimbursable expenses and detailed costs of expenses.

EVALUATION PROCESS

A Steering Committee will evaluate proposals. The proposals will be evaluated and ranked based on the information submitted in the proposals according to the evaluation criteria. The City of Appleton is intending to identify a Consultant with the following attributes:

1. Compliance with, and satisfaction of the requirements of this RFP.
2. Qualified and experienced team members who have designed and successfully implemented similar projects.
3. A demonstrated ability to provide a variety of functional and flexible designs through creative use of community engagement, resources and project team input.
4. A demonstrated ability to work with municipalities, elected officials and involve the general public on similar type projects.
5. A demonstrated ability to assemble a comprehensive and well-coordinated set of project documents.
6. A demonstrated ability to effectively coordinate and complete all tasks described above.
7. A demonstrated ability to produce accurate cost estimates and effective cost control.
8. A demonstrated ability to provide effective and timely administration of project deliverables.
9. A demonstrated ability to provide effective design cost control.

Project fees will be evaluated separately after ratings of the proposals are completed. Weighing of the project fee will be subjective; however, lowest cost does not assure selection. The City of Appleton reserves the right to select any Consultant it believes to be in its best interest and to negotiate fees or to reject any or all proposals at its sole discretion. The proposals will require an estimated ten (10) working days for evaluation.

The Steering Committee may request that consultant firms schedule trips for the Steering Committee to view relevant projects. If the Steering Committee deems interviews are required, they will be held approximately two weeks after the proposals are received. The Steering Committee will make a recommendation to the City of Appleton Community and Economic Development Committee and the Finance Committee, who will recommend the award of the contract to the Common Council. These officials have the right to terminate the project or to change the contract or budget, subject to subsequent agreement by the proposed Consultant.

The City of Appleton will not be liable for any costs incidental to the preparation of the Request for Proposals, presentations, or interviews relating to the selection process.

Public Information

Proposals will be treated as proprietary and confidential from the time of receipt and through the review process; however, the Consultant shall understand that all submitted proposals become the property of the City of Appleton and information included therein or attached thereto shall become public record pursuant to Wisconsin Statute after recommendation for endorsement of contract is made. Any specific portions of the proposal which the Consultant desires to remain confidential due to legitimate "proprietary information" or "trade secret" must be clearly labeled as such upon submittal. Any such designations as "proprietary information" or "trade secret" must be strictly limited by the Consultant with the understanding that the Wisconsin Public Records Law supports a presumption of disclosure.

Moreover, Consultant agrees to indemnify, defend and hold harmless the City of Appleton and its officers, officials, employees and agents from against any and all liability, loss, damage expense, costs (including attorney fees) arising out of the release or non-release of all or part of Consultant's submitted proposal in response to a request for said information pursuant to Wisconsin's Public Records Law.

TIMETABLE

- Issue RFP – TBD
- Submit questions by – TBD
- Receive answers by – TBD
- Request for Proposal Deadline – TBD
- RFP Review Begins – TBD
- In-Person Interviews Anticipated to Begin – TBD
- CED Committee Approval – TBD
- Finance Committee Approval – TBD
- City Council Approval – TBD

INSURANCE

Provider shall furnish required certificate of insurance specified below for small exposure work and is attached to this document. The certificate shall name the CITY; its officers and employees, as additional insured.

CITY OF APPLETON INSURANCE REQUIREMENTS “PROFESSIONAL SERVICES”

It is hereby agreed and understood that the insurance required by the City of Appleton is primary coverage insurance and that any insurance or self-insurance maintained by the City of Appleton, its officers, council members, agents, employees or authorized volunteers will not contribute to a loss. Proof of the required insurance must be submitted to the applicable City of Appleton department before the contract or purchase order is considered for approval by the City of Appleton. All insurance must be in full force and effect prior to commencing work and must remain in full force and effect for the longer of the following: (a) until the entire job is completed, (b) for the length of time that is specified in the contract, or (c) as listed below.

PROFESSIONAL LIABILITY

- A. Liability limits:
 - (1) \$1,000,000 - Each claim, and
 - (2) \$1,000,000 - Annual aggregate.
- B. Must continue coverage for two (2) years after final acceptance of service/job.

GENERAL LIABILITY COVERAGE

- C. Commercial General Liability limits:
 - (1) \$1,000,000 - Each occurrence limit,
 - (2) \$1,000,000 - Personal Liability and Advertising Injury,
 - (3) \$2,000,000 - General aggregate, and
 - (4) \$2,000,000 - Products-Completed Operations aggregate, which must be carried for two (2) years after the acceptance of the completed work.
- D. Claims made form of coverage is not acceptable.

- E. Insurance must include:
- (1) Premises and Operations liability,
 - (2) Contractual liability,
 - (3) Personal Injury,
 - (4) Explosion, Collapse and Underground coverage, and
 - (5) The general aggregate must apply separately to this project/location.

BUSINESS AUTOMOBILE LIABILITY

- A. Liability limits:
- (1) \$1,000,000 - Combined single limit for Bodily Injury and Property Damage for each accident.
- B. Must cover liability for Symbol #1 – “Any Auto” – including owned, non-owned and hired automobile liability.

WORKERS’ COMPENSATION AND EMPLOYERS LIABILITY – If required by Wisconsin State Statute or any workers’ compensation statute of a different State.

- A. Liability limits:
- (1) \$100,000 - Each accident,
 - (2) \$500,000 - Disease Policy limit, and
 - (3) \$100,000 - Disease, for each employee.

UMBRELLA LIABILITY – If exposure exists, provide coverage at least as broad as the underlying General Liability, Business Automatable Liability, Workers’ Compensation and Employer’s Liability, with a minimum limit of \$5,000,000 for each occurrence and \$5,000,000 aggregate, and a maximum self-insured retention of \$10,000.

ADDITIONAL REQUIREMENTS

- B. Primary and Non-Contributory Requirement – All insurance must be primary and non-contributory to any insurance or self-insurance carried by City of Appleton.
- C. Acceptability of Insurers – Insurance is to be placed with insurers who have an *A.M. Best* rating of no less than A- and a Financial Size Category of no less than Class VI, and who are authorized as an admitted insurance company in the State of Wisconsin.
- D. Additional Insured Requirements – The following must be named as additional insured on all Liability Policies for liability arising out of project work: “City of Appleton, and its officers, council members, agents, employees and authorized volunteers.” On the Commercial General Liability Policy, the additional insured coverage must be on ISO Form CG 20 10 07 04 and also include Products–Completed Operations equivalent to ISO Form CG 20 37 07 04 or their equivalents for a minimum of two (2) years after acceptance of work. This does not apply to Workers Compensation Policies.
- E. Certificates of Insurance – Certificates of Insurance must be acceptable to the City of Appleton and must be submitted prior to commencement of the work to the applicable department. In addition, ISO Form CG 20 10 07 04, for ongoing work exposure, and ISO Form CG 20 37 07 04, for products-completed operations exposure, or their equivalents, must be provided to the City. These certificates must contain a provision that coverage afforded under the policies will not be canceled or non-renewed until at least 30 days’ prior written notice has been given to the City.

EXHIBITS

The following Exhibits are attached.

Exhibit A – Current Brand Guide

Exhibit B – 2021 Communications Plan

Exhibit C – Various Graphic Representations Currently in Use

DRAFT

EXHIBIT A

DRAFT

EXHIBIT B

DRAFT

DRAFT



“...meeting community needs...enhancing quality of life.”

TO: Finance Committee
FROM: Mayor Jacob A. Woodford
Tony Saucerman, Finance Director
DATE: July 12, 2021
RE: General Fund Balance Policy

The City has a general fund balance that states:

At least 75% of general fund balance in excess of the reserve policy (currently three months operating expenditures) be used for the reduction of long-term liabilities. Utilization of the remaining funds are subject to recommendation from the Finance Committee to be used for additional reduction of long-term liabilities or general fund expenditures with final Council approval.

Each year upon the conclusion of the annual audit, the general fund balance is reviewed to determine if such excess funds are available. The audit report, presented to the Finance Committee on June 21, 2021 noted an unadjusted general fund balance of \$7,011,075 in excess of the City’s reserve policy at December 31, 2020.

December 31, 2020

General Fund Balance in excess of reserve policy per audit	\$ 7,011,075
Less: Unrealized investment gains included in fund balance:	
For the year ended 12/31/20	\$(1,078,901)
For the year ended 12/31/19	<u>\$ (814,017)</u>
Adjusted fund balance applicable to reserve policy	<u>\$ 5,118,157</u>

Reasons for the Excess

It is unusual to have this large of an excess at year end. There were a few major factors that contributed to the excess. First, three of the City’s TIF Districts are paying back advances (loans) that the general fund made in prior years. As the advances are paid back, this adds available cash to the general fund balance. The result of these TIF advance repayments in 2020 was a \$1,660,000 increase in the unassigned general fund balance.

Second, federal CARES funding for COVID-19 relief expenses also played a significant role in generating the surplus. Approximately \$1.3 million of these grant funds were able to be used pay to for public health and public safety personnel costs which replaced the budgeted general fund spending.

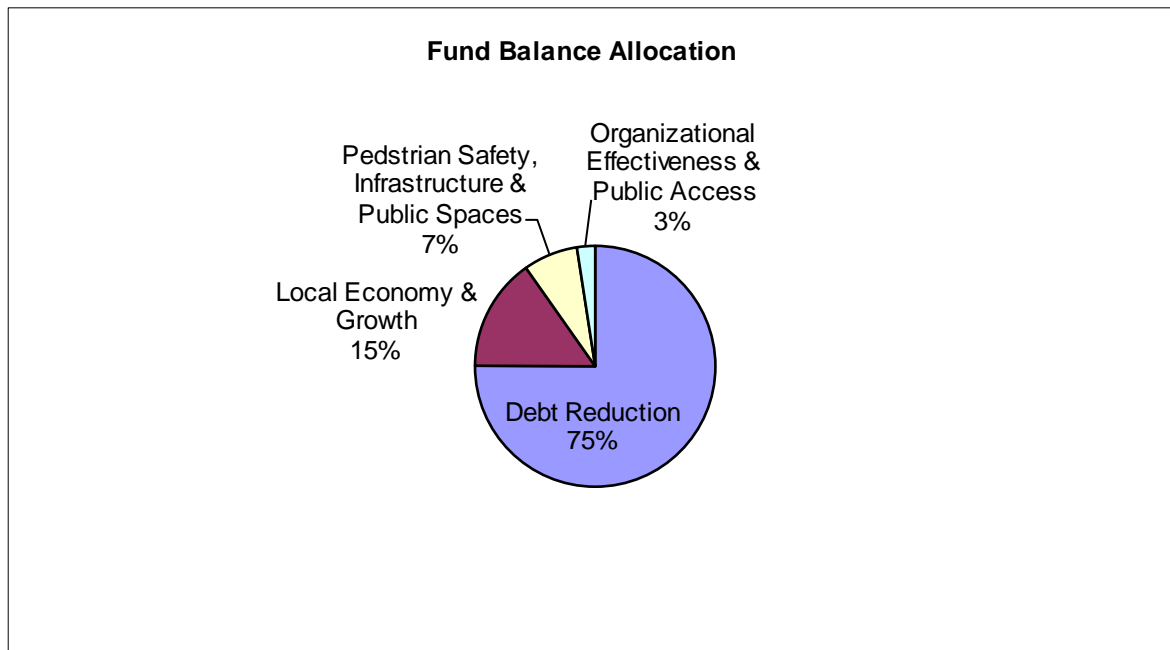
Third, overall health care claims costs and expenses were down in 2020 which generated approximately \$850,000 in savings to the general fund.

Finally, on the revenue side, the City received approximately \$850,000 of grant funds from FEMA and the State of Wisconsin in 2020 as reimbursement for storm damage cleanup costs from storms in prior years. This revenue was not included in the 2020 Budget since the approved amount and timing for receiving these funds were unknown, and extremely difficult to predict, at the time of budget preparation.

Application of the Policy

Applying the policy to the adjusted excess fund balance results in approximately \$3,840,000 (75%) being designated to be used to reduce long-term liabilities and \$1,275,000 (25%) subject to the recommendation of the Finance Committee.

Per discussion with staff, we are respectfully requesting the Finance Committee’s approval to allocate the excess fund balance as follows:



Debt Reduction	\$3,840,000
Local Economy & Growth	
Brand Study	\$ 50,000
Brand Study Implementation	\$ 450,000
Industrial Park Land Acquisition	\$ 250,000
Total Local Economy & Growth	\$ 750,000
Pedestrian Safety, Infrastructure Maintenance & Public Spaces	
Enhanced Crosswalks	\$ 100,000
Green Dot Sidewalk Program	\$ 75,000
Parks – Jones Park Shade & Acoustical Improvements	\$ 200,000
Total Pedestrian Safety, Infrastructure Maint. & Public Spaces	\$ 375,000

Organizational Effectiveness & Public Access	
Council Chambers AV Upgrades	\$ 65,000
Council Chambers Hearing Loop	\$ 10,000
Economic Development Study	\$ 25,000
Data Analyst Fellow	\$ 50,000
Total Organizational Effectiveness & Public Access	\$ 150,000
Total General Fund Allocation	\$5,115,000

Director Saucerman will work with the City's financial advisor to determine the most cost-effective use of the remaining \$3,840,000 slated for debt reduction (either call any eligible existing debt or reduce the 2022 borrowing package).

If you have any questions on these requests, feel free to reach out to either Mayor Woodford or Director Saucerman. Thank you for your consideration.



"...meeting community needs...enhancing quality of life."

TO: Finance Committee

FROM: Tony Saucerman, Finance Director

DATE: **July 12, 2021**

RE: **Risk Management Reserve Fund**

Background

The City accounts for its general, automobile, Police professional, public official's liability, and workers compensation costs in the Risk Management fund. Costs incurred in each of these areas, up to certain commercial insurance limits, are paid from this fund. Additionally, in accordance with Governmental Accounting Standards Board (GASB) Statement #10, the fund is also subject to carrying a reserve for expenses and losses expected to arise from outstanding claims, as well as amounts expected to arise from claims which have been incurred but not yet reported to the City. The amount of this reserve is determined by a bi-annual study performed by a third-party actuarial firm that looks at actual settled claims, workers comp payment reserves, frequency of claims, industry averages, and other economic and social factors.

The reserve balance historically maintained in the City's Risk Management fund, and confirmed most recently by the 2018 actuarial study was \$1.9 million. This balance was able to be maintained due to relatively stable claims experience over many years. Unfortunately, over the past two years, the City has experienced significantly increased costs, particularly in the workers compensation area for both new claims and claims filed in prior years. As a result of the increased claim experience, the actuarial study performed for the period ending December 31, 2020, reported a reserve requirement of approximately \$2.9 million, a \$1 million increase. As required by GASB #10, this increased reserve amount was reported in the December 31, 2020 audited financial statements which resulted in the Risk Management fund showing a substantial deficit at the end of the year.

Additionally, as mentioned previously, current year workers compensation claims are significantly higher than past years and have, after only 5 months, equaled the annual budget amount. Projections of expected claims cost show an additional \$300,000 necessary to fund claims to the end of the year.

As a result of these circumstances, in order to bring the Risk Management fund back into compliance and provide the necessary resources to pay current and future claims, I am requesting a transfer of \$1.3 million from the City's general fund wage reserve to the Risk Management fund. This will allow the Risk Management fund to pay current year

claims as well as meet the fund's responsibility for maintaining a sufficient reserve balance.

Wage Reserve Fund

The wage reserve fund is a designation of a portion of the City's general fund balance reserved for pay plan increases, contract settlements, increased employee costs due to health insurance status changes, employee pay grade changes, and any other additional unexpected labor costs. The wage reserve fund is increased via the budget process when new funds are requested to pay for anticipated wage increases. The wage reserve is drawn down at the end of the budget year for any deficiencies sustained by general fund departments between budgeted and actual personnel costs.

However, over the past several years, due mainly to vacancies occurring throughout the year that provide surplus budget funds to the departments, the wage reserve has, for the most part, not been needed at the end of the year to make up for any deficiencies. As a result, the reserve has continued to grow year after year to a current balance of approximately \$2.3 million.

This requested transfer will reduce the balance to approximately \$1 million which is still a generous reserve to draw upon for any unanticipated general fund personnel costs that might arise.

Thank you for your consideration. As always, feel free to contact me should you have any questions or concerns.

Illinois Risk Management Services

An Illinois Health and Hospital Association Company

CITY OF APPLETON
ACTUARIAL ANALYSIS
LOSS & EXPENSE RESERVES
AS OF DECEMBER 31, 2020

Prepared for: Mr. Brian Margan
Risk Manager
City of Appleton

Prepared by: Michael B. Delvaux, FCAS, FSA, MAAA
Consulting Actuary

Jessica A. Savoie
Actuarial Analyst

IRMS Actuarial Services
March 15, 2021

1151 East Warrenville Rd.
P.O. Box 3015
Naperville, IL 60566
630.276.5400

222 S. Riverside Plaza
Suite 1900
Chicago, IL 60606
312.906.6000

IRMS Actuarial Services
17035 W. Wisconsin Ave.
Suite 105
Brookfield, WI 53005
262.754.1600

CITY OF APPLETON
LOSS & EXPENSE RESERVES
ACTUARIAL ANALYSIS AS OF DECEMBER 31, 2020

INTRODUCTION

In the 1980's the City of Appleton insured its workers compensation, general liability and automobile liability exposures through retrospectively rated plans purchased in the commercial market. In January of 1990 the City began self-insuring a portion of these exposures though the amount the City retains has varied by year and coverage. IRMS Actuarial Services has been retained by the City of Appleton to perform an actuarial analysis to estimate the loss and expense reserves for the City's self-insured general liability, automobile liability and workers compensation exposures. This report provides a summary of our findings. A technical supplement that includes supporting data and work-papers is available upon request.

LIMITED DISTRIBUTION

This report is intended for the management of the City of Appleton. This report contains significant proprietary information. It is expected that it be held confidential and is not intended for public inspection. Any further distribution without our prior written permission is unauthorized.

EXECUTIVE SUMMARY

We project that the ultimate losses and defense and cost containment expenses (D&CC which are claim adjustment expenses directly attributable to specific claims) resulting from exposures incurred January 1, 1990 through December 31, 2020 will be \$15,470,338. As of December 31, 2020, \$12,565,617 has been paid, resulting in an unpaid claim liability of \$2,904,721. The following table provides a summary of our estimates of unpaid claim liabilities within the deductible by coverage:

City of Appleton Unpaid Loss & D&CC (Undiscounted) As of December 31, 2020			
Coverage	Case Reserve Outstanding	Incurred But Not Reported Reserves	Total Net Reserves for Unpaid Losses & D&CC
General Liability	488,278	318,379	806,657
Auto Liability	40,073	34,545	74,619
Workers Compensation	1,342,307	681,138	2,023,445
TOTAL	1,870,658	1,034,063	2,904,721

Next we developed indications for additional funding needed to cover loss and D&CC expenses for the upcoming year, January 1, 2021 through December 31, 2021. The following table summarizes our estimates of the additional liability that will arise during the next year:

City of Appleton 2021 Funding Indications Undiscounted	
Coverage	Central Estimate
General Liability	151,670
Automobile Liability	59,124
Workers Compensation	651,115
Total	861,910

We estimate that an additional \$861,910 in contributions will be necessary in 2021 to fund losses occurring within the City's retention during the year.

It is important to note that none of the estimates that appear in this report contemplate any costs, either previously paid or yet to be paid, on claims related to environmental clean-up expenses or liability costs. We understand that the city is involved with a clean-up effort of the Fox River. The expenses related to this event are outside the scope of this report.

DESCRIPTION OF HISTORICAL LIMITS & COVERAGES

Prior to January 1, 1990 the City purchased first dollar coverage (retrospectively rated) from the commercial market. It should be noted that we have assumed there to be no remaining liability prior to 1990. Beginning in 1990 the City retained the first \$250,000 per claim of workers

compensation coverage. This retention increased to \$350,000 in 2002 for police and fire employees and to \$300,000 for all other employees. Effective January 1, 2011, the workers compensation retention for all employees other than fire and police employees increased to \$325,000. Finally, the workers compensation retention was increased to \$500,000 effective January 1, 2013. These are the retentions that underlie our unpaid estimates as of December 31, 2020. The workers compensation funding estimate for 2021 assumes this \$500,000 will remain.

The City also began retaining a portion of its GL and AL exposures in 1990. Specifically, in 1990 the City began purchasing excess commercial insurance for its general liability and automobile liability coverage attaching at \$100,000 per occurrence with an aggregate limit of \$400,000. This retention increased to \$150,000 per occurrence with an aggregate limit of \$600,000 from 1991-1993 and increased to \$175,000 per occurrence with an aggregate limit of \$700,000 from 1994 to 2010. The retention limit increased to \$200,000 with an aggregate of \$800,000 for policy year January 1, 2011 through January 1, 2021 with a liability policy purchased from Cities and Villages Mutual Insurance Company.

In addition, beginning in January of 1999, the City purchased Employment Practice Liability Insurance (EPLI). The City's retention for this coverage consists of a \$25,000 self-insured deductible. There is a per occurrence limit of \$1,000,000 and an aggregate limit of \$1,000,000 per policy period for this coverage. This was previously uninsured exposure. We have incorporated the City's EPL liability with the GL.

SECTION ONE - ULTIMATE CLAIM COSTS

Appleton purchases an excess policy from Cities and Villages Mutual Insurance Company and thus is responsible for the first portion of each loss occurrence. The amount of each loss that Appleton retains varies by which year the loss event occurs as described in the previous section.

The job of the actuary is to estimate the ultimate costs that will arise from each year (i.e. estimate the bulk and IBNR reserves) taking into account the random fluctuations that occur in claim costs. The following table shows the paid as well as the incurred losses and D&CC, along with our estimates of the ultimate losses and D&CC as of December 31, 2020.

City of Appleton Estimated Ultimate Loss & D&CC Within Retention				
Accident Year	Auto Liability	General Liability	Workers Compensation	Total
1990	37,903	41,086	166,651	245,640
1991	20,590	63,570	95,093	179,253
1992	38,381	40,413	261,004	339,798
1993	9,681	35,421	299,488	344,590
1994	14,099	57,369	189,832	261,300
1995	21,955	48,331	175,170	245,456
1996	19,750	48,757	115,955	184,462
1997	66,662	94,325	128,619	289,606
1998	7,735	8,912	116,666	133,313
1999	91,493	7,378	182,520	281,391
2000	34,879	80,171	145,109	260,160
2001	18,626	3,729	289,023	311,378
2002	25,463	189,144	649,116	863,723
2003	25,743	24,897	155,089	205,729
2004	27,162	20,621	222,669	270,452
2005	14,634	21,606	695,317	731,557
2006	5,857	82,365	584,143	672,365
2007	5,761	63,051	259,013	327,826
2008	19,780	36,774	299,641	356,195
2009	32,255	105,147	963,740	1,101,142
2010	179,229	84,307	282,322	545,858
2011	81,315	40,837	518,141	640,293
2012	10,668	77,228	273,611	361,508
2013	10,640	181,430	213,049	405,119
2014	15,083	29,187	712,114	756,385
2015	46,810	4,781	896,828	948,419
2016	44,211	58,456	354,869	457,536
2017	49,483	275,180	828,672	1,153,335
2018	43,297	159,255	390,631	593,183
2019	32,659	103,506	996,793	1,132,958
2020	38,323	128,321	703,766	870,409
Total	1,090,129	2,215,556	12,164,653	15,470,338

As this table shows, we estimate that the total costs arising since the City began partially self-insuring in 1990 will be \$15,470,338. This table also shows the inherent volatility in these coverages with the ultimate costs on a nominal basis.

The following table compares our current estimates to those made in the City's prior analysis in 2018.

City of Appleton Estimated Ultimate Loss & D&CC On Loss occurring through December 31, 2018 Comparison to Previous Analysis			
Accident Year	As of 12/31/20	As of 12/31/18	Change
1990	245,640	245,640	0
1991	179,253	179,253	0
1992	339,798	339,798	0
1993	344,590	344,590	0
1994	261,300	261,300	0
1995	245,456	245,456	0
1996	184,462	184,462	0
1997	289,606	289,606	0
1998	133,313	133,313	0
1999	281,391	281,391	0
2000	260,160	260,160	0
2001	311,378	311,378	0
2002	863,723	675,154	188,569
2003	205,729	205,729	0
2004	270,452	270,452	0
2005	731,557	714,258	17,299
2006	672,365	672,365	0
2007	327,826	326,280	1,546
2008	356,195	357,882	-1,687
2009	1,101,142	860,892	240,251
2010	545,858	560,972	-15,114
2011	640,293	654,837	-14,544
2012	361,508	386,326	-24,818
2013	405,119	350,511	54,608
2014	756,385	787,673	-31,288
2015	948,419	727,122	221,297
2016	457,536	574,829	-117,293
2017	1,153,335	782,706	370,629
2018	593,183	676,915	-83,732
Total thru '18	13,466,971	12,661,249	805,722

As shown, our estimate of ultimate loss increased \$805,722 from the City's previous analysis in 2018. Most of this increase is coming from the workers compensation coverage which had significant deterioration in several older years since our last review. Interestingly, this is the opposite of our finding from two years ago in which the workers

compensation experience was favorable. This is indicative of how volatile the liability coverages are and how uncertain actual claim results can be. The poor workers compensation experience has led us to increase our prospective funding estimates as will be discussed later in section 3 of this report. Despite the volatility, overall we believe these changes are within a normal range of variability for these lines of business for a self-insured entity the size of Appleton.

SECTION TWO - RESERVE FOR UNPAID LOSSES AND D&CC

To derive estimates of net unpaid losses and D&CC as of December 31, 2020, we simply subtract payments net of recoveries from our estimate of net ultimate losses and D&CC. This results in an estimated reserve for net unpaid losses and D&CC as of December 31, 2020 as shown below:

Coverage	Estimated Net Ultimate Losses & D&CC	Net Paid Losses and D&CC as of December 31, 2020	Estimated Net Unpaid Losses & D&CC
General Liability	2,215,556	1,408,898	806,657
Auto Liability	1,090,129	1,015,510	74,619
Workers Compensation	12,164,653	10,141,208	2,023,445
Total	15,470,338	12,565,617	2,904,721

In summary, our Central estimate of the ultimate losses and D&CC resulting from all claims within the City's retention is \$15,470,338. As of December 31, 2020 \$12,565,617 has been paid resulting in a net reserve for unpaid losses and D&CC of \$2,904,721. Of this amount, \$1,870,658 is in the form of case reserves established by the claims adjusters for specific, known claims. The remaining \$1,034,063 is IBNR (Incurred But Not Reported) and provides a provision for further development of loss on known claims plus a provision for any claims that have occurred but which have not yet been reported.

SECTION THREE – NEW YEAR ESTIMATES

The last section presented our estimate of the unpaid liability associated with all exposures through December 31, 2020. In order to assist management in their financial planning for 2021

we project the anticipated loss and D&CC for the upcoming period. In order to do this we begin first with our estimates of ultimate loss for all the previous years for each coverage. We then trend the losses for claim cost inflation, benefit changes and wage increases (for workers compensation) in order to bring the historical losses to 2021 claim levels. The following table summarizes these trended historical years and projects loss & D&CC estimates for the upcoming year:

City of Appleton Estimated Loss & D&CC per \$100 of payroll at 2020 Cost Levels				
Accident Year	Auto Liability	General Liability	Workers Compensation	Total
1995	132	494	1,085	1,711
1996	114	469	690	1,273
1997	342	791	687	1,819
1998	38	70	595	703
1999	403	51	850	1,305
2000	149	529	676	1,354
2001	72	22	1,226	1,320
2002	96	1,060	2,507	3,664
2003	99	139	593	831
2004	106	115	852	1,072
2005	52	107	2,393	2,552
2006	20	378	1,903	2,301
2007	18	272	779	1,069
2008	61	149	868	1,078
2009	95	401	2,684	3,179
2010	515	309	768	1,592
2011	230	140	1,434	1,804
2012	30	260	758	1,049
2013	29	577	549	1,155
2014	36	80	1,626	1,742
2015	114	13	2,114	2,241
2016	107	156	822	1,084
2017	117	701	1,867	2,684
2018	98	383	864	1,346
2019	69	238	2,172	2,480
2020	80	283	1,502	1,865
Selected PP	125	320	1,374	1,819
% change	-4.1%	+1.1%	+15.8%	+11.3%
Proj 2021	59,124	151,670	651,115	861,910

In total we project \$861,910 as the cost of Appleton's self-insured portion of next year's (2021) exposure from these three coverages. This is a 11.3% increase from our previous funding estimate driven primarily by the poor loss development shown in the workers compensation and general liability coverages.

SECTION FOUR – DISCOUNTING & RISK MARGIN FOR ADVERSE DEVELOPMENT

Claim liabilities are subject to uncertainty. All of the above estimates we describe as our central estimates. They are our best or expected estimate of loss after consideration of several different actuarial methodologies that we applied to each line of business. Due to the random nature of claims, when all the unpaid claims occurring prior to December 31, 2020 are known, the true cost will be either higher or lower than our estimates. To measure the level of uncertainty in the reserves, we have developed computer models that simulate many potential claim occurrences.

The estimates presented in previous sections are also calculated on an undiscounted basis. That is, it will take years for all of the unpaid claims to be paid. Meanwhile, the assets supporting these liabilities will continue to earn investment income. For your consideration, we incorporate the concept of the time value of money and present the value of these unpaid liabilities on a discounted basis as well.

Actuarial Standards of Practice state that a discounted reserve estimate is not an actuarially sound estimate unless a risk margin is applied. Therefore, in practice, discounting and applying a risk margin are often done concurrently and this is the approach we will follow in this section. It should be pointed out that we are not advocating that Appleton discount its reserves or what an appropriate discount yield may be. These are decisions left to City management.

We start with our \$2,904,721 central estimate of total undiscounted, unpaid liability and simulate the potential variation around that estimate. By simulating several thousand possible outcomes, we establish a probability that the results will be below certain levels. We then apply discount factors assuming a certain investment yield. The following table shows the results of our simulations at various discount yield assumptions:

City of Appleton All Lines Combined As of December 31, 2020				
Probability	Simulated Unpaid Loss & D&CC			
	Undiscounted	2%	3%	4%
70%	3,133,016	2,917,446	2,823,671	2,737,619
75%	3,370,860	3,138,925	3,038,031	2,945,447
80%	3,660,920	3,409,027	3,299,451	3,198,900
90%	4,026,128	3,749,107	3,628,600	3,518,018
95%	4,578,844	4,263,793	4,126,742	4,000,979
Central	5,590,720	5,206,046	5,038,708	4,885,153

This table represents our estimate of the unpaid losses and D&CC under different probability levels and interest yield assumptions. For instance, at a 3% investment yield assumption, we estimate that there is an 80% probability that the total reserves will be adequate if they are set at \$3,299,451. Conversely, there is a 20% chance that amount will be inadequate. If the reserves do prove to be inadequate, Appleton would need to draw on funds from other sources to pay its claims. Choosing the appropriate probability level depends entirely on Appleton's attitude toward risk and its ability to cover adverse outcomes.

LIMITED DISTRIBUTION AND USE

This report is solely for the use of the City of Appleton and its auditors. While we realize that this report will become a public document, we ask that we be notified if any other parties request a copy of our report.

OTHER CONSIDERATIONS

It is important to note that estimates of future unpaid claim liabilities cannot be known with certainty. While our estimates were prepared with appropriate actuarial methodologies and judgments, the true cost of future claims could vary significantly in either direction from our estimates.

Wisconsin Statutes 893.80 and 345.05 provide governmental immunities including a cap on the amount of liability for any single claimant against a local governmental unit of \$50,000

(\$250,000 if the accident includes the use of a city-owned motor vehicle.) Note that this limitation limits the liability to each claimant not each occurrence. There may be multiple claimants from any single occurrence. To the extent that the impact of these statutes has affected Appleton data in the past, these limitations are incorporated into our projections. Claims brought in federal court are not affected by these state statutes. To the extent that federal claims are represented in Appleton data, these also are incorporated into our projections.

We have not included exposures stemming from environmental pollution or asbestos claims. The estimates in this report include no provision for any of these types of claims.

The data underlying our analysis is critical to the assumptions used to derive our estimates. We have assumed that all of the data underlying our analysis accurately reflects the experience of the City of Appleton.

* * * * *

We appreciate this opportunity to be of service to the City of Appleton, and look forward to presenting our results. We also stand ready to answer any questions you may have.

Respectfully submitted,



Michael B. Delvaux, FCAS, FSA, MAAA
Consulting Actuary



Jessica A. Savoie
Actuarial Analyst

Appendix A – Un-pooled Results by LOB

Undiscounted

	auto	general Liab	work comp	sum total	pooled
55%	63,691	801,628	1,679,049	2,544,368	2,604,078
60%	68,587	846,766	1,876,585	2,791,939	2,762,448
65%	74,126	896,436	2,074,120	3,044,681	2,941,536
70%	80,664	951,269	2,271,655	3,303,588	3,133,016
75%	88,468	1,013,772	2,469,190	3,571,430	3,370,860
80%	98,447	1,083,110	2,765,493	3,947,051	3,660,920
85%	111,738	1,167,041	3,160,564	4,439,343	4,026,128
90%	132,952	1,276,775	3,654,401	5,064,128	4,578,844
95%	174,221	1,449,152	4,642,078	6,265,451	5,590,720
Central					
Estimate	74,619	806,657	2,023,445	2,904,721	2,904,721

Discounted at 2%

	auto	general Liab	work comp	sum total	pooled
55%	59,309	746,472	1,563,521	2,369,301	2,424,902
60%	63,868	788,504	1,747,465	2,599,837	2,572,376
65%	69,025	834,756	1,931,408	2,835,189	2,739,141
70%	75,114	885,816	2,115,352	3,076,282	2,917,446
75%	82,381	944,019	2,299,295	3,325,694	3,138,925
80%	91,674	1,008,586	2,575,211	3,675,470	3,409,027
85%	104,050	1,086,742	2,943,099	4,133,890	3,749,107
90%	123,804	1,188,926	3,402,957	4,715,686	4,263,793
95%	162,234	1,349,442	4,322,676	5,834,351	5,206,046
Central					
Estimate	69,484	751,155	1,884,220	2,704,859	2,704,859

Discounted at 3%

	auto	general Liab	work comp	sum total	pooled
55%	57,402	722,478	1,513,265	2,293,145	2,346,959
60%	61,815	763,159	1,691,296	2,516,271	2,489,692
65%	66,807	807,924	1,869,327	2,744,058	2,651,097
70%	72,700	857,343	2,047,358	2,977,401	2,823,671
75%	79,733	913,675	2,225,389	3,218,797	3,038,031
80%	88,727	976,167	2,492,436	3,557,330	3,299,451
85%	100,705	1,051,811	2,848,499	4,001,015	3,628,600
90%	119,824	1,150,710	3,293,576	4,564,111	4,126,742
95%	157,019	1,306,067	4,183,733	5,646,818	5,038,708
Central					
Estimate	67,251	727,010	1,823,656	2,617,917	2,617,917

Discounted at 4%

	auto	general Liab	work comp	sum total	pooled
55%	55,653	700,460	1,467,148	2,223,261	2,275,435
60%	59,931	739,902	1,639,754	2,439,587	2,413,818
65%	64,771	783,302	1,812,359	2,660,433	2,570,305
70%	70,484	831,215	1,984,965	2,886,664	2,737,619
75%	77,303	885,831	2,157,570	3,120,704	2,945,447
80%	86,023	946,418	2,416,479	3,448,920	3,198,900
85%	97,636	1,019,756	2,761,691	3,879,083	3,518,018
90%	116,173	1,115,642	3,193,204	4,425,019	4,000,979
95%	152,234	1,266,264	4,056,233	5,474,731	4,885,153
Central					
Estimate	65,201	704,855	1,768,080	2,538,136	2,538,136



MEMORANDUM

TO: Community and Economic Development Committee (CEDC)

FROM: Karen Harkness, Director of Community & Economic Development

DATE: July 8, 2021

RE: Request Approval of the First Amendment to Zuelke Project Development Agreement

On December 19, 2017, the Council approved the original Development Agreement (attached) between Zuelke Building, LLC (Prior Developer) and the City of Appleton (COA) for the intended redevelopment of the historic Zuelke Building located at 103 W. College Avenue on Parcel #31-2-0070-00 in Tax Increment Financing District #11.

The Prior Developer and Zuelke Flats, LLC (Developer) entered into a purchase and sale agreement to convey 103 W. College Avenue for redevelopment as a mixed-use property comprised of residential and retail. The Developer and the COA have amended the original Development Agreement in order to retain tax rules that were in place with the December 2017 approval. See attached memo dated December 17, 2017 for details.

The Developer plans to redevelop approximately 750 sq. ft. of retail space on the first floor, along with the leasing office, business center, game room, dog wash and fitness center. Floors 2 - 12 would be 66 residential units comprised of studio and 2-bedroom apartments. Portions of the basement will become tenant and bicycle storage and a lounge for tenants.

The Developer will build a patio facing Houdini Plaza, which will be accessible to the public, but the primary use will be by the tenants. The Houdini Plaza Lease Agreement for this patio area is attached to the Amended Development Agreement as Schedule 2. This area was previously vacated and conveyed to the Prior Developer for ingress and egress to planned underground parking. Now, the Developer plans to use the close and convenient City-owned parking structures. The Developer has agreed to re-convey the vacated area to the City and, in exchange and to enhance the overall development, the City will enter a long term lease with the Developer. A copy of the lease is provided.

City staff is comfortable with this lease structure in recognition of the re-conveyance of land contiguous to Houdini Plaza; the area will not have a commercial sales use and will be available to the public.

Construction costs for the project is approximately \$17,608,000 and will create an anticipated assessed property value of not less than \$8,703,000. The base value of this site is \$1,922,100. The estimated increment created will be approximately \$6,780,900.

The COA TIF investment will be 90% of the property taxes paid on the incremental value created by the development for a period of 15 years beginning August 15, 2024 and ending on August 15, 2038.

I can be reached at Karen.Harkness@Appleton.org or 920-209-9520 for further assistance.

Staff Recommendation:

The First Amendment to the Zuelke Project Development Agreement between the City of Appleton and Zuelke Flats, LLC and associated Houdini Plaza Lease Agreement **BE APPROVED.**

DEVELOPMENT AGREEMENT

TAX INCREMENT DISTRICT NO. 11 (Development Area #4)

THIS DEVELOPMENT AGREEMENT is dated as of the 19th day of December, 2017 by and between ZUELKE BUILDING, LLC, a Wisconsin limited liability company (the "Developer") and CITY OF APPLETON, a Wisconsin municipal corporation (the "City").

RECITALS:

The Developer and the City, acknowledge the following:

A. In 2017, the City created Tax Increment District No. 11 (the "District") pursuant to Section 66.1105, Wis. Stat. (the "Tax Increment Law") and approved a plan for the redevelopment of the District, as depicted on Exhibit A. On August 9, 2017, the Joint Review Board approved the creation of the District and the adoption of the Project Plan.

B. Developer is proposed to redevelop a portion of the area of the District identified as "Development Area #4". Specifically, the Developer intends to undertake the following project that will increase the value of the Zuelke Building, located at 103 West College Avenue (the "Property") and provide other tangible benefits to the surrounding neighborhoods, the downtown and to the City as a whole:

1. Redevelopment of the historic Zuelke Building into a Class A Mixed Use Property including residential, office, retail and parking (the "Project").

2. The Project will include elimination of the secondary elevator currently servicing floors 10 - 12. The main elevator will be modernized and extended to the top three floors. Floors 11 and 12 will be redeveloped into five (5), two-story luxury apartments with an average of 1,951 square feet. Floor 10 would be redeveloped into five (5) market rate apartments with an average 975 square feet. Floors 4 - 9 would be redeveloped into office (4,690 sq. ft.) and will target full or half floor tenants. Floor 3 would be redeveloped into office (4,110 sq. ft.) targeting full or half floor tenants. The Mezzanine may be redeveloped into commercial space at about 3,955 square feet. The first floor would be a total of 3,080 square feet of retail. Parking access (as identified in Exhibit C) for 13 underground stalls would reduce the existing first floor square footage. Lighting in the first floor lobby would be upgraded to highlight historic features. All bathrooms will be upgraded as well. The entire building will be upgraded to include new HVAC, plumbing and electrical.

3. A landscaped green buffer shall be provided behind the building facing Houdini Plaza.

4. This redevelopment initiative (the "Project") shall be subject to final design and final construction budget as approved by the City of Appleton and the Developer.

5. The Developer has represented that the construction cost of this Mixed Use Redevelopment of the historic Zuelke Building would be approximately \$15,000,000 and will create property taxable value of not less than \$10,000,000. The Property's current base value is \$1,922,100.

C. The City desires to encourage economic development including the elimination of slum and blight, expand its tax base, and create new jobs within the City, the District and the Property. The City finds that the development of the Property as described above and the fulfillment, generally, of the terms and conditions of this Agreement are in the vital and best interests of the City and its residents and serve a public purpose in accordance with state and local law.

D. The Project would not occur without the use of Tax Incremental Financing and for the fact that the Developer anticipates being awarded Federal and State Historic Tax Credits.

E. The Property is located within the boundaries of the Tax Increment Financing District #11 ("TIF #11").

F. TIF #11 Project Plan includes parcels of real property owned by the Developer located in the City and described on Exhibit B, attached hereto, consisting of the following:

1. Property located at 103 West College Avenue, parcel number 31-2-0070-00.

G. Developer desires to obtain a permanent access easement for a small portion of the right-of-way located in Houdini Plaza described as a portion of the public alley in Block 5 of Appleton Plat (a/k/a Second Ward Plat) adjacent to the following described parcel: E62.15' of the N120' of Lot 3 Less the W20' and Less the S10'. Developer and City agree to work toward a mutually agreeable means of lower level access to the Property via the permanent access easement.

H. The City, pursuant to Common Council Action on December 19, 2017, will review, approve and ratify this Agreement.

I. The Developer has approved this Agreement and the representatives have the authority to execute this Agreement on behalf of the respective entity.

J. All terms that are capitalized but not defined in this Agreement and that are defined under the Tax Increment Law shall have the definitions assigned to such terms by the Tax Increment Law.

K. This Agreement shall be subject to, and contingent upon, the Appleton Common Council's review and approval on December 19, 2017.

ARTICLE 1 PURPOSE

1.1 Purpose of Agreement. The parties have agreed upon a general plan for redevelopment of the Property. The purpose of this Agreement is to formalize and record the understandings and undertakings of the parties and to provide a framework within which the redevelopment of the Property will take place.

ARTICLE 2 DESCRIPTION OF PROJECT

2.1 The Development Area depicted on Exhibit A will be redeveloped and improved with site improvements as generally depicted on the attached Exhibit B.

2.2 The Development Area is zoned CBD, and the Project shall be consistent with that zoning designation under the Zoning Code.

2.3 The City and Developer shall cooperate in any efforts to secure other governmental funding sources for the Project.

ARTICLE 3 UNDERTAKINGS OF THE CITY

The City agrees that it shall:

3.1 The City shall provide financial assistance in the form of a "City Investment" (pay as you go) through the creation the TIF District #11 pursuant to the Project Plan and shall appropriate sufficient funds for the performance of the City's obligations under this Agreement.

3.2 As the sole source for payment of the City Contribution, the City agrees to pay Developer annually by August 15 of each year an amount that shall not exceed eighty percent (80%) of the property tax increment and any City portion of a Payment in Lieu of Taxes (PILOT) Agreement contributions attributable to the Property pursuant to the Agreement, based on tax accrued through a date (the "Expiration Date") which shall be the earliest to occur of: (i.) the date on which the City Contribution has been paid in full; or (ii.) August 2044.

- 3.3 The City shall cooperate with Developer throughout the implementation of the Project Plan and shall promptly review and/or process all submissions and applications in accordance with applicable City ordinances.
- 3.4 The City will provide payments to the Developer as reimbursement for a portion of their developer cost, as provided in this Agreement.
- 3.5 The City will provide payments to the Developer solely from future Tax Increment Revenue from the Property as a reimbursement for Developer Costs. The City and the Developer agree that there will be no reimbursement for any activities prior to the creation of the District. The Developer shall submit to the City's Director of Finance a summary of Developer Costs on a periodic basis as the development progresses.
- 3.6 The City will provide an investment to the Developer (the "City Investment") that shall not exceed \$2,019,500 plus interest thereon. Interest on the City's Investment shall begin to accrue effective the date Developer closes on the final financing for the project. The interest rate shall be the lesser of: (i.) The interest rate charged to the Developer by the Developer's lender, evidenced by the note indicating the rate of loan amount; or (ii.) Four and one-half percent (4.5%).
- 3.7 If the project does not generate \$10,000,000 in assessed value by January 1, 2024, the City reserves the right to reduce the maximum City Investment set forth in Sec. 3.6. The reduction to the maximum City Investment shall be an amount proportional to the January 1, 2024 assessed value compared to \$10,000,000 and shall be retroactive to the date of this agreement.
- 3.8 The City shall recommend approval for all necessary rezoning, permits, site plans and other Project plans necessary for the construction of the Project in accordance to Federal, State and local rules and regulations and will utilize standard approvals by committee and Council.

**ARTICLE 4
UNDERTAKINGS OF OFFICE DEVELOPER**

- 4.1 Developer will rehabilitate 103 West College Avenue into a Class A Mixed Use Property including residential, office, retail and parking.
- 4.2 Developer will obtain all necessary zoning, permits and approvals and complete construction of the Project in accordance with the plans approved by City. To extent any public improvements are included with the scope of work for the Project, complete the installation of same per City specifications and dedicate same to the City upon completion.

- 4.3 Complete project in accordance with approved plans.

**ARTICLE 5
TAX STATUS**

- 5.1 As long as the District is in existence, the Project including the land and all buildings and improvements thereon, shall be owned and taxable for real estate tax, special assessment purposes and personal property taxes. The City may waive the above restriction, in whole or in part, upon execution of a payment in lieu of taxes (PILOT) agreement, in a form acceptable to the City, made between the City and the owner or lessee of the applicable portion of the Property.

**ARTICLE 6
NO PARTNERSHIP OR VENTURE**

- 6.1 Developer, and their affiliates and successors, and their contractors or subcontractors, shall be solely responsible for the completion of the Project. Nothing contained in this Agreement shall create or effect any partnership, venture or relationship between the City and Developer or any contractor or subcontractor employed by them in the construction of the Project.

**ARTICLE 7
CONFLICT OF INTEREST**

- 7.1 No member, officer or employee of the City, during his/her tenure or for one year thereafter, will have or shall have had any interest, direct or indirect, in this Agreement or any proceeds thereof.

**ARTICLE 8
WRITTEN NOTICES**

- 8.1 Any written notice required under this Agreement shall be sent to the following individuals:

FOR THE CITY:

City of Appleton
Community and Economic Development Department
100 North Appleton Street
Appleton, WI 54911-4799
Attn: Karen E. Harkness

With a copy to:

City of Appleton
City Attorney's Office
100 North Appleton Street
Appleton, WI 54911-4799
Attn: Attorney James P. Walsh

DEVELOPER:

Zuelke Building, LLC
Attn: Anuj Rastogi
225 E. St. Paul Ave. Suite 200
Milwaukee, WI 53202

ARTICLE 9 ASSIGNMENT

- 9.1 No party to this Agreement may assign any of its interest or obligations hereunder without first obtaining the written consent of all other parties except as otherwise provided for in this Agreement. This Agreement shall be binding on future owners of the Property and the obligations set forth herein shall remain in effect and enforceable until satisfied in full. A notice of this Agreement shall be recorded with the Outagamie County Register of Deeds. In addition, Developer may assign its rights under this Agreement to any lender providing financing for any portion of the Project and shall notify the City of any such assignment. The City shall not be bound to any such assignment until it has received written notice, including whether the Agreement has been assigned in whole or in part, the portion of the Property affected and which rights and obligations have been assigned. Developer may assign its rights and obligations hereunder without corresponding assignment of its right to collect the Contribution.

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

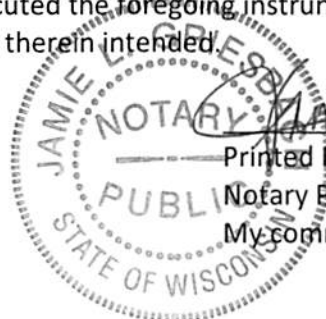
DEVELOPER:

Zuelke Building, LLC

By: [Signature]
Steve Schneider, Partner

STATE OF WISCONSIN)
: ss.
BROWN COUNTY)

Personally came before me this 19th day of December, 2017, Steve Schneider, to me known to be the person who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.



[Signature]
Printed Name: Jamie Greber
Notary Public, State of Wisconsin
My commission is/expires: 11/11/2021

DEVELOPER:

Zuelke Building, LLC

By: _____
Lindsey Bovinet, Partner

STATE OF WISCONSIN)
: ss.
MILWAUKEE COUNTY)

Personally came before me this 19th day of December, 2017, Lindsey Bovinet, to me known to be the person who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.

Printed Name: _____
Notary Public, State of Wisconsin
My commission is/expires: _____

DEVELOPER:

Zuelke Building, LLC

By: _____
Steve Schneider, Partner

STATE OF WISCONSIN)
 : ss.
BROWN COUNTY)

Personally came before me this 19th day of December, 2017, Steve Schneider, to me known to be the person who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.

Printed Name: _____
Notary Public, State of Wisconsin
My commission is/expires: _____

DEVELOPER:

Zuelke Building, LLC

By: _____
Lindsey Bovinet, Partner

STATE OF WISCONSIN)
 : ss.
MILWAUKEE COUNTY)

Personally came before me this 19th day of December, 2017, Lindsey Bovinet, to me known to be the person who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.



Printed Name: Marisa Eichstaedt
Notary Public, State of Wisconsin
My commission is/expires: 7/25/21

EXHIBIT A

City Created Tax Increment District No. 11— Approved Plan for Redevelopment

See attached.

FINAL DRAFT 8-2-17



**PROJECT PLAN
FOR THE CREATION OF
TAX INCREMENTAL FINANCING DISTRICT #11
EAST COLLEGE AVENUE
CITY OF APPLETON, WISCONSIN**

DATE ADOPTED BY COMMON COUNCIL:
DATE ADOPTED BY JOINT REVIEW BOARD:
EXPENDITURE DEADLINE:
TID EXPIRATION DATE:

AUGUST 2, 2017
AUGUST 9, 2017
AUGUST 2039 (22 YEARS)
AUGUST 2044 (27 YEARS)

TAX INCREMENT DISTRICT #11 PROJECT PLAN

CITY OF APPLETON OFFICIALS & STAFF

Timothy M. Hanna	Mayor
William Siebers	Aldersperson District 1
Vered Meltzer	Aldersperson District 2
Curt J. Konetzke	Aldersperson District 3
Joe A. Martin	Aldersperson District 4
Edward Baranowski	Aldersperson District 5
Greg E. Dannecker	Aldersperson District 6
Kathleen S. Plank	Aldersperson District 7
Matthew Reed	Aldersperson District 8
Bob Baker	Aldersperson District 9
Christine Williams	Aldersperson District 10
Patti S. Coenen	Aldersperson District 11
Cathy M. Spears	Aldersperson District 12
Kyle Lobner	Aldersperson District 13
Christopher W. Croatt	Aldersperson District 14
Keir Dvorachek	Aldersperson District 15
James P. Walsh	City Attorney
Kami L. Lynch	City Clerk
Tony Saucerman	Finance Director
Karen E. Harkness	Community & Economic Development Director

PLANNING COMMISSION

Mayor Timothy M. Hanna	Chair
Tanya Rabec	Member
Adrienne Palm	Member
Steve Uslabar	Member
Joe Martin	Aldersperson/Member
Ross Buetow	Member/Deputy Director of Public Works

JOINT REVIEW BOARD

Tony Saucerman	City Representative
Brian Massey	Outagamie County
Faith Schiedermayer	Fox Valley Technical College
Don Hietpas	Appleton Area School District
Peter Stueck	Public Member

**TAX INCREMENT DISTRICT #11
PROJECT PLAN**

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1

INTENT AND PURPOSE OF TAX INCREMENT FINANCING DISTRICT #11

Tax Increment Financing District Number 11 (the “District”) is being created by the City of Appleton under the authority provided by Wisconsin Statute Section 66.1105 “Tax Increment Law” to eliminate blight and stimulate the redevelopment of East College Avenue approximately from Drew Street to just west of Superior Street, South to Water Street and North to E. Washington Street. A map of the proposed District boundaries is found in Section 12.

This area is primarily characterized by a large blighted and vacant commercial site and a mixture of small businesses, office space, and housing which have the potential to, and in some cases already have, created a blighting influence on the surrounding area. The District consists of approximately 59.68 acres of land with the vast majority currently zoned Central Business District. A minority of parcels in TIF #11 are currently zoned Planned Development Multi-Family, Public Institution, Single-Family Residential, and Multi-Family Residential.

The District is being created as a “Blighted District” based upon the finding that at least 50%, by area of the real property within the District, is blighted within the meaning of Wisconsin Statute Section 66.1105 and 66.1333 described below. The map exhibit in Section 13 illustrates existing uses and conditions of the District.

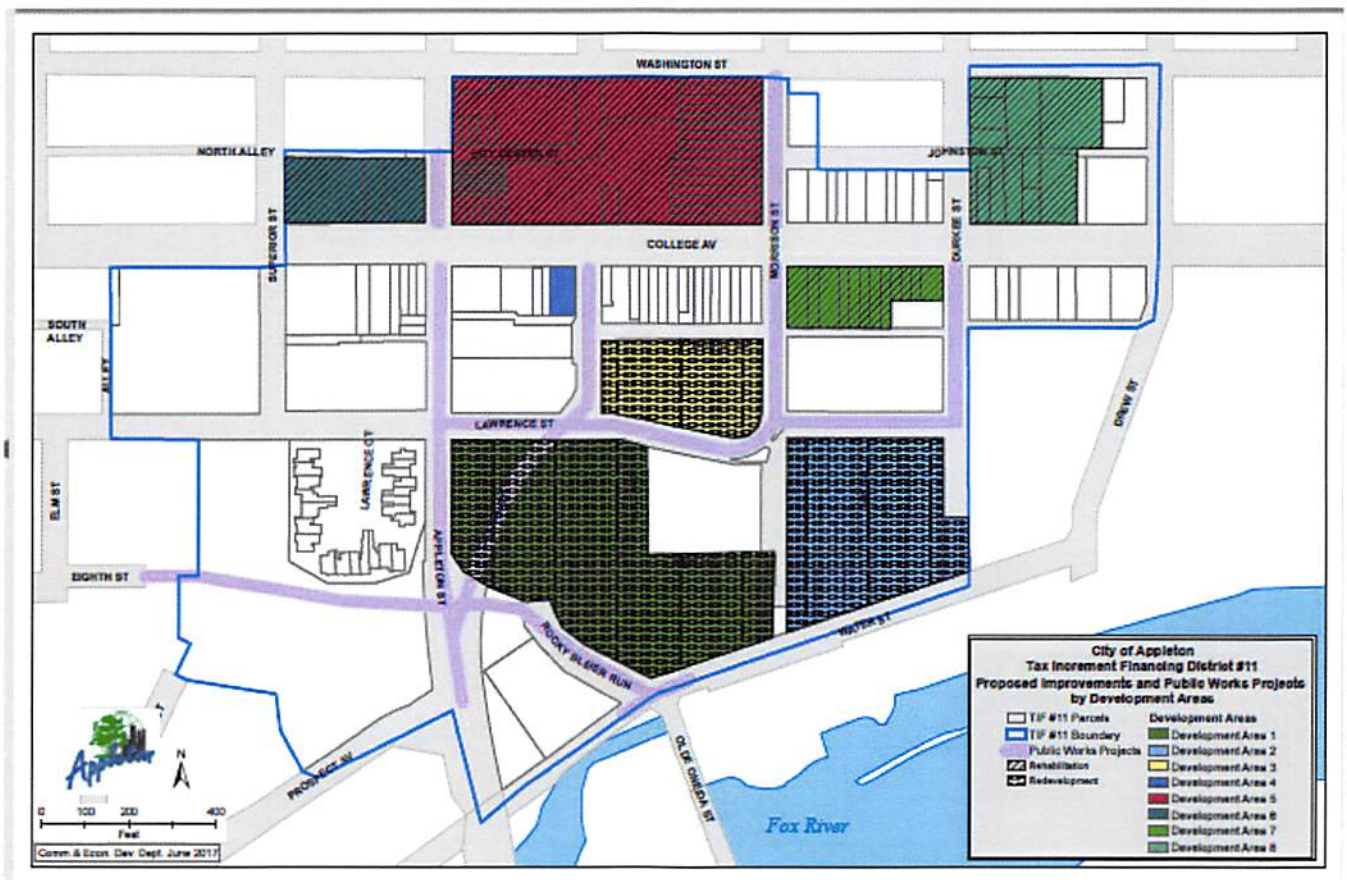
Blight is described as: *the presence of a substantial number of substandard or deteriorating structures or site improvements; inadequate street layout or faulty lot layout in relation to size, adequacy, accessibility or usefulness, or conditions which endanger life or property by fire and other causes, or any combination of such factors that impairs or arrests the sound growth of a city. This definition also includes land upon which building or structures have been demolished and which because of obsolete platting, diversity of ownership or deterioration of structures or site improvements, or otherwise, substantially impairs or arrests the sound growth of the community.*

This Project Plan outlines the City of Appleton’s role in assisting with the redevelopment of vacant, blighted, and underutilized properties and rehabilitation/conservation of existing properties as needed to support the urban renewal of this area. The investment in this District will:

- eliminate blight and foster urban renewal through public and private investment
- enhance the development potential of private property within and adjacent to the District
- stabilize and increase property values in the area

- promote retention, expansion, attraction and reuse through the development of an improved area thereby facilitating the creation of new jobs and increased tax base
- improve the overall appearance of public and private spaces
- strengthen the economic well-being and economic diversity of the area
- provide appropriate financial incentives to encourage business expansion
- maximize the Districts strategic location in Downtown Appleton

There are eight identified development areas within the District that include a combination of redevelopment and rehabilitation sites. The following map and narrative highlights the key development areas targeted for redevelopment and rehabilitation/conservation in this District that would not happen otherwise but for the creation of this District.



Development Area #1: The largest site in this Development Area is commonly known as “The Bluff Site”. This site is comprised of Trinity Lutheran Church and Michiels Fox Banquet Rivertyme Catering.

Trinity Lutheran Church is located at 209 Allen Street and is approximately 1.86 acres. This site originally consisted of several residential lots. In 1924, Trinity English Lutheran Church was constructed on the northwest corner of Allen Street and Kimball Street. In 1954, a parish center was built on the north end of the property. The church and parish center were connected via an addition in 1963, which greatly expanded the church sanctuary. Another addition was completed in 1996 on the northwest side to create a lobby with an elevator. The building is currently vacant as the parish relocated to another site in December of 2016, and the site was purchased in January, 2017 by local developers intending to demolish the site for redevelopment. Future possible uses for this site include mixed use, public parking, public library, medical clinic, multi-family apartments and/or condos. The timing for this redevelopment is 2017-2021, and the proposed construction costs are estimated at \$57 million. Potentially, a portion of this would be exempt from property taxes if owned by a not-for-profit or tax exempt entity.

Michiels Fox Banquet Rivertyme Catering is located at 111 Kimball Street and is approximately 2.15 acres. This site originally consisted of several residential lots. In 1917, the Appleton Vocational School was constructed on the southwest corner of Allen Street and Kimball Street. The school was the precursor to the Fox Valley Technical College. In 1935, the portion of Allen Street south of Kimball Street was vacated, and the Appleton Vocational School built a second building to the southeast of the original building. An addition was built onto the south end of the original building in 1952. The auto mechanics shop was expanded in 1954. The Appleton Vocational School moved to Grand Chute in 1972 and became the Fox Valley Technical Institute. The school buildings on this site were razed in 1975. The Elks Club built the present building on the site in 1982. The building and property were sold to Michiels Fox Banquet in the late 1980’s. Michiels operated a banquet and catering business from this facility until December of 2016 when they moved operations to their Menasha facility, vacated this site and sold the property to a local developer in January, 2017. The local developer intends to demolish the site for redevelopment. Future possible uses for this site include public parking, commercial office building, and/or multi-family housing and condos. The timing for this redevelopment is 2017-2021, and the proposed construction costs are estimated at \$80 million. Potentially, a portion of this would be exempt from property taxes if owned by a not-for-profit or tax exempt entity.

The Bluff Site is highly visible from the Oneida Street Bridge, a primary gateway into the City of Appleton and Appleton’s Downtown. Redevelopment of this site would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this site. This development area would benefit from increased commercial activity from Development Area #2 and along College Avenue.

This information was largely taken from a Phase 1 Environmental Site Assessment conducted by Omni in June, 2016.

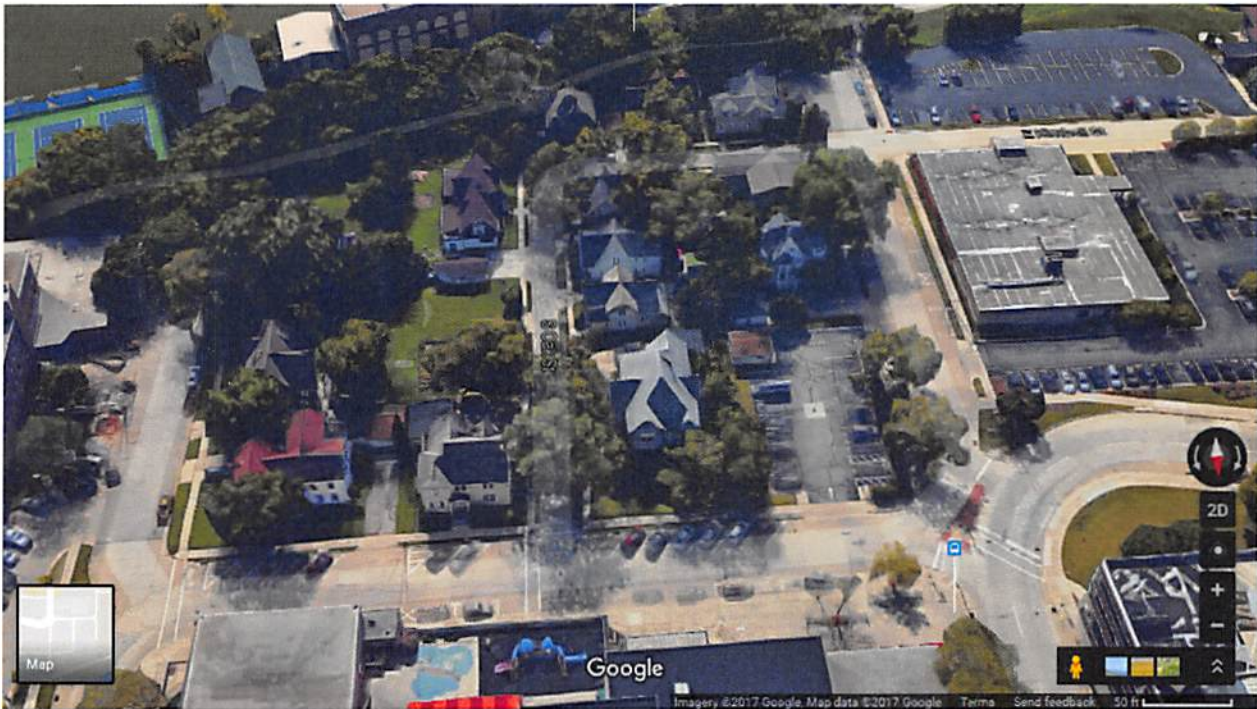


An aerial view of the bluff site.

Development Area #2: This is the site south of Lawrence Street, north of Water Street, east of S. Morrison Street and west of S. Durkee Street and is commonly referred to as “Bluff Site 2”. This site is comprised of 16 separate parcels with several owners. The YMCA of the Fox Cities owns 7 of the 16 parcels. The 7 parcels are comprised of 1 vacant lot, 2 vacant homes, 3 occupied rentals and 1 surface parking lot. Five (5) of the 7 parcels are on the tax rolls.

Other owners and uses are as follows: Housing Partnership of the Fox Cities owns one duplex which is tax exempt, and they use this property for transitional housing. Gary Trofka, et al owns one parcel which is used as a duplex. CJ Properties of the Fox Cities LLC owns one parcel, and the use is a four-plex. 220 Morrison LLC owns three parcels which are rentals (two single family and one multiple units). The remaining 3 parcels are owner-occupied, single-family residential homes.

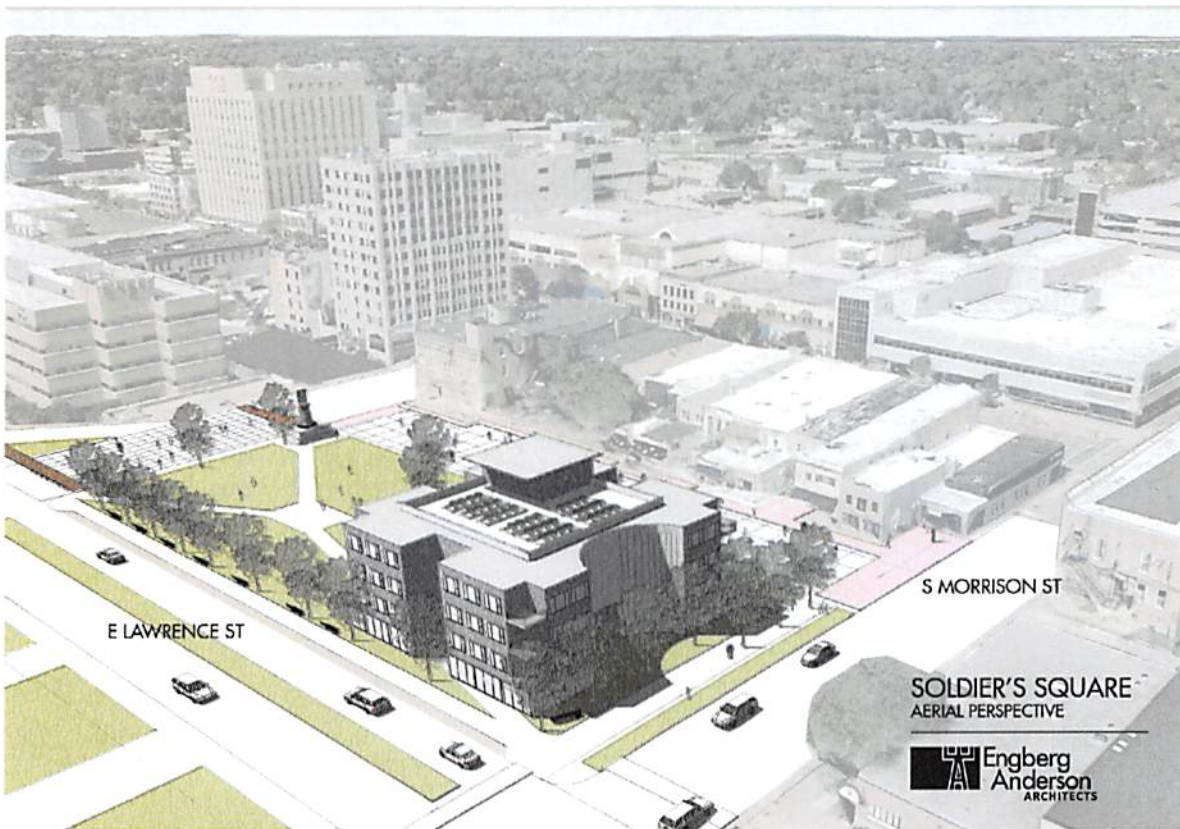
This blighted area could benefit from redevelopment, rehabilitation and conservation or be incorporated in part or in whole into a larger site for future redevelopment. This Development Area would benefit from increased commercial activity from Development Area #1 and along College Avenue.



An aerial view of bluff site 2.

Development Area #3: The Solider Square Ramp located at 120 S. Oneida Street was built in 1966, has 424 stalls, and is a blighted parcel in very poor condition. The YMCA purchased this ramp from the City of Appleton on February 1, 1996 for \$1. The Purchase Agreement contains a reversionary and other use clause. This development area is shown in the recently adopted Comprehensive Plan as mixed use and green space. It is acknowledged that the current use of this site as parking is imperative to the continued success of the YMCA, and the lost parking stalls, due to demolition of this structure, will need to be replaced in close proximity to this site. Development Area #3 has negatively impacted other properties due to being blighted, is not aesthetically pleasing, is structurally challenging, and needs to be redeveloped to enhance the overall area and provide a positive impression.

This blighted area could benefit from redevelopment as a stand-alone project or be incorporated into a larger site for future redevelopment. This Development Area would benefit from increased commercial activity from Development Areas #1 and #2 and along College Avenue.



SOLDIER'S SQUARE/YMCA PARKING LOT PERSPECTIVE

Development Area #4: The historic Zuelke Building located at 103 W. College Avenue was built in 1931 with 5 additional floors built in 1951. There are approximately 76,540 sq.ft., and the vacancy rate is 41%.

The building has a total of 12 floors with two elevator shafts, one elevator services the original 7 floors and later serviced up to the 10th floor. The second elevator services the addition of the 11th and 12th floors. The inability of the main elevator to access the 11th and 12th floors is a significant burden and will require extensive engineering and updating to facilitate correction.

The first seven floors in the original 1931 building were largely constructed from marble designed for a church in Milwaukee. Due to the depression, the church was unable to accept delivery of the marble. The quality and uniqueness of the marble provides much character and status to the building. However, preservation of the marble makes it difficult to update the HVAC and plumbing systems, many of which are original to a 1950-1953 renovation of the building.

The building was considered “fireproof” when constructed, however new NFPA 1 rules would require installation of sprinklers throughout the entire building with any substantial renovation. The marble once again makes this endeavor very costly.

This neo-gothic high rise building, named for Irving Zuelke a local businessman and philanthropist, was added to the National Register of Historic Places in 1982 as part of the College Avenue Historic District.

The owners of this building are interested in rehabilitation into mixed use by utilizing TIF and/or Federal and State Historic Tax Credits, but they recognize the challenges of this blighted site. They have a desire to preserve the historic nature of the building, including the marble, but they recognize that the antiquated infrastructure upgrades, parking challenges, and the high cost of construction/rehab will require several layers of funding and support from the City.

Rehabilitation of this development area would further enhance the entire area by increasing commercial activity along College Avenue. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area. The timing for this redevelopment is undetermined based on proposed changes to the Historic Tax Credits Federally and State wide. The proposed construction costs are estimated at \$6.5 million.



100 West College Avenue (south side) Zuelke Building to Houdini Plaza

Development Area #5: This area is comprised of City Center Plaza, the Blue Ramp, and the vacant land where Washington Place once stood.

10 College Avenue, City Center Plaza, was constructed in 1986 and is located in the heart of Appleton's Business District. This 3-story, 190,000 sq. ft. multi-use building contains both retail and office spaces. Major tenants include Appleton Area School District, Total Med Staffing, West Corporation, ThedaCare, Air Wisconsin, Joseph's Shoes and Murray Photos. The current vacancy rate is 20%, and the property is for sale. The local owners may use TIF to assist with conservation and renovations for tenants of approximately \$1,000,000 within the next three years.

122 E. College Avenue, City Center East Office Condo, was constructed in 1974 as Gimbals Department Store and was converted to office condo in 2003. This 150,000 sq. ft. building contains office space with major tenants that include: ThedaCare, Appleton Area School District, and Hoffman Planning Design and Construction. The current vacancy rate is 15%. The local owners may use TIF to assist with conservation and renovations for tenants of approximately \$2,000,000 within the next three years.

100 N. Appleton Street, City Center West Office Condo, was constructed in 1960 as HC Prange Company and was converted to office condo units in 1996. The City of Appleton owns the top two floors and space on the first floor. The Pfefferle group owns the balance of the condo units consisting of 62,318 sq. ft. The current vacancy rate is 5%. The local owners may use TIF for renovation and/or remodeling of tenant space of approximately \$1,000,000 within the next three years.

The Blue Ramp, located at 120 N. Appleton Street, was built in 1963, with 7 ½ post-tension decks replacing original reinforced decks in 1986, has 401 stalls, and will be demolished by 2019 as it is blighted, is a substandard and/or deteriorating structure, and an inadequate layout for today's parking needs.

The vacant land located at 103 E. Washington Street was most recently Washington Place. This blighted building was demolished in 2013, and this is a prime site for redevelopment.

This blighted Development Area #5 could benefit from rehabilitation and conservation and/or incorporate portions into a larger site for future redevelopment. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area. Potentially, a portion of this would be exempt from property taxes if owned by a not-for-profit or tax exempt entity.



100 West College Avenue (north side) Hoffman/ThedaCare to The Building for Kids Children's Museum/City Center

Development Area #6: This area includes Chase Bank, a parklet, and the 222 Building.

Chase Bank, located at 200 W. College Avenue, is a 45,000 sq. ft. building currently listed for sale. This is a prime redevelopment opportunity with JP Morgan Chase Bank remaining as the ground floor tenant. Located on College Avenue, the main street leading from the interstate into a vibrant Downtown, this site is in close proximity to Lawrence University, City and County municipal buildings, and many other attractions. The site encompasses half of a city block with access on three of the surrounding streets. Potential uses could be office, residential, and hospitality. The Downtown Mobility Study, adopted by Council in 2016, recommends converting Appleton Street from one-way southbound to two-way, creating improved access and visibility to the property.

The parklet (small parcel currently decorated with lights, tables and chairs) is owned by Pfefferle Management and located between two vibrant businesses. Use as a parklet is via a month-to-month lease with the City of Appleton.

222 Building, located at 222 W. College Avenue, was originally constructed in 1952, and then an addition on the west side was constructed in 1964. Pfefferle Group purchased the building in 2003. The current vacancy rate is 25%. The owners may use TIF for renovating the vacant floors and/or a possible restaurant on the first floor for an estimated cost of \$2,000,000.

This blighted Development Area #6 could benefit from rehabilitation and conservation and/or incorporate portions into a larger site for future redevelopment. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



200 West College Avenue (north side) Chase Bank to 222 Building

Development Area #7: This area encompasses Gabriel Furniture and businesses in the 200 E. block of College Avenue.

The Gabriel Furniture building has been on the corner of College Avenue and Morrison Street for over 100 years. Built in 1888 by the Konemic Lodge, International Order of the Odd Fellows, it became the first home for several local organizations including The Knights of Pythius, Elks Lodge 337, Loyal Order of the Moose, and Appleton Eagles. In 1928, Joseph Gabriel opened Gabriel Furniture at 201 E. College Avenue. Over the next 60 years, the business flourished and grew. In the 1960's, a metal covering was put on the façade to make the property "look more modern". In 1988, the current owners, Joe and Ruby Wells, bought the business and in 1990, they purchased 201 and 207 E. College Avenue. In the early 1990's, the Wells then purchased 209 and 211 E. College Avenue (former Shirley's Children's Shop) combining all the sites with interior connections. Today, the four buildings are used as a retail furniture store utilizing approximately 35,000 sq.ft. for showroom with additional basement space for storage. There currently are no vacancies in this property. The owners have no specific plans at this time but support efforts to make this blighted area more aesthetically pleasing through redevelopment, rehabilitation, and/or conservation.

Additional buildings in this area were built from 1870 thru 1978. Development Area #7 is characterized by small parcels with historic/older buildings and could be redeveloped individually. Rehabilitation of the existing buildings and property would further enhance the entire area. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



200 East College Avenue (south side) Lou's Brews to Gabriel Furniture

Development Area #8: Includes the 300 block of E. College Avenue, North of Johnson Street, between N. Durkee Street and N. Drew Street. In the recently updated Comprehensive Plan approved unanimously by the Appleton Common Council on March 15, 2017, the 300 block of E. College Avenue is conceptually identified as a site for new multi-family residential development over a mix of commercial/office space which could serve the needs of existing property owners, including but not limited to, Heid Music and Lawrence University. The goal would be to fill a housing demand, transition to the small scale neighborhoods, and enhance the immediate surroundings with small commercial space to pull foot traffic north of College Avenue.

Narrative taken from Comprehensive Plan 2010-2030.

This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area is characterized by small parcels with historic/older buildings and could be redeveloped individually or in groups. Rehabilitation of the existing buildings and property would further enhance the entire area. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



300 East College Avenue (north side) History Museum at the Castle to Heid Music



THE CONCEPTUAL SITE PLAN SHOWS PARKING BEHIND THE PROPOSED DEVELOPMENT JUST NORTH OF JOHNSTON STREET, BETWEEN N. DURKEE STREET AND N. DREW STREET



**PERSPECTIVE OF CONCEPTUAL REDEVELOPMENT OF 300 BLOCK OF E. COLLEGE AVENUE
VANTAGE POINT IS LOOKING SOUTHWEST TOWARD THE FOX RIVER FROM THE CORNER OF
N. DREW STREET AND E. WASHINGTON STREET.**

2

STATEMENT OF KIND, NUMBER AND LOCATION OF PROPOSED PUBLIC WORKS AND IMPROVEMENT PROJECTS WITHIN THE DISTRICT OR THE 1/2 MILE BUFFER ZONE

The following is a list of proposed public works and improvement projects the City either directly, or through other entities, may implement in conjunction with this District. Any costs directly or indirectly related to the public works and improvements are considered “project costs” and eligible to be paid with tax increment revenues of the tax incremental district. The map exhibit in Section 14 Proposed Improvements and Public Works Projects by Development Area illustrates the proposed public works and improvement projects locations.

A. Municipal Infrastructure Improvements

- Construction and/or reconstruction of the streets, bridges, pedestrian connections and parking to facilitate development and rehabilitation projects within the District. Scope of work may include right-of-way acquisition, land assembly, grading, gravel, curb and gutter, asphalt, streetlights, traffic signals, walkways, concrete paving, lighting, signage, and related appurtenances.
- Construction and/or reconstruction of a sanitary sewer collection system to facilitate development and rehabilitation projects within the District. The scope of work may include sewer mains, manholes, laterals, force main, lift stations, and related appurtenances.
- Construction and/or reconstruction of the water distribution system to facilitate development and rehabilitation projects within the District. Projects may include water mains, valves, hydrants, service connections, laterals and other related appurtenances.
- Construction and/or reconstruction of storm water drainage facilities to support development and rehabilitation projects within the District. Projects may include retention or detention basins, biofilters, conveyance systems, storm sewer mains, manholes, inlets, drains and related appurtenances.
- Installation of electric and/or natural gas service or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.
- Installation of telephone, fiber, and cable or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.
- The costs associated with the design, implementation, purchase and maintenance of streetscape amenities to improve the aesthetic appearance of this District, including but not limited to, decorative lighting, banners and/or flags, public art, landscaping and/or planters, benches and other pedestrian elements to encourage the viability of the businesses in the district and attract high quality development.

- B. Administrative Costs:** These include, but not limited to, a portion of the salaries of the City employees, professional fees, and others directly involved in the projects for the District over the implementation of the project plan. Audit expenses, state filing fees, and any expenses associated with dissolving the District are also eligible costs.
- C. Organizational Costs:** These include, but are not limited to, publication and printing costs in connection with this Project Plan as well as the fees for the financial consultants, attorney, engineers, planners, surveyors, and other contracted services.
- D. Professional Services:** These include, but are not limited to, those costs incurred for architectural, planning, engineering and legal advice and services.
- E. Financing Costs:** Interest, finance fees, bond discounts, redemption premiums, legal opinions, credit ratings, capitalized interest, insurance and other expenses related to financing. This would also include interest on advances made by the City of Appleton.
- F. Land Assembly, Clearance, and Real Estate Acquisitions:** In order to eliminate blight and promote rehabilitation and redevelopment, it may be necessary to assist developers or for the City to acquire and demolish blighted or underutilized properties within the District. These may include but are not limited to, the cost of acquisitions, clearance/demolition, titles, easements, appraisals, consultant fees, closing costs, surveying and mapping, and the lease and/or the sale of property at or below market price to encourage or make feasible an economic development project that is consistent with the intent of this District.
- G. Relocation Costs:** In the event any property is acquired for the projects, expenses including the cost of the relocation plan, director, staff, publications, appraisals, land and property acquisition costs and relocation benefits as required by Wisconsin Statutes Section 32 are considered eligible project costs.
- H. Development Incentives (Cash Grants and/or Loans):** As a partner in the future redevelopment and rehabilitation/conservation of this District, the City of Appleton may enter into agreements with property owners, lessees, or developers for the purpose of sharing costs to encourage the desired kind of improvements based on the purpose of this District and assure tax base is generated sufficient to recover project costs. This assistance is regularly needed in rehabilitation and redevelopment projects to offset the additional costs in re-use versus greenfield development. Not every project will demand the same level of funding. These payments would be negotiated on a project basis in order to attract new taxable property or rehabilitate existing property in the District. No cash grants or loans will be provided until the Common Council adopts a development agreement and a copy of such agreement will be retained in the City's official records for the TID.
- I. Environmental Audits and Remediation:** Costs related to all environmental assessments and remediation will be considered eligible project costs.
- J. Promotion and Development:** Promotion and development of the District including professional services or marketing, recruitment, realtor commissions and fees in lieu of commissions, marketing services and materials, advertising costs, administrative costs and support of development organizations.
- K. Project Outside the Tax Increment District:** Pursuant to Wisconsin Statutes Section 66.1105(2)(f)1.n, the city may undertake projects within territory located within one-half (1/2) mile of the boundary of the district provided that (1) the project is located within the City's corporate boundaries, and (2) the projects are approved by the Joint Review Board. The cost of projects completed outside the District pursuant to this section are eligible Project Costs and may

include any project cost that would otherwise be eligible if undertaken within the District. Specific Public Works projects at the time of the District creation in the ½ mile boundary area of this District are not included at this time. Refer to Section 14 for a map of proposed improvements and Public Works projects by development area.

- L. Payments Made at the Discretion of the Common Council:** These payments may include but are not limited to payments which are found to be necessary or convenient to the creation of the District or the implementation of the Project Plan that support the goals of the District as outlined in Section 1.

The above-identified lists of proposed public works projects are the projected activities at this time that may be required in the District. Future development and rehabilitation of this area as it begins to occur may dictate additions or deletions from the above list. The City of Appleton reserves the right to such additions or deletions to the project list to the full extent allowed by the law.

In the event any of the projects are not reimbursable out of the TIF fund under Wisconsin Statutes Section 66.1105, in the written opinion of nationally recognized bond counsel or a court of record so rules in a final order, then such project or projects shall be deleted herefrom and the remainder of the projects hereunder shall be deemed the entirety of the projects for purposes of the project plan.

The City reserves the right to implement only those projects that remain economically viable as the project period proceeds.

Project costs as outlined in this Project Plan include any eligible expenditure made or estimated to be made or monetary obligations incurred or estimated to be incurred by the City or by the Developer. Project costs incurred by developer must be in accordance with a development agreement as approved by the Common Council. Any income, special assessments, or other revenues, including user fees or charges, will diminish project costs. To the extent the project costs benefit the municipality outside the District, a proportionate share of the cost is not a project cost. Specific Public Works projects identified at the time of the District creation in the ½ mile boundary area of this District are not included in this Project Plan. Costs identified in this plan are preliminary estimates made prior to design considerations and are subject to change after planning is completed. Prorations of costs in this plan are also estimates and subject to change based upon implementation, future assessment policies, and user fee adjustments.

3

QUALIFICATION BASED ON CITY VALUATION

The following calculations demonstrate the City is in compliance with Wisconsin Statute Section 66.1105(4)(gm)4.c, which requires the equalized value of the taxable property in the proposed District, plus the value increment of all existing Tax Increment Districts, does not exceed 12% of the total equalized value of taxable property within the City.

STEP 1: Calculation of Maximum Equalized Property Value Allowed within Tax Increment Districts in the City of Appleton

Equalized Value (as of January 1, 2016)		Maximum Allowable TIF Property Value
\$4,938,725,300	x 12% =	\$592,647,036

STEP 2: Calculation of Equalized Property Value Currently Located and Proposed to be Located within Tax Increment Districts

Tax Incremental Districts	Equalized Value
TIF District #3 Increment	41,515,600
TIF District #6 Increment	92,707,700
TIF District #7 Increment	17,197,100
TIF District #8 Increment	13,802,500
TIF District #9 Increment	1,763,000
TIF District #10 Increment	1,548,000
Proposed Base of TIF District #11 Creation*	78,547,500
Proposed Base of TIF District #12 Creation*	21,717,000
Total Existing Increment Plus Proposed Bases	\$ 268,798,400

**Note: 2017 Base Values are final Assessed Values. The final equalized value ratio will be determined in August. The estimated ratio is 95%. 2017 TID 12 base includes two state assessed personal property full values.*

The equalized value of the increment of existing Tax Incremental Districts within the City, plus the base value of the proposed District, totals **\$268,798,400**. This value equals **5.44%** of the City total equalized value and is substantially less than the maximum of **\$592,647,036** in equalized value permitted for the City of Appleton. The City is, therefore, in compliance with the statutory equalized valuation test and may proceed with creation of this district.

4

LIST OF PROJECT COSTS

All costs are based on 2017 prices and are preliminary estimates that are based on best information available. The plan is not meant to be a budget nor an appropriation of funds for specific projects, but a framework within which to manage projects understanding the District can be in effect for a twenty-seven year period allowed by Wisconsin Statute. The City of Appleton reserves the right to increase these costs to reflect inflationary increases and other uncontrollable circumstances between 2017 and the time of construction. The City retains the right to delete projects or change the scope and/or timing of projects implemented as the Common Council individually authorizes them, without amending the Plan.

Project/Activity	Total Cost	Estimated Timing
• Municipal Infrastructure Improvements	\$3,234,600	2018-2023
• Municipal Infrastructure within the ½ Mile Boundary	None included at this time	
• Development Incentives & Property Grants	\$14,847,560	2018-2034
• Other Costs - Administrative, Professional, Environmental, and Promotion Services Costs. Filling fees and fees charged by State. Audit Costs.	\$124,750	2017-2039
• Financing Costs* <ul style="list-style-type: none"> ○ General Fund Advance Interest Expense \$359,374 ○ General Obligation \$1,168,909 	\$1,528,283	2017-2035
TOTAL:	\$ 19,735,193	2017-2044

***NOTE:** The financing costs do not include potential interest reimbursement to the developers but an allowance is included in the financial forecast (chart 5) in the line Development contractual payments. The financing costs associated with the proposed project costs for this District are incorporated into the financing schedules for the District. See *Section 7: Description of the Methods of Financing and the Time When Such Costs or Monetary Obligations are to be Incurred* for financing details for the District.

5

LIST OF NON-PROJECT COSTS

There are no anticipated “non-project costs” associated with this Plan.

6

ECONOMIC FEASIBILITY STUDY

The charts and tables on the following pages show the City of Appleton will be able to obtain the necessary funds to implement the proposed projects and revenue from the District will be sufficient to pay for them. Chart 1 presents the City’s equalized value and Chart 2 provides the full faith and credit borrowing capacity of the City. Equalized valuation projections were made using two methods as detailed in Chart 1. The straight-line method was chosen for purposes of this analysis to be conservative. Chart 2 projects the general obligation borrowing capacity of the City taking into account the existing debt of the City, the five-year Capital Improvement Plan, and assuming a 1% increase per year beyond the five-year plan. As shown, the debt balance projected is well below the net borrowing capacity.

Chart 3 projects revenues sufficient to finance all of the projects of the District and Chart 4 presents the allocation of increment by taxing entity assuming similar weighted average components as the 2017 rate.

The pro forma is based on the following assumptions:

- The base value of the District is **\$78,547,500**.
- The tax rate is projected at \$24.2833 for 2017 and remaining at this amount for the life of the District.
- Valuations are projected to increase only .5% per year due to inflation.
- The base value of the District is estimated to increase **\$73,712,800** in new construction value based on the following schedule:

Year	Project Increment Added
2017 Base Value Real Estate & Personal Property	\$78,547,500
January 1, 2018	\$ -
January 1, 2019	\$ 73,712,800
January 1, 2020	\$ -
January 1, 2021	\$ -
January 1, 2022	\$ -
January 1, 2023	\$ -
Total Increment (net of base value):	\$ 73,712,800

**CITY OF APPLETON
EQUALIZED VALUATION PROJECTION**

<u>YEAR</u>	<u>VALUATION</u>	<u>CHANGE</u>
2011	4,797,103,500	
2012	4,651,408,600	(145,694,900)
2013	4,622,312,200	(29,096,400)
2014	4,696,660,500	74,348,300
2015	4,816,754,800	120,094,300
2016	4,938,725,300	121,970,500
		<u>\$141,621,800</u>
Straight Line Method (Total change divided by 5)		<u>\$28,324,360</u>
Percentage Method (Total percentage change from 2011 to 2016 divided by 5)		<u>0.59%</u>

	<u>Projected Valuations Straight Line</u>	<u>Percentage</u>	<u>TIF Project Plan Increment Only</u>
2016	4,938,725,300	4,938,725,300	4,938,725,300
2017	4,967,049,660	4,967,863,779	4,938,725,300
2018	4,995,374,020	4,997,174,175	4,938,725,300
2019	5,023,698,380	5,026,657,503	5,012,438,100
2020	5,052,022,740	5,056,314,782	5,012,438,100
2021	5,080,347,100	5,086,147,039	5,012,438,100
2022	5,108,671,460	5,116,155,307	5,012,438,100
2023	5,136,995,820	5,146,340,623	5,012,438,100
2024	5,165,320,180	5,176,704,033	5,012,438,100
2025	5,193,644,540	5,207,246,587	5,012,438,100
2026	5,221,968,900	5,237,969,342	5,012,438,100
2027	5,250,293,260	5,268,873,361	5,012,438,100
2028	5,278,617,620	5,299,959,714	5,012,438,100
2029	5,306,941,980	5,331,229,476	5,012,438,100
2030	5,335,266,340	5,362,683,730	5,012,438,100
2031	5,363,590,700	5,394,323,564	5,012,438,100
2032	5,391,915,060	5,426,150,073	5,012,438,100
2033	5,420,239,420	5,458,164,358	5,012,438,100
2034	5,448,563,780	5,490,367,528	5,012,438,100
2035	5,476,888,140	5,522,760,696	5,012,438,100
2036	5,505,212,500	5,555,344,984	5,012,438,100
2037	5,533,536,860	5,588,121,519	5,012,438,100
2038	5,561,861,220	5,621,091,436	5,012,438,100
2039	5,590,185,580	5,654,255,875	5,012,438,100
2040	5,618,509,940	5,687,615,985	5,012,438,100
2041	5,646,834,300	5,721,172,919	5,012,438,100
2042	5,675,158,660	5,754,927,839	5,012,438,100
2043	5,703,483,020	5,788,881,913	5,012,438,100
2044	5,731,807,380	5,823,036,316	5,012,438,100

Chart 2

**CITY OF APPLETON
GENERAL OBLIGATION BORROWING CAPACITY**

Budget Year	Equalized Value	Gross Debt Limit	Debt Balance	Net G.O. Borrowing Capacity	
2016	4,938,725,300	246,936,265	45,374,327	201,561,938	0.1837
2017	4,938,725,300	246,936,265	53,366,582	193,569,683	0.2161
2018	4,938,725,300	246,936,265	64,850,375	182,085,890	0.2626
2019	5,012,438,100	250,621,905	97,694,521	152,927,384	0.3898
2020	5,012,438,100	250,621,905	109,333,929	141,287,976	0.4363
2021	5,012,438,100	250,621,905	111,859,231	138,762,674	0.4463
2022	5,012,438,100	250,621,905	112,978,000	137,643,905	0.4508
2023	5,012,438,100	250,621,905	114,108,000	136,513,905	0.4553
2024	5,012,438,100	250,621,905	115,249,000	135,372,905	0.4599
2025	5,012,438,100	250,621,905	116,401,000	134,220,905	0.4644
2026	5,012,438,100	250,621,905	117,565,000	133,056,905	0.4691
2027	5,012,438,100	250,621,905	118,741,000	131,880,905	0.4738
2028	5,012,438,100	250,621,905	119,928,000	130,693,905	0.4785
2029	5,012,438,100	250,621,905	121,127,000	129,494,905	0.4833
2030	5,012,438,100	250,621,905	122,338,000	128,283,905	0.4881
2031	5,012,438,100	250,621,905	123,561,000	127,060,905	0.4930
2032	5,012,438,100	250,621,905	124,797,000	125,824,905	0.4979
2033	5,012,438,100	250,621,905	126,045,000	124,576,905	0.5029
2034	5,012,438,100	250,621,905	127,305,000	123,316,905	0.5080
2035	5,012,438,100	250,621,905	128,578,000	122,043,905	0.5130
2036	5,012,438,100	250,621,905	129,864,000	120,757,905	0.5182
2037	5,012,438,100	250,621,905	131,163,000	119,458,905	0.5234
2038	5,012,438,100	250,621,905	132,475,000	118,146,905	0.5286
2039	5,012,438,100	250,621,905	133,800,000	116,821,905	0.5339
2040	5,012,438,100	250,621,905	135,138,000	115,483,905	0.5392
2041	5,012,438,100	250,621,905	136,489,000	114,132,905	0.5446
2042	5,012,438,100	250,621,905	137,854,000	112,767,905	0.5500
2043	5,012,438,100	250,621,905	139,233,000	111,388,905	0.5556
2044	5,012,438,100	250,621,905	140,625,000	109,996,905	0.5611

CITY OF APPLETON
Tax Incremental District # 11
Revenue Forecast

Chart 3

Base Value	78,547,500	Inflation Factor	0.50%
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Construction Year	Valuation Year	Revenue year	Inflation Increment	Value Added	Valuation Increment	Land Sales	Tax Rate	District Revenue
	2016	2017	2018	0	0	0	23.3889	0
1	2017	2018	2019	392,738	0	392,738	23.3889	9,186
2	2018	2019	2020	394,701	73,712,800	74,500,239	23.3889	1,742,479
3	2019	2020	2021	765,239	0	75,265,478	23.3889	1,760,377
4	2020	2021	2022	769,065	0	76,034,543	23.3889	1,778,364
5	2021	2022	2023	772,910	0	76,807,453	23.3889	1,796,442
6	2022	2023	2024	776,775	0	77,584,228	23.3889	1,814,610
7	2023	2024	2025	780,659	0	78,364,887	23.3889	1,832,869
8	2024	2025	2026	784,562	0	79,149,449	23.3889	1,851,219
9	2025	2026	2027	788,485	0	79,937,934	23.3889	1,869,660
10	2026	2027	2028	792,427	0	80,730,361	23.3889	1,888,194
11	2027	2028	2029	796,389	0	81,526,750	23.3889	1,906,821
12	2028	2029	2030	800,371	0	82,327,121	23.3889	1,925,541
13	2029	2030	2031	804,373	0	83,131,494	23.3889	1,944,354
14	2030	2031	2032	808,395	0	83,939,889	23.3889	1,963,262
15	2031	2032	2033	812,437	0	84,752,326	23.3889	1,982,264
16	2032	2033	2034	816,499	0	85,568,825	23.3889	2,001,361
17	2033	2034	2035	820,582	0	86,389,407	23.3889	2,020,553
18	2034	2035	2036	824,685	0	87,214,092	23.3889	2,039,842
19	2035	2036	2037	828,808	0	88,042,900	23.3889	2,059,227
20	2036	2037	2038	832,952	0	88,875,852	23.3889	2,078,708
21	2037	2038	2039	837,117	0	89,712,969	23.3889	2,098,288
22	2038	2039	2040	841,302	0	90,554,271	23.3889	2,117,965
23	2039	2040	2041	845,509	0	91,399,780	23.3889	2,137,740
24	2040	2041	2042	849,736	0	92,249,516	23.3889	2,157,615
25	2041	2042	2043	853,985	0	93,103,501	23.3889	2,177,588
26	2042	2043	2044	858,255	0	93,961,756	23.3889	2,197,662
27	2043	2044	2045	862,546	0	0	23.3889	0

Totals				73,712,800		0		49,152,191
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Present Value at 5.00%	24,538,607
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CITY OF APPLETON
Tax Incremental District # 11
Taxing Entity Breakdown

Year	City	Appleton Schools	FVTC	Outagamie County	Total Tax Increment
2016	0	0	0	0	0
2017	0	0	0	0	0
2018	0	0	0	0	0
2019	3,354	3,560	438	1,834	9,186
2020	636,284	675,280	83,064	347,851	1,742,479
2021	642,819	682,217	83,917	351,424	1,760,377
2022	649,387	689,187	84,775	355,015	1,778,364
2023	655,989	696,193	85,636	358,624	1,796,442
2024	662,623	703,234	86,502	362,251	1,814,610
2025	669,290	710,310	87,373	365,896	1,832,869
2026	675,991	717,421	88,248	369,559	1,851,219
2027	682,725	724,568	89,127	373,240	1,869,660
2028	689,493	731,751	90,010	376,940	1,888,194
2029	696,295	738,969	90,898	380,659	1,906,821
2030	703,131	746,223	91,791	384,396	1,925,541
2031	710,000	753,516	92,687	388,151	1,944,354
2032	716,905	760,842	93,589	391,926	1,963,262
2033	723,844	768,206	94,495	395,719	1,982,264
2034	730,817	775,607	95,405	399,532	2,001,361
2035	737,825	783,045	96,320	403,363	2,020,553
2036	744,869	790,520	97,239	407,214	2,039,842
2037	751,947	798,034	98,163	411,083	2,059,227
2038	759,061	805,583	99,092	414,972	2,078,708
2039	766,211	813,171	100,025	418,881	2,098,288
2040	773,396	820,797	100,963	422,809	2,117,965
2041	780,617	828,460	101,906	426,757	2,137,740
2042	787,875	836,161	102,854	430,725	2,157,615
2043	795,168	843,902	103,806	434,712	2,177,588
2044	802,498	851,682	104,763	438,719	2,197,662
					49,152,191

7

DESCRIPTION OF THE METHODS OF FINANCING AND THE TIME WHEN SUCH COSTS OR MONETARY OBLIGATIONS ARE TO BE INCURRED

The City of Appleton expects to finance City project costs primarily from the sale of general obligation notes issued under Wisconsin Statutes 67.12(12). City borrowing will be phased to coincide with need and refinancing schedule as necessary to properly manage the District's affairs. It is anticipated the Developer will attain their own financing; however the City will make developer incentive payments up to 90% of the increment generated to a maximum value agreed upon. The contracted payments will include an allowable interest reimbursement up to 200 basis points above the all-inclusive interest cost on Appleton's general obligation notes. Chart 5 on the subsequent pages presents the detailed financial forecast for the District. Another option for financing is the use of developer-funded or "pay as you go" financing which minimizes the risk of non-performance of the TID to the City, while still assisting development that would not occur without assistance of a tax increment district. The type and method of financing each project in this District shall be made on a project by project basis to support the success of the District.

Plan Implementation:

Projects identified will provide the necessary anticipated governmental services to the area. A reasonable and orderly sequence is outlined in this Plan. However, it is anticipated the improvements will be made over a twenty-two year period based on the statutory guidelines for the tax increment district. Public debt and expenditures should be made at the point private development occurs to assure increment is sufficient to cover expenses.

The order in which public improvements are made should be adjusted in accordance with development and execution of development agreements. The City of Appleton reserves the right to alter the implementation of this Plan to accomplish this objective.

If financing as outlined in this Plan proves unworkable, the City reserves the right to use alternate financing solutions for the projects as they are implemented.

CITY OF APPLETON
Tax Incremental District #11
Financial Forecast

Chart 5

	2017	2018	2019	2020	2021	2022	2023	2024	2025
Revenues:									
Tax Increments	0	0	9,186	1,742,479	1,760,377	1,778,364	1,796,442	1,814,610	1,832,869
Investment Earnings	0	1	1	284	745	2,306	3,386	6,739	8,334
Proceeds of G.O. Debt	0	1,030,600	500,000	1,123,000	0	0	581,000	0	0
General Fund Advance	1,000	28,000	57,000	0	0	0	0	0	0
Total Revenues	1,000	1,058,601	566,187	2,865,763	1,761,122	1,780,670	2,380,828	1,821,349	1,841,203
Expenses:									
Development contractual payments	0	0	0	1,551,655	1,559,413	1,567,211	1,575,047	1,582,922	1,590,836
Property Improvement Grants	0	21,000	21,000	21,000	21,000	21,000	0	0	0
Administrative - Filing fees/Audit	1,000	1,650	1,750	1,750	1,900	1,900	2,000	2,000	2,100
Professional, Environmental & Promotion	0	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000
Construction Costs	0	1,030,600	500,000	1,123,000	0	0	581,000	0	0
2018 G.O. Note Interest	0	0	38,648	30,918	30,918	30,918	30,918	30,918	30,918
2018 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2019 G.O. Note Interest	0	0	0	18,750	15,000	15,000	15,000	15,000	15,000
2019 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2020 G.O. Note Interest	0	0	0	0	56,150	44,920	44,920	44,920	44,920
2020 G.O. Note Principal	0	0	0	0	0	0	0	0	0
2023 G.O. Note Interest	0	0	0	0	0	0	0	36,313	29,050
2023 G.O. Note Principal	0	0	0	0	0	0	0	0	0
General Fund Advance Interest at 5%	25	700	2,911	4,482	4,706	4,941	5,188	5,448	5,720
Allowance for Interest Expense	(25)	(700)	(2,911)	(4,482)	(4,706)	(4,941)	(5,188)	(5,448)	(5,720)
Total Expenses	1,000	1,058,250	566,398	2,752,073	1,689,381	1,685,949	2,253,885	1,717,073	1,717,824
Excess of Revenues over Expenditures	0	351	(211)	113,690	71,741	94,721	126,943	104,276	123,379
Beginning Fund Balance	0	0	351	140	113,830	185,570	280,292	407,235	511,511
Ending Fund Balance	0	351	140	113,830	185,570	280,292	407,235	511,511	634,890

CITY OF APPLETON
Tax Incremental District #11
Financial Forecast

Chart 5

2026	2027	2028	2029	2030	2031	2032	2033	2034
1,851,219	1,869,660	1,888,194	1,906,821	1,925,541	1,944,354	1,963,262	1,982,264	2,001,361
10,174	12,206	8,982	283	460	372	2,951	3,079	281
0	0	0	0	0	0	0	0	0
0	0	0	300,000	850,000	(300,000)	0	0	(530,000)
1,861,393	1,881,866	1,897,176	2,207,104	2,776,001	1,644,726	1,966,213	1,985,343	1,471,642
1,598,791	1,606,785	1,614,818	1,622,893	1,631,007	1,639,162	1,647,358	1,655,595	1,426,863
0	0	0	0	0	0	0	0	0
2,100	2,250	8,250	2,350	2,350	2,450	2,450	2,600	2,600
0	0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0	0
30,918	30,918	15,459	0	0	0	0	0	0
0	0	1,030,600	0	0	0	0	0	0
15,000	15,000	15,000	7,500	0	0	0	0	0
0	0	0	500,000	0	0	0	0	0
44,920	44,920	44,920	44,920	22,460	0	0	0	0
0	0	0	0	1,123,000	0	0	0	0
29,050	29,050	29,050	29,050	29,050	29,050	29,050	14,525	0
0	0	0	0	0	0	0	581,000	0
6,006	6,306	6,622	14,453	43,925	59,872	55,365	58,134	47,790
(6,006)	(6,306)	(6,622)	(14,453)	(43,925)	(59,872)	(55,365)	(58,134)	(47,790)
1,720,779	1,728,923	2,758,097	2,206,713	2,807,867	1,670,662	1,678,858	2,253,720	1,429,463
140,614	152,943	(860,921)	391	(31,866)	(25,936)	287,355	(268,377)	42,179
634,890	775,504	928,448	67,526	67,918	36,052	10,116	297,471	29,094
775,504	928,448	67,526	67,918	36,052	10,116	297,471	29,094	71,274

CITY OF APPLETON
Tax Incremental District # 11
Financial Forecast

Chart 5

2035	2036	2037	2038	2039	2040	2041	2042	2043	2044	Totals
2,020,553	2,039,842	2,059,227	2,078,708	2,098,288	2,117,965	2,137,740	2,157,615	2,177,588	2,197,662	49,152,191
12,606	45,384	86,318	191,460	254,029	317,094	380,750	445,085	510,051	575,657	2,879,018
0	0	0	0	0	0	0	0	0	0	3,234,600
(406,000)	0	0	0	0	0	0	0	0	0	0
1,627,159	2,085,226	2,145,545	2,270,168	2,352,317	2,435,059	2,518,490	2,602,700	2,687,639	2,773,319	55,265,809
0	0	0	0	0	0	0	0	0	0	23,870,354
0	0	0	0	0	0	0	0	0	0	105,000
2,700	2,700	2,800	2,800	2,950	8,950	3,050	3,050	3,150	9,150	84,750
0	0	0	0	0	0	0	0	0	0	40,000
0	0	0	0	0	0	0	0	0	0	3,234,600
0	0	0	0	0	0	0	0	0	0	301,451
0	0	0	0	0	0	0	0	0	0	1,030,600
0	0	0	0	0	0	0	0	0	0	146,250
0	0	0	0	0	0	0	0	0	0	500,000
0	0	0	0	0	0	0	0	0	0	437,970
0	0	0	0	0	0	0	0	0	0	1,123,000
0	0	0	0	0	0	0	0	0	0	283,238
0	0	0	0	0	0	0	0	0	0	581,000
26,780	0	0	0	0	0	0	0	0	0	359,374
332,594	0	0	0	0	0	0	0	0	0	0
362,074	2,700	2,800	2,800	2,950	8,950	3,050	3,050	3,150	9,150	32,097,587
1,265,085	2,082,526	2,142,745	2,267,368	2,349,367	2,426,109	2,515,440	2,599,650	2,684,489	2,764,169	23,168,222
71,274	1,336,359	3,418,885	5,561,630	7,828,998	10,178,365	12,604,474	15,119,914	17,719,564	20,404,053	0
1,336,359	3,418,885	5,561,630	7,828,998	10,178,365	12,604,474	15,119,914	17,719,564	20,404,053	23,168,222	23,168,222

8

PROPOSED CHANGES IN ZONING ORDINANCES, MASTER PLAN, BUILDING CODES, MAPS AND CITY ORDINANCES

There are no changes to building codes or other City ordinances proposed for the implementation of this Project Plan. The City anticipates a portion of the District may require rezoning prior to development that will be consistent with the purpose of the District.

9

ORDERLY DEVELOPMENT OF THE CITY OF APPLETON

The District contributes to the orderly development of the City by providing for the elimination of blighting influences and the redevelopment of these underutilized properties along this major corridor and providing for continued growth in residential, office, and retail development. By improving and maintaining an attractive area for private investment along the corridor, the City will ensure a healthy tax base, job growth/creation and a more vibrant economy.

The Project Plan is complimentary to the adopted City of Appleton's *Comprehensive Plan 2010-2030* (Comprehensive Plan), specifically Chapter 14 Downtown Plan that identifies this corridor of west College Avenue for reinvestment, rehabilitation and redevelopment. The City's recommendations for this corridor and surrounding downtown sites include the following key strategies as adopted on March 15, 2017 in the updated Comprehensive Plan. These key strategies, and the detailed policies to support these efforts, can be found in the Comprehensive Plan – Chapter 14 Downtown Plan Initiatives Section from pages 335 to 362:

- 1.1 *Continue development of entry features on major routes into the downtown*
- 1.3 *Implement appropriate streetscaping projects throughout the downtown*
- 1.5 *Continue to encourage quality urban design throughout the downtown through voluntary measures*
- 2.2 *Pursue opportunities to attract more artists and arts-related businesses to the downtown*
- 3.1 *Encourage mixed-use and mid-density residential redevelopment on under-utilized or marginal sites on the edge of downtown*
- 3.3 *Promote development of neighborhood serving businesses and amenities to meet the basic shopping and service needs of downtown and nearby residents*
- 3.10 *Promote well-designed transitional areas between higher density development downtown and lower density development in adjacent, largely single family neighborhoods*
- 4.1 *Sustain and grow the retail niches which have formed downtown*
- 4.2 *Identify and aggressively recruit target industries*
- 4.3 *Protect the existing retail blocks on College Avenue*
- 4.5 *Facilitate and pursue entrepreneurial business development in the downtown*
- 4.6 *Create opportunities for smaller offices and business services to locate downtown, including north of College Avenue*
- 4.7 *Maintain an environment favorable to larger employers in the downtown*
- 4.8 *Support private sector efforts to redevelop and invest in downtown*

10

ESTIMATE OF PROPERTY TO BE DEVOTED TO RETAIL USE

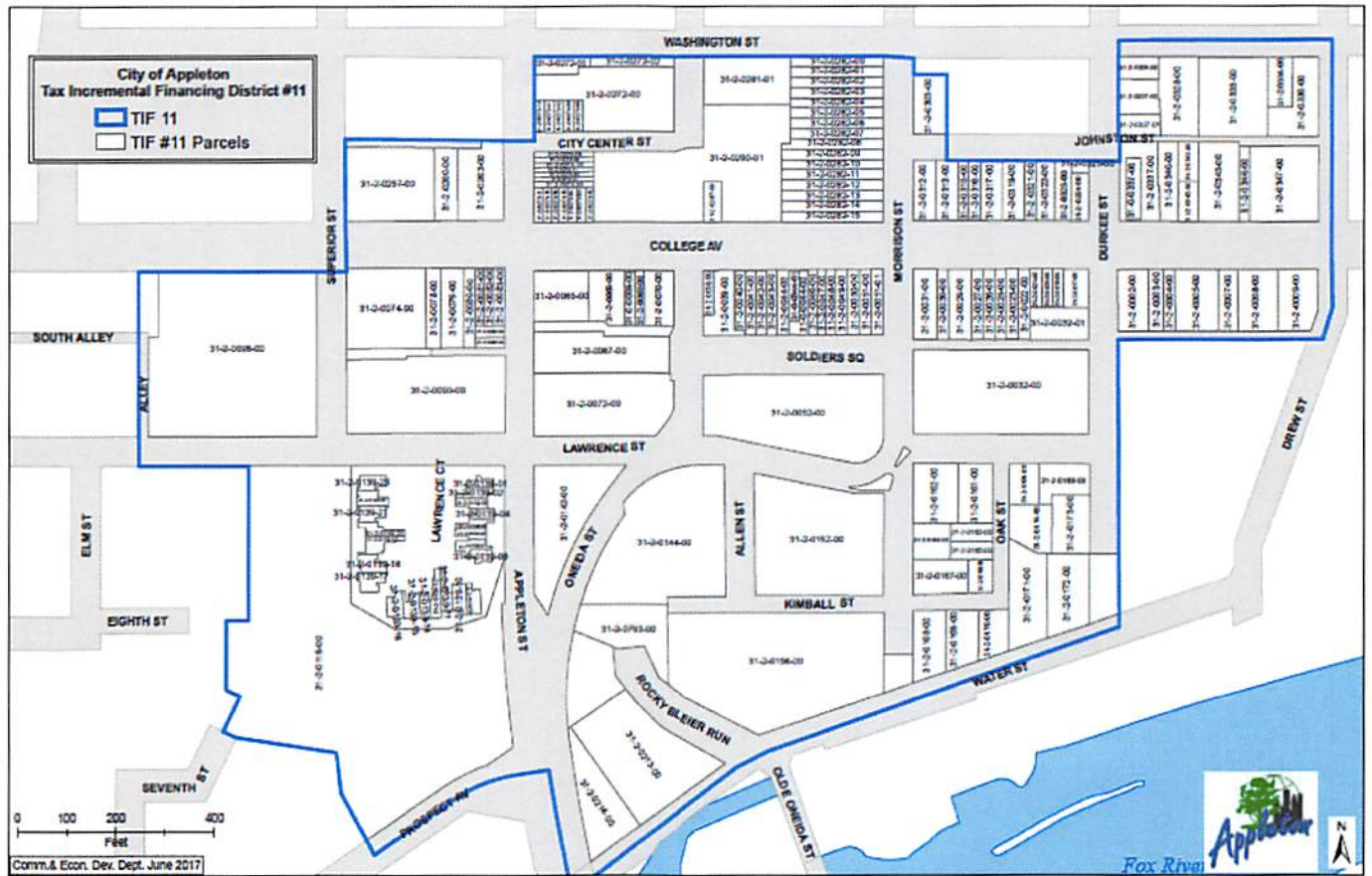
Pursuant to Section 66.1105(5)(b) of the Wisconsin State Statutes, the City estimates that approximately 10% of the real property within the District will be devoted to retail business at the end of the District’s maximum expenditure period.

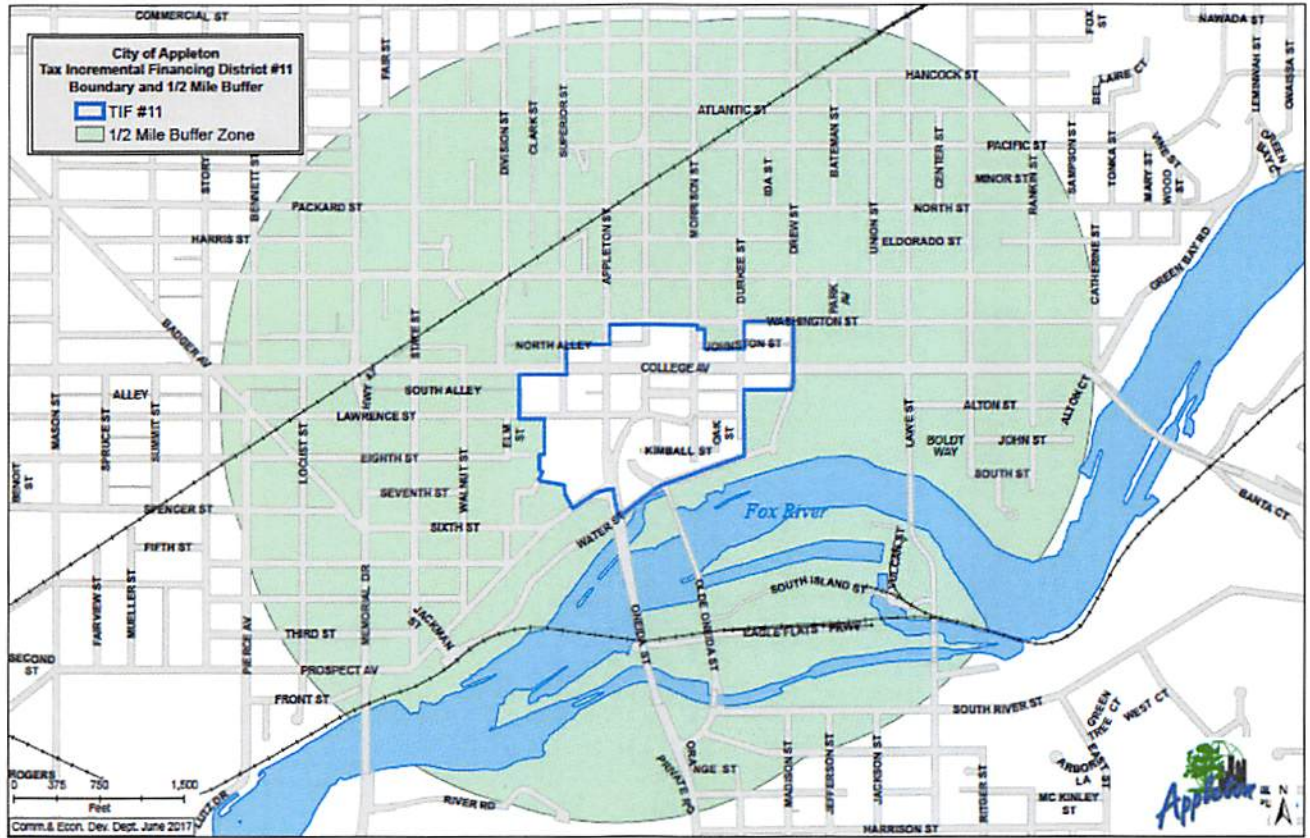
PROPOSED RELOCATION PLAN FOR DISPLACED PERSONS OR BUSINESSES

It is not anticipated at the time of the creation of the District there will be a need to relocate persons or businesses in conjunction with this Plan. In the event relocation becomes necessary at some time during the implementation period, the City will take the following steps and actions as required by Wisconsin Statutes Section 32:

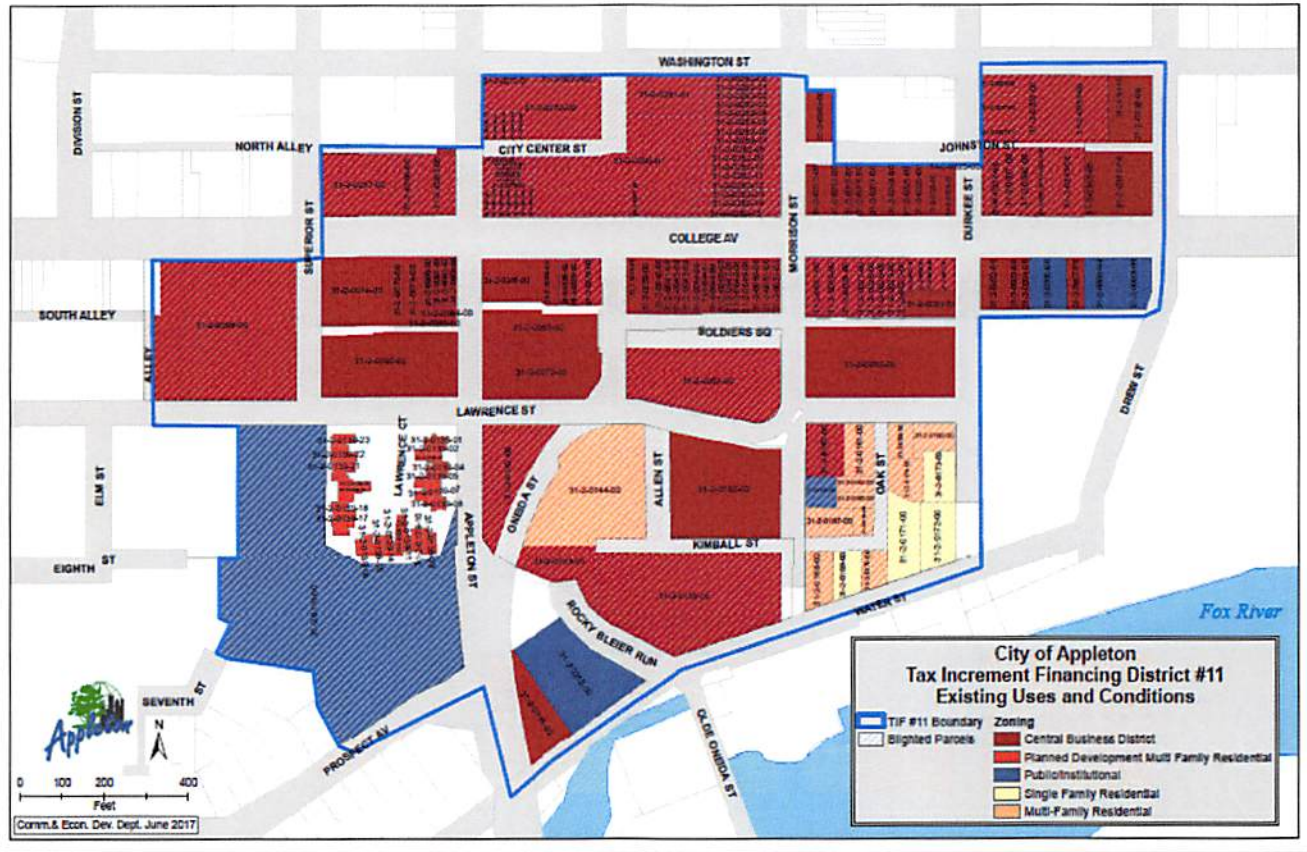
- A. Before negotiations begin for the acquisition of property or easements, all property owners will be provided with an informational pamphlet “The Rights of Landowners” prepared by the Wisconsin Department of Administration, and if any person is to be displaced as a result of the acquisition, they will be given a pamphlet on “Relocation Rights” prepared by the Wisconsin Department of Administration.
- B. The City will provide each owner a full narrative appraisal, a map showing the owners of all property affected by the proposed project, and a list of all or at least ten neighboring landowners to whom offers are being made.
- C. The City will file a relocation plan with the Wisconsin Department of Administration and will keep all records as required in Wisconsin Statutes Section 32.

MAP OF TIF DISTRICT #11 BOUNDARIES AND TIF DISTRICT #11 BOUNDARIES WITH HALF MILE BUFFER ZONE

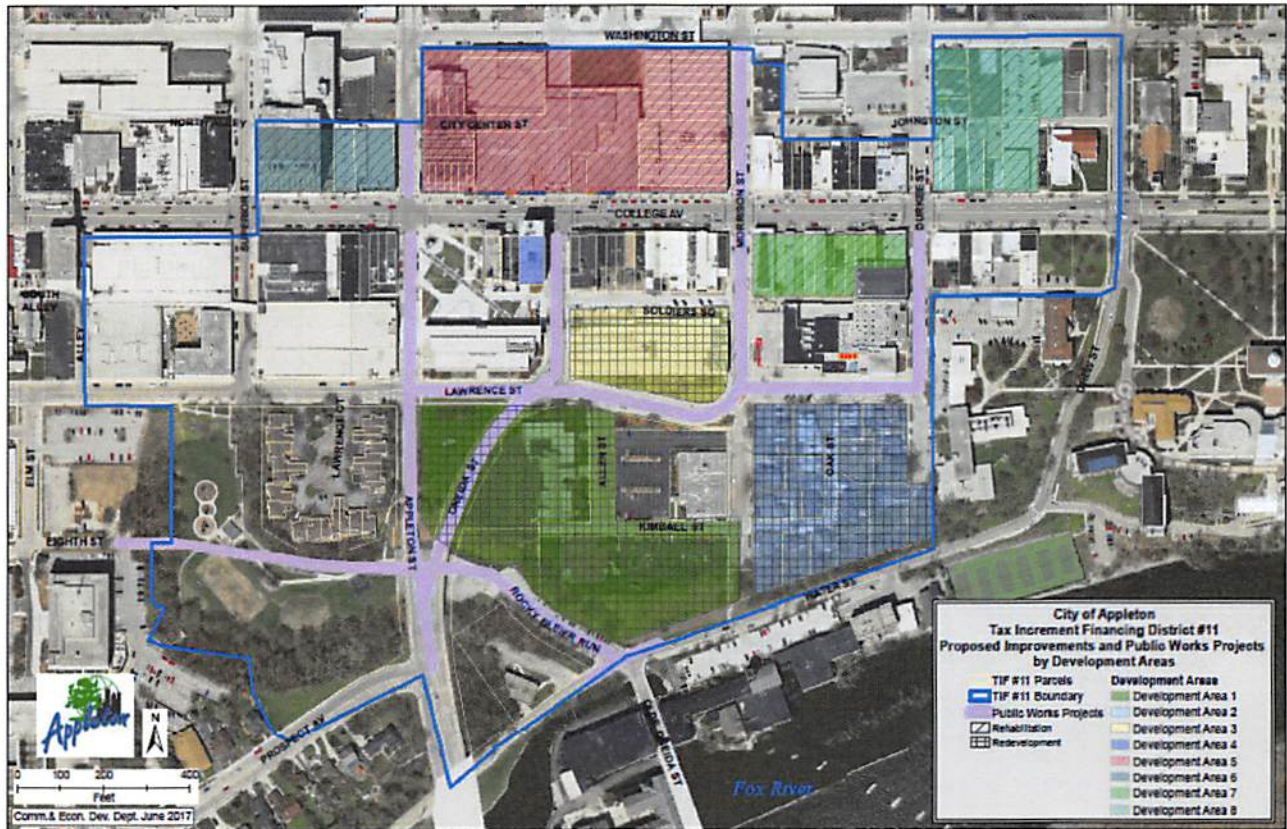




MAP OF EXISTING USES AND CONDITIONS



MAP OF PROPOSED IMPROVEMENTS AND PUBLIC WORKS PROJECTS BY DEVELOPMENT AREA



Note: The above map highlights the key development areas targeted for redevelopment and rehabilitation/conservation uses within this District. The narrative in Section 1 of the Project Plan is incorporated into this Section by reference and provides additional details on proposed uses. Due to the volume of information being displayed on this map, the summary in Section 1 is intended to support this exhibit.

PARCEL LIST & LEGAL DESCRIPTION

The boundaries for the District include only whole parcels or non-taxable property and the District is contiguous. The following pages include a detailed list of parcels included in the District and the legal description.

Vacant Land:

Pursuant to Wisconsin State Statute s 66.1105(4)(gm)(1), property standing vacant for an entire 7-year period immediately preceding adoption of the resolution creating a tax incremental district may not comprise more than 25% of the area in the tax incremental district. Vacant property includes property where the fair market value or replacement cost value of structural improvements on the parcel is less than the fair market value of the land. Vacant property does not include property that is contaminated by environmental pollution, as defined in s. 661106 (1) (d). **This District does not include 25% or more vacant land.**

Annexed Land:

Pursuant to Wisconsin State Statute s 66.1105(4)(gm)(1), the District may not include any annexed territory that was not within the boundaries of the City on January 1, 2004, unless at least 3-years have elapsed since the territory was annexed by the City, unless the City enters into a cooperative plan boundaries agreement with the town from which the territory was annexed, or unless the City and town enter into another kind of agreement relating to the annexation expect that notwithstanding these conditions, the City may include territory that was not within the boundaries of the City on January 1, 2004 if the City pledges to pay the town an amount equal to the property taxes levied on the territory by the town at the time of the annexation for each of the next 5 years. **The District does not include property annexed into the City of Appleton since January 1, 2004.**

TAXID#	Owner Name	Property Address	Zoning	Area in Acres	Business with Person Property	Personal Property	Land Value	Improv	Total Land Value	Total Land Estate + Personal Property	Area Perch & Easement	Grw Acres	Field #	High Bn
11-2-0119-00	CITY OF APPLETON	101 W LAWRENCE ST	M	5.54			\$0	\$0	\$0	\$0				
11-2-0096-00	APPLETON HOLDINGS LLC	133 W COLLEGE AVE	CRD	2.51	ATLAS GROUP	\$5,800	\$1,743,600	\$20,059,900	\$22,405,500	\$22,411,300				
11-2-0094-00	APPLETON HOLDINGS LLC	133 W COLLEGE AVE	CRD		RADISSON PAPER VALLE	\$1,441,900			\$1,441,900	\$1,441,900				
11-2-0095-00	APPLETON HOLDINGS LLC	133 W COLLEGE AVE	CRD		THE COENLE SADDLE	\$1,900			\$1,900	\$1,900				
				8.26		\$1,448,800	\$1,745,500	\$20,459,900	\$22,654,200	\$22,656,100				
11-2-0142-00	CITY OF APPLETON	W LAWRENCE ST	CRD	0.63			\$0	\$0	\$0	\$0				
11-2-0793-00	ONE LAWRENCE STREET LLC	5 ONEIDA ST	CRD	0.38			\$0	\$0	\$0	\$0				
11-2-0154-00	ONE LAWRENCE STREET LLC	111 E KIMBALL ST	CRD	2.01			\$309,600	\$345,400	\$655,000	\$655,000				
11-2-0144-00	ONE LAWRENCE STREET LLC	109 S ALLEN ST	R3	1.60			\$6,000	\$800	\$7,200	\$7,200				
				4.62			\$16,000	\$146,200	\$162,200	\$162,200				
11-2-0164-00	210 MORRISON LLC	120 S MORRISON ST	M	0.12			\$19,500	\$98,500	\$118,000	\$118,000				
11-2-0170-00	210 MORRISON LLC	119 E KIMBALL ST	R3	0.13			\$10,300	\$105,600	\$115,900	\$115,900				
11-2-0171-00	210 MORRISON LLC	130 S GAE ST	R1B	0.34			\$31,400	\$133,100	\$164,500	\$164,500				
11-2-0171-00	GIVEN CARE	129 S DUREE ST	R1B	0.31			\$10,200	\$138,100	\$148,300	\$148,300				
11-2-0180-00	CI PROPERTIES OF THE FOX CITIES LLC	131 E LAWRENCE ST	R1	0.16			\$10,900	\$109,700	\$120,600	\$120,600				
11-2-0159-00	JORDAN DAY	109 E KIMBALL ST	R1B	0.17			\$17,900	\$117,000	\$134,900	\$134,900				
11-2-0171-00	MATTHEW GRANATELLA	119 S DUREE ST	R1B	0.20			\$13,500	\$103,500	\$117,000	\$117,000				
11-2-0157-00	HOUSING PARTNERSHIP OF THE FOX CITIES	120 S MORRISON ST	R3	0.18			\$0	\$0	\$0	\$0				
11-2-0168-00	GARY TROFIA ET AL	109 S MORRISON ST	R1	0.10			\$18,400	\$77,600	\$106,000	\$106,000				
11-2-0161-00	YMCA OF APPLETON	1 LAWRENCE ST	CRD	0.25			\$0	\$0	\$0	\$0				
11-2-0194-00	YMCA OF FOX CITIES INC	129 S GAE ST	R1	0.07			\$11,300	\$73,700	\$85,000	\$85,000				
11-2-0183-00	YMCA OF FOX CITIES INC	131 S GAE ST	R1	0.07			\$11,300	\$72,700	\$84,000	\$84,000				
11-2-0174-00	YMCA OF FOX CITIES INC	1 GAE ST	R1	0.17			\$11,600	\$0	\$11,600	\$11,600				
11-2-0184-00	YMCA OF THE FOX CITIES INC	114 E KIMBALL ST	R1	0.08			\$0	\$0	\$0	\$0				
11-2-0161-00	YMCA OF THE FOX CITIES INC	111 S GAE ST	R1	0.19			\$16,000	\$117,300	\$133,300	\$133,300				
11-2-0159-00	YOUNG MEN'S CHRISTIAN ASSOC INC	121 E LAWRENCE ST	R1	0.11			\$18,700	\$200,300	\$219,000	\$219,000				
				2.77			\$279,000	\$1,249,400	\$1,528,400	\$1,528,400				
11-2-0051-00	YMCA OF APPLETON	120 S ONEIDA ST	CRD	1.26			\$0	\$59,100	\$59,100	\$59,100				
				1.26			\$0	\$59,100	\$59,100	\$59,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD	0.15	ACCELEARNING	\$700	\$133,100	\$1,789,200	\$1,922,300	\$1,922,300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		A22 DESIGN LLC	\$7,100			\$7,100	\$7,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		BAUER & FAZELI LLC	\$3,100			\$3,100	\$3,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		COHWELL, RONALD D ET AL	\$1,700			\$1,700	\$1,700				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		EMPOWER YOGA LLC	\$9,100			\$9,100	\$9,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		ETHOS LLC	\$1,300			\$1,300	\$1,300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		FOX RIVER CAPITAL	\$1,900			\$1,900	\$1,900				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		FRANK W LADY ASSOCI	\$3,800			\$3,800	\$3,800				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		GLARY, TRACY P ATT	\$3,900			\$3,900	\$3,900				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		GYMME SPA	\$5,800			\$5,800	\$5,800				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		KOZUL, SUSAN C LFC	\$0			\$0	\$0				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		LEON WALSH ADVISORS	\$19,500			\$19,500	\$19,500				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		LE GRAND EMEREAULT P	\$2,300			\$2,300	\$2,300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		MARKS & SPENCER LAW OFFIC	\$300			\$300	\$300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		MAE DESIGN'S THE RAPE	\$500			\$500	\$500				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		MYPRODS INSTITUTS O	\$300			\$300	\$300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		MUSSEY, BREHAN PT L	\$500			\$500	\$500				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		MARTIN, C J CHEMOPRA	\$16,100			\$16,100	\$16,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		NORTHWEST MEDIUM LODG	\$1,500			\$1,500	\$1,500				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		NEW POSSIBILITIES IN	\$1,200			\$1,200	\$1,200				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		OPTIMAL DIGITAL MARK	\$9,000			\$9,000	\$9,000				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		PRODUCTIVE CONSULTING	\$300			\$300	\$300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		PSYCHOLOGIE CLINIQUE	\$1,300			\$1,300	\$1,300				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		ROGER VOLIN SHOP L	\$1,700			\$1,700	\$1,700				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		SHEAR CHADS SALON &	\$22,100			\$22,100	\$22,100				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		STYLISTS AND ASSOCIA	\$200			\$200	\$200				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		THEIR'S FIBER LLC	\$3,700			\$3,700	\$3,700				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		WHITE RAVEN AUOD	\$44,400			\$44,400	\$44,400				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		WELLNESS COUNSELING	\$4,000			\$4,000	\$4,000				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		WARA INVESTMENT MGMT	\$500			\$500	\$500				
11-2-0070-00	SAFFORD BUILDING LLC	101 W COLLEGE AVE	CRD		ZAPATASTIC PROFESSION	\$1,900			\$1,900	\$1,900				
				0.18		\$689,900	\$133,100	\$4,789,000	\$5,602,000	\$5,602,000				
11-2-0273-13	CITY OF APPLETON	100 W COLLEGE AVE	CRD	0.03			\$0	\$0	\$0	\$0				
11-2-0273-11	CITY OF APPLETON	100 W COLLEGE AVE	CRD	0.03			\$0	\$0	\$0	\$0				
11-2-0273-40	CITY OF APPLETON	100 W COLLEGE AVE	CRD	0.03		\$10,900	\$0	\$0	\$10,900	\$10,900				
11-2-0273-40	CITY OF APPLETON	100 W COLLEGE AVE	CRD	0.03		\$0	\$0	\$0	\$0	\$0				
11-2-0273-00	CITY OF APPLETON	120 W APPLETON ST	CRD	0.63			\$0	\$0	\$0	\$0				
11-2-0281-01	CITY OF APPLETON	E WASHINGTON ST	CRD	0.40			\$0	\$0	\$0	\$0				
11-2-0281-00	APPLETON EDUCATION FOUNDATION INC	122 E COLLEGE AVE	CRD	0.09			\$0	\$0	\$0	\$0				
11-2-0287-00	APPLETON HOTEL GROUP LLC	100 E COLLEGE AVE	CRD	0.07	EL PATRON & G'YROS	\$6,300	\$60,300	\$217,700	\$284,300	\$284,300				
11-2-0272-01	COUTU LLC	124 N APPLETON ST	CRD	0.05	APPLETON ST SPORTS B	\$21,800	\$97,700	\$139,100	\$279,600	\$279,600				
11-2-0272-02	DAVID HOFFAS	115 W WASHINGTON S	CRD	0.08	TC GROUP INC	\$28,700	\$49,800	\$163,900	\$242,400	\$242,400				
11-2-0282-15	HOFFMAN HOLDINGS LLC ET AL	122 E COLLEGE AVE	CRD	0.10	HOFFMAN PLANNING DES	\$99,200	\$65,500	\$893,600	\$958,300	\$1,054,500				
11-2-0282-01	HOFFMAN HOLDINGS LLC ET AL	122 E COLLEGE AVE	CRD	0.09		\$5,900	\$20,700	\$26,600	\$26,600	\$26,600				
11-2-0273-10	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03	WEST REVENUE GENERAT	\$117,100	\$67,000	\$896,700	\$990,800	\$1,074,800				
11-2-0273-09	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$0	\$0	\$0	\$0	\$0				
11-2-0273-08	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$10,100	\$100	\$20,300	\$20,300	\$20,300				
11-2-0273-41	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$900	\$200	\$600	\$600	\$600				
11-2-0273-42	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$900	\$100	\$600	\$600	\$600				
11-2-0273-06	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$2,200	\$200	\$2,300	\$2,300	\$2,300				
11-2-0273-05	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$3,400	\$200	\$3,700	\$3,700	\$3,700				
11-2-0273-04	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$3,600	\$200	\$3,700	\$3,700	\$3,700				
11-2-0273-03	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CRD	0.03		\$5,800	\$200	\$5,900	\$5,900	\$5,900				

TAXKEY	Owner Name	Property Address	Zoning	Area in Acres	Business with Personal Property	Personal Property	Land Value	Improv	Total Land Value	Total Item Excludes + Personal Property	Ovr Area	Rate II	Rate III
11-2-0273-40	ISLAND MEDICAL LLC ET AL	100 W COLLEGE AVE	CDP	0.03			\$67,400	\$478,500	\$545,900	\$265,900			
11-2-0273-01	LEVEL 3 COMMUNICATIONS LLC	100 W COLLEGE AVE	CDP	0.03			\$0	\$0	\$0	\$0			
11-2-0273-11	PEPPERELL FAMILY LTD PARTNERSHIP	116 N APPLETON ST	CDP	0.03			\$5,400	\$48,100	\$53,500	\$43,500			
11-2-0281-07	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.09	THE DACCARE PHYSICIANS	\$1,600	\$125,100	\$1,648,400	\$1,773,500	\$1,773,500			
11-2-0281-12	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.10			\$2,700	\$10,600	\$13,300	\$13,300			
11-2-0281-13	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.10			\$2,400	\$10,800	\$13,200	\$13,200			
11-2-0281-10	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.10			\$182,700	\$2,383,300	\$2,571,000	\$2,571,000			
11-2-0281-09	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.10			\$0	\$0	\$0	\$0			
11-2-0281-08	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.10			\$1,900	\$14,900	\$16,800	\$16,800			
11-2-0281-01	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.09			\$1,000	\$7,100	\$8,100	\$8,100			
11-2-0281-00	PEPPERELL INVESTMENTS INC ET AL	122 E COLLEGE AVE	CDP	0.09			\$135,100	\$2,040,600	\$2,175,700	\$2,175,700			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP	1.54	ADVANCED WORKS DCELL	\$1,100	\$1,007,800	\$95,100	\$1,093,900	\$1,093,900			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		ANDERSON PENS INC	\$5,100			\$5,100	\$5,100			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		BOARDLATA LLC	\$1,000			\$1,000	\$1,000			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		CITY CAFE - APPLETON	\$5,800			\$5,800	\$5,800			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		FACIS EYEWEAR INC	\$2,100			\$2,100	\$2,100			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		J HANWYSON CLOTHING	\$3,100			\$3,100	\$3,100			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		INDIGNANT LEARNING	\$3,200			\$3,200	\$3,200			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		ITMMS OF INTEREST LL	\$3,600			\$3,600	\$3,600			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		JOSEPH'S SHIRTS	\$2,100			\$2,100	\$2,100			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		KALLAAK MAINTENANCE	\$7,000			\$7,000	\$7,000			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		MURRAY PHOTO & VIDEO	\$21,300			\$21,300	\$21,300			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		MYSTICAL EARTH GALL	\$2,800			\$2,800	\$2,800			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		SOULRIE STYLISTS	\$1,100			\$1,100	\$1,100			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		STARBUCKS LLC	\$1,900			\$1,900	\$1,900			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		STUDIO KITCHENS LLC	\$25,200			\$25,200	\$25,200			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		TAM LLC	\$10,600			\$10,600	\$10,600			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		TOTAL MED IT STAFFING	\$48,300			\$48,300	\$48,300			
11-2-0290-01	TAM LLC	10 COLLEGE AVE	CDP		TROPICAL SMOOTHIE	\$41,100			\$41,100	\$41,100			
11-2-0273-10	THE BUILDING FOR EOS INC	100 W COLLEGE AVE	CDP	0.03	LEARNING SHOP AT TRI	\$2,100	\$0	\$42,600	\$44,700	\$44,900			
11-2-0273-21	THE BUILDING FOR EOS INC	100 W COLLEGE AVE	CDP	0.03			\$0	\$0	\$0	\$0			
11-2-0273-20	THE BUILDING FOR EOS INC	100 W COLLEGE AVE	CDP	0.03			\$0	\$0	\$0	\$0			
11-2-0281-02	WASHINGTON STREET R.E. INVESTMENT	122 E COLLEGE AVE	CDP	0.09	THE WENT FURNACE CO	\$179,400	\$92,900	\$1,225,500	\$1,517,800	\$1,497,900			
11-2-0281-14	WASHINGTON STREET R.E. INVESTMENT	122 E COLLEGE AVE	CDP	0.10			\$41,100	\$569,100	\$610,200	\$612,300			
11-2-0281-13	WASHINGTON STREET R.E. INVESTMENT	122 E COLLEGE AVE	CDP	0.10			\$14,000	\$427,100	\$441,100	\$456,100			
11-2-0281-04	WASHINGTON STREET R.E. INVESTMENT	122 E COLLEGE AVE	CDP	0.09			\$9,200	\$74,600	\$83,800	\$83,800			
11-2-0281-01	WASHINGTON STREET R.E. INVESTMENT	122 E COLLEGE AVE	CDP	0.09			\$4,900	\$21,700	\$26,600	\$26,600			
				4.80		\$489,900	\$2,261,600	\$12,844,400	\$15,595,900	\$15,595,900	Review 8 total		
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	AFFINITY HEALTH SYST	\$207,800	\$111,000	\$8,558,900	\$10,277,700	\$10,277,700			
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	JOHNSON BANK #78000	\$19,600			\$19,600	\$19,600			
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	JOHNSON COMPANY	\$1,900			\$1,900	\$1,900			
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	NETWORK HEALTH PLAN	\$423,500			\$423,500	\$423,500			
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	THE DACCARE INC	\$2,800			\$2,800	\$2,800			
11-2-0257-00	222 BUILDING LLC	222 W COLLEGE AVE	CDP	0.01	222 BUILDING LLC	\$9,900			\$9,900	\$9,900			
11-2-0283-00	BANK ONE	100 W COLLEGE AVE	CDP	0.32	JP MORGAN CHASE BANK	\$26,000	\$240,400	\$1,813,600	\$2,074,000	\$2,332,000			
11-2-0260-00	PATTEN PROPERTIES LLC	210 W COLLEGE AVE	CDP	0.16	COPPER ROCK COFFEE I	\$41,800	\$144,700	\$653,800	\$840,300	\$841,800			
11-2-0260-00	PATTEN PROPERTIES LLC	210 W COLLEGE AVE	CDP	0.16	ATOMIC HOLDINGS I LLC	\$114,900			\$114,900	\$114,900			
				1.00		\$159,700	\$289,600	\$12,049,300	\$13,544,600	\$13,544,600	Review 8 total		
11-2-0021-00	THOMAS GALESH ET AL	225 E COLLEGE AVE	CDP	0.04	DANCE STORE LTD THE	\$2,100	\$32,100	\$42,600	\$124,700	\$117,000			
11-2-0020-00	PETER BASKON	227 E COLLEGE AVE	CDP	0.04	BLUE MOON EMPORIUM	\$3,400	\$30,700	\$41,100	\$111,800	\$115,200			
11-2-0020-00	MONN ACQUISITION R.E. LLC	215 E COLLEGE AVE	CDP	0.08			\$59,700	\$268,900	\$328,600	\$328,600			
11-2-0017-00	EDOUARDS PROPERTIES LLC	213 E COLLEGE AVE	CDP	0.09	LOU'S BREW CAFE & LO	\$79,000	\$68,000	\$281,400	\$350,000	\$425,000			
11-2-0021-00	ANTHONY MULLER	217 E COLLEGE AVE	CDP	0.08	WOODEN NICKEL RESTAUR	\$7,500	\$59,400	\$85,900	\$145,100	\$152,600			
11-2-0022-00	JAY PLAGAMAN	213 E COLLEGE AVE	CDP	0.08	JEAN'S PLACE	\$10,000	\$59,400	\$111,700	\$171,100	\$181,100			
11-2-0021-00	SPOCKA LLC	215 E COLLEGE AVE	CDP	0.08	CHARLES THE FLOREST	\$18,700	\$59,400	\$40,400	\$99,800	\$118,500			
11-2-0027-00	STUDIO 213 LLC	213 E COLLEGE AVE	CDP	0.08	STUDIO 213 LLC	\$900	\$59,700	\$128,400	\$189,100	\$189,600			
11-2-0021-00	JOSEPH WELLS	201 E COLLEGE AVE	CDP	0.15	GABRIEL FURNITURE CO	\$4,600	\$125,500	\$201,600	\$329,100	\$335,700			
11-2-0029-00	JOSEPH WELLS	209 E COLLEGE AVE	CDP	0.15			\$118,900	\$84,700	\$203,600	\$203,600			
11-2-0030-00	JOSEPH WELLS	207 E COLLEGE AVE	CDP	0.08			\$59,400	\$51,700	\$111,100	\$111,100			
11-2-0019-00	YMCA OF APPLETON	229 E COLLEGE AVE	CDP	0.04			\$0	\$0	\$0	\$0			
				0.86		\$124,000	\$782,800	\$1,481,400	\$3,284,300	\$3,278,300	Review 7 total		
11-2-0116-00	APPLETON HISTORICAL SOCIETY INC	128 N DURKEE ST	CDP	0.08			\$0	\$0	\$0	\$0			
11-2-0137-00	BGO LLC	100 E COLLEGE AVE	CDP	0.28	NEED MUSIC COMPANY I	\$42,200	\$193,400	\$194,200	\$387,600	\$449,800			
11-2-0140-00	BGO LLC	103 E COLLEGE AVE	CDP	0.14			\$96,100	\$161,600	\$257,700	\$261,900			
11-2-0141-00	NEED MUSIC CO INC	E COLLEGE AVE	CDP	0.08			\$12,800	\$4,000	\$16,800	\$16,800			
11-2-0133-00	LAWRENCE UNIV OF WI	123 E WASHINGTON ST	CDP	0.31	SETH'S COFFEE LLC	\$28,000	\$142,800	\$12,300	\$155,200	\$161,800			
11-2-0141-00	LAWRENCE UNIV OF WI	120 E COLLEGE AVE	CDP	0.10			\$134,800	\$113,000	\$247,800	\$269,800			
11-2-0138-00	DREW ROCKS BEVOC LUV TRUST	129 W WASHINGTON ST	CDP	0.29	APPLETON ROCK SCHOOL	\$18,300	\$107,400	\$41,500	\$159,000	\$173,300			
11-2-0143-00	KONALD TESH	116 E COLLEGE AVE	CDP	0.03	DR JEVY'S LLC	\$17,800	\$49,600	\$134,500	\$192,100	\$198,400			
11-2-0127-00	GARY TROHA	122 N DURKEE ST	CDP	0.13			\$49,400	\$123,400	\$172,800	\$172,800			
11-2-0127-01	THOMAS WAGNER ET AL	118 N DURKEE ST	CDP	0.09			\$17,400	\$109,600	\$127,000	\$127,000			
				1.99		\$124,400	\$853,000	\$1,813,900	\$3,775,000	\$3,896,600	Review 8 total		
11-2-0111-00	100 EAST LLC	200 E COLLEGE AVE	CDP	0.12	PETERSON BARK & CREOS	\$4,300	\$102,400	\$501,400	\$604,100	\$611,300			
11-2-0004-00	111 COLLEGE AVE LLC	111 E COLLEGE AVE	CDP	0.07	MUD AND PRINTS LLC	\$2,300	\$43,000	\$129,000	\$174,300	\$174,300			
11-2-0004-00	111 COLLEGE AVE LLC	111 E COLLEGE AVE	CDP	0.07	PEARLESS DESIGN STUDIO	\$2,500			\$2,500	\$2,500			
11-2-0134-00	113 PROPERTIES LLP	113 E WASHINGTON ST	CDP	0.11	SALTON SEA LIT CARLS	\$12,500	\$47,500	\$19,500	\$129,000	\$130,900			
11-2-0114-00	ALL SMARTS CHURCH	N DRUM ST	CDP	0.26			\$49,100	\$5,100	\$54,200	\$48,200			
11-2-0020-00	CITY OF APPLETON	124 S SUPERIOR ST	CDP	1.13			\$0	\$0	\$0	\$0			
11-2-0021-00	CITY OF APPLETON	1 ONIDA ST	CDP	0.50			\$0	\$0	\$0	\$0			
11-2-0025-00	CITY OF APPLETON	121 W COLLEGE AVE	CDP	0.26			\$0	\$0	\$0	\$0			
11-2-0114-00	CITY OF APPLETON	1 ONIDA ST	CDP	0.37			\$0	\$0	\$0	\$0			
11-2-0025-00	APPLETON ART CENTER INC	111 W COLLEGE AVE	CDP	0.17			\$0	\$0	\$0	\$0			
11-2-0021-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CDP	0.79	APPLETON GROUP LLC	\$20,000	\$919,100	\$4,117,400	\$6,665,500	\$6,665,500			
11-2-0022-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CDP	0.79	A J GALLAGHER RESK M	\$34,200			\$34,200	\$34,200			

TAXID	Owner Name	Property Address	Zoning	Area in Acres	Business with Person Property	Personal Property	Land Value	Improv	Total Land Value	Total Real Estate + Personal Property	Dev Area	Relic B	Relic R1
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		FOX CITY MARKETING I	\$20,000			\$20,000				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		COLLAB CAPITAL MANAG	\$1,400			\$1,400				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		COMMERCIAL HORIZONS	\$5,700			\$5,700				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		LEMAN & CO INC	\$10,300			\$10,300				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		EVOLUTION WEALTH MGR	\$1,000			\$1,000				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		GODFREY & RAMN SC	\$69,300			\$69,300				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		HALF, ROBERT ENTERNA	\$28,500			\$28,500				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		MENSLAW & CULBERTSON	\$50,100			\$50,100				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		MINUTE MEN HR OF WIS	\$17,700			\$17,700				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		EAGEN DE RMAATCH DGY CI	\$4,300			\$4,300				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		EAGEN ALLEGRY CLINIC	\$5,800			\$5,800				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		W A SMITH REALTOR I	\$1,200			\$1,200				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		BUMBER ONE MARKETING	\$1,600			\$1,600				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		PRINCIPAL LIFE INSUR	\$200,500			\$200,500				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		PRINCIPAL LIFE INSUR	\$65,100			\$65,100				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		PRIVATE WEALTH MANAG	\$5,000			\$5,000				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		SEKLINE TECHNOLOGIES	\$136,600			\$136,600				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		ONE LAW GROUP SC	\$9,500			\$9,500				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		CATALYSIS INC	\$28,600			\$28,600				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		TWIN GALAX RESOLVE	\$13,500			\$13,500				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		UNIVERSAL INSURANCE	\$12,100			\$12,100				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		SM INVESTMENTS INC	\$10,200			\$10,200				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		VON GERTSEN & ROEPL	\$3,200			\$3,200				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		WELCHOUSE, ARTHUR W	\$1,100			\$1,100				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		NORTHWOOD OF IAW SC	\$4,300			\$4,300				
31-2-0072-00	APPLETON CENTER ASSOCIATES	100 W LAWRENCE ST	CB-D		WHS Fargo Vendor Financ	\$23,500			\$23,500				
31-2-0080-00	FLATIRON APPLND	107 E COLLEGE AVE	CB-D	0.05	BREWED AWAKENING'S IN	\$58,000	\$49,400	\$134,200	\$134,200	\$134,200			
31-2-0078-00	BAID #4084R DVM STRAINTS LLC	215 W COLLEGE AVE	CB-D	0.11	BAD BADGER SPORTS BA	\$47,400	\$88,400	\$270,100	\$270,100	\$270,100			
31-2-0078-00	BINKNEZ PROPERTIES LLC	101 E COLLEGE AVE	CB-D	0.04	BAGUELOUS/LODY'S D	\$26,300	\$37,900	\$138,400	\$138,400	\$138,400			
31-2-0084-00	BINKNEZ PROPERTIES LLC	115 E COLLEGE AVE	CB-D	0.08	ROSE CYRUS EADOR	\$9,700	\$152,900	\$124,000	\$276,600	\$276,600			
31-2-0084-00	BINKNEZ PROPERTIES LLC	115 E COLLEGE AVE	CB-D	0.08	WILLIAMS OF APPLETON	\$7,200			\$7,200				
31-2-0084-00	BINKNEZ PROPERTIES LLC	121 E COLLEGE AVE	CB-D	0.08	VINTAGE GARDEN LLC	\$3,500			\$3,500				
31-2-0084-00	BINKNEZ PROPERTIES LLC	121 E COLLEGE AVE	CB-D	0.05	MEYDASH INC	\$2,000	\$46,400	\$113,200	\$115,200	\$115,200			
31-2-0084-00	BINKNEZ PROPERTIES LLC	127 E COLLEGE AVE	CB-D	0.07	BUG COMPANY THE	\$2,800	\$38,700	\$126,100	\$131,600	\$131,600			
31-2-0084-00	BINKNEZ PROPERTIES LLC	129 E COLLEGE AVE	CB-D	0.07	GREEN 3	\$690	\$68,700	\$121,100	\$122,800	\$122,800			
31-2-0084-00	BINKNEZ PROPERTIES LLC	129 E COLLEGE AVE	CB-D	0.08	JUST ACT NATURAL LLC	\$5,500			\$5,500				
31-2-0084-00	BINKNEZ PROPERTIES LLC	129 E COLLEGE AVE	CB-D	0.08	ROBERTSON AGENCY LTD	\$4,100			\$4,100				
31-2-0084-00	BINKNEZ PROPERTIES LLC	107 W COLLEGE AVE	CB-D	0.05	BAZI'S PUB & PIZEVS	\$56,700	\$90,100	\$210,200	\$210,200	\$210,200			
31-2-0084-00	BINKNEZ PROPERTIES LLC	107 W COLLEGE AVE	CB-D	0.05	NO IDEA BAR	\$42,400			\$42,400				
31-2-0084-00	BINKNEZ PROPERTIES LLC	107 W COLLEGE AVE	CB-D	0.05	OLDE TOWNE TAVERN	\$22,200			\$22,200				
31-0-0095-00	BINKNEZ PROPERTIES LLC	103 W COLLEGE AVE	CB-D	0.05		\$0	\$29,900	\$29,900	\$29,900				
31-0-0094-01	BINKNEZ PROPERTIES LLC	117 E COLLEGE AVE	CB-D	0.05		\$0	\$0	\$0	\$0				
31-0-0094-01	BINKNEZ PROPERTIES LLC	118 E COLLEGE AVE	CB-D	0.05		\$0	\$269,000	\$269,000	\$269,000				
31-2-0119-01	BINKNEZ PROPERTIES LLC	117 E COLLEGE AVE	CB-D	0.05		\$0	\$0	\$0	\$0				
31-2-0074-00	BANK OF AMERICA NA	221 W COLLEGE AVE	CB-D	0.18	BMO FINANCIAL CORP	\$0	\$480,100	\$2,318,100	\$2,798,200	\$2,798,200			
31-2-0074-00	BANK OF AMERICA NA	221 W COLLEGE AVE	CB-D	0.18	BMO FINANCIAL CORP	\$0	\$480,100	\$2,318,100	\$2,798,200	\$2,798,200			
31-2-0074-00	BANK OF AMERICA NA	221 W COLLEGE AVE	CB-D	0.18	ONE AMERICA RETIREME	\$118,900			\$118,900				
31-2-0085-00	BANK OF AMERICA NA	5 APPLETON ST	CB-D	0.03		\$18,000	\$1,000	\$19,000	\$19,000				
31-2-0139-11	BUNDA BOLD TRUST	111 LAWRENCE CT	PDR 3	0.03		\$25,400	\$156,200	\$182,000	\$182,000				
31-2-0139-10	AUDITH CARTER SURVIVORS TRUST	10 LAWRENCE CT	PDR 3	0.04		\$27,600	\$183,400	\$211,500	\$211,500				
31-2-0139-10	CW PROPERTIES LLC	230 E COLLEGE AVE	CB-D	0.09	THE FIRE LLC	\$12,000	\$67,300	\$102,500	\$114,500	\$114,500			
31-2-0139-10	CW PROPERTIES LLC	232 E COLLEGE AVE	CB-D	0.08	MASSAGE CONNECTION	\$3,300	\$60,900	\$125,400	\$128,700	\$128,700			
31-2-0139-10	CW PROPERTIES LLC	232 E COLLEGE AVE	CB-D	0.08	TRAVELING PALETTE TH	\$4,500			\$4,500				
31-2-0139-10	CW PROPERTIES LLC	109 N DURSE ST	CB-D	0.02	GOD 36AL GRAPHICS	\$6,500	\$48,200	\$49,700	\$56,200	\$56,200			
31-2-0082-00	CLEO'S REAL ESTATE PARTNERSHIP	203 W COLLEGE AVE	CB-D	0.05	CLEO'S BROWN BEAMLL	\$5,300	\$44,200	\$120,100	\$130,600	\$130,600			
31-2-0139-08	CHRISTOPHER DEARING	8 LAWRENCE CT	PDR 3	0.03		\$27,400	\$158,100	\$185,500	\$185,500				
31-2-0041-00	D&S REALTY WISCONSIN IV LLC	109 E COLLEGE AVE	CB-D	0.05	TOPPER'S PIZZA	\$21,900	\$5,100	\$95,700	\$122,700	\$122,700			
31-2-0041-00	D&S REALTY WISCONSIN IV LLC	111 E COLLEGE AVE	CB-D	0.05		\$53,000	\$42,100	\$135,100	\$135,100				
31-2-0041-00	D&S REALTY WISCONSIN IV LLC	123 E COLLEGE AVE	CB-D	0.05	ECO CANDLE CO LLC	\$8,300	\$44,500	\$99,700	\$142,500	\$142,500			
31-2-0139-19	DAVID LUCH	19 LAWRENCE CT	PDR 3	0.04		\$17,600	\$174,400	\$202,100	\$202,100				
31-2-0131-00	FA & VB LLC	203 E COLLEGE AVE	CB-D	0.12	ANTOJITOS MEXICANOS	\$39,700	\$97,500	\$241,600	\$318,800	\$318,800			
31-2-0131-00	FA & VB LLC	204 E COLLEGE AVE	CB-D	0.12	SORNETT'S GARDEN BLOO	\$700			\$700				
31-2-0131-00	FA & VB LLC	204 E COLLEGE AVE	CB-D	0.12	TRINA MARIE'S UNICUE	\$1,400			\$1,400				
31-2-0152-00	FOX VALLEY FAMILY PRACTICE RE SID	229 S MORRISON ST	CB-D	1.32		\$0	\$0	\$0	\$0				
31-2-0139-06	MARK GEURTS	6 LAWRENCE CT	PDR 3	0.03		\$18,100	\$120,800	\$138,900	\$138,900				
31-2-0051-01	GREENSIDE PROPERTIES LLC	135 E COLLEGE AVE	CB-D	0.07	JERPPA LAW OFFICE I	\$5,500	\$61,800	\$139,600	\$145,100	\$145,100			
31-2-0131-00	HALEY'S PROPERTIES ONE LLC	222 E COLLEGE AVE	CB-D	0.05	ERARDING APPAREL	\$20,000	\$45,900	\$113,400	\$133,400	\$133,400			
31-2-0131-00	HALEY'S PROPERTIES ONE LLC	222 E COLLEGE AVE	CB-D	0.05	HOMERUN USA LLC	\$3,100			\$3,100				
31-2-0131-00	HALEY'S PROPERTIES ONE LLC	222 E COLLEGE AVE	CB-D	0.05	SURFER BIRD SEATE SH	\$1,700			\$1,700				
31-2-0139-15	GARY HANES	15 LAWRENCE CT	PDR 3	0.04		\$17,600	\$191,200	\$218,800	\$218,800				
31-2-0139-21	PATRICK HAYES	21 LAWRENCE CT	PDR 3	0.04		\$30,600	\$193,400	\$224,000	\$224,000				
31-2-0091-00	STEVEN HECHELAIB LL	205 W COLLEGE AVE	CB-D	0.05	MCME BURGER BAR	\$13,500	\$43,700	\$211,600	\$238,800	\$238,800			
31-2-0041-00	PETER HANSON	113 E COLLEGE AVE	CB-D	0.05	VAGABOND IMPORTS	\$1,100	\$55,100	\$92,000	\$147,100	\$147,100			
31-2-0139-16	JAMES HENSLER REVOCABLE TRUST	16 LAWRENCE CT	PDR 3	0.04		\$35,400	\$202,500	\$237,900	\$237,900				
31-2-0139-21	DOUGLAS KRIEGER REVOC TRUST	23 LAWRENCE CT	PDR 3	0.04		\$17,600	\$171,400	\$199,000	\$199,000				
31-2-0139-21	DOUGLAS KRIEGER REVOC TRUST	23 LAWRENCE CT	PDR 3	0.03		\$29,100	\$167,600	\$196,700	\$196,700				
31-2-0139-12	STEPHEN KUPER	12 LAWRENCE CT	PDR 3	0.04		\$25,200	\$168,800	\$194,000	\$194,000				
31-2-0139-14	GREGORY LANDWETHR	14 LAWRENCE CT	PDR 3	0.02		\$17,600	\$273,900	\$291,500	\$291,500				
31-2-0009-00	LAWRENCE UNIV OF WISC	E COLLEGE AVE	M	0.27		\$0	\$0	\$0	\$0				
31-2-0005-00	LAWRENCE UNIV OF WISC	E COLLEGE AVE	M	0.21		\$0	\$0	\$0	\$0				
31-2-0005-00	LAWRENCE UNIV OF WISC	1313 E COLLEGE AVE	M	0.25		\$0	\$0	\$0	\$0				
31-2-0131-00	LAWRENCE UNIV OF WISC	100 W WATER ST	M	0.91		\$0	\$0	\$0	\$0				
31-2-0139-01	LAYMAN ART	21 LAWRENCE CT	PDR 3	0.03		\$18,100	\$135,300	\$153,400	\$153,400				
31-2-0131-00	MORRISON BUILDING LLC	120 N MORRISON ST	CB-D	0.18	HILLEW'S MARKETING IN	\$19,300	\$46,100	\$293,100	\$338,500	\$338,500			
31-2-0139-18	MARIA MUNDZ	18 LAWRENCE CT	PDR 3	0.04		\$34,000	\$173,300	\$209,300	\$209,300				
31-2-0139-07	MILICENT REEF	7 LAWRENCE CT	PDR 3	0.03		\$19,400	\$109,100	\$138,500	\$138,500				
31-2-0021-00	MOTEL MANAGEMENT LLC	325 E COLLEGE AVE	CB-D	0.28	TWO PAWS UP BAKERY I	\$4,100	\$34,900	\$84,300	\$113,300				

TAXID	Owner Name	Property Address	Zoning	Area In Acres	Business with Person Property	Person's Property	Land Value	Improv	Total Land Value	Total Real Estate + Person's Property		Dev Area	Relief	Big
11-2-0081-00	PARRILLA PROPERTIES LLC	201 W COLLEGE AVE	CPD	0.06	CHALY SWEET LLC	\$19,200	\$53,100	\$216,900	\$280,000	\$299,200				
11-2-0083-00	PARRILLA PROPERTIES LLC	201 W COLLEGE AVE	CPD		TANARA'S THE CARE GU	\$4,300				\$4,300				
11-2-0083-00	PARRILLA PROPERTIES LLC	201 W COLLEGE AVE	CPD		TOP SPENS LLC	\$1,200				\$1,200				
11-2-0083-00	PARRILLA PROPERTIES LLC	201 W COLLEGE AVE	CPD		TRIUMPH ENGINEERING	\$17,000				\$17,000				
11-2-0007-00	HENRY PHENOMASARE	321 E COLLEGE AVE	CPD	0.11	TASTE OF THAI APPLE	\$4,500	\$68,300	\$237,800	\$306,100	\$310,600				
11-2-0317-00	QUEEN BEE RESTAURANT INC	236 E COLLEGE AVE	CPD	0.12	DEATHIE BETTY'S KESA	\$3,100	\$97,200	\$242,100	\$339,500	\$342,600				
11-2-0317-00	QUEEN BEE RESTAURANT INC	236 E COLLEGE AVE	CPD		QUEEN BEE RESTAURANT	\$8,000				\$8,000				
11-2-0139-10	JAMES BAGUS	20 LAWRENCE CT	PDR3	0.04			\$28,300	\$174,500	\$202,700	\$202,700				
11-2-0139-09	SCARDIN TRUST	9 LAWRENCE CT	PDR3	0.04			\$28,300	\$201,400	\$229,900	\$229,900				
11-2-0139-00	EILEEN SCOTT	218 E COLLEGE AVE	CPD	0.12	LEBERT & GERBERT'S	\$16,300	\$94,000	\$275,600	\$369,600	\$369,600				
11-2-0139-00	EILEEN SCOTT	218 E COLLEGE AVE	CPD		MURAN 1 LLC	\$2,500				\$2,500				
11-2-0139-05	ANNE SEGREST	5 LAWRENCE CT	PDR3	0.03			\$18,300	\$108,000	\$126,300	\$126,300				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD	0.15	BELLYBANS	\$2,100	\$122,300	\$417,300	\$559,600	\$560,700				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD		DEPAWSTORY PET BOUT	\$3,700				\$3,700				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD		MOON SHILL SALON & B	\$1,400				\$1,400				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD		ROBINSON LAW FIRM	\$1,600				\$1,600				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD		SOMA CORPORATION	\$100				\$100				
11-2-0039-00	SOMA CORPORATION	103 E COLLEGE AVE	CPD	0.06	CERA RESTAURANT LLC	\$5,400	\$47,500	\$145,500	\$213,000	\$218,400				
11-2-0039-00	SOMA CORPORATION	231 W COLLEGE AVE	CPD	0.17	SOMA CORPORATION	\$1,400	\$248,200	\$808,100	\$1464,300	\$1465,700				
11-2-0139-17	MARGARET STACK	17 LAWRENCE CT	PDR3	0.04			\$132,600	\$58,700	\$191,300	\$191,300				
11-2-0031-00	TAYLOR CHANCE LLC	133 E COLLEGE AVE	CPD	0.09	PANANA LLC	\$13,000	\$58,700	\$247,600	\$309,300	\$309,300				
11-2-0139-00	TERRE'S JEWELRY PROPERTIES LLC	208 E COLLEGE AVE	CPD	0.06	TERRE'S JEWELRY INC	\$16,000	\$47,500	\$92,400	\$156,000	\$156,000				
11-2-0132-00	THE WIGGERS LLC	254 E COLLEGE AVE	CPD	0.11	PIROTTI PALETTE	\$28,500	\$75,500	\$337,500	\$441,000	\$441,000				
11-2-0084-00	THE OSALD-APPLETON RENTAL	137 E APPLETON ST	CPD	0.03	AMBASSADOR BAR	\$8,800	\$24,200	\$96,100	\$120,300	\$130,100				
11-2-0084-00	THE OSALD-APPLETON RENTAL	137 E APPLETON ST	CPD		ATRIC TATTOO STUDIO	\$4,000				\$4,000				
11-2-0020-00	TUSLER LAW LLC	207 W COLLEGE AVE	CPD	0.08	BOLD SALONS LLC	\$7,800	\$73,000	\$214,100	\$297,300	\$297,300				
11-2-0020-00	TUSLER LAW LLC	207 W COLLEGE AVE	CPD		TUSLER LAW LLC	\$1,300				\$1,300				
11-2-0116-00	STANLEY WARDWILLER	217 E COLLEGE AVE	CPD	0.07	IT EVOLUTION INC	\$4,800	\$49,700	\$64,800	\$114,500	\$119,300				
11-2-0139-03	DOROTHY WARREN REVOCABLE TRUST	1 LAWRENCE CT	PDR3	0.03			\$18,800	\$118,700	\$138,500	\$138,500				
11-2-0023-00	WP & R INC	203 E COLLEGE AVE	CPD	0.17	AVENUE CORNS & REWEL	\$39,200	\$128,600	\$161,700	\$289,300	\$328,900				
11-2-0139-04	TIMOTHY WRASE	4 LAWRENCE CT	PDR3	0.02			\$26,300	\$182,700	\$209,000	\$209,000				
11-2-0032-01	YMCA OF APPLETON	5 DUERKE ST	CPD	0.17			\$0	\$0	\$0	\$0				
11-2-0032-00	YMCA OF APPLETON	218 E LAWRENCE ST	CPD	1.37			\$0	\$0	\$0	\$0				
					De Lage Landen Financial	\$18,200				\$18,200				
					GFC Leasing-Gordon Fleisch	\$22,500				\$22,500				
					Grayhawk Leasing	\$4,000				\$4,000				
					Great America Financial	\$28,200				\$28,200				
					US Bank RA	\$33,400				\$33,400				
					Wells Fargo Financial Inst	\$34,000				\$34,000				
				11.22		\$2,170,600	\$4,301,700	\$18,689,400	\$28,997,200	\$28,997,200	Non-Right of			
											Area Total			

Total Area Acres=	38.88
Right Total Area Acres =	25.59
Total Right of Area=	4.20

Total Area Value	\$5,860,000
Total Person's Prop	

Total Real Estate Value	\$72,367,500
Grand Total	\$78,047,500

is the Grand Total

TIF DISTRICT #11 LEGAL DESCRIPTION

DESCRIPTION: A TRACT OF LAND BEING PART OF THE SW ¼ OF SECTION 26, PART OF THE SE ¼ OF SECTION 26 AND PART OF THE NW ¼ OF SECTION 35, ALL IN TOWNSHIP 21 NORTH, RANGE 17 EAST, CITY OF APPLETON, OUTAGAMIE COUNTY, WISCONSIN BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE CENTERLINE OF WASHINGTON STREET AND THE CENTERLINE OF DREW STREET AND BEING THE POINT OF BEGINNING;

THENCE SOUTH AND THEN SOUTHWESTERLY ALONG THE CENTERLINE OF SAID DREW STREET TO THE EASTERLY EXTENSION OF THE SOUTH LINE OF AN ALLEY IN BLOCK 2 OF THE APPLETON PLAT;

THENCE WEST ALONG THE SOUTH LINE OF SAID EXTENSION AND THEN THE SOUTH LINE OF SAID ALLEY AND ALSO BEING CONTIGUOUS WITH THE NORTH OF LOT 1 OF CERTIFIED SURVEY MAP NO.6362 TO THE EAST LINE OF DURKEE STREET;

THENCE SOUTH ALONG THE EAST LINE OF SAID DURKEE STREET TO THE CENTERLINE OF WATER STREET;

THENCE SOUTHWESTERLY ALONG THE CENTERLINE OF SAID WATER STREET TO A POINT 50 FEET WEST OF THE EAST LINE ONEIDA STREET AND BEING COINCIDENT WITH A REFERENCE LINE FOR SAID ONEIDA STREET PER WDOT RIGHT OF WAY PLAT NO.4657-2-21;

THENCE NORTHWESTERLY 252.91 FEET ALONG SAID REFERENCE LINE FOR ONEIDA STREET TO A REFERENCE LINE FOR PROSPECT AVENUE PER SAID WDOT RIGHT OF WAY PLAT NO.4657-2-21;

THENCE SOUTHWESTERLY 399.57 FEET M/L ALONG SAID REFERENCE LINE FOR PROSPECT AVENUE TO THE SOUTHEASTERLY EXTENSION OF A WESTERLY LINE OF LOT 1 OF CERTIFIED SURVEY MAP NO.6714;

THENCE NORTHWESTERLY 140.05 FEET M/L ALONG SAID EXTENSION AND THEN THE WESTERLY LINE OF LOT 1 OF SAID CERTIFIED SURVEY MAP NO.6714 TO AN ANGLE POINT IN LOT 1 OF SAID CERTIFIED SURVEY MAP NO.6714;

THENCE ALONG THE SUBSEQUENT 8 COURSES OF LOT 1 OF SAID CERTIFIED SURVEY MAP NO.6714 TO THE SOUTH LINE OF LAWRENCE STREET;

THENCE WEST 222 FEET M/L ALONG THE SOUTH LINE OF LAWRENCE STREET TO THE SOUTHERLY EXTENSION OF THE WEST LINE OF A 20 FOOT WIDE ALLEY LOCATED IN BLOCK 7 OF THE APPLETON PLAT;

THENCE NORTH 389.44 FEET M/L ALONG SAID EXTENSION AND THEN THE WEST LINE OF SAID ALLEY AND THEN THE NORTHERLY EXTENSION OF THE WEST LINE OF SAID ALLEY TO THE SOUTH LINE OF COLLEGE AVENUE;

THENCE EAST 419.93 FEET M/L ALONG THE SOUTH LINE OF COLLEGE AVENUE TO THE EAST LINE OF SUPERIOR STREET;

THENCE NORTH ALONG THE EAST LINE OF SUPERIOR STREET TO A POINT 166.17 FEET SOUTH OF THE SOUTH LINE OF WASHINGTON STREET;

THENCE EAST AND PARALLEL TO THE SOUTH LINE OF WASHINGTON STREET 380.2 FEET M/L TO THE EAST LINE OF APPLETON STREET;

THENCE NORTH 166.17 FEET ALONG THE EAST LINE OF APPLETON STREET TO THE SOUTH LINE OF WASHINGTON STREET;

THENCE EAST 770.57 FEET M/L ALONG THE SOUTH LINE OF WASHINGTON STREET TO THE EAST LINE OF MORRISON STREET;

THENCE SOUTH ALONG THE EAST LINE OF MORRISON STREET TO A POINT 180 FEET NORTH OF THE SOUTH LINE OF JOHNSTON STREET;

THENCE EAST 63.24 FEET;

THENCE SOUTH 180 FEET TO THE SOUTH LINE OF JOHNSTON STREET;

THENCE EAST ALONG THE SOUTH LINE OF JOHNSTON STREET AND THEN THE EASTERLY EXTENSION OF SAID JOHNSTON STREET TO THE EAST LINE OF DURKEE STREET;

THENCE NORTH 242.34 FEET M/L ALONG THE EAST LINE OF DURKEE STREET TO THE CENTERLINE OF WASHINGTON STREET;

THENCE EAST ALONG THE CENTERLINE OF WASHINGTON STREET TO THE POINT OF BEGINNING.

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**OPINION OF THE CITY ATTORNEY ON THE COMPLIANCE OF THE
PROJECT PLAN WITH WISCONSIN STATUTE**



LEGAL SERVICES DEPARTMENT

Office of the City Attorney

100 North Appleton Street

Appleton, WI 54911

Phone: 920/832-6423

Fax: 920/832-5962

June 22, 2017

Mayor Timothy M. Hanna
City of Appleton
100 North Appleton Street
Appleton, WI 54911-4799

Re: Tax Increment Finance Program Plan, City of Appleton
Tax Incremental District #11

Dear Mayor Hanna:

You have asked me for a legal opinion as to the legal sufficiency and statutory compliance of the proposed Tax Incremental Finance Plan for the City of Appleton Tax Incremental District #11. I have reviewed the Project Plan for said District as well as the appendices attached thereto, specifically as to their compliance with the provision of Section 66.1105(4), Wisconsin Statutes. It is my opinion that the Project Plan is in compliance with all of the provisions of Section 66.1105(4) of the Wisconsin Statutes dealing with the creation of Tax Incremental Financing Districts.

If you have any questions concerning this matter, please contact me at your earliest convenience.

Sincerely,

A handwritten signature in black ink that reads "James P. Walsh".

James P. Walsh
City Attorney

JPW:jljg

J:\Attorney\WORD\upw\LETTERS\TIF 11 Atty Opinion Letter 06-22-2017.doc

James P. Walsh
City Attorney

Christopher R. Behrens
Deputy City Attorney

Amanda Abshire
Assistant City Attorney

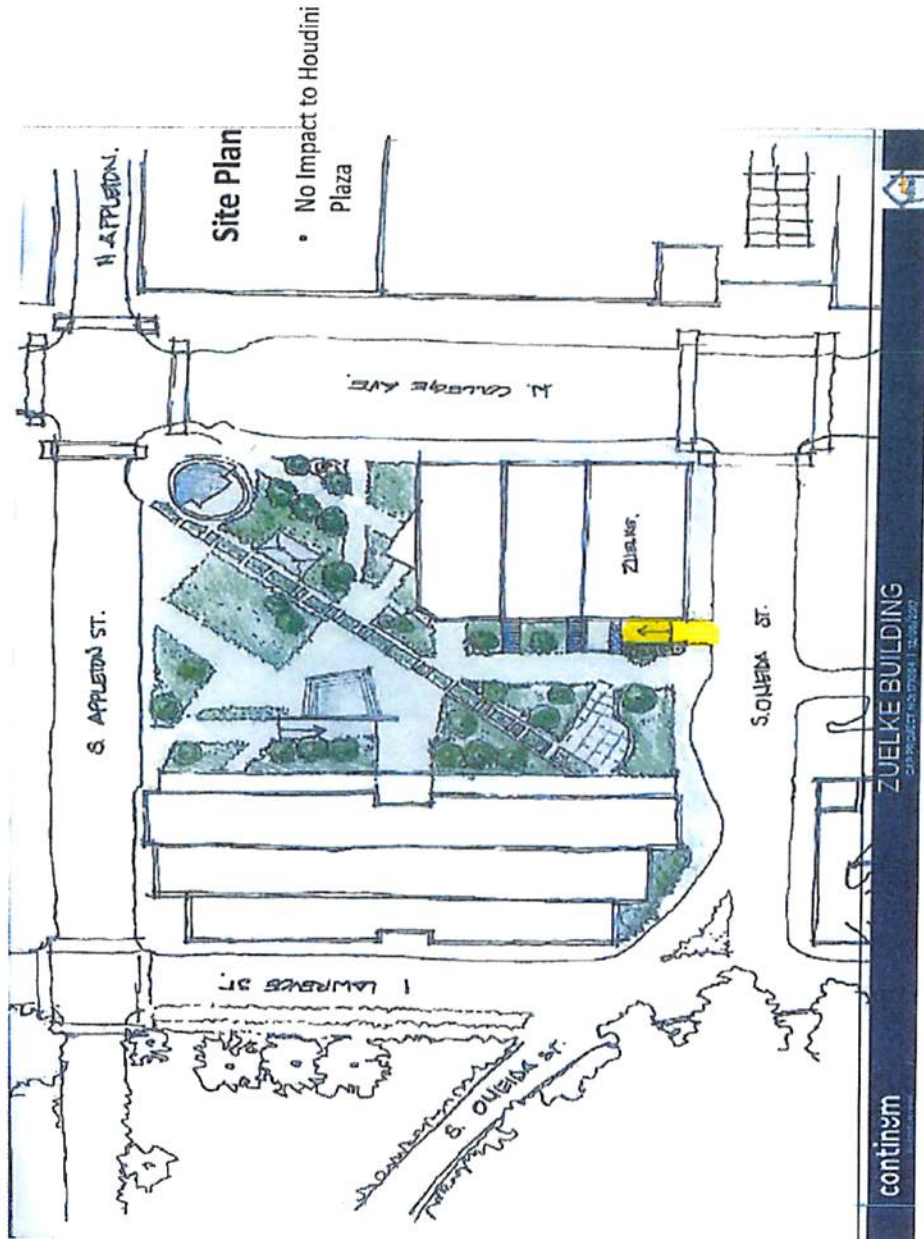
EXHIBIT B

Initial Site Map of 103 W. College Avenue and Project Description



EXHIBIT C

Map Showing Parking Entrances





MEMORANDUM

TO: Mayor and Common Council

FROM: Karen Harkness, Director of Community & Economic Development

DATE: December 17, 2017

RE: Proposed Tax Reform Bill – Impacts to Real Estate Incentives and Historic Tax Credits

The House of Representatives' tax reform proposal was released on November 2, 2017, and the Senate's tax reform proposal was released on November 9, 2017. The two proposals were vastly different. Numerous amendments were made to each bill, and on December 2, 2017, the Senate passed the Tax Cuts and Jobs Act by party line vote of 51-49.

Substantial differences between the bills are expected to be reconciled in a Conference Committee over the next several hours/days. House and Senate Republicans have come to an agreement on the tax bill, and as of today, they intend to pass this bill before Congress goes on recess on December 22, 2017.

Both versions of the bill include several provisions that directly impact real estate development incentives, including Historic Tax Credits, incentives from Wisconsin Economic Development Corp., Tax Incremental Financing, New Market Tax Credits, Enterprise Zone Tax Credits and others.

The City of Appleton relies on many of these economic development tools to implement our Comprehensive Plan, Economic Development Strategic Plan and the City of Appleton Strategic Plan.

Because of these very recent changes at the Federal Level and the depth of impact on local proposed development projects, the Appleton Common Council is being asked to consider approval of two development agreements on Wednesday, December 20, 2017 during a special Committee of the Whole.

Historic Tax Credits

Proposed Changes: Under the House bill, both the 20 percent historic tax credit (HTC) and the 10 percent rehabilitation tax credit would be repealed for qualified rehabilitation expenditures (QRE) paid or incurred after December 31, 2017. Under the Senate bill, the 20 percent HTC would remain in effect, but the credit would be claimed annually over 5 years beginning with the date the QREs are placed in service. Both versions of the proposed bill eliminate the 10 percent rehabilitation tax credit for QREs paid or incurred after December 31, 2017.

Impact: Both proposed bills would allow a taxpayer to claim rehabilitation tax credits under the existing rules, as long as the taxpayer owns or leases the building continuously after December 31, 2017 and the 24 month substantial rehabilitation period begins within 180 days of enactment of the repeal or modification.

Planning Opportunity: Developers that are planning a rehabilitation of a historic building need to have their property acquisition and ownership completed and/or formed by December 31, 2017. If the rehabilitation credits are eliminated (proposed House bill), developers should be able to continue to close on historic tax credit syndication through 2019 as long as the development partnership owns or leases the building by December 31, 2017 and completes the rehabilitation by 2020 (2023 for phased projects).

Section 118 - Grant Structuring Changes

Proposed Changes: Under the House bill, Section 118 would be repealed, effective upon enactment, immediately making grant proceeds taxable upon receipt. The Senate bill does not propose any modification to Section 118.

Impact: Section 118 has often been used by developers to defer the tax impact of grant incentives by structuring the grant to be made to a corporation. Repealing Section 118 would require a for profit developer to pay federal and state income taxes upon receipt of grant proceeds to help fund a real estate development project. A repeal of Section 118 would substantially impact the capital stack of development projects.

Planning Opportunity: Since repeal would be effective upon enactment, developers with existing Section 118 should attempt to accelerate the completion of Developer's Agreements (DA) or what the proposed bill calls Master Agreement (MA). Developers should review the impact of the grant proceeds and create or revise capital stack.

Section 13312 - Taxation of Capital Contributions

Proposed Changes: Under the House bill, a new concept would require partnerships/corporations to recognize taxable income upon receipt of capital contributions, including any contributions by any governmental entity or civic group. Under the December 2, 2017 release, the date of enactment would be the date this legislation is signed by the President.

Impact: This provision would be problematic in structuring several common real estate development financing transactions. For example, in most transactions that involve the syndication of federal and/or state tax credits, the value of the partnerships/corporations interest that tax credit investor receives is often lower than their capital contribution. This is due to the project's cost routinely exceeding the value of the completed project. The impact of this amendment, if enacted, would require partnerships and corporations to recognize taxable income from the receipt of capital contributions from tax credits, TIF's, WEDC, etc.

Planning Opportunity: This provision would impact transactions that have previously closed or are currently in the process of closing, to the extent that the investor has not made all of its capital contributions as of the date the tax reform bill is enacted. Developers should monitor the status of the tax reform legislation to determine if such provision could create a funding gap equal to the amount of tax required to be paid on the capital contributions from the tax credit investor.

This version also has an exception to this amendment. The exception allows for this amendment to not apply as long as contributions after the enactment date are pursuant to a master development plan approved by a government entity prior to the enactment date.

* Sources used to write this memo include: Information from Plante Moran, Baker Tilly, Congress.gov, GOP.gov, and the Tax Policy Center.

FIRST AMENDMENT TO DEVELOPMENT AGREEMENT

TAX INCREMENT DISTRICT NO. 11 (Development Area #4)

THIS FIRST AMENDMENT TO DEVELOPMENT AGREEMENT (“Amendment”) is dated as of the ____ day of _____, 2021 by and between ZUELKE FLATS LLC, a Missouri limited liability company, (the “Developer”) and CITY OF APPLETON, a Wisconsin municipal corporation (the “City”).

RECITALS:

The City and Zuelke Building, LLC, a Wisconsin limited liability company (“Prior Developer”) entered into that certain Development Agreement dated as of December 19, 2017 and recorded in the Outagamie County Register of Deeds Office on December 26, 2017 as Document No. 2123118 (“Development Agreement”).

The Development Agreement details the Prior Developer’s intended redevelopment of the historic Zuelke Building located at 103 West College Avenue, identified as Parcel #31-2-0070-00 and more particularly described on Schedule 1 hereto (the “Property”).

The Prior Developer and the Developer entered into a purchase and sale agreement to convey the Property to Developer.

The City and Developer desire to amend the Development Agreement as set forth herein.

AMENDMENT

I. Recital B is hereby amended and replaced as follows:

B. Developer has proposed to redevelop a portion of the area of the District identified as “Development Area #4”. Specifically, the Developer intends to undertake the following project that will increase the value of the Zuelke Building and provide other tangible benefits to the surrounding neighborhoods, the downtown, and the City as a whole:

1. Redevelopment of the historic Zuelke Building into a Class A Mixed Use Property including residential and retail uses (the “Project”).

2. The Project will include the modernization of the existing elevators serving the Project where applicable, and the development of 66 residential units on Floors 2-12 ranging in size from studio to two bedroom, two bathroom units and average square footages from 547 average square feet to 1,050 average square feet. Floor 1 will be redeveloped into a retail space approximately 749 square feet in size, and various tenant amenities including a leasing office, business center, game room, dog wash, and fitness center. Portions of the basement of the Project will be redeveloped into tenant storage, bicycle storage, and a television lounge for tenants’ use.

3. The Project will include a patio facing Houdini Plaza primarily for use by the Project's tenants but also accessible to the public, constructed in accordance with applicable building codes and accessibility requirements.

4. The Developer has represented that the construction cost of the Project is approximately \$17,608,407 which amount includes both hard and soft costs, and will create an anticipated property taxable value of not less than \$8,703,000. The Property's current base value is \$1,922,100.

II. Recital G is hereby amended and replaced as follows:

G. Developer desires to obtain a long term lease for a small portion of the right-of-way located in Houdini Plaza described as a portion of the public alley previously vacated pursuant to City of Appleton Final Resolution recorded by the Outagamie County Register of Deeds on September 17, 2019 as Document No. 2171080 in Block 5 of Appleton Plat (a/k/a Second Ward Plat) as more particularly described on Schedule 2 attached hereto (the "Vacated Alley"). The Developer agrees to execute any documents reasonably required by the City to reconvey the Vacated Alley to the City. Simultaneously with the reconveyance, Developer and City agree to enter into a mutually agreeable long term lease pursuant to which the Developer may occupy a portion of the Vacated Alley for the Project. A copy of the lease is included in Schedule 2 for reference.

III. Recital H is hereby amended and replaced as follows:

H. The City, pursuant to Common Council Action on July 21, 2021, will review, approve, and ratify this Amendment.

IV. Recital K is hereby amended and replaced as follows:

K. This Agreement shall be subject to, and contingent upon, the Appleton Common Council's review and approval on July 21, 2021.

V. Section 2.1 references an Exhibit B. Exhibit B of the Development Agreement is hereby amended and replaced with Schedule 3 attached hereto and incorporated herein by reference.

VI. Section 3.2 is hereby amended and replaced as follows:

3.2 As the sole source for payment of the City Investment, the City agrees to pay Developer annually by August 15 of each year for a period of fifteen (15) years commencing on August 15, 2024 and ending on August 15, 2038 (the "Expiration Date"), an amount equal to ninety percent (90%) of the property taxes paid on the incremental value created by the development (the "property tax increment") and any City portion of a Payment in Lieu of

Taxes (PILOT) Agreement contributions attributable to the Property pursuant to any such PILOT Agreement. The City may extend the Expiration Date for any good faith reason upon written notice to Developer in the event the City is unable to pay to Developer any portion of the annual installment of the City Investment on August 15 of any year on or prior to the Expiration Date provided the Expiration Date shall not be extended past August 15, 2044 and the total period for which the City Investment is made is no less than fifteen (15) years. The foregoing notice shall state the good faith reason why City cannot make the City Investment for such year and confirmation of the date which City anticipates resuming its payment of the City Investment to Developer.

VII. Section 3.6 is hereby amended to state the following:

3.6 The City Investment that shall equal ninety (90%) of the property tax increment paid to City for each tax year for the period January 1, 2023 to January 1, 2037.

VIII. Section 3.7 is hereby deleted in its entirety.

IX. Section 4.1 is hereby amended and replaced as follows:

4.1 Developer will rehabilitate the Property into a Mixed Use Property including residential and retail uses.

X. Section 8.1 is hereby amended and replaced as follows:

FOR THE CITY:

City of Appleton
Community and Economic Development Department
100 North Appleton Street
Appleton, WI 54911-4799
Attn: Karen E. Harkness

With a copy to:

City of Appleton
City Attorney's Office
100 North Appleton Street
Appleton, WI 54911-4799
Attn: Attorney Christopher R. Behrens

FOR THE DEVELOPER:

Zuelke Flats LLC
P.O. Box 6331
Fishers, IN 46038
Attn: Matt Cremer

With a copy to:

Husch Blackwell LLP
511 North Broadway
Suite 1100
Milwaukee, WI 53202
Attn: Attorney Valerie A. Johnston

- XI. Definitions. Any capitalized terms not defined herein shall have the meanings ascribed in the Development Agreement.
- XII. Counterparts. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Delivery of an executed counterpart of a signature page of this Amendment by telecopy or other electronic imaging means shall be effective as delivery of a manually executed counterpart of this Amendment.
- XIII. Ratification. Except as expressly modified by this Amendment, all of the terms and conditions of the Development Agreement shall remain in full force and effect and binding upon the parties and the parties hereby ratify the Development Agreement as amended herein.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties have executed this Amendment as of the day and year first written above.

CITY OF APPLETON:

By: _____
Jacob A. Woodford, Mayor

ATTEST:

By: _____
Kami Lynch, City Clerk

STATE OF WISCONSIN)
 : ss.
OUTAGAMIE COUNTY)

Personally came before me this ____ day of _____, 2021, Jacob A. Woodford, Mayor, and Kami Lynch, City Clerk, of the City of Appleton respectively, to me known to be the persons who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.

Print Name: _____
Notary Public, State of Wisconsin
My commission is/expires: _____

APPROVED AS TO FORM:

Christopher R. Behrens, City Attorney
CityLaw A17-1014

This document was drafted by:
[Valerie A. Johnston, Husch Blackwell LLP]

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

DEVELOPER:

Zuelke Flats LLC

By: TD Zuelke MM, LLC, its Manager

By: TD Zuelke Investors, its Manager

By: _____

Name: _____

Its: _____

STATE OF _____)
: ss.
_____ COUNTY)

Personally came before me this ____ day of _____, 2021, the _____ of _____, to me known to be the persons who executed the foregoing instrument and acknowledged the same in the capacity and for the purposes therein intended.

Print Name: _____
Notary Public, State of Wisconsin
My commission is/expires: _____

SCHEDULE 1
Legal Description of the Property

[To be verified by City Surveyor prior to recording]

Part of Lot Three (3), Block 5, Appleton Plat (aka Second Ward Plat), all according to the recorded Assessor's Map of the City of Appleton, being located in the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 26, Township 21 North, Range 17 East, City of Appleton, Outagamie, Wisconsin.

SCHEDULE 2

Legal Description of the Vacated Alley and Lease

[To be verified by City Surveyor prior to recording]

All of the East 60.48 feet of a 20 foot wide Alley, being a part of Lot Three (3), Block 5, Appleton Plat (aka Second Ward Plat), all according to the recorded Assessor's Map of the City of Appleton, being located in the SE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 26, Township 21 North, Range 17 East, City of Appleton, Outagamie County, Wisconsin, containing 1,209 square feet of land m/l and being more fully described by:

Commencing at the Northeast corner said Lot 3;

Thence South 00°02'58" East 110.00 feet along the West line of Oneida Street and being coincident with the East line of said Lot 3 to the point of beginning;

Thence continue South 00°02'58" East 20.00 feet coincident with the East line of said Lot 3;

Thence South 89°59'06" West 60.48 feet coincident with the South line of said 20 foot wide Alley;

Thence North 00°02'58" West 20.00 feet to the North line of said 20 foot wide Alley;

Thence North 89°59'06" East 60.48 feet coincident with the North line of said Alley to the East line of said Lot 3 and the **point of beginning**.

[A copy of the signed Lease Agreement will follow]

Schedule 3



Legal Description Tax Parcel 31-2-0070-00
APPLETON PLAT 2WD E62.15FT OF N120FT LOT 3
BLK 5 LESS W20IN & LESS W10FT

HOUDINI PLAZA LEASE AGREEMENT

This Lease Agreement (“Lease”) approved by the Appleton Common Council on _____, 2021 is made and entered into by and between the City of Appleton, Wisconsin, a Wisconsin municipal corporation (“Landlord” or “the City”) and Zuelke Flats LLC (“Tenant”), located at 103 West College Avenue and doing business as _____ (“Tenant’s Property”).

The City is the owner of land and improvements commonly known as Houdini Plaza located in the 100 block of West College Avenue.

The City makes available for lease approximately 480 square feet of the plaza designated as the area immediately south of the property owned by Tenant, as identified on attached diagram marked as Exhibit A (the “Leased Premises”).

The City desires to lease the Leased Premises to Tenant, and Tenant desires to lease the Leased Premises from the City for the term, at the rental and upon the covenants, conditions and provisions herein set forth.

THEREFORE, in consideration of the mutual promises herein, contained and other good and valuable consideration, it is agreed:

1. **Term.**

A. The City hereby leases the Leased Premises to Tenant, and Tenant hereby leases the same from the City, for an initial term beginning at such time when all parties have signed this Agreement and ending on December 31, 2038 (the “Initial Term”). The Tenant shall have the option to extend the Lease for successive ten (10) year periods (each, a “Renewal Term”) provided a) the total term of this Lease shall not exceed 98 years, b) Tenant owns the Tenant’s Property as of the first day of each Renewal Period, c) the Landlord and Tenant reach mutually agreeable terms as to the Rental Payments for such Renewal Period as set forth herein.

2. **Consideration.**

A. As consideration, Tenant will provide to the City an annual payment (the “Rental Payments”) as follows: For 2021, 2022, 2023, 2024, and 2025 payments shall be waived; thereafter the annual payment shall be \$1,800 for 2026 and each subsequent year of the Term, the annual rental payment shall increase \$100; for example \$1,900 for 2027, \$2,000 for 2028, etc. Payments shall be due on or before January 31 each year. In addition, and as additional consideration, the City agrees to lease the Leased Premises to Tenant in exchange for Tenant’s conveyance of a portion of the previously vacated alley back to the City, pursuant to the terms of a separate Development Agreement. Rental Payments for subsequent Renewal Terms shall be negotiated by the parties and reflect an amount consistent with the payments made in the Initial Term taking into consideration inflationary increases and rates paid for similar leased City property at the time of establishing rates for the Renewal Term.

3. **Use.**

A. Tenant shall use the Leased Premises for the sole purpose of providing an outdoor recreational patio space.

B. Tenant shall allow the public access to and use of the Leased Premises for outdoor recreational purposes provided the Tenant may post reasonable rules for the use of the Leased Premises from time to time with approval from the City which shall not be unreasonably withheld.

C. Tenant shall not permit the Leased Premises to be used for any commercial purpose not in connection with or incidental to the Tenant's (and any commercial tenant(s) of Tenant) use of the Tenant's Property.

4. **Furniture and Other Improvements.**

A. Tenant will purchase and provide all furniture necessary for the Leased Premises said furniture subject to the reasonable approval by the Director of Parks, Recreation and Facilities Management prior to purchase and installation. Tenant shall be responsible for all furniture placed within the Leased Premises.

B. Tenant will provide the fencing necessary to separate the Leased Premises from the remainder of Houdini Plaza. Tenant shall first obtain street occupancy permits from the City if fencing, canopies or the like will be permanently affixed to the Plaza and all necessary City permits will not be unreasonably withheld provided the plans for the Leased Premises are in material accordance with the design shown on Exhibit B (provided Tenant may make non-material changes during construction). Fencing will be decorative in nature as depicted in the renditions attached hereto as Exhibit C. Tenant shall provide the City's Director of Parks, Recreation and Facilities Management with a sample of the proposed fencing for approval by the City prior to any installation thereof. Tenant shall also notify the City when fencing installation is scheduled so the City may meet with the fence installer prior to commencement of any installation.

5. **Property Maintenance.**

A. During the Lease Term, and in consideration of the opportunity to lease the space, the Tenant shall maintain all Leased Premises and immediate surrounding areas on a daily basis throughout the year. Such maintenance shall include but not be limited to waste, litter and cigarette butt disposal, walkway cleaning, and general site inspection, consistent with standards for operation of a mixed use residential building and those standards reasonably established by the City's Parks, Recreation and Facilities Management Department. In addition, to allow for ingress and egress during cold weather months, Tenant shall maintain a path clear of snow and ice from the rear doors of Tenant's Property up to the fence openings to Houdini Plaza.

B. Upon conclusion of this Agreement, the Leased Premises shall be left in a good and clean condition just as said premises was delivered to the Tenant at the start of this Agreement excepting the improvements made by Tenant, and for reasonable wear and tear. Tenant shall be permitted to remove its personal property from the Leased Premises.

6. **Insurance and Indemnification.**

A. Tenant and the City shall, each at its own expense, maintain a policy or policies of comprehensive general liability insurance with respect to the respective activities of each in the Leased Premises with the premiums thereon fully paid on or before due date, issued by and binding upon some insurance company approved by Landlord, such insurance to afford minimum protection of not less than \$1,000,000 combined single limit coverage of bodily injury, property damage or combination thereof. The City shall be listed as an additional insured on Tenant's policy or policies of comprehensive general liability

insurance, and Tenant shall provide the City with current Certificates of Insurance evidencing Tenant's compliance with this Paragraph. Tenant shall obtain the agreement of its insurers to notify the City that a policy is due to expire at least (10) days prior to such expiration. The City shall not be required to maintain insurance against thefts within the Leased Premises.

B. FOR GOOD AND VALUABLE CONSIDERATION, THE TENANT AGREES TO INDEMNIFY, DEFEND AND HOLD HARMLESS THE CITY AND ITS OFFICERS, OFFICIALS, EMPLOYEES AND AGENTS FROM AND AGAINST ANY AND ALL LIABILITY, LOSS, DAMAGE, CLAIMS, EXPENSES, COSTS (INCLUDING ATTORNEY'S FEES) ARISING OUT OF THIS AGREEMENT AND TENANT'S USE OF THE LEASED PREMISES CAUSED IN WHOLE OR IN PART BY ANY NEGLIGENT ACT OR OMISSION OF THE TENANT, ANYONE DIRECTLY OR INDIRECTLY EMPLOYED BY THE TENANT, GUESTS OR INVITEES OF THE TENANT OR ANYONE WHOSE ACTS THE TENANT MAY BE LIABLE FOR, EXCEPT WHERE CAUSED BY THE SOLE NEGLIGENCE OR WILLFUL MISCONDUCT OF THE CITY.

THE UNDERSIGNED TENANT HAS READ AND THOROUGHLY CONSIDERED THE ABOVE LANGUAGE, UNDERSTANDING THAT CERTAIN RIGHTS MAY BE FORFEITED AS A RESULT OF THIS LANGUAGE.

7. **Signs.**

A. Following the City's consent, Tenant shall have the right to place on the Leased Premises, at locations mutually selected, any signs which are permitted by applicable zoning ordinances and private restrictions. The City may refuse approval of any sign deemed too large, deceptive, unattractive or otherwise inconsistent with or inappropriate to the Leased Premises. In addition, Tenant consents and agrees not to display signs including, but not limited to, establishment advertising signs, signs of a political nature (whether supporting, against or otherwise taking a position regarding an elective office, candidate, incumbent or issue being considered by an elective body or referendum) or the like shall be displayed on the side of Tenant's Property facing Houdini Plaza with the exception of the establishment names appearing on canopies installed by Tenant.

B. In addition, the City agrees that Tenant shall at all times have the right to post signage stating that any and all use of the Leased Premises as a recreational facility is subject to the Wisconsin Recreational Immunity Statute set forth in Wisconsin Statute § 895.52.

8. **Notices.**

A. Any notice required or permitted hereunder shall be in writing, signed by the party giving the notice, and shall be deemed given when (a) hand delivered to the party to whom the notice is addressed; (b) deposited in the United States mail by certified mail, postage prepaid return receipt requested; or (c) delivered by overnight courier delivery service (i.e., Federal Express, UPS, etc.), and addressed to the party at the address shown below:

To the City:

City of Appleton, Wisconsin
Department of Parks, Recreation and Facilities Management
Attn: Director
City of Appleton
1819 East Witzke Boulevard
Appleton, WI 54911

With a copy to:

City of Appleton, Wisconsin
Attn: City Attorney
City of Appleton
100 North Appleton Street
Appleton, WI 54911-4799

To the Tenant:

Zuelke Flats LLC
P.O. Box 6331
Fishers, IN 46038
Attn: Matt Cremer

Any party may change the address to which notices shall be sent by notice given in accordance with the terms of this paragraph.

9. **Waiver.**

No waiver of any default of the City or Tenant hereunder shall be implied from any omission to take any action on account of such default if such default persists or is repeated, and no express waiver shall affect any default other than the default specified in the express waiver and that only for the time and to the extent therein stated. One or more waivers by the City or Tenant shall not be construed as a waiver of a subsequent breach of the same covenant, term or condition.

10. **Compliance with Law.**

Tenant shall comply with all laws, orders, ordinances and other public requirements now or hereafter pertaining to Tenant's use of the Leased Premises. The City shall comply with all laws, orders, ordinances and other public requirements now or hereafter affecting the Leased Premises.

11. **Final Agreement.**

This Agreement terminates and supersedes all prior understandings or agreements on the subject matter hereof. This Agreement may be modified only by a further writing that is duly executed by both parties.

12. **Transferability.**

This Lease is intended to be exclusively between the City and Tenant. It shall be non-transferrable to any other party without the City's written consent which shall not be unreasonably withheld, conditioned, or delayed. Notwithstanding the foregoing, the Tenant may assign this Lease to an affiliate, subsequent owner, or commercial lessee of the Tenant's Property and the City's consent shall not be unreasonably withheld, conditioned or delayed.

13. **Modifications To Contract Must Be In Writing.**

None of the covenants, provisions, terms or conditions of this agreement to be kept or performed by the City or the Tenant shall be in any manner modified, waived, or abandoned, except by written

instrument duly signed by both parties and delivered to the City and the Tenant. This document contains the whole agreement of the parties.

14. **Violations of Agreement.**

If Tenant violates any terms of this agreement, written notification of the violation shall be served upon Tenant personally, or by certified mail, and Tenant shall have ten (10) days from service or mailing of said notice to correct the violation. If, after ten (10) days the violation has not been corrected, the City shall have the right, at its option, to terminate the Contract without the termination being considered a breach.

15. **Governing Law.**

This Agreement shall be governed, construed and interpreted by, through and under the Laws of the State of Wisconsin.

16. **Termination.**

Tenant shall have the right to terminate this Lease upon written notice to City during any Renewal Term and Tenant shall be deemed to have paid to City as liquidated damages the Rental Payment for the year in which the termination occurs and Tenant shall have no right to any prorated portion of the Rental Payment for such year.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the date first above written.

CITY OF APPLETON, WISCONSIN

By: _____
Jacob A. Woodford, Mayor

Attest: _____
Kami Lynch, City Clerk

STATE OF WISCONSIN)
 : ss.
OUTAGAMIE COUNTY)

Personally came before me this _____ day of _____, 2021, the above-named Jacob A. Woodford, Mayor and Kami Lynch, City Clerk to me known to be the persons who executed the foregoing document and acknowledged the same.

Printed Name: _____
State of Wisconsin, Outagamie County
My commission is/expires _____

Provision has been made to pay the liability that will accrue under this contract.

Approved as to form:

Anthony Saucerman, Director of Finance

Christopher R. Behrens, City Attorney

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

TENANT

ZUELKE FLATS LLC

By: _____

Printed Name: _____

Title: _____

STATE OF WISCONSIN)
 : ss.
OUTAGAMIE COUNTY)

Personally came before me this _____ day of _____, 2021, the above-named _____ as _____ to me known to be the person who executed the foregoing document and acknowledged the same.

Printed Name: _____
State of _____
My commission is/expires _____

This instrument drafted by:
Christopher Behrens, City Attorney
Appleton, Wisconsin

CityLaw: A17-1014

EXHIBIT A

Legal Description and Diagram of Leased Premises

[To be verified by City Surveyor prior to recording]

All of the East 60.48 feet of a 20 foot wide Alley, being a part of Lot Three (3), Block 5, Appleton Plat (aka Second Ward Plat), all according to the recorded Assessor's Map of the City of Appleton, being located in the SE ¼ of the SW ¼ of Section 26, Township 21 North, Range 17 East, City of Appleton, Outagamie County, Wisconsin, containing 1,209 square feet of land m/l and being more fully described by:

Commencing at the Northeast corner said Lot 3;

Thence South 00°02'58" East 110.00 feet along the West line of Oneida Street and being coincident with the East line of said Lot 3 to the point of beginning;

Thence continue South 00°02'58" East 20.00 feet coincident with the East line of said Lot 3;

Thence South 89°59'06" West 60.48 feet coincident with the South line of said 20 foot wide Alley;

Thence North 00°02'58" West 20.00 feet to the North line of said 20 foot wide Alley;

Thence North 89°59'06" East 60.48 feet coincident with the North line of said Alley to the East line of said Lot 3 and the **point of beginning**.

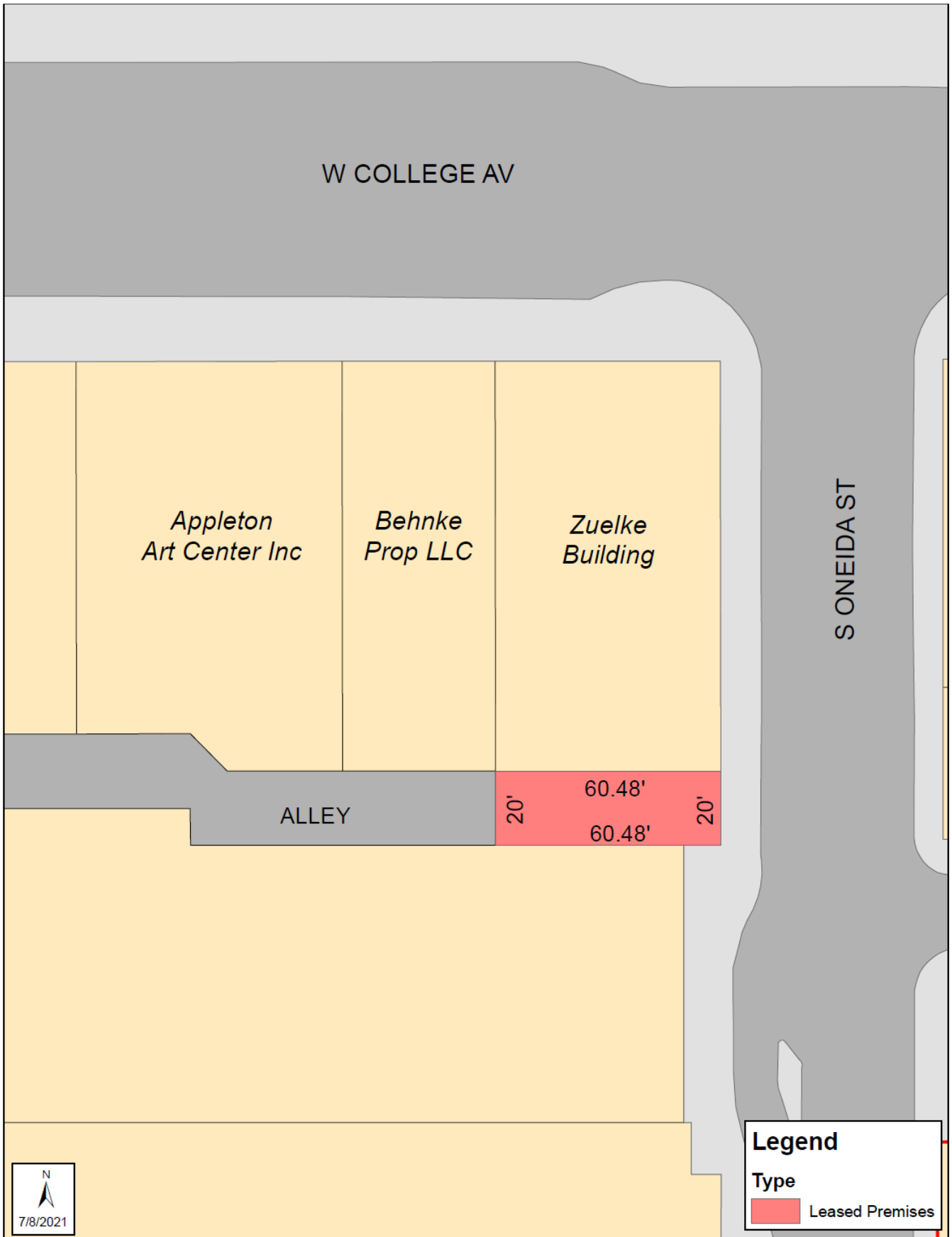
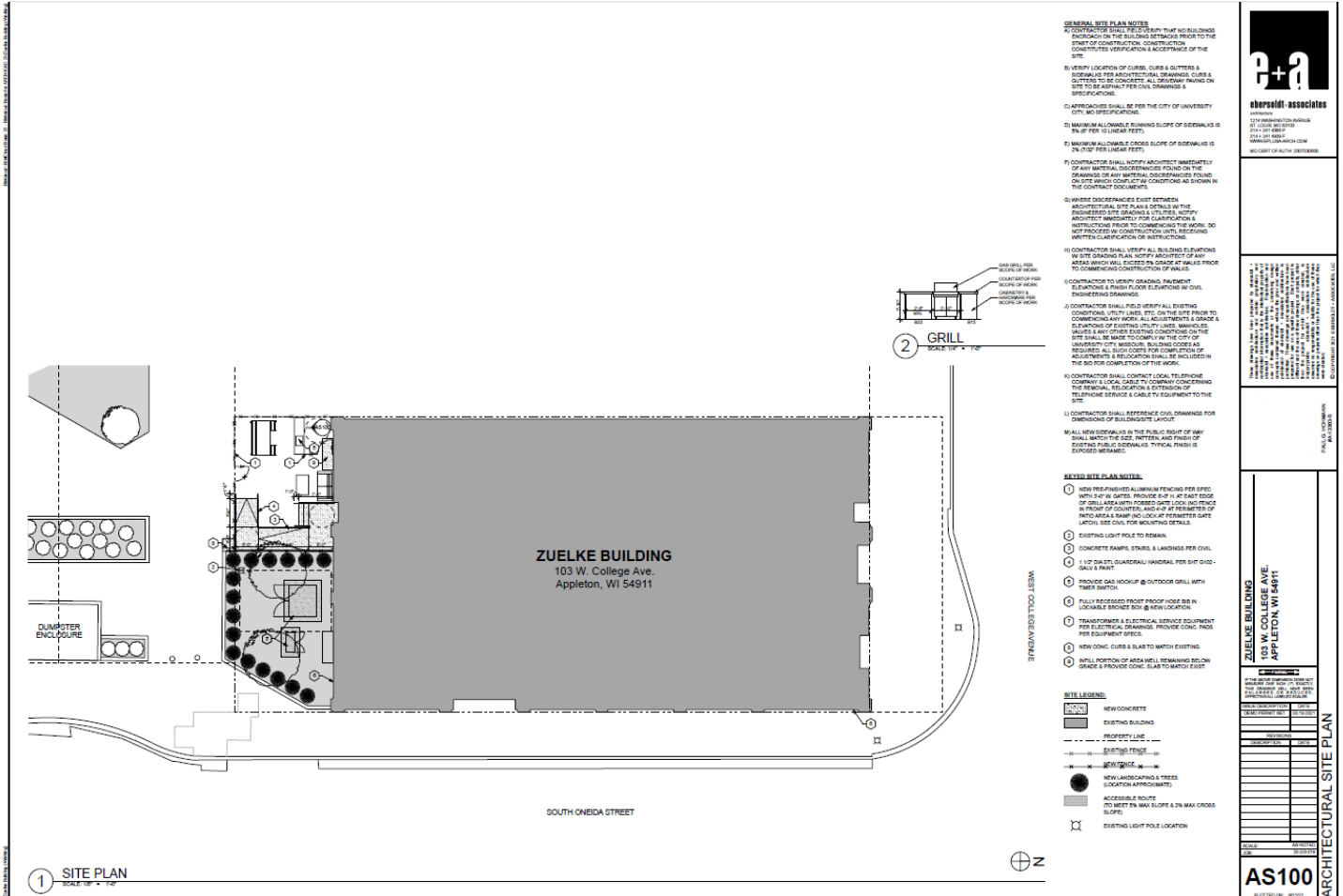


EXHIBIT B

Design of Proposed Use in Lease Space





August 11, 2020

Tax Incremental District No. 11 Project Plan Amendment



Organizational Joint Review Board Meeting Held:	August 10, 2020
Public Hearing Held:	August 11, 2020
Adoption by Plan Commission:	August 11, 2020
Adoption by Common Council:	August 19, 2020
Approval by the Joint Review Board:	September 10, 2020

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SECTION 1: Executive Summary

Description of District

Tax Incremental District (“TID”) No. 11 (“District”) is a blighted area district created by the City on August 2, 2017. In accordance with its Project Plan (“Plan”), the objectives for the District are to eliminate blight and stimulate the redevelopment of East College Avenue approximately from Drew Street to just west of Superior Street, South to Water Street and North to E. Washington Street. A complete description of the District, individual development areas, and objectives related to those areas can be found in Section 2 of this Plan.

Amendment Purpose

The City has identified 61 parcels within Tax Incremental District No. 3 (TID No. 3) comprising an area that continues to have redevelopment potential. Since TID No. 3’s expenditure period has passed, the City is unable to incur further Project Costs within this area. This Plan Amendment will add these 61 parcels to the District as permitted under Wis. Stat. § 66.1105(4)(h)2. Four additional parcels not presently located within TID No. 3 will also be added to the District as part of this Plan Amendment. This will allow the City to promote further redevelopment in the downtown area in furtherance of the objectives of both TIDs No. 3 and 11. The effective date of the territory additions for valuation purposes will be January 1, 2020. The Plan also sets forth additional Project Costs the City may incur within the District and the territory being added to the District.

Summary of Findings

As required by Wis. Stat. § 66.1105, and as documented in this Plan Amendment and the exhibits contained and referenced herein, the following findings are made:

1. **That “but for” this Plan Amendment: 1) the City’s economic development objectives for the District will not be achieved; and 2) additional potential development within the District may not occur in the manner, at the values, or within the timeframe desired by the City.** Development Areas identified in this Plan Amendment contain various impediments to redevelopment including obsolete structures, structures requiring substantial renovation, substandard access, and inadequate parking. Due to the additional development costs associated with brownfield redevelopment such as demolition, remediation and provision of off-street parking, Tax Incremental Financing (“TIF”) is often required to make a project economically feasible. Without use of TIF, redevelopment projects that the City wants to encourage are unlikely to attract needed private investment capital. It is therefore the City’s judgment that “but for” the use of TIF within the District and the territory to be added, that redevelopment is not likely to occur in the manner, at the values, or within the timeframe desired by the City. Since the District includes various potential Development Areas, the City will evaluate specific projects as they are proposed regarding any requested TIF assistance.
2. **The economic benefits of amending the District, as measured by increased employment, business and personal income, and property value, are sufficient to compensate for the cost of the improvements.** Beyond the expected increase in incremental property value, development within the District will result in short-term employment opportunities as a result of both public and private construction, as well as long-term employment opportunities resulting from commercial and retail operations that will locate in or be retained within the District. Implementation of the Plan Amendment will also provide housing opportunities, and commercial enterprise providing goods and services to

workers and residents in the area. The City expects that the level of economic benefit derived from implementing the amended Plan will be more than sufficient to compensate for the Project Costs to be undertaken.

3. **The benefits of the proposal outweigh the anticipated tax increments to be paid by the owners of property in the overlying taxing jurisdictions.** As identified in 2. above, the economic benefits of the Plan Amendment are expected to more than compensate for the Project Costs. These same benefits will be enjoyed by taxpayers of all overlying taxing jurisdictions. The City finds that the benefits of the Plan Amendment similarly outweigh the cost of the anticipated tax increments to be paid.
4. Not less than 50% by area of the real property within the District, as amended, is a blighted area within the meaning of Wis. Stat. § 66.1105(2)(ae)1.
5. Based on the foregoing finding, the District is declared to be, and remains, a blighted area district based on the identification and classification of the property included within the District.
6. The District's Project Costs relate directly to promoting the elimination of blight.
7. The equalized value of the taxable property within the territory to be added to the District, plus the value increment of all other existing tax incremental districts within the City, does not exceed 12% of the total equalized value of taxable property within the City.
8. Improvements to be made in the District are likely to significantly enhance the value of substantially all of the other real property in the District
9. The Plan for the District is feasible and is in conformity with the Master Plan of the City.
10. The City estimates that 10% of the territory within the District will devoted to retail business at the end of the District's maximum expenditure period, pursuant to Wis. Stat. § 66.1105(5)(b).

SECTION 2: Intent and Purpose of District and the Amendment

The District was created by the City of Appleton under the authority provided by Wis. Stat. § 66.1105 to eliminate blight and stimulate the redevelopment of East College Avenue approximately from Drew Street to just west of Superior Street, South to Water Street and North to E. Washington Street. This area is primarily characterized by a large blighted and vacant commercial site and a mixture of small businesses, office space, and housing which have the potential to, and in some cases already have, created a blighting influence on the surrounding area. The original District consisted of approximately 39 acres of land with the vast majority zoned Central Business District. This Amendment will add approximately 29 acres of land to the District, further identified as Development Areas #9 through #13 in the Section. A minority of parcels in the District are currently zoned Planned Development Multi-Family, Public Institution, Single-Family Residential, and Multi-Family Residential.

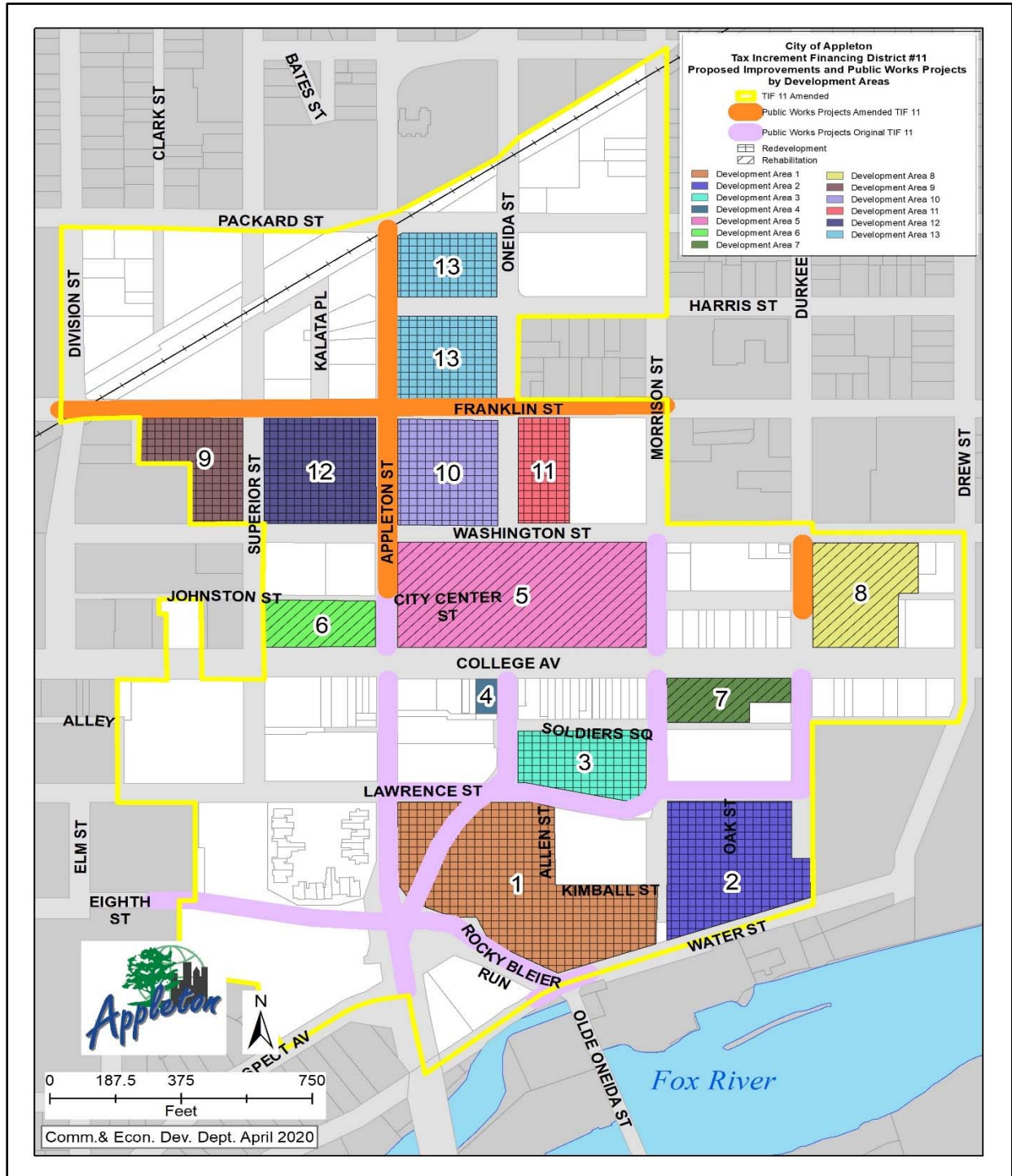
The District was created as a “Blighted Area” district based upon the finding that at least 50%, by area of the real property within the District, was blighted within the meaning of Wis. Stat. § 66.1105 and 66.1333 described below.

Blight is described as: *the presence of a substantial number of substandard or deteriorating structures or site improvements; inadequate street layout or faulty lot layout in relation to size, adequacy, accessibility or usefulness, or conditions which endanger life or property by fire and other causes, or any combination of such factors that impairs or arrests the sound growth of a city. This definition also includes land upon which building, or structures have been demolished and which because of obsolete platting, diversity of ownership or deterioration of structures or site improvements, or otherwise, substantially impairs or arrests the sound growth of the community.*

This Plan, as amended, outlines the City’s role in assisting with the redevelopment of vacant, blighted, and underutilized properties and the rehabilitation or conservation of existing properties as needed to support the urban renewal of this area. The investment in this District will:

- eliminate blight and foster urban renewal through public and private investment.
- enhance the development potential of private property within and adjacent to the District.
- stabilize and increase property values in the area.
- promote retention, expansion, attraction and reuse through the development of an improved area thereby facilitating the creation of new jobs and increased tax base.
- improve the overall appearance of public and private spaces.
- strengthen the economic well-being and economic diversity of the area.
- provide appropriate financial incentives to encourage business expansion.
- maximize the Districts strategic location in Downtown Appleton.

There are thirteen identified development areas (see map below) within the District that include a combination of redevelopment and rehabilitation sites. Areas #1 through #8 are located within the original District boundary, with Areas #9 through #13 incorporated through this Amendment. The following map and accompanying narrative highlight the key development areas targeted for redevelopment and rehabilitation/conservation in this District that would not happen otherwise but for the creation of this District.



Development Area #1: The largest site in this Development Area is commonly known as “The Bluff Site.” This site is comprised of Trinity Lutheran Church and Michiels Fox Banquet Rivertyme Catering.

Trinity Lutheran Church is located at 209 Allen Street and is approximately 1.86 acres. This site originally consisted of several residential lots. In 1924, Trinity English Lutheran Church was constructed on the northwest corner of Allen Street and Kimball Street. In 1954, a parish center was built on the north end of the property. The church and parish center were connected via an addition in 1963, which greatly expanded the church sanctuary. Another addition was completed in 1996 on the northwest side to create a lobby with an elevator. The building is currently vacant as the parish relocated to another site in December of 2016, when the site was purchased by One Lawrence Street, LLC, in January 2017. This local developer intended to demolish the site for redevelopment.

Michiels Fox Banquet Rivertyme Catering is located at 111 Kimball Street and is approximately 2.15 acres. This site originally consisted of several residential lots. In 1917, the Appleton Vocational School was constructed on the southwest corner of Allen Street and Kimball Street. The school was the precursor to the Fox Valley Technical College. In 1935, the portion of Allen Street south of Kimball Street was vacated, and the Appleton Vocational School built a second building to the southeast of the original building. An addition was built onto the south end of the original building in 1952. The auto mechanics shop was expanded in 1954. The Appleton Vocational School moved to Grand Chute in 1972 and became the Fox Valley Technical Institute. The school buildings on this site were razed in 1975. The Elks Club built the present building on the site in 1982. The building and property were sold to Michiels Fox Banquet in the late 1980’s. Michiels operated a banquet and catering business from this facility until December of 2016 when they moved operations to their Menasha facility, vacated this site and sold the property to a local developer, One Lawrence Street, LLC, in January 2017 whose intentions were to demolish the site for redevelopment.

Subsequently, in December of 2019, U.S. Venture, Inc. purchased both 209 Allen Street and 111 Kimball Street sites with the intention to build their National Headquarters. Demolition of the Church and Michiels buildings are underway.

Future possible uses for these sites may include office, mixed use, public parking, public library, medical clinic, hotel, multi-family apartments and/or condominiums. The timing for this redevelopment is 2017-2022, and the proposed construction costs are estimated at \$81.6 million. Potentially, a portion of this would be exempt from property taxes if owned by a not-for-profit or tax-exempt entity.

The Bluff Site is highly visible from the Oneida Street Bridge, a primary gateway into the City of Appleton and Appleton’s Downtown. Redevelopment of this site would further benefit, and potentially induce investment in parcels located surrounding and in close proximity to this site. This development area would benefit from increased commercial activity from Development Area #2 along College Avenue and Development Area #3 Solider Square Parking Ramp and Plaza Area.

This information was largely taken from a Phase 1 Environmental Site Assessment conducted by OMNNI Associates in June 2016.

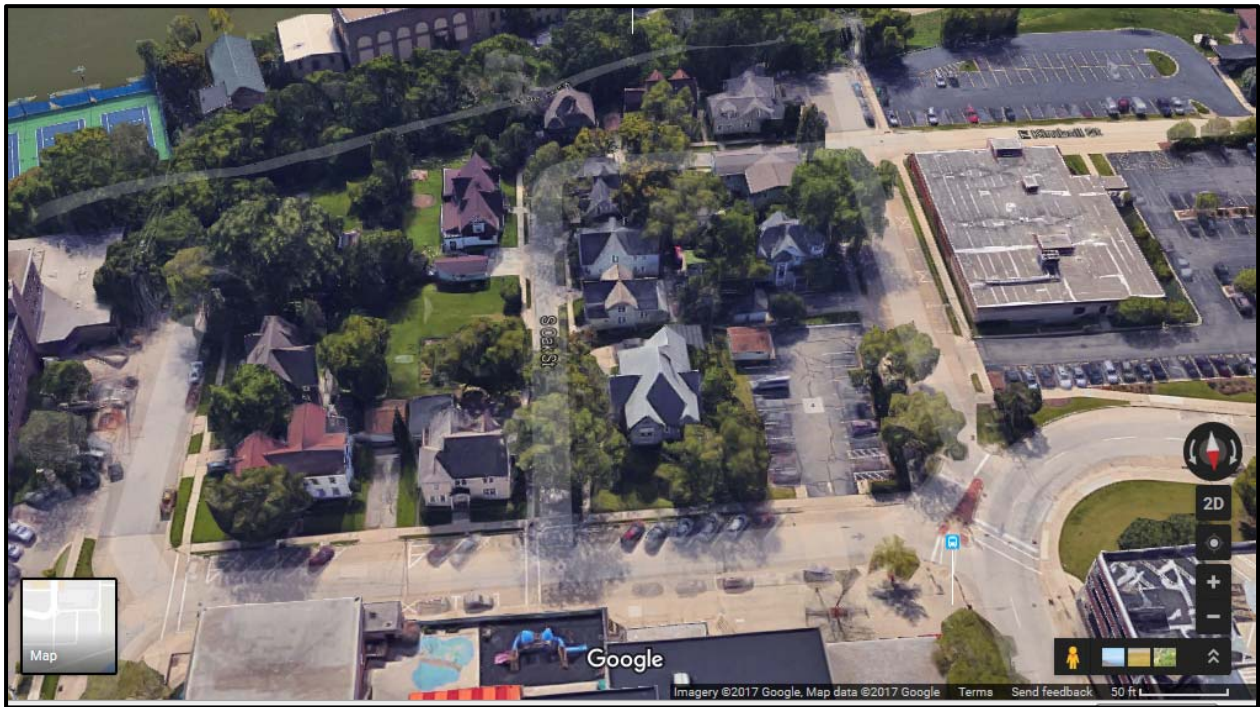


An aerial view of the bluff site.

Development Area #2: This is the site south of Lawrence Street, north of Water Street, east of S. Morrison Street and west of S. Durkee Street and is commonly referred to as “Bluff Site 2”. This site is comprised of 16 separate parcels and had several owners but currently there are only two owners. U.S. Venture, Inc. or their proxy and the YMCA of the Fox Cities. The YMCA of the Fox Cities owns 7 of the 16 parcels. The 7 parcels owned by the YMCA of the Fox Cities are comprised of 1 vacant lot, 5 vacant homes and 1 surface parking lot. Five (5) of the 7 parcels are on the tax rolls.

The remaining parcels owned by U.S. Venture or their proxy and have been or are in the process of being demolished. U.S. Venture intends to use this area for future growth and an approximate value is not known at this time.

This blighted area could benefit from redevelopment and rehabilitation or be incorporated in part or in whole into a larger site for future redevelopment. This Development Area would benefit from increased commercial activity from Development Area #1 and along College Avenue.



An aerial view of bluff site 2.

Development Area #3. The Solider Square Ramp located at 120 S. Oneida Street was built in 1966, has 424 parking stalls, and is a blighted parcel in very poor condition. The YMCA purchased this ramp from the City of Appleton on February 1, 1996 for \$1. The Purchase Agreement contains a reversionary and other use clause. This development area is shown as Central Business District designation on the Future Land Use Map. The image below is a concept that was included in Chapter 14: Downtown Plan. It is acknowledged that the current use of this site as parking is imperative to the continued success of the YMCA, and the lost parking stalls, due to demolition of this structure, will need to be replaced in close proximity to this site. Development Area #3 has negatively impacted other properties due to being blighted, is not aesthetically pleasing, is structurally challenging, and needs to be redeveloped to enhance the overall area and provide a positive impression.

This blighted area could benefit from redevelopment as a stand-alone project or be incorporated into a larger site for future redevelopment. This Development Area would benefit from increased commercial activity from Development Areas #1 and #2 and along College Avenue. Due to the City’s release of an RFP for a mixed-use library, Commercial Horizons, in early 2017, proposed to construct a mixed-use library on this site. The City has, and at some point, may continue to complete due diligence on this proposal.



SOLDIER’S SQUARE/YMCA PARKING LOT PERSPECTIVE

Development Area #4: The historic Zuelke Building located at 103 W. College Avenue was built in 1931 with 5 additional floors built in 1951. There are approximately 76,540 sq.ft., within the building and the vacancy rate is high due to a pending re-development project. The building has a total of 12 floors with two elevator shafts, one elevator services the original 7 floors and later serviced up to the 10th floor. The second elevator services the addition of the 11th and 12th floors. The inability of the main elevator to access the 11th and 12th floors is a significant burden and will require extensive engineering and updating to facilitate the modification.

The first seven floors in the original 1931 building were largely constructed using marble originally designed and planned for a church in Milwaukee. Due to the depression, the church was unable to accept delivery of the marble. The quality and uniqueness of the marble provides much character and status to the building. However, preservation of the marble makes it difficult to update the HVAC and plumbing systems, many of which are original to a 1950-1953 renovation of the building.

The building was considered “fireproof” when constructed, however new NFPA 1 rules would require installation of sprinklers throughout the entire building with any substantial renovation. The marble once again makes this endeavor very costly.

This neo-gothic high-rise building, named for Irving Zuelke a local businessman and philanthropist, was added to the National Register of Historic Places in 1982 as part of the College Avenue Historic District.

The owners of this building are interested in rehabilitation into mixed use by utilizing TIF and/or Federal and State Historic Tax Credits, but they recognize the challenges of this blighted site. They have a desire to preserve the historic nature of the building, including the marble, but they recognize that the antiquated infrastructure upgrades, parking challenges, and the high cost of construction/rehab will require several layers of funding and support from the City.

Rehabilitation of this development area would further enhance the entire area by increasing commercial activity along College Avenue. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area. The timing for this redevelopment is undetermined based on construction bids, funding and timing of other projects. The proposed project will have an approximate value of \$10 million upon completion of the proposed renovations.



100 West College Avenue (south side) Zuelke Building to Houdini Plaza

Development Area #5: This area is comprised of City Center Plaza and the vacant land where the Blue Ramp and Washington Place once stood. 10 College Avenue, City Center Plaza, was constructed in 1986 and is located in the heart of Appleton’s Business District. This 3-story, 190,000 sq. ft. multi-use building contains both retail and office spaces. Major tenants include Appleton Area School District, Saleytics, ThedaCare, Air Wisconsin, Joseph’s Shoes and Murray Photos. The current vacancy rate is 20%, and the property is for sale. The local owners may use TIF to assist with conservation and renovations for tenants of approximately \$1,000,000 within the next three years.

122 E. College Avenue, City Center East Office Condo, was constructed in 1974 as Gimbals Department Store and was converted to office condo in 2003. This 150,000 sq. ft. building contains office space with major tenants that include: ThedaCare, Appleton Area School District, Thrivent Financial and Hoffman Planning Design and Construction. The current vacancy rate is 15%. The local owners may use TIF to assist with conservation and renovations for tenants of approximately \$2,000,000 within the next three years.

100 N. Appleton Street, City Center West Office Condo, was constructed in 1960 as HC Prange Company and was converted to office condo units in 1996. The City of Appleton owns the top two floors and space on the first floor. The Pfefferle group owns the balance of the condo units consisting of 62,318 sq. ft. The current vacancy rate is 5%. The local owners may use TIF for renovation and/or remodeling of tenant space of approximately \$1,000,000 within the next three years.

The Blue Ramp, located at 120 N. Appleton Street, was built in 1963, with 7 ½ post-tension decks replacing original reinforced decks in 1986, had 401 stalls parking ramp, and was demolished in 2019 as it was blighted, a substandard and/or deteriorating structure, and had an inadequate layout for today’s parking needs. The vacant land located at 103 E. Washington Street was most recently Washington Place. This blighted building was demolished in 2013, and this is a prime site for redevelopment. As of March 1, 2020, the City of Appleton has an exclusive planning option with Merge Development on both the Blue Ramp and Washington Place sites. This option will allow Merge Development to complete all due diligence necessary to determine physical and financial feasibility of constructing a mixed-use development with rental units and light retail space. At this time, it is estimated that a development such as this would add a minimum of \$4 million in assessed value to our tax rolls.

This blighted Development Area #5 could benefit from rehabilitation and conservation and/or incorporate portions into a larger site for future redevelopment. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area. Potentially, a portion of this would be exempt from property taxes if owned by a not-for-profit or tax-exempt entity.



**100 West College Avenue (north side) Hoffman/ThedaCare to The Building
for Kids Children’s Museum/City Center**

Development Area #6: This area includes Chase Bank and parking, a parklet, and the 222 Building.

Chase Bank, located at 200 W. College Avenue, is a 45,000 sq. ft. building currently listed for sale. This is a prime redevelopment opportunity with JP Morgan Chase Bank remaining as the ground floor tenant. Located on College Avenue, the main street leading from the interstate into a vibrant Downtown, this site is in close proximity to Lawrence University, City and County municipal buildings, and many other attractions. The site encompasses half of a city block with access on three of the surrounding streets. Potential uses could be office, residential, and hospitality. In 2019, as recommended in the Downtown Mobility Study, adopted by Council in 2016, Appleton Street was converted from one-way southbound traffic to two-way traffic, creating improved access and visibility to the property.

The parklet (small parcel currently decorated with lights, tables and chairs) is owned by Pfefferle Management and located between two vibrant businesses.

The 222 Building, located at 222 W. College Avenue, was originally constructed in 1952, and an addition on the west side was constructed in 1964. Pfefferle Group purchased the building in 2003. The current vacancy rate is 25%. The owners may use TIF for renovating the vacant floors and/or a possible restaurant on the first floor for an estimated cost of \$2,000,000.

This blighted Development Area #6 could benefit from rehabilitation and conservation and/or incorporate portions into a larger site for future redevelopment. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



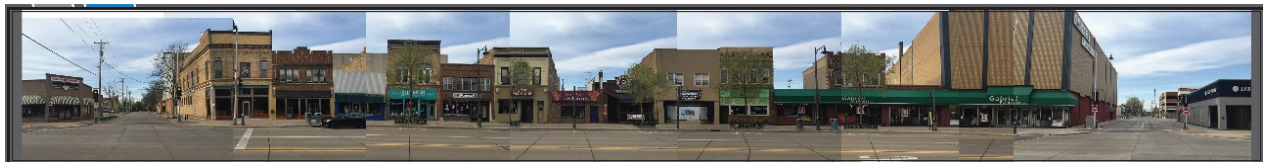
200 West College Avenue (north side) Chase Bank to 222 Building

Development Area #7: This area encompasses Gabriel Furniture and businesses in the 200 block of East College Avenue.

The Gabriel Furniture building has been on the corner of College Avenue and Morrison Street for over 100 years. Built in 1888 by the Konemic Lodge, International Order of the Odd Fellows, it became the first home for several local organizations including The Knights of Pythius, Elks Lodge 337, Loyal Order of the Moose, and Appleton Eagles. In 1928, Joseph Gabriel opened Gabriel Furniture at 201 E. College Avenue. Over the next 60 years, the business flourished and grew. In the 1960's, a metal covering was put on the façade to make the property “look more modern”. In 1988, Joe and Ruby Wells, bought the business and in 1990, they purchased 201 and 207 E. College Avenue. In the early 1990's, the Wells then purchased 209 and 211 E. College Avenue (former Shirley's Children's Shop) combining all the sites with interior connections. The four buildings were used as a retail furniture store utilizing approximately 35,000 sq. ft. for showroom with additional basement space for storage until 2019.

In May 2019, Fore Development purchased all four buildings for redevelopment into a mixed-use project named Gabriel Lofts. This project will have 21 market rate apartments and street level commercial/retail space. These efforts will make this blighted area more aesthetically pleasing through redevelopment, rehabilitation and conservation. This project will add approximately \$4 million in increment to our tax rolls.

Additional buildings in this area were built from 1870 thru 1978. Development Area #7 is characterized by small parcels with historic/older buildings and could be redeveloped individually or as a coordinated effort. Rehabilitation of the existing buildings and property would further enhance the entire area. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



200 East College Avenue (south side) Lou's Brews to Gabriel Furniture

Development Area #8: Includes the 300 block of E. College Avenue, as well as parcels North of Johnston Street, between N. Durkee Street and N. Drew Street. In the recently updated Comprehensive Plan approved unanimously by the Appleton Common Council on March 15, 2017, the 300 block of E. College Avenue is conceptually identified as a site for new multi-family residential development over a mix of commercial/office space which could serve the needs of existing property owners, including but not limited to, Heid Music and Lawrence University. The goal would be to fill a housing demand, transition to small-scale neighborhoods, and enhance the immediate surroundings with small commercial space to pull foot traffic north of College Avenue. *Narrative taken from Comprehensive Plan 2010-2030.

Fore Development plans to redevelop 118 N. Durkee Street into the Avant Apartments. The Avant Apartments is a 33-unit multi-family, market rate apartment complex with an approximate incremental assessed value of \$4 million. This project is anticipated to be open Summer of 2020.

Tadych Investments plans to redevelop 320 E. College Avenue into a 6 story, mixed use building containing 39 apartments, 44 indoor parking stalls, and 2,770 sq. ft. of commercial space with an estimated assessed value of \$9.0 million. This project should be completed in the fall of 2022.

This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area is characterized by small parcels with historic/older buildings and could be redeveloped individually or in groups. Rehabilitation of the existing buildings and property would further enhance the entire area. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity along College Avenue and the other Development Areas. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.



300 East College Avenue (north side) History Museum at the Castle to Heid Music



THE CONCEPTUAL SITE PLAN SHOWS PARKING BEHIND THE PROPOSED DEVELOPMENT JUST NORTH OF JOHNSTON STREET, BETWEEN N. DURKEE STREET AND N. DREW STREET



PERSPECTIVE OF CONCEPTUAL REDEVELOPMENT OF 300 BLOCK OF E. COLLEGE AVENUE VANTAGE POINT IS LOOKING SOUTHWEST TOWARD THE FOX RIVER FROM THE CORNER OF N. DREW STREET AND E. WASHINGTON STREET.

Development Area #9: The Gannett Building, 306 W. Washington Street and adjacent parking area is a redevelopment site for Crescent Lofts, a 69-unit redevelopment project utilizing WHEDA Tax Credits and Historic Tax Credits. This building was added to the State and National Register in 2019.

Of the total 69 units, 58- units will be designated for low to moderate-income households and 11 units will be market rate. Estimated construction costs are around \$13 million and construction may begin in 2020.

This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area is characterized by multiple smaller parcels with an historic/older building and could be redeveloped individually or in groups. Rehabilitation of the existing building and/or property would further enhance the entire area. Encouraging development north of College Avenue has been a longtime priority for the City and is a potential catalyst for other projects.

Development Area #10: The existing Library Site located north of E. Washington Street between N. Appleton Street and N. Oneida Street. The library occupies the northern half of the block, while the southern half of the block is a separate lot currently owned by the City of Appleton and used as surface parking. The site's close proximity to City Center Plaza, City Hall, and College Avenue make it a high priority location for future development north of College Avenue. If the library were to leave this site (or stay) the development concept envisioned is a three to five story mixed use development including a combination of office, commercial, and residential uses. Potentially, current on-site surface parking would need to be accommodated on-street and in the Yellow Ramp. Cost, timing and exact project(s) are not known at this time.

This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. Rehabilitation of the existing buildings and property, conservation and/or incorporate portions of this site into a large site for future development. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.

Development Area #11: The current transit center site, located between the library and the Yellow Ramp, is also strategically located near a number of key destinations downtown. The 2010-2030 Comprehensive Plan shares a concept envisioned for this site as a vertical mixed-use building which would maintain the transit center as the primary use on the first floor of the building. The additional 3-4 stories of development over the transit center would include a mix of office and commercial uses. Sound could be mitigated by a green deck over the bus loading area and through the use of green screens on the existing parking deck or via other methods.

The Appleton Redevelopment Authority owns the parcel at 222 N. Oneida St. The building has been demolished and the site is being mitigated.

This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area could be redeveloped individually or in groups. Rehabilitation, conservation and/or redevelopment of the existing buildings and/or property would further enhance the entire area. Since this entire area is highly visible and an integral part of the Downtown, this Development Area would benefit from increased commercial activity. Redevelopment of this area would further benefit, and potentially induce, investment in parcels located surrounding and in close proximity to this area.

Development Area #12: The area comprised of the west side of the 200 Block of North Appleton Street includes a vacant lot, 2 story historic buildings, surface parking and a church and event site. A fire destroyed one of the buildings, creating a vacant lot. Additional buildings are in poor condition, and some of the existing first floor businesses do not maintain regular hours. The block is strategically important because of its high visibility immediately west of the existing Library and Transit Center and north of City Center Plaza and College Avenue. This area is prime for redevelopment. Street level could be residential, retail, office, service, and/or hospitality.

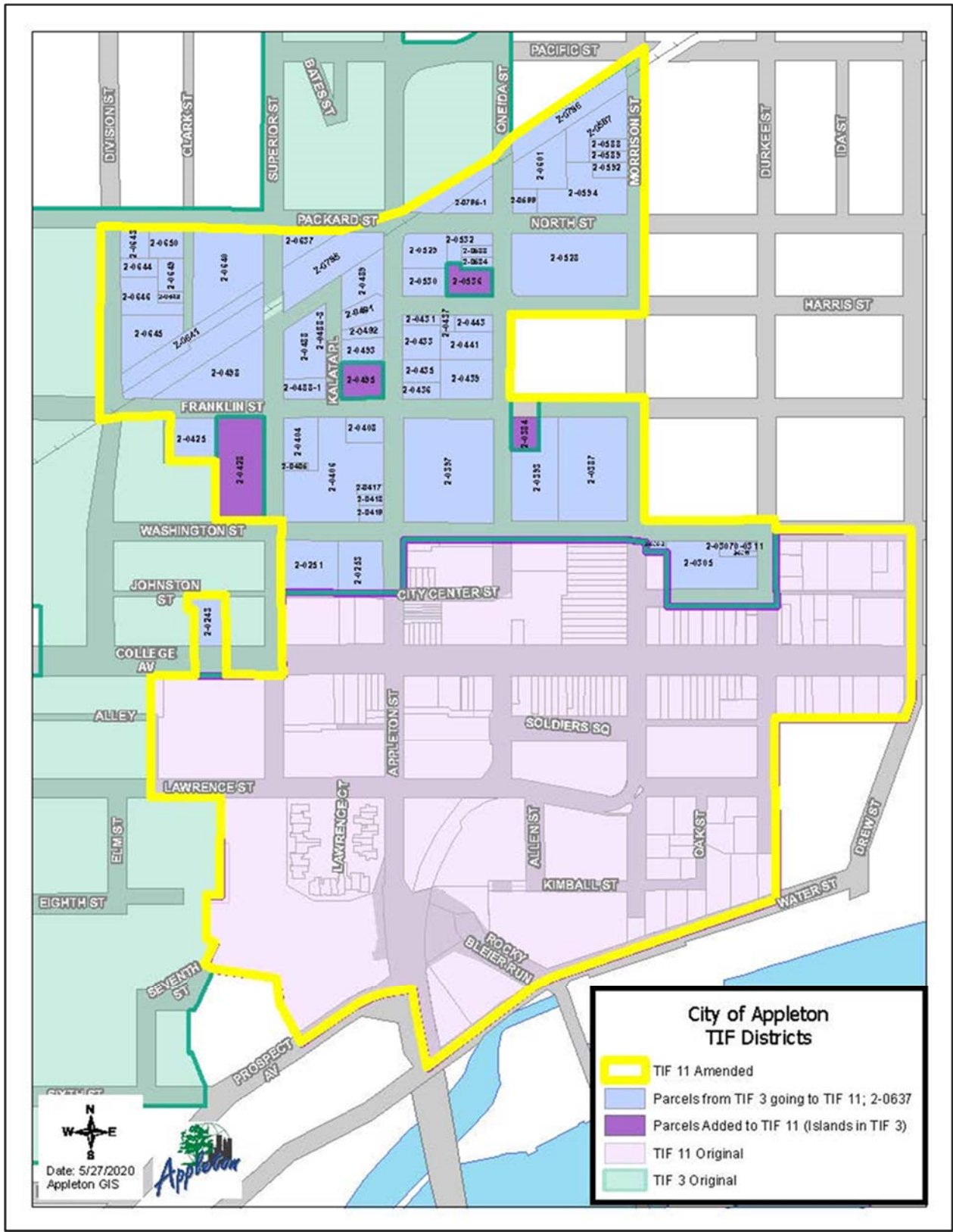
This blighted area deals with parking challenges, ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area is characterized by small parcels with historic/older buildings and could be redeveloped individually or in groups. Rehabilitation, conservation or redevelopment of the existing buildings and/or property would further enhance the entire area. Encouraging development north of College Avenue has been a longtime priority for the City and is a potential catalyst for other projects.

Development Area #13: The area North of Franklin Street, the block bound by Appleton Street, Packard Street, Oneida Street and Harris Street includes vacant lots, a vacant building and two businesses. This area is prime for redevelopment. Town homes, multi-family, office, service and/or hospitality could be opportunities in this area. Cost, timing and exact project is not known at this time.

This blighted area deals with ingress and egress difficulties, deteriorating structures, accessibility and obsolescence. This area is characterized by multiple parcels with multiple owners of vacant lots and/or historic/older buildings and could be redeveloped individually or in groups. Rehabilitation, conservation or redevelopment of the existing buildings and/or property would further enhance the entire area. Encouraging development north of College Avenue has been a longtime priority for the City and is a potential catalyst for other projects.

SECTION 3:
District Boundary Map & Identification of Parcels to be
Added

Map Found on Following Page.



SECTION 4: Identification of Parcels to be Added

The purpose of this Plan Amendment is to add the parcels identified in the tables below to the District effective January 1, 2020. The figures listed under the “Current Value” column reflect valuations as of January 1, 2019. The actual addition to the District’s base value will be based on January 1, 2020 valuations which are not yet available. The District’s revised base will first be reflected in the valuations certified for January 1, 2021. Any changes in the valuation of the parcels being added to the District that occurs after January 1, 2020 will impact the incremental value of the District.

Parcels Currently Located within TID No. 3

Parcel Number	Street Address	Current Value (Jan. 1, 2019)	Acres	Blighted Acres
0-0311	229 E WASHINGTON ST	\$ -	0.081	
2-0243	318 W COLLEGE AVE	\$ 827,000	0.375	0.375
2-0251	221 W WASHINGTON ST	\$ -	0.679	
2-0253	131 N APPLETON ST	\$ 536,600	0.543	0.543
2-0302	130 N MORRISON ST	\$ 140,000	0.050	
2-0305	215 E WASHINGTON ST	\$ 34,100	0.866	
2-0307	E WASHINGTON ST	\$ 28,500	0.057	0.057
2-0311	129 N DURKEE ST	\$ 160,500	0.081	
2-0387	130 E WASHINGTON ST	\$ -	1.676	
2-0393	100 E WASHINGTON ST	\$ -	0.906	0.906
2-0397	225 N ONEIDA ST	\$ -	2.176	2.176
2-0404	231 W FRANKLIN ST	\$ 270,900	0.379	
2-0405	214 N SUPERIOR ST	\$ 174,900	0.041	
2-0406	N APPLETON ST	\$ 762,800	1.585	1.585
2-0408	233 N APPLETON ST	\$ 223,100	0.221	0.221
2-0417	211 N APPLETON ST	\$ 135,500	0.058	0.058
2-0418	207 N APPLETON ST	\$ 218,700	0.066	
2-0419	201 N APPLETON ST	\$ 313,000	0.096	0.096
2-0425	W FRANKLIN ST	\$ 136,600	0.483	0.483
2-0431	322 N APPLETON ST	\$ -	0.083	0.083
2-0433	314 N APPLETON ST	\$ -	0.305	
2-0435	304 N APPLETON ST	\$ 272,600	0.197	
2-0436	300 N APPLETON ST	\$ -	0.138	
2-0437	E HARRIS ST	\$ 14,700	0.052	0.052
2-0439	303 N ONEIDA ST	\$ -	0.464	
2-0441	N ONEIDA ST	\$ 103,800	0.340	0.340
2-0443	N ONEIDA ST	\$ 38,900	0.137	0.137
2-0488	N SUPERIOR ST	\$ 173,400	0.577	0.577

(Table Continued on Next Page)

Parcel Number	Street Address	Current Value (Jan. 1, 2019)	Acres	Blighted Acres
2-0488-1	222 W FRANKLIN ST	\$ -	0.201	
2-0488-3	323 N KALATA PL	\$ -	0.014	
2-0489	N APPLETON ST	\$ -	0.395	0.395
2-0491	325 N APPLETON ST	\$ 228,000	0.243	
2-0492	319 N APPLETON ST	\$ -	0.126	
2-0493	317 N APPLETON ST	\$ 212,000	0.247	0.247
2-0498	N SUPERIOR ST	\$ 236,100	0.998	0.998
2-0528	120 E HARRIS ST	\$ -	1.696	
2-0529	N APPLETON ST	\$ 86,900	0.361	0.361
2-0530	116 W HARRIS ST	\$ 125,000	0.286	0.286
2-0532	433 N ONEIDA ST	\$ -	0.188	0.188
2-0533	415 N ONEIDA ST	\$ 86,000	0.087	0.087
2-0534	N ONEIDA ST	\$ 20,900	0.087	0.087
2-0587	531 N MORRISON ST	\$ -	0.545	
2-0588	N MORRISON ST	\$ -	0.099	0.099
2-0589	517 N MORRISON ST	\$ 66,300	0.099	
2-0592	513 N MORRISON ST	\$ -	0.127	0.127
2-0594	130 E NORTH ST	\$ -	0.772	0.772
2-0599	506 N ONEIDA ST	\$ 122,200	0.147	
2-0601	510 N ONEIDA ST	\$ 242,600	0.547	
2-0637	N SUPERIOR ST	\$ -	0.298	0.298
2-0640	311 W PACKARD ST	\$ -	1.214	1.214
2-0641	311 N SUPERIOR ST	\$ 143,200	0.514	0.514
2-0643	414 N DIVISION ST	\$ 142,000	0.200	
2-0644	N DIVISION ST	\$ -	0.165	
2-0645	N DIVISION ST	\$ 132,400	0.556	0.556
2-0646	400 N DIVISION ST	\$ -	0.405	
2-0648	401 N CLARK ST	\$ 108,000	0.067	
2-0649	403 N CLARK ST	\$ 88,900	0.194	
2-0650	327 W PACKARD ST	\$ 162,000	0.245	
2-0795	LAND LOCKED	\$ -	1.793	1.793
2-0795	LAND LOCKED	\$ -		
2-0795-1	W PACKARD ST	\$ -	0.235	0.235
2-0796	LAND LOCKED	\$ -	1.610	1.610
2-0796	LAND LOCKED	\$ -		

Subtotal of TID No. 3 Parcels

\$ 6,768,100 27.470 17.553

Additional Parcels to be Added to the District

Parcel Number	Street Address	Current Value (Jan. 1, 2019)	Acres	Blighted Acres
2-0428	306 W WASHINGTON ST	\$ 1,127,300	1.161	1.161
2-0495	N APPLETON ST	\$ 70,400	0.341	0.341
2-0536	N ONEIDA ST	\$ 75,200	0.314	0.314
2-0384	N ONEIDA ST	\$ -	0.211	0.211

Subtotal of Additional Parcels to be Added

\$ 1,272,900 2.027 2.027

Total of All Parcels to be Added

\$ 8,041,000 29.497 19.581

Calculation of Blighted Area Percentage

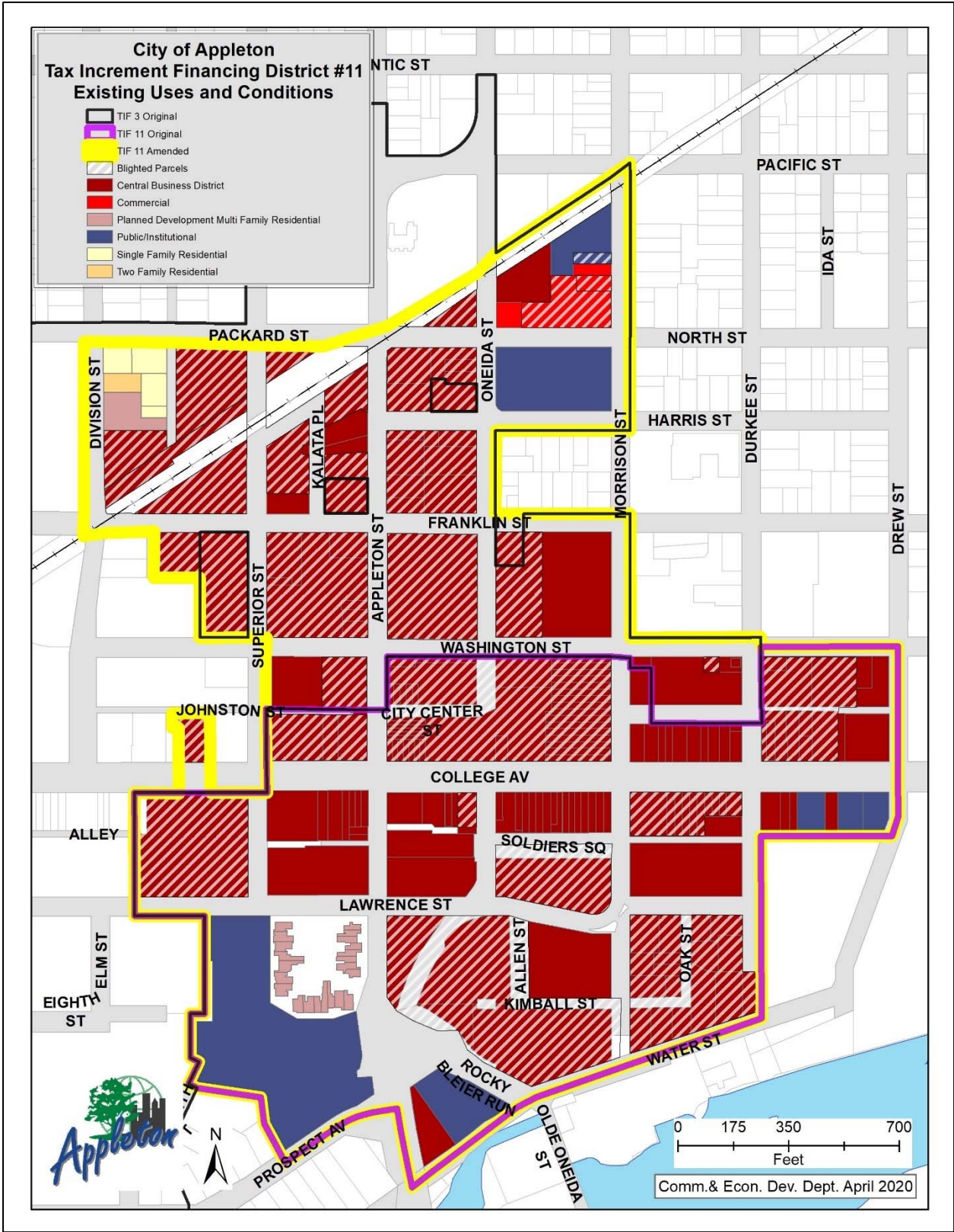
	Total Acres	Blighted Acres	Percentage
Original District Area	38.670	25.587	66.17%
Territory to be Added	29.497	19.581	66.38%
Total	68.167	45.168	66.26%

Parcels within the territory to be added to the District that have been identified as blighted include those that:

1. Contain substandard or deteriorating structures or site improvements; inadequate street layout or faulty lot layout in relation to size, adequacy, accessibility or usefulness, or conditions which endanger life or property by fire and other causes, or any combination of such factors that impairs or arrests the sound growth of a city.
2. Consist of land upon which building, or structures have been demolished and which because of obsolete platting, many of changes of ownership or deterioration of structures or site improvements, or otherwise, substantially impairs or arrests the sound growth of the community.

SECTION 5: Maps Showing Existing Uses and Conditions

Map Found on Following Page



SECTION 6: Equalized Value Test

The following calculations demonstrate that the City expects to be in compliance with Wis. Stat. § 66.1105(4)(gm)4.c., which requires that the equalized value of the taxable property proposed to be added to the District, plus the value increment of all existing tax incremental districts, does not exceed 12% of the total equalized value of taxable property within the City.

Calculation of City Equalized Value Limit

City TID IN Equalized Value (Jan. 1, 2019)	\$ 5,855,356,700
TID Valuation Limit @ 12% of Above Value	\$ 702,642,804

Calculation of Value Subject to Limit

Base Value of Territory to be Added to District	\$ 8,041,000
Less: Incremental Value of Overlapped Parcels	(\$ 1,095,100)
Plus: Incremental Value of Existing Districts (Jan. 1, 2019)	<u>\$ 235,828,500</u>
Total Value Subject to 12% Valuation Limit	\$ 242,774,400

The equalized value of the territory to be added to the District plus the incremental value within all other existing tax incremental districts totals \$242,774,400 which is 4.15% of the City's total equalized value. This value is less than the maximum of \$702,642,804 in equalized value that is permitted for the City.

SECTION 7:

Statement of Kind, Number and Location of Proposed Public Works and Other Projects

Project Costs are any expenditure made, estimated to be made, or monetary obligations incurred or estimated to be incurred as outlined in this Plan. Project Costs will be diminished by any income, special assessments or other revenues, including user fees or charges, other than tax increments, received or reasonably expected to be received in connection with the implementation of the Plan. If Project Costs incurred benefit territory outside the District, a proportionate share of the cost is not a Project Cost. Costs identified in this amended Plan are preliminary estimates made prior to design considerations and are subject to change after planning, design and construction is completed. With all Project Costs, the costs of engineering, design, survey, inspection, materials, construction, restoring property to its original condition, apparatus necessary for public works, legal and other consultant fees, testing, environmental studies, permits, updating City ordinances and plans, judgments or claims for damages and other expenses are included as Project Costs.

As set forth in the District's original Plan approved on August 2, 2017, the following is a list of public works and other tax incremental financing eligible Project Costs that the City expects to make, or may need to make, in conjunction with the implementation of the District's Plan. The map found in Section 8 of this Plan along with the Detailed List of Project Costs found in Section 9 provide additional information as to the kind, number and location of potential Project Costs.

A. Municipal Infrastructure Improvements

- Construction and/or reconstruction of the streets, bridges, pedestrian connections and parking to facilitate development and rehabilitation projects within the District. Scope of work may include right-of-way acquisition, land assembly, grading, gravel, curb and gutter, asphalt, streetlights, traffic signals, walkways, concrete paving, lighting, signage, and related appurtenances.
- Construction and/or reconstruction of a sanitary sewer collection system to facilitate development and rehabilitation projects within the District. The scope of work may include sewer mains, manholes, laterals, force main, lift stations, and related appurtenances.
- Construction and/or reconstruction of the water distribution system to facilitate development and rehabilitation projects within the District. Projects may include water mains, valves, hydrants, service connections, laterals and other related appurtenances.
- Construction and/or reconstruction of storm water drainage facilities to support development and rehabilitation projects within the District. Projects may include retention or detention basins, biofilters, conveyance systems, storm sewer mains, manholes, inlets, drains and related appurtenances.
- Installation of electric and/or natural gas service or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.
- Installation of telephone, fiber, and cable or the relocation of existing services to facilitate blight elimination and redevelopment or rehabilitation in the District and provide better service. Acquisition of equipment to service the District.

- The costs associated with the design, implementation, purchase and maintenance of streetscape amenities to improve the aesthetic appearance of this District, including but not limited to, decorative lighting, banners and/or flags, public art, landscaping and/or planters, benches and other pedestrian elements to encourage the viability of the businesses in the district and attract high quality development.
- B. Administrative Costs:** These include, but not limited to, a portion of the salaries of the City employees, professional fees, and others directly involved in the projects for the District over the implementation of the project plan. Audit expenses, state filing fees, and any expenses associated with dissolving the District are also eligible costs.
- C. Organizational Costs:** These include, but are not limited to, publication and printing costs in connection with this Project Plan as well as the fees for the financial consultants, attorney, engineers, planners, surveyors, and other contracted services.
- D. Professional Services:** These include, but are not limited to, those costs incurred for architectural, planning, engineering and legal advice and services.
- E. Financing Costs:** Interest, finance fees, bond discounts, redemption premiums, legal opinions, credit ratings, capitalized interest, insurance and other expenses related to financing. This would also include interest on advances made by the City of Appleton.
- F. Land Assembly, Clearance, and Real Estate Acquisitions:** In order to eliminate blight and promote rehabilitation and redevelopment, it may be necessary to assist developers or for the City to acquire and demolish blighted or underutilized properties within the District. These may include but are not limited to, the cost of acquisitions, clearance/demolition, titles, easements, appraisals, consultant fees, closing costs, surveying and mapping, and the lease and/or the sale of property at or below market price to encourage or make feasible an economic development project that is consistent with the intent of this District.
- G. Relocation Costs:** In the event any property is acquired for the projects, expenses including the cost of the relocation plan, director and staff time, publications, appraisals, land and property acquisition costs and relocation benefits as required by Wisconsin Statutes Section 32 are considered eligible project costs.
- H. Development Incentives (Cash Grants and/or Loans):** As a partner in the future redevelopment and rehabilitation/conservation of this District, the City of Appleton may enter into agreements with property owners, lessees, or developers for the purpose of sharing costs to encourage the desired kind of improvements based on the purpose of this District and assure tax base is generated sufficient to recover project costs. This assistance is regularly needed in rehabilitation and redevelopment projects to offset the additional costs in re-use versus greenfield development. Not every project will demand the same level of funding. These payments would be negotiated on a project basis in order to attract new taxable property or rehabilitate existing property in the District. No cash grants or loans will be provided until the Common Council adopts a development agreement and a copy of such agreement will be retained in the City's official records for the TID.
- I. Environmental Audits and Remediation:** Costs related to all environmental assessments and remediation will be considered eligible project costs.

- J. Promotion and Development:** Promotion and development of the District including professional services or marketing, recruitment, realtor commissions and fees in lieu of commissions, marketing services and materials, advertising costs, administrative costs and support of development organizations.
- K. Project Outside the Tax Increment District:** Pursuant to Wisconsin Statutes Section 66.1105(2)(f)1.n, the city may undertake projects within territory located within one-half (1/2) mile of the boundary of the district provided that (1) the project is located within the City’s corporate boundaries, and (2) the projects are approved by the Joint Review Board. The cost of projects completed outside the District pursuant to this section are eligible Project Costs and may include any project cost that would otherwise be eligible if undertaken within the District. The City expects to incur the following Project Costs outside of the District:

Project & Year	Estimated Cost
Lawrence Street (Walnut to Elm)	
• Underground Utilities (2021)	\$250,000
• Paving (2022)	\$238,000
Atlantic Street (Oneida to Lawe)	
• Underground Utilities (2021)	\$709,000
• Paving (2022)	\$920,000
Alley (Walnut to Lawrence)	
• Storm Sewer & Paving (2022)	\$179,000
Lawe Street (College to Spring)	
• Underground Utilities (2023)	\$832,000
• Paving (2024)	\$1,486,000
Atlantic Street (Richmond to Oneida)	
• Underground Utilities (2025)	\$940,000
• Paving (2026)	\$1,230,000

Refer to Section 8 for a map of proposed improvements and Public Works projects by development area.

- L. Payments Made at the Discretion of the Common Council:** These payments may include but are not limited to payments which are found to be necessary or convenient to the creation of the District or the implementation of the Project Plan that support the goals of the District as outlined in Section 2.

SECTION 8: Map Showing Proposed Improvements and Uses

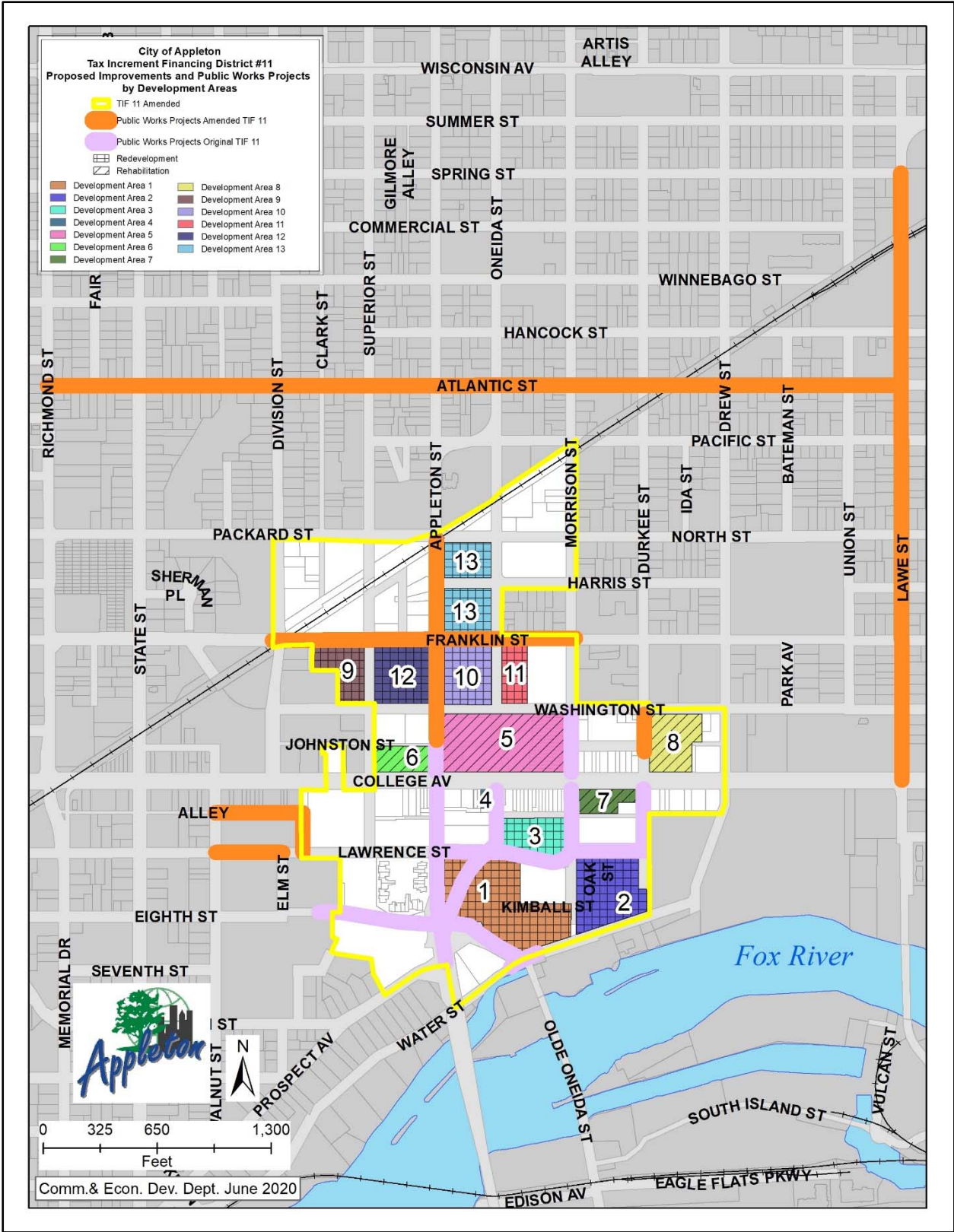
Maps Found on Following Page.

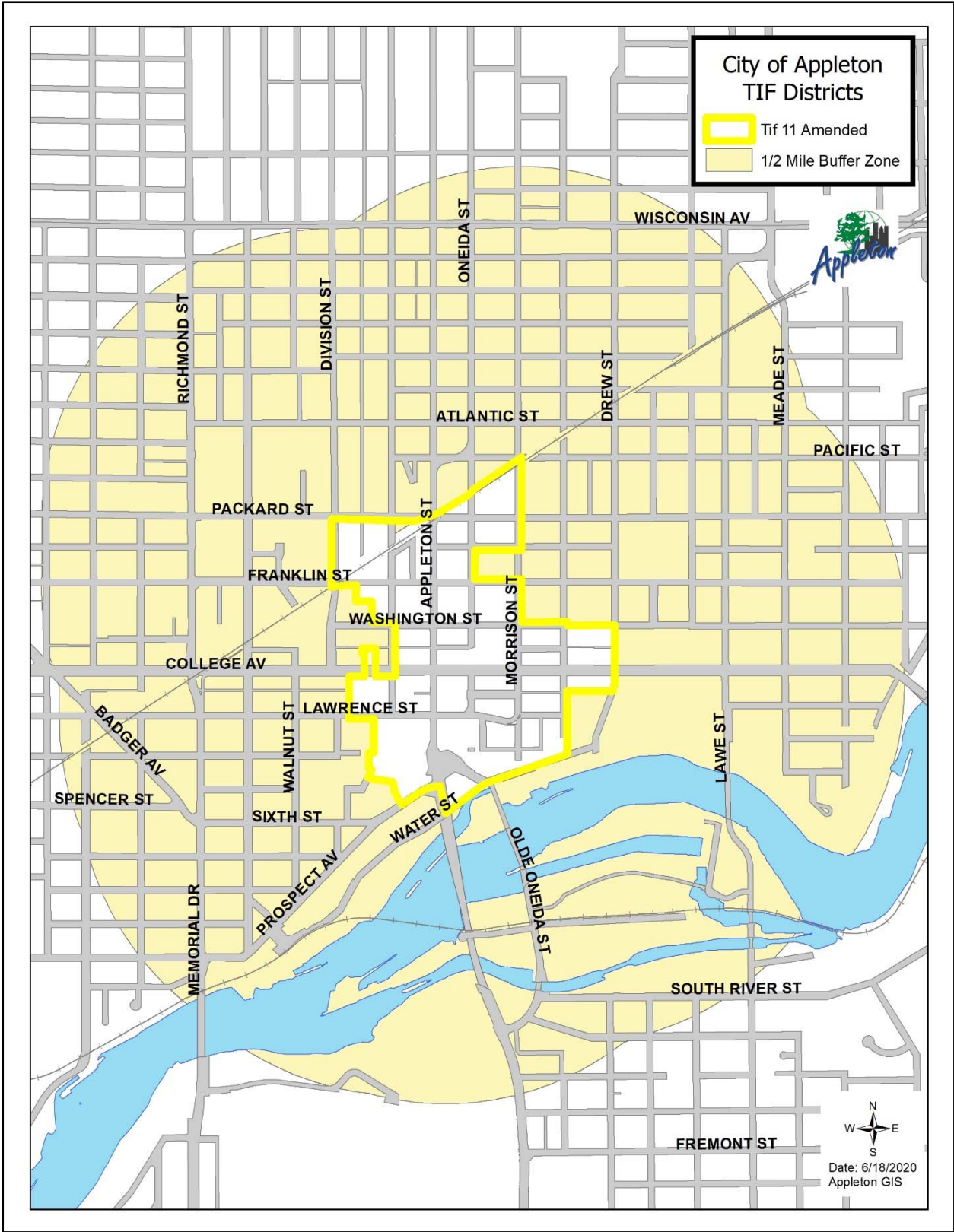
The first map depicts the locations where the City may undertake Municipal Infrastructure Improvements as detailed in Section 7. This includes eligible Project Costs to be incurred outside of, but within ½ mile of the District's boundaries. The second map identifies the ½ mile zone of eligibility.

The following types of Project Costs included in Section 7 are generally expected to be incurred within the Development Areas identified on the map.

- Land Assembly, Clearance, and Real Estate Acquisitions
- Relocation costs.
- Development Incentives (Cash Grants and/or Loans).

Other costs identified in Section 7 may be associated with expenditures made for the Municipal Infrastructure Improvements, activities within the Development Areas, or may not relate to a specifically identified geographical location such as District administrative costs.





SECTION 9: Detailed List of Project Costs

The following list identifies the Project Costs that the City currently expects to incur in implementing the District's amended Plan. All projects identified and related costs reflect the best estimates available as of the date of preparation of this amended Plan. All costs are preliminary estimates and may increase or decrease. Certain Project Costs listed may become unnecessary, and other Project Costs not currently identified may need to be made. (Section 7 details the general categories of eligible Project Costs). Changes in Project Cost totals or the types of Project Costs to be incurred will not require that this Plan be further amended. This Plan is not meant to be a budget nor an appropriation of funds for specific Project Costs, but a framework within which to manage Project Costs.

Project/Activity	Total Cost (Original Plan Est.)	Cost Added (This Amendment)	Total Revised Cost Estimate	Estimated Timing
• Municipal Infrastructure Improvements	\$3,234,600	\$1,869,382	\$5,103,982	2018 – 2023
• Municipal Infrastructure within the ½ Mile Boundary	None	\$6,784,000	\$6,784,000	2021 - 2026
• Development Incentives & Property Grants	\$14,847,560	\$24,693,461	\$39,541,021	2018 – 2042
• Other Costs – Administrative, Professional, Environmental, and Promotion Services Costs. Filing fees and fees charged by State.	\$124,750	\$528,859	\$653,609	2017 – 2045
• Financing Costs <ul style="list-style-type: none"> ○ General Fund Advance Interest Expense ○ General Obligation 	\$1,528,283	\$7,234,048	\$8,762,331	2017 – 2041
SUBTOTAL:	\$19,735,193	\$41,109,750	\$60,840,943	2017 – 2045
• Financing Costs* <ul style="list-style-type: none"> ○ Development Incentives 	\$9,127,794	(\$9,127,794)		
TOTAL*	\$28,862,987	\$31,981,956	\$60,840,943	

***NOTE:** The original District Plan line item for Development Incentives & Property Grants did not include estimated interest payments on developer financed incentives, although that cost was reflected in projected District cash flows. That total from the original Plan was \$9,127,794. When comparing the estimated total Project Costs from the original Plan to the Amended Plan, it is necessary to include that additional amount. The actual increase in estimated Project Costs from the original Plan to the Amended Plan is the \$31,981,956 figure shown on the total line.

SECTION 10: Economic Feasibility Study, Financing Methods, and the Time When Costs or Monetary Obligations Related are to be Incurred

This Section includes a forecast of the valuation increases expected within the District, the associated tax increment collections, a summary of how Project Costs would be financed, and a projected cash flow demonstrating that the District is economically feasible.

As of January 1, 2019, the District had incremental value of \$1,603,700. The Plan assumes that \$122.6 million in additional incremental value will be created within the District by January 1, 2022 as a result of development projects proceeding within Development Areas #1, #4, #5, #7, #8 and #9 as shown on **Table 1**. The City expects it may need to pay Development Incentives to make these private projects economically feasible. A projection of potential incentive payments is shown on **Table 2**. These payments would be made from a combination of City borrowed funds, and tax increment cash (“pay as you go”) generated by the projects.

In addition to payment of incentives, the City has, and will, complete Municipal Infrastructure Improvements within the District. The City has, and will, finance these costs with General Obligation debt. Actual and estimated debt service for paying the cost of both the Municipal Infrastructure Projects and Development Incentives are identified on **Table 3**.

Table 4 is a projected cash flow for the District. Based on the incremental value expected to be created (**Table 1**) the District is projected to generate approximately \$73.6 million in tax increment revenue over its twenty-seven-year life. This assumes a tax rate increasing at ½% per year over the actual rate for the 2019/20 budget year. Considering the projected debt service (**Table 2**) and Development Incentive payments (**Table 3**), the District is projected to run a negative fund balance through the year 2036 before eventually generating a projected \$19.5 million surplus by its required closure date. The City will advance funds to the District as needed to cover the deficit fund balance and will charge the District interest on the advance.

The projected surplus fund balance indicates the District could close prior to the end of its maximum life; however, the City expects that development will occur within other identified Development Areas, and that the City may incur additional associated Project Costs. Additional development and incurrence of costs beyond what is shown in the projections included within this Section could increase or decrease the projected surplus fund balance and hasten or delay District closure. Under all circumstances, the District must make all Project Cost expenditures not later than the year 2039 and must close in 2044 with a final collection of tax increment for the 2045 budget year.

The cash flow exhibit does not include the costs of projects identified in this Plan located outside of, but within ½ mile of the District’s boundaries. These costs will be paid for initially from other sources. The extent to which the District may be able to offset a portion of these costs will be determined at a future date depending on District financial performance. Any contributions from the District towards these costs would reduce the projected surplus shown in the cash flow exhibit.

Based on the information included within this Section, the City concludes that the District remains economically feasible and that the City has the financial resources available to implement the Plan.

**TAX INCREMENT DISTRICT #11
TAX INCREMENTS BY YEAR**

Valuation Year	TID Revenue Year	TID Value (1)	TID Base Value	TID Increment	New Construction						Total TID Increment (1)	
					Dev Area #1 Bluff Site	Dev Area #4 Zuelke Building LLC	Dev Area #5 Blue Ramp/ City Center	Dev Area #7 Gabriel Lofts LLC	Dev Area #8 Avant Apartments LLC	Dev Area #8 320 E College LLC		Dev Area #9 Crescent Lofts
2017	2018	\$ 83,099,200	\$ 83,099,200	\$ -								\$ -
2018	2019	90,259,800	83,099,200	7,160,600								7,160,600
2019	2020	84,702,900	83,099,200	1,603,700								1,603,700
2020	2021	85,549,929	83,099,200	2,450,729								2,450,729
2021	2022	94,446,428 (2)	91,140,200	3,306,228								21,195,528
2022	2023				79,334,300	577,900		4,000,000	4,090,300	9,221,100		124,241,784
2023	2024					7,500,000	8,000,000				8,000,000	125,484,201
2024	2025											126,739,043
2025	2026											128,006,434
2026	2027											129,286,498
2027	2028											130,579,363
2028	2029											131,885,157
2029	2030											133,204,008
2030	2031											134,536,048
2031	2032											135,881,409
2032	2033											137,240,223
2033	2034											138,612,625
2034	2035											139,998,752
2035	2036											141,398,739
2036	2037											142,812,726
2037	2038											144,240,854
2038	2039											145,683,262
2039	2040											147,140,095
2040	2041											148,611,496
2041	2042											150,097,611
2042	2043											151,598,587
2043	2044											153,114,573
2044	2045											154,645,718
					<u>\$ 79,334,300</u>	<u>\$ 8,077,900</u>	<u>\$ 8,000,000</u>	<u>\$ 4,000,000</u>	<u>\$ 4,090,300</u>	<u>\$ 9,221,100</u>	<u>\$ 8,000,000</u>	

(1) TID values for the 2017-2019 valuation years are actual. TID values for valuation years 2020 and beyond projected to increase 1% annually.
(2) Both the TID value and TID base value increased \$8,041,000 due to transfer of parcels from TID #3 to TID #11 in 2020.

Table 1

**TAX INCREMENT DISTRICT #11
ESTIMATED DEVELOPER INCENTIVE PAYMENTS**

Valuation Year	Budget Year	Dev Area #1 Developer TIF Payment Bluff Site	Dev Area #4 Developer TIF Payment Zuelke Bld LLC	Dev Area #5 Developer TIF Payment Blue Ramp/City Center	Dev Area #7 Developer TIF Payment Gabriel Lofts LLC	Dev Area #8 Developer TIF Payment Avant Apts LLC	Dev Area #8 Developer TIF Payment 320 E College LLC	Total Payments
2016	2017	\$0	\$0	\$0	\$0	\$0	\$0	\$0
2017	2018	0	0	0	0	0	0	0
2018	2019	0	0	0	0	0	0	0
2019	2020	0	0	0	0	0	0	0
2020	2021	0	0	0	0	0	0	0
2021	2022	16,500,000	9,912	0	76,464	78,927	177,930	16,843,233
2022	2023	545,764	172,400	155,160	76,589	79,421	179,028	1,208,362
2023	2024	544,410	173,487	156,108	76,714	79,916	180,127	1,210,762
2024	2025	545,018	174,575	157,057	76,839	80,411	181,228	1,215,128
2025	2026	545,228	175,667	158,009	76,964	80,908	182,331	1,219,107
2026	2027	544,935	176,760	158,962	77,090	81,406	183,437	1,222,590
2027	2028	546,281	177,856	159,917	77,215	81,905	184,544	1,227,718
2028	2029	544,709	178,954	160,874	77,341	82,405	185,654	1,229,937
2029	2030	544,735	180,055	161,832	77,468	82,906	186,766	1,233,762
2030	2031	546,257	181,157	162,793	77,594	83,408	187,879	1,239,088
2031	2032	544,712	182,263	163,754	77,720	83,911	188,995	1,241,355
2032	2033	544,613	183,370	164,718	77,846	84,415	190,113	1,245,075
2033	2034	545,847	184,480	165,684	77,973	84,920	191,233	1,250,137
2034	2035	546,170	185,592	166,651	78,100	85,426	192,355	1,254,294
2035	2036	545,657	186,706	167,620	78,227	0	193,479	1,171,689
2036	2037	544,295	187,823	168,591	78,354	0	194,606	1,173,669
2037	2038	546,508	189,024	169,636	78,482	0	195,819	1,179,469
2038	2039	545,429	190,227	170,684	78,610	0	0	984,950
2039	2040	545,571	191,433	171,733	0	0	0	908,737
2040	2041	544,601	192,641	0	0	0	0	737,242
2041	2042	544,717	0	0	0	0	0	544,717
2042	2043	0	0	0	0	0	0	0
2043	2044	0	0	0	0	0	0	0
2044	2045	0	0	0	0	0	0	0
		<u>\$27,405,457</u>	<u>\$3,474,382</u>	<u>\$2,939,783</u>	<u>\$1,395,590</u>	<u>\$1,150,285</u>	<u>\$3,175,524</u>	<u>\$39,541,021</u>

Note: Actual amounts may differ due to changes in project timing, projected valuations, and equalized tax rates

Table 2

**TAX INCREMENT DISTRICT #11
GENERAL OBLIGATION DEBT**

Budget Year	\$2,010,000 2019 GO Notes		\$2,310,000 2021 GO Notes		\$17,800,000 2022 Taxable GO Bonds		Total Payments
	Principal	Interest	Principal	Interest	Principal	Interest	
2017	\$0	\$0	\$0	\$0	\$0	\$0	\$0
2018	0	0	0	0	0	0	0
2019	0	0	0	0	0	0	0
2020	0	*	0	0	0	0	0
2021	0	*	0	0	0	0	0
2022	0	51,150	0	58,766	0	425,798	535,714
2023	260,000	47,250	0	58,766	710,000	559,199	1,635,215
2024	270,000	39,300	0	58,766	730,000	541,528	1,639,594
2025	280,000	31,050	295,000	54,405	740,000	522,714	1,923,169
2026	285,000	22,575	310,000	45,268	765,000	502,555	1,930,398
2027	295,000	15,350	320,000	35,830	785,000	480,956	1,932,136
2028	305,000	9,350	330,000	25,953	810,000	457,912	1,938,215
2029	315,000	3,150	340,000	17,661	835,000	433,491	1,944,302
2030	0	0	350,000	10,804	860,000	407,865	1,628,669
2031	0	0	365,000	5,402	885,000	381,048	1,636,450
2032	0	0	0	0	915,000	352,608	1,267,608
2033	0	0	0	0	945,000	322,635	1,267,635
2034	0	0	0	0	975,000	291,222	1,266,222
2035	0	0	0	0	1,010,000	258,151	1,268,151
2036	0	0	0	0	1,045,000	223,521	1,268,521
2037	0	0	0	0	1,080,000	187,052	1,267,052
2038	0	0	0	0	1,115,000	148,956	1,263,956
2039	0	0	0	0	1,160,000	108,824	1,268,824
2040	0	0	0	0	1,200,000	66,514	1,266,514
2041	0	0	0	0	1,235,000	22,539	1,257,539
2042	0	0	0	0	0	0	0
2043	0	0	0	0	0	0	0
2044	0	0	0	0	0	0	0
2045	0	0	0	0	0	0	0
	<u>\$2,010,000</u>	<u>\$219,175</u>	<u>\$2,310,000</u>	<u>\$371,621</u>	<u>\$17,800,000</u>	<u>\$6,695,088</u>	<u>\$29,405,884</u>

* Interest payments paid with debt premium

Table 3

**TAX INCREMENT DISTRICT #11
CASH FLOW PROFORMA**

Valuation Year	Budget Year	TID Increment	Tax Rate (1)	TIF Revenue	Other Revenues	Debt Proceeds	Admin Expense	General Obligation Debt Service	Project/Other Expenses	Developer Incentive Payments	Interest on General Fund Advance	Annual Surplus/ (Deficit)	Fund Balance
2016	2017	0		0	0	0	(1,000)	0	0	0	(25)	(1,025)	(1,025)
2017	2018	0		0	133	0	(150)	0	(409,539)	0	(8,551)	(418,107)	(419,132)
2018	2019	7,160,600	22.7611	162,983	0	2,010,000	(1,470)	0	(2,820,982)	0	(27,729)	(677,198)	(1,096,330)
2019	2020	1,603,700	21.2190	34,029	0	0	(1,500)	0	(42,000)	0	(48,740)	(58,211)	(1,154,541)
2020	2021	2,450,729	21.3251	52,262	0	2,310,000	(1,500)	0	(2,310,000)	0	(58,115)	(7,353)	(1,161,894)
2021	2022	21,195,528	21.4317	454,257	0	17,800,000	(1,500)	(535,714)	0	(16,843,233)	(38,115)	835,694	(326,200)
2022	2023	124,241,784	21.5389	2,676,029	0	0	(6,500)	(1,635,215)	(118,450)	(1,208,362)	(26,865)	(319,363)	(645,564)
2023	2024	125,484,201	21.6466	2,716,303	0	0	(1,500)	(1,639,594)	0	(1,210,762)	(40,615)	(176,168)	(821,732)
2024	2025	126,739,043	21.7548	2,757,183	0	0	(1,500)	(1,923,169)	0	(1,215,128)	(55,615)	(438,229)	(1,259,961)
2025	2026	128,006,434	21.8636	2,798,679	0	0	(1,500)	(1,930,398)	0	(1,219,107)	(76,865)	(429,191)	(1,689,152)
2026	2027	129,286,498	21.9729	2,840,799	0	0	(1,500)	(1,932,136)	0	(1,222,590)	(98,115)	(413,542)	(2,102,694)
2027	2028	130,579,363	22.0828	2,883,553	0	0	(1,500)	(1,938,215)	0	(1,227,718)	(118,115)	(401,995)	(2,504,689)
2028	2029	131,885,157	22.1932	2,926,951	0	0	(1,500)	(1,944,302)	0	(1,229,937)	(138,115)	(386,904)	(2,891,593)
2029	2030	133,204,008	22.3041	2,971,001	0	0	(1,500)	(1,628,669)	0	(1,233,762)	(148,115)	(41,045)	(2,932,638)
2030	2031	134,536,048	22.4157	3,015,715	0	0	(1,500)	(1,636,450)	0	(1,239,088)	(148,115)	(9,439)	(2,942,077)
2031	2032	135,881,409	22.5277	3,061,101	0	0	(1,500)	(1,267,608)	0	(1,241,355)	(138,115)	412,523	(2,529,554)
2032	2033	137,240,223	22.6404	3,107,171	0	0	(1,500)	(1,267,635)	0	(1,245,075)	(116,865)	476,096	(2,053,458)
2033	2034	138,612,625	22.7536	3,153,934	0	0	(1,500)	(1,266,222)	0	(1,250,137)	(91,865)	544,209	(1,509,248)
2034	2035	139,998,752	22.8674	3,201,400	0	0	(1,500)	(1,268,151)	0	(1,254,294)	(63,115)	614,340	(894,908)
2035	2036	141,398,739	22.9817	3,249,582	0	0	(1,500)	(1,268,521)	0	(1,171,689)	(29,365)	778,506	(116,402)
2036	2037	142,812,726	23.0966	3,298,488	0	0	(1,500)	(1,267,052)	0	(1,173,669)	(5,308)	850,959	734,557
2037	2038	144,240,854	23.2121	3,348,130	0	0	(1,500)	(1,263,956)	0	(1,179,469)	0	903,205	1,637,762
2038	2039	145,683,262	23.3281	3,398,519	0	0	(6,500)	(1,268,824)	0	(984,950)	0	1,138,245	2,776,007
2039	2040	147,140,095	23.4448	3,449,667	0	0	(1,500)	(1,266,514)	0	(908,737)	0	1,272,916	4,048,923
2040	2041	148,611,496	23.5620	3,501,585	0	0	(1,500)	(1,257,539)	0	(737,242)	0	1,505,304	5,554,227
2041	2042	150,097,611	23.6798	3,554,283	0	0	(1,500)	0	0	(544,717)	0	3,008,066	8,562,293
2042	2043	151,598,587	23.7982	3,607,775	0	0	(1,500)	0	0	0	0	3,606,275	12,168,569
2043	2044	153,114,573	23.9172	3,662,072	0	0	(1,500)	0	0	0	0	3,660,572	15,829,141
2044	2045	154,645,718	24.0368	3,717,187	0	0	(6,500)	0	0	0	0	3,710,687	19,539,828
				<u>73,600,637</u>	<u>133</u>	<u>22,120,000</u>	<u>(56,620)</u>	<u>(29,405,884)</u>	<u>(5,700,971)</u>	<u>(39,541,021)</u>	<u>(1,476,447)</u>	<u>19,539,828</u>	

(1) Tax rate projected to increase 1/2% annually beginning in 2021

Table 4

SECTION 11: Annexed Property

A tax incremental district cannot include annexed territory unless at least three years have elapsed since the annexation, or certain other requirements are met. None of the territory being added to the District as part of this Plan Amendment was annexed to the City in the preceding three years.

SECTION 12: Proposed Zoning Ordinance Changes

The proposed Plan Amendment is in general conformance with the City's current zoning ordinances. Individual properties may require rezoning at the time of development.

SECTION 13: Proposed Changes in Master Plan, Map, Building Codes and Ordinances

The proposed Plan Amendment is in general conformance with the City's Comprehensive Plan. Development within the District will be required to conform to State Building Codes and will be subject to the City's permitting and inspection procedures. The proposed Plan conforms to all relevant State and local ordinances, plans, and codes. No changes to the existing regulations are proposed or needed.

SECTION 14: Relocation

The City does not expect that the continued implementation of the Plan will cause a need to relocate persons or businesses. In the event relocation becomes necessary at some time during the implementation period, the City will take the following steps and actions as required by Wisconsin Statutes Section 32:

1. Before negotiations begin for the acquisition of property or easements, all property owners will be provided with an informational pamphlet "The Rights of Landowners" prepared by the Wisconsin Department of Administration, and if any person is to be displaced as a result of the acquisition, they will be given a pamphlet on "Relocation Rights" prepared by the Wisconsin Department of Administration.
2. The City will provide each owner a full narrative appraisal, a map showing the owners of all property affected by the proposed project, and a list of all or at least ten neighboring landowners to whom offers are being made.
3. The City will file a relocation plan with the Wisconsin Department of Administration and will keep all records as required in Wisconsin Statutes Section 32.

SECTION 15: Orderly Development of the City

Amendment of the District contributes to the orderly development of the City by providing for the elimination of blighting influences and the redevelopment of underutilized properties along the East College Avenue corridor, and by providing for continued growth in residential, office, and retail development. By improving and maintaining an attractive area for private investment along the corridor, the City will ensure a healthy tax base, job growth/creation and a more vibrant economy.

The Amended Plan is complimentary to the adopted City of Appleton's *Comprehensive Plan 2010-2030* (Comprehensive Plan), specifically Chapter 14 Downtown Plan that identifies the corridor of West College Avenue for reinvestment, rehabilitation and redevelopment. The City's recommendations for this corridor and surrounding downtown sites include the following key strategies as adopted on March 15, 2017 in the updated Comprehensive Plan. These key strategies, and the detailed policies to support these efforts, can be found in the Comprehensive Plan – Chapter 14 Downtown Plan Initiatives Section from pages 335 to 362:

- 1.1 *Continue development of entry features on major routes into the downtown.*
- 1.3 *Implement appropriate streetscaping projects throughout the downtown.*
- 1.5 *Continue to encourage quality urban design throughout the downtown through voluntary measures.*
- 2.2 *Pursue opportunities to attract more artists and arts-related businesses to the downtown.*
- 3.1 *Encourage mixed-use and mid-density residential redevelopment on under-utilized or marginal sites on the edge of downtown.*
- 3.3 *Promote development of neighborhood serving businesses and amenities to meet the basic shopping and service needs of downtown and nearby residents.*
- 3.10 *Promote well-designed transitional areas between higher density development downtown and lower density development in adjacent, largely single-family neighborhoods.*
- 4.1 *Sustain and grow the retail niches which have formed downtown.*
- 4.2 *Identify and aggressively recruit target industries.*
- 4.3 *Protect the existing retail blocks on College Avenue.*
- 4.5 *Facilitate and pursue entrepreneurial business development in the downtown.*
- 4.6 *Create opportunities for smaller offices and business services to locate downtown, including north of College Avenue.*
- 4.7 *Maintain an environment favorable to larger employers in the downtown.*
- 4.8 *Support private sector efforts to redevelop and invest in downtown.*

SECTION 16: List of Estimated Non-Project Costs

Non-Project Costs are public works projects which only partly benefit the District. Costs incurred that do not benefit the District may not be paid with tax increments. Examples of non-project costs are:

- A public improvement made within the District that also benefits property outside the District. That portion of the total Project Costs allocable to properties outside of the District would be a non-project cost.
- A public improvement made outside the District that only partially benefits property within the District. That portion of the total Project Costs allocable to properties outside of the District would be a non-project cost.
- Projects undertaken within the District as part of the implementation of this Project Plan, the costs of which are paid fully or in part by impact fees, grants, special assessments, or revenues other than tax increments.

No improvements to be made within the District will benefit property outside the District. Furthermore, there will be no improvements made outside the District that will only partially benefit the District.

SECTION 17:

Opinion of Attorney for the City of Appleton Advising
Whether the Plan is Complete and Complies with
Wisconsin Statutes 66.1105



LEGAL SERVICES DEPARTMENT

Office of the City Attorney

100 North Appleton Street
Appleton, WI 54911
Phone: 920/832-6423
Fax: 920/832-5962

August 13, 2020

Mayor Jacob A. Woodford
City of Appleton
100 N. Appleton Street
Appleton, WI 54911

Re: Project Plan Amendment for Tax Incremental District No. 11

Dear Mayor Woodford:

Wisconsin Statute 66.1105(4)(f) requires that a project plan for a tax incremental financing district include an opinion provided by the City Attorney advising as to whether the plan is complete and complies with Wisconsin Statute 66.1105. As City Attorney for the City of Appleton, I have been asked to review the above-referenced project plan for compliance with the applicable statutory requirements. Based upon my review, in my opinion, the Project Plan Amendment for the City of Appleton Tax Incremental District No. 11 is complete and complies with the provisions of Wisconsin Statute 66.1105.

Sincerely,

Christopher R. Behrens
City Attorney

Christopher R. Behrens
City Attorney

Amanda K. Abshire
Deputy City Attorney

Darrin M. Glad
Assistant City Attorney

Nicholas VandeCastle
Assistant City Attorney

SECTION 18:
**Calculation of the Share of Projected Tax Increments
 Estimated to be Paid by the Owners of Property in the
 Overlying Taxing Jurisdictions**

The following projection is provided to meet the requirements of Wis. Stat. § 66.1105(4)(i)4. Allocation percentages based on 2019 Statement of Taxes.

<u>Budget</u> <u>Year</u>	<u>Tax Increment</u>	<u>City of Appleton</u> 39.11%	<u>Outagamie</u> <u>County</u> 17.40%	<u>Appleton Schools</u> 38.62%	<u>FVTC</u> 4.87%
2019 (Act.)	162,983	\$ 63,735	\$ 28,363	\$ 62,950	\$ 7,935
2020 (Act.)	34,029	\$ 13,307	\$ 5,922	\$ 13,143	\$ 1,657
2021	52,262	\$ 20,437	\$ 9,095	\$ 20,186	\$ 2,545
2022	454,257	\$ 177,638	\$ 79,051	\$ 175,451	\$ 22,117
2023	2,676,029	\$ 1,046,465	\$ 465,689	\$ 1,033,582	\$ 130,293
2024	2,716,303	\$ 1,062,214	\$ 472,698	\$ 1,049,137	\$ 132,254
2025	2,757,183	\$ 1,078,201	\$ 479,812	\$ 1,064,926	\$ 134,244
2026	2,798,679	\$ 1,094,428	\$ 487,033	\$ 1,080,954	\$ 136,264
2027	2,840,799	\$ 1,110,899	\$ 494,363	\$ 1,097,222	\$ 138,315
2028	2,883,553	\$ 1,127,618	\$ 501,803	\$ 1,113,735	\$ 140,397
2029	2,926,951	\$ 1,144,588	\$ 509,356	\$ 1,130,497	\$ 142,510
2030	2,971,001	\$ 1,161,815	\$ 517,021	\$ 1,147,511	\$ 144,654
2031	3,015,715	\$ 1,179,300	\$ 524,803	\$ 1,164,781	\$ 146,832
2032	3,061,101	\$ 1,197,048	\$ 532,701	\$ 1,182,311	\$ 149,041
2033	3,107,171	\$ 1,215,064	\$ 540,718	\$ 1,200,105	\$ 151,284
2034	3,153,934	\$ 1,233,351	\$ 548,856	\$ 1,218,166	\$ 153,561
2035	3,201,400	\$ 1,251,912	\$ 557,116	\$ 1,236,500	\$ 155,872
2036	3,249,582	\$ 1,270,754	\$ 565,501	\$ 1,255,109	\$ 158,218
2037	3,298,488	\$ 1,289,879	\$ 574,011	\$ 1,273,998	\$ 160,599
2038	3,348,130	\$ 1,309,291	\$ 582,650	\$ 1,293,172	\$ 163,016
2039	3,398,519	\$ 1,328,996	\$ 591,419	\$ 1,312,634	\$ 165,470
2040	3,449,667	\$ 1,348,998	\$ 600,320	\$ 1,332,389	\$ 167,960
2041	3,501,585	\$ 1,369,300	\$ 609,355	\$ 1,352,442	\$ 170,488
2042	3,554,283	\$ 1,389,908	\$ 618,526	\$ 1,372,796	\$ 173,054
2043	3,607,775	\$ 1,410,826	\$ 627,834	\$ 1,393,457	\$ 175,658
2044	3,662,072	\$ 1,432,059	\$ 637,283	\$ 1,414,428	\$ 178,302
2045	3,717,187	\$ 1,453,611	\$ 646,874	\$ 1,435,715	\$ 180,985
Totals	73,600,637	\$ 28,781,641	\$ 12,808,175	\$ 28,427,296	\$ 3,583,527

AUTHORIZED REPRESENTATIVE RESOLUTION
ENVIRONMENTAL IMPROVEMENT FUND

RESOLUTION

By: Appleton Common Council

AUTHORIZED REPRESENTATIVE TO FILE APPLICATIONS
FOR FINANCIAL ASSISTANCE FROM
STATE OF WISCONSIN ENVIRONMENTAL IMPROVEMENT FUND

WHEREAS, it is the desire of the City of Appleton, Wisconsin, a municipal corporation, to file several applications for state financial assistance for its Water Utility Infrastructure under the Wisconsin Environmental Improvement Fund (ss.281.58, 281.59, 281.60 and 281.61, Wis. Stats.);

WHEREAS, it is necessary to designate a representative for filing said applications;

NOW, THEREFORE, BE IT RESOLVED, by the Common Council of the City of Appleton that the Finance Director is hereby appointed as the authorized representative for the City of Appleton for the purpose of filing these applications, and that the representative is further authorized and empowered to do all things necessary in connection with said applications.

Adopted: July _____, 2021

City of Appleton, Wisconsin

Jacob A. Woodford, Mayor

Kami Lynch, City Clerk



MEMO

TO: Municipal Services Committee

FROM: Paula Vandehey, Director of Public Works
Nathan Loper, Deputy Director Operations

DATE: June 17, 2021

SUBJECT: **Additional information pertaining to proposed changes to DPW operations, along with proposed MODIFIED plan.**

Following is additional information as requested by the members of the Municipal Services and Utilities Committees regarding the Department of Public Works proposed changes to operations, along with a proposed MODIFIED plan:

1. Under the proposed plan, will there be a designated week once a month residents will get brush collection?

Yes, there would be a designated week each month May through November, plus 4 weeks in April.

2. Could a second brush collection be scheduled for October or November like April has?

Only if we don't collect overflow since this is the same truck and crew picking both items.

3. If we don't do the monthly yardwaste collection as proposed between the spring and fall collections, what would this staff be assigned to do?

They would be picking bulky items if not picking brush. See Modified Plan at end of memo.

4. What if we find that monthly yard waste pickup volumes wane substantially during the late summer? Would/could we reduce that offering and if so, what impact might that have on staff, equipment and any additional costs or savings?

Our determination is this collection will be fairly consistent all season, which is what other communities have experienced. This allows customers to do their trimming and yard work on their own schedule. If the volume turns out to be really low, we could pull the crew off towards the end of the week and assign them to other tasks.

5. What are the impacts if we do not change our method of leaf collection?

Our Stormwater Management Permit through the Wisconsin Department of Natural Resources (WisDNR) requires that we develop a plan to reduce our phosphorus load to ultimately meet our Total Maximum Daily Load Target per drainage area or “reachshed.” Each reachshed has a different target as established by WisDNR (see attached Exhibits 1 & 2). One method to help us work towards meeting our target goal is to collect leaves from the terrace instead of placing them in the street. If we continue to collect our leaves as we are, then we will need to find additional ways to work towards meeting our target goal.

Because phosphorus causes excessive algae growth which can destroy other life forms found in our waterways, we should do everything we can as a community to help keep our waterways clean and healthy.

6. For leaf pickup, do we incur any additional costs anywhere for not being in compliance with the DNR on our phosphorus levels?

No. Our permit requires us to show a plan towards continuous improvement. Converting to terrace collection versus street collection is part of our current City-Wide Stormwater Management Plan update being developed at this time. However, not showing continuous improvement could reduce our grant opportunities.

7. Does WisDNR have any programs to help with the costs of going away from putting leaves in the road?

None that we are aware of. However, we continuously apply for WisDNR grants as they become available so we will watch for any opportunities for funding.

8. For 2022 and the next few years, will leaf collection be a hybrid claw and vacuum collection until all of the proposed vacuum units are purchased?

Yes, we anticipate a 5-year phase in plan to convert entire City to vacuum collection.

9. How do the CEA payments come into play for each of the years of equipment purchase? Does that mean the CEA contributes that much from its budget toward those purchases?

CEA payments are from stormwater budget to CEA to fund the next leaf collection unit(s).

<u>Year</u>	<u>Equipment Purchases</u>	<u>CEA Payments</u>	<u>Total Cost</u>
2022	\$325,000	\$95,400	\$420,400
2023	\$365,000	\$60,240	\$425,240
2024	\$435,000	\$60,660	\$495,660
2025	\$450,000	\$62,856	\$512,856
2026	\$300,000	\$43,344	\$343,344

10. The purchase prices vary for each of the five years of proposed buying. Is that due to differing amounts of equipment purchased in each of those years?

We are purchasing different types and amounts of equipment throughout the 5 years. To save money, we are converting our old automated garbage trucks for the first 6 units. Then we plan to purchase 2 roll-off units for our 2 roll-off trucks and then will purchase trailer units after that.

11. What happens to the claw attachments when we no longer need them for leaf collection? Do we sell them or do they have other uses?

We will continue using these for cleaning up large amounts of storm debris, large Christmas trees in January and may pick some larger leaf piles off the terrace with them.

12. Would the cost of having people bag their leaves and having staff pick up those bags be higher or lower than the cost of vacuuming them off the terrace?

Cost would be lower since we would not have to purchase and maintain the leaf vacuum equipment. The process of collection would be slower since it would be a manual collection and we only have 3 trucks to load the bags into. We would only be able to do 2 rounds instead of 3 per year.

13. Can you guess how much of fall leaf collection is actually not debris the vacuum could collect?

We currently only keep track of the volume of leaves collected. We estimate less than 10% of the volume collected is not leaves.

14. Any concerns about some debris being just large enough to be sucked in and damage the equipment?

No, if the vacuum can lift it, it will make it into the truck.

15. Would there be additional savings if the City only collected leaves in fall and residents hauled other yardwaste to the sites?

There would not be realized savings as we would assign this staff to other tasks.

16. What would be the cost to continue clearing all crosswalk locations?

The additional cost to clear all crosswalk locations on our list (which is a small percentage of the crosswalks citywide) would be \$100,650 for 4 part-time employees and associated trucks and snow blowers. This would be a very challenging option as part-time, reliable labor is extremely difficult to find at this time.

17. What would be the additional cost to keep status quo with sidewalk snow removal and bulky overflow?

If we don't change bulky item collection and continue this service in the winter, we won't have a crew to clear the 18 miles of sidewalks during the winter months (December through March). If we continue picking these items (bulky items, appliances, metal, non-compliance piles, etc.) during the winter months, we need to add 2 additional employees during the winter.

- Cost for labor is \$60,000. This is in addition to the \$100,650 for clearing crosswalks
- Challenges with hiring, retaining and training part-time staff, especially for operating this larger equipment and needing to be available 24/7 all winter.

18. How will Valley Transit handle snow removal at the bus shelters?

We discussed the change with Valley Transit and they will address the snow removal as they deem most appropriate for their operations.

19. Does WisDNR ding us at all for salt in the storm water?

No. However, as part of our Stormwater Permit, we are required to report the amount of salt, brine, etc. we use monthly, and to document that our salt applying machinery is calibrated. As you can see from the attached Exhibit 3, we are doing a great job of reducing salt usage over the past 20 years.

20. Has the City looked into using beet juice instead of road salt?

Yes, the City has researched the use of beet juice. Because there is not a local supply, the product is more expensive and not any more effective than road salt.

21. What would be the anticipated cost comparison if we hired a contractor for the snow removal services and paid them a guaranteed amount regardless if there is snow to remove or not?

Because this option relies on receiving quotes (and we have not had any competition in over 20 years) it is difficult to estimate a cost. However, our current contract for snow removal services has a laborer (shoveling) rate of \$54.47/hour and a snowblower rate of \$84.99/hour (see attached Exhibit 4 for entire list of costs). In comparison, the top end hourly rate for our Operator II's is \$32.10.

In addition, a significant benefit of paying City staff is we get other work tasks (tree trimming, street maintenance, etc.) accomplished versus paying a contracted service to stay home.

22. Is staff considering increasing the fines for non-snow removal compliance?

No, we are not considering any changes at this time.

23. How much overflow do we collect in a year?

2018 -- 1374 tons (2,748,000 pounds)

2019 -- 1420 tons (2,840,000 pounds)

2020 -- 1631 tons (3,262,000 pounds)

24. Why did DPW settle on a \$10 charge vs. \$5 or \$20 for example?

This seemed like a minimal expense to get rid of a large item. It is half the cost of a trailer rental and less than someone would pay to dispose of an old mattress with a furniture delivery. \$5 did not seem like it would deter enough people. \$20 seemed too high.

25. The bulky item collection fee of \$10 per item is a common amount for other communities to charge, but do we know why they charge \$10? Is it related to their costs to provide the service or just a number that a number of places picked because it was more than zero but small enough to not be too punitive?

The \$10 fee does not come close to covering our costs, but it is an amount to promote finding alternatives to throwing the items away without the cost becoming unaffordable.

26. How will DPW administer the \$10 bulky item fee?

Customer will call our office to pay for and schedule the collection. Our front office staff will enter this into our sanitation app and our collection crew will see the paid customer addresses on their field iPad.

27. Do we expect to see the proposed \$10 fee reduce the amount of items we will collect?

Yes, that is the desired outcome. We can't collect the current annual volume in fewer collections, so we need to incentivize people into finding other means of re-use or collection instead of putting items out for us to collect and bring to the landfill.

28. In the memo, you stated that the collection fee for non-compliant items will be \$250. But in the chart it shows \$2,500. Just wanted to clarify which one it is.

The chart shows the anticipated revenue of \$2,500. We are only estimating 10 collections at the \$250 rate.

29. Currently DPW allows residents to drop off garbage/bulky items at the Glendale yard waste site. But if residents can load it up and haul it to the yard waste site, why not just make them go a mile further and take to the landfill? Wouldn't that save DPW some staff work and wear on equipment?

This would save us about 4 hours per week hauling dumpsters. The equipment is operated daily so it would still be utilized. Also, the County landfill drop-off hours are very limited.

30. What would be the additional costs if we don't change our bulky overflow collection and also collect yardwaste April through November?

The additional cost would be \$192,000. \$152,000 for 2 employees and \$40,000 for truck operation and maintenance. We already have a rear load truck that could be used so no new equipment needed.

In addition to cost, the goal of reducing tonnage going to the landfill will most likely not be realized as there is no incentive to change behavior.

31. What would be the ramifications of keeping bulky overflow status quo and only collecting yard waste in spring and fall?

We would not have the necessary staff to insource the sidewalk snow removal services. See question 17 above.

32. Is there a way to create a tiered system for non-compliance overflow fees?

A tiered system for fees would be difficult to manage and administer, and would add additional trips to the property to check on compliance for the next step in the tier. We also recommend the non-compliance fee to be high enough to promote compliance. One option would be to give the property owner one week to come into compliance after the "Oops" notice was issued instead of 48 hours.

33. For bulky item collection, if we were to not do yard waste pick up at all, would we be able to keep collecting bulky items as we do today?

See Modified Plan described at end of this memo.

Based on the questions and feedback received regarding our Proposed Plan, we have developed a Modified Plan that includes the following elements (See Exhibit 5 for comparison of plans):

- Offer free overflow April through September, opposite of each recycling week (vs. monthly April through November for a \$10 fee)
 - Max of 2 items per collection (approved items only as highlighted on Exhibit 6)
 - No move outs
 - No bulky collection October and November to allow this crew to pick yard waste
 - No bulky collection December through March to allow this crew to assist with snow removal
- Brush and yard waste collection 4 weeks in April
 - Must be bagged and bundled properly
- Brush and yard waste collection for all weeks of fall leaf collection
 - Each customer should get 3 rounds of collection, the same week as their leaves
 - Must be properly bagged and bundled
 - No pumpkins – must go in black garbage cart

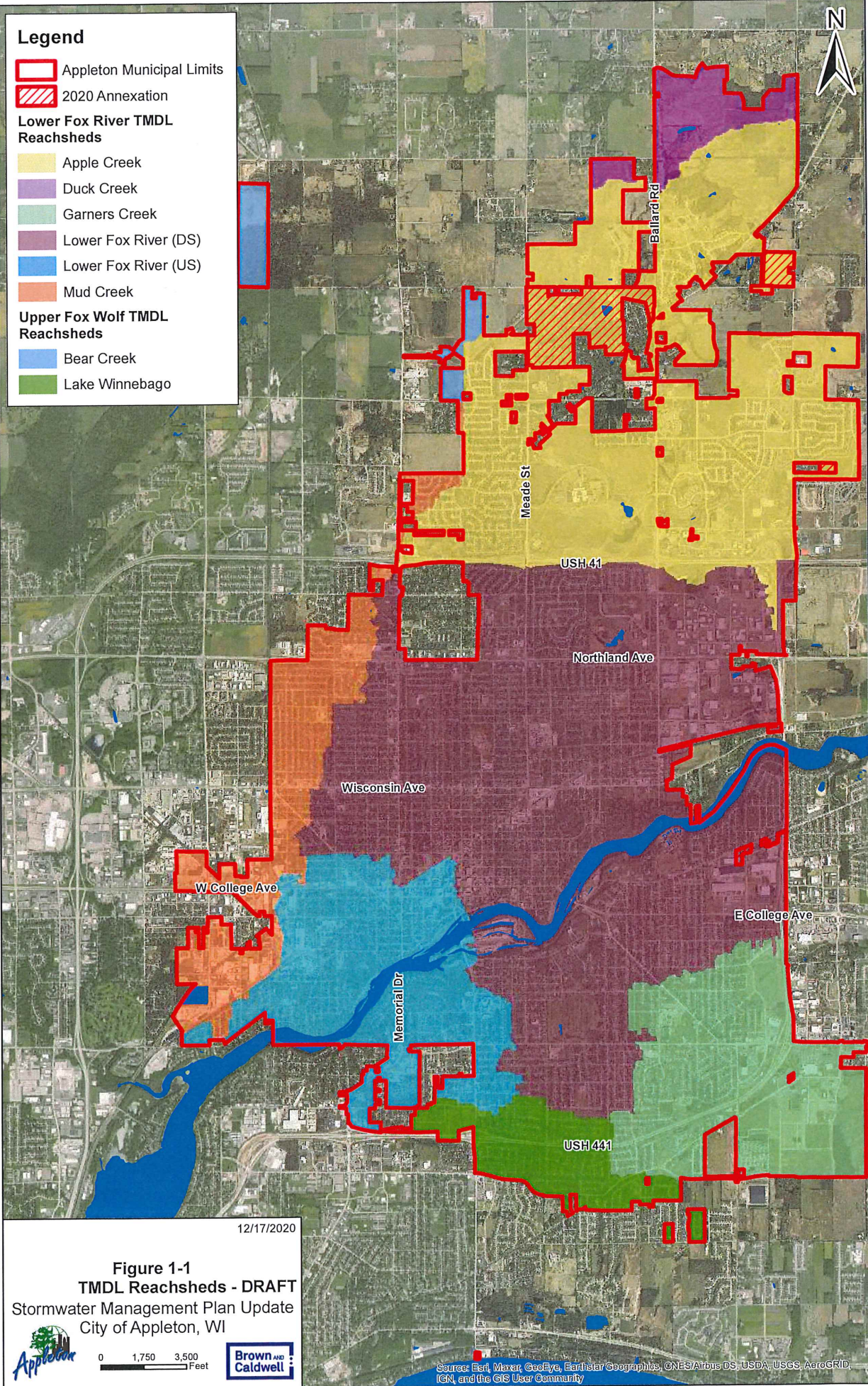


Table 3-8. With-Controls TP Reduction Results - DRAFT
 Stormwater Management Plan Update
 City of Appleton, WI

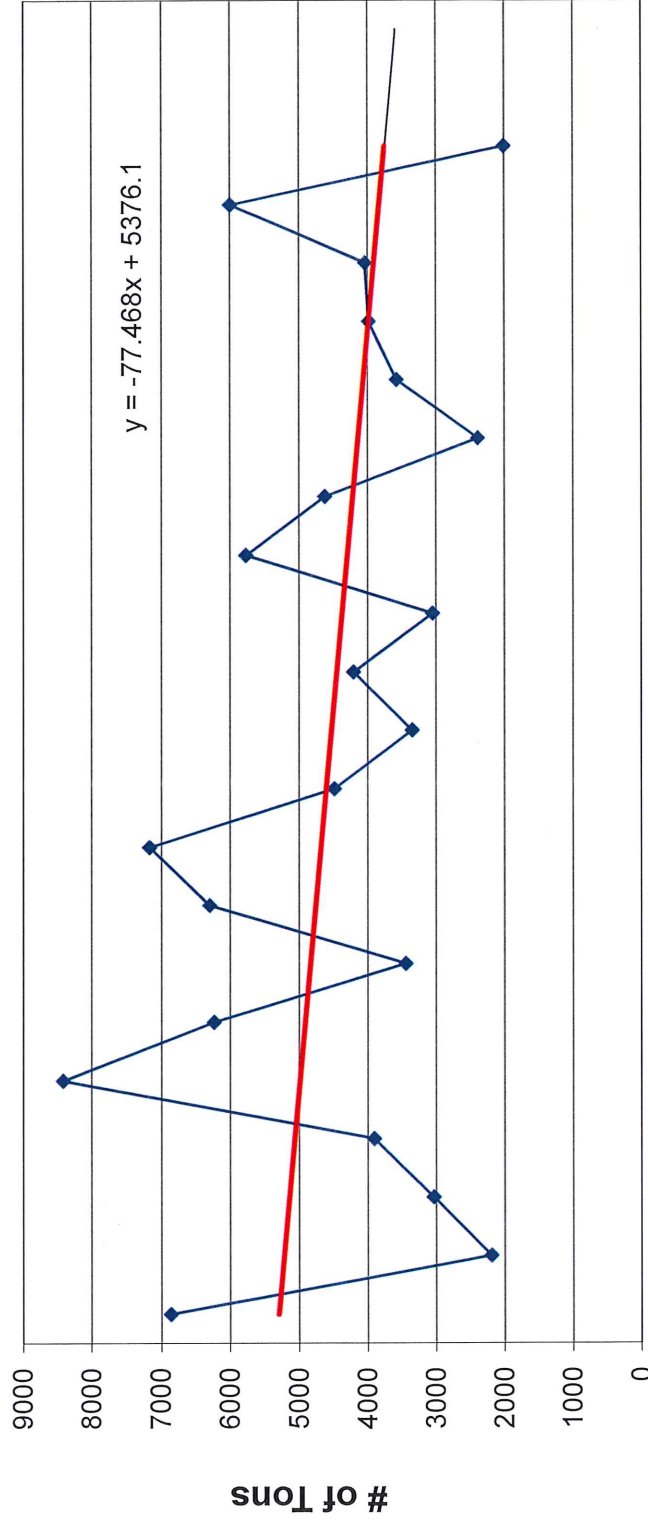
Reachshed	GIS Name	Total Treated Area (acres)	Lower Fox River TMDL				With-Controls TP Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)	Is TP Load Reduction Target Met?
			No-Controls TP Load (tons/year)	With-Controls TP Load Reduction (tons/year)	With-Controls TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)				
	Apple Creek	3,388	2,277.2	1,107.9	40.5%	48.6%	Yes			
	Duck Creek	57	33.7	16.4	40.5%	48.5%	Yes			
	Garners Creek	1,576	1,280.0	717.3	68.6%	56.0%	No			
	Lower Fox River Mainstem (DS)	5,966	5,015.6	1,179.9	40.5%	23.5%	No			
	Lower Fox River Mainstem (US)	1,506	1,281.0	168.5	40.5%	13.2%	No			
	Mud Creek	1,055	868.0	326.5	48.2%	37.6%	No			
Totals		13,548	10,755.5	3,516.3		32.7%				
Upper Fox-Wolf TMDL										
Reachshed	Total Treated Area (acres)	No-Controls TP Load (tons/year)		With-Controls TP Load Reduction (tons/year)	TMDL Target TP Load Reduction %	With-Controls TP Reduction % (compared to no-controls total load)	Is TP Load Reduction Target Met?			
		No-Controls TP Load (tons/year)	With-Controls TP Load Reduction (tons/year)							
	137	46.9	5.4	85.6%	11.4%	No				
	586	456.1	98.3	85.6%	21.6%	No				
Totals	723	503.0	103.7		20.6%					

<u>YEAR</u>	<u>TONS</u>
2000	6862
2001	2194
2002	3041
2003	3906
2004	8424
2005	6231
2006	3442
2007	6293
2008	7166
2009	4484
2010	3349
2011	4205
2012	3051
2013	5767
2014	4621
2015	2383
2016	3575
2017	3979
2018	4034
2019	5994
2020	2002

TOTAL = 95003

Average : 4524.0

Appleton's Salt Usage History



Years 2000- 2020
20+% Reduction

9/8/2017

PROPOSAL SIDEWALK & CROSSWALK SNOW REMOVAL SERVICES

Description	WINTER 2017-2018	WINTER 2018-2019	WINTER 2019-2020	WINTER 2020-2021	WINTER 2021-2022
*Tractor/Skid Steer	\$ <u>87.14</u> /hr.	\$ <u>88.88</u> /hr.	\$ <u>91.54</u> /hr.	\$ <u>93.00</u> /hr.	\$ <u>96.00</u> /hr.
*Snowblower	\$ <u>72.10</u> /hr.	\$ <u>73.54</u> /hr.	\$ <u>75.74</u> /hr.	\$ <u>77.94</u> /hr.	\$ <u>84.99</u> /hr.
*Tri-Axle Dump Truck	\$ <u>67.50</u> /hr.	\$ <u>68.90</u> /hr.	\$ <u>72.00</u> /hr.	\$ <u>75.00</u> /hr.	\$ <u>76.00</u> /hr.
*Salt Truck	\$ <u>86.50</u> /hr.	\$ <u>88.50</u> /hr.	\$ <u>90.50</u> /hr.	\$ <u>92.00</u> /hr.	\$ <u>94.00</u> /hr.
Laborer (Shoveling/Flagging)	\$ <u>48.41</u> /hr.	\$ <u>49.96</u> /hr.	\$ <u>51.35</u> /hr.	\$ <u>52.89</u> /hr.	\$ <u>54.47</u> /hr.
Foreman	\$ <u>58.71</u> /hr.	\$ <u>60.47</u> /hr.	\$ <u>67.21</u> /hr.	\$ <u>64.07</u> /hr.	\$ <u>65.99</u> /hr.
Pickup Truck Miles	\$ <u>.92</u> /mile	\$ <u>.94</u> /mile	\$ <u>.96</u> /mile	\$ <u>.98</u> /mile	\$ <u>1.00</u> /mile

* Hourly rates including operator

OTHER EQUIPMENT

<u>V-Plow Truck</u> (Description)	\$ <u>75.21</u> /hr.	\$ <u>77.46</u> /hr.	\$ <u>79.46</u> /hr.	\$ <u>81.46</u> /hr.	\$ <u>83.90</u> /hr.
<u>Skidsteer/Blower</u> (Description)	\$ <u>79.93</u> /hr.	\$ <u>82.32</u> /hr.	\$ <u>84.50</u> /hr.	\$ <u>87.50</u> /hr.	\$ <u>89.50</u> /hr.
_____ (Description)	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.	\$ _____ /hr.

BIDDER: Lake Shore Cleaners, Inc.
 MAILING ADDRESS: 4623 N. Richmond St.
 PHYSICAL ADDRESS: " "
 CITY, STATE, ZIP: Appleton, WI 54913
 BY: [Signature]
 PRINT: Ronald G. Wolff, Jr.
 TITLE: President
 TELEPHONE: 920-734-0757
 FAX: 920-830-2822
 DATE: 9-8-17

CITY OF APPLETON

DEPARTMENT OF PUBLIC WORKS

Addendum #1 [Signature]

Department of Public Works Proposed Operational Changes

6/16/2021

	CURRENT	PROPOSED	MODIFIED
January	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
February	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
March	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal
April	Spring Yard Waste Dates TBD Free Bulky Overflow	Weekly Yard Waste Once/Month Bulky \$10/item	Spring Yard Waste Dates TBD Every Other Week Bulky 2 Items FREE
May	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
June	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
July	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
August	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
September	Free Bulky Overflow	Once/Month Yard Waste Once/Month Bulky \$10/item	Every Other Week Bulky 2 Items FREE
October	Yard Waste & Leaves Free Bulky Overflow	Previously Contracted Snow Removal Once/Month Yard Waste plus Leaves Once/Month Bulky \$10/item	Previously Contracted Snow Removal Every Other Week Yard Waste & Leaves
November	Yard Waste & Leaves Free Bulky Overflow	Previously Contracted Snow Removal Once/Month Yard Waste plus Leaves Once/Month Bulky \$10/item	Previously Contracted Snow Removal Every Other Week Yard Waste & Leaves
December	Free Bulky Overflow	Previously Contracted Snow Removal	Previously Contracted Snow Removal

Municipal Collection Services Comparison Chart

Exhibit 6

Community	Trash Collector	Method	Curbside Overflow Bagged Trash Policy	Curbside Bulky Item Policy	Items Collected	Items Not Collected	Non-Compliance Collections	Bulky Waste Drop-off Center	Curbside Brush & Yard Waste Collection
Appleton - Current	City	Automated	Yes, \$4.00 disposal sticker must be affixed to each bag taken	Yes, collected bi-weekly on regular garbage day; opposite week of recycling. Fee for appliance collection. No construction or contractor debris.	Large items that don't fit in cart.	Pool tables, pianos, other very heavy items	\$75	Yes	Spring & Fall
Appleton - Proposed	City	Automated	Yes, \$4.00 disposal sticker must be affixed to each bag taken	Monthly, April through November. 5 items max per month. \$10 per item, paid and scheduled in advance.	Typical home furniture, recliner, couch, bed frames, doors (not patio), stands, TV carpets (cut to 4 feet and bundled), small metal (4 foot or less), tires. Weigh less than 50 pounds.	Appliances, electronics mattresses, sofa sleepers, construction/remodeling/building materials, glass doors, bay windows, hot tubs, pools, trampolines, exercise equipment, basketball hoops, tractor tires.	\$250	Yes. Appliances, metal, garbage, tires and recycling accepted.	Monthly, April through November. No grass collected curbside.
DePere	City	Automated	Yes, extra bags taken outside the cart during traditional holiday weeks. Rest of year, \$2.00 overflow tag must be affixed to each bag taken.	Yes, 1 week in June and 1 week in September. Must schedule and pay fee for collection other 50 weeks of the year. Charges vary, minimum \$40 fee.	Furniture, carpet, doors, metal, windows, doors.	Construction materials and debris, iron appliances, bagged trash.	No	Yes	3 times per year: May, July, and October. No fee. Must schedule and pay fee for collection rest of the year. Charges vary, minimum \$40 fee.
Eau Claire	Contractor	Property owner required to contract individually with approved waste hauler	Per individual contract with waste hauler.	Must contact and pay private hauler	Must contact and pay private hauler	Must contact and pay private hauler	Must contact and pay private hauler	No	Yardwaste collected 1 week in May and 1 week in November. 10 bags free, then \$2.50/bag. No brush collected.
Fond du Lac	City	Automated	Bags outside cart are only collected as bulky items for a minimum \$40 fee.	Yes, \$40 minimum charge plus charges for appliances, tires, etc. Extra charges for non-scheduled items.	Appliances, furniture, bagged trash	Tires and iron require additional fee.	No	Yes	Fall only. Small amounts of plant material only. No grass, brush, fruits or vegetables collected.
Grand Chute	Contractor	Automated	No bags outside of cart will be collected.	4 collections per year provided by private hauler.	Furniture, carpet (4 sections), tables.	Appliances, construction materials, bagged trash.	No	No	Brush chipping 1 week in May and September. No grass or yard waste collected.
Green Bay	City	Automated	Yes, up to 4 extra bags taken outside the cart during 4 scheduled weeks per year.	Yes, 2 scheduled weeks per year, 2 CY max. Other 50 weeks of the year, \$80 minimum charge per trip up to \$240.	Furniture (indoor & outdoor), metal objects, etc.	Appliances, construction/remodel materials (including carpet), move out debris	\$240	Yes, 2 drop-off centers. No fee. No construction or contractor debris.	Spring & Fall. No grass collected.
LaCrosse	Contractor	Automated	Yes, must schedule. Fees apply.	Once per year in Spring. 5 items max. Other weeks must contact and pay private hauler.	Furniture, etc.	No appliances or construction materials.	No	No	Contract individually with private hauler, if want the service. Brush collected one week in the spring.
Menasha	City	Automated	Yes, \$1.00 overflow sticker must be affixed to each bag collected	Yes, each residential property gets 5 bulky item tags per year. Additional tags cost \$15 each. Freon appliance collection is \$15.	Large items or bags of trash with stickers.	NA	No	No	Brush collected monthly. Yardwaste collected in the Spring & Fall. Must use paper bags. Grass collected.



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MEMO

TO: Human Resources Committee

FROM: Paula Vandehey, Director of Public Works *PAV*

DATE: July 6, 2021

SUBJECT: Request to Over Hire – Public Works HVAC Inspector

The Department of Public Work’s current Table of Organization includes eight Building Inspectors. We recently received notification that one of our Inspectors is planning to retire September 1, 2021, after 37 years of service with the City.

This position conducts over 1,000 inspections and issues over 800 HVAC permits annually. The position is also responsible for HVAC plan review and is a consultant to prospective developers.

In order for us to have a successful transition of the duties, we acknowledge the City would greatly benefit from having the incumbent transfer their significant institutional knowledge over a 30 day over hire period of the Inspector position.

The financial impact for this proposal is approximately \$8,000. Sufficient 2021 salary dollars will be available to accommodate this overlap based on the expected lower salary of the new hire and other vacancies throughout the Department.

C: Jay Ratchman, Human Resources Director
Kurt Craanen, Inspections Supervisor



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Human Resources Department
100 N. Appleton Street
Appleton, WI 54911
Phone: (920) 832-6455
Fax: (920) 832-5845

To: Human Resources/IT Committee and Common Council Members

From: Jay Ratchman, Interim Human Resources Director

Date: July 7, 2021

Re: Recommendation for Worker's Compensation Third Party Administration

A request for proposal for our worker's compensation third party administration (TPA) services was recently completed. After our review of these proposals, it is our recommendation that the City of Appleton switch TPA services from our current vendor (Convergent Claim Administration Services) to the Cities and Villages Mutual Insurance Company (CVMIC). If approved, this transition would take place on September 1, 2021.

CVMIC specializes in providing liability insurance and risk management services to Wisconsin Cities and Villages ranging in population from 2,500 to over 100,000. The City of Appleton already has a strong relationship with CVMIC, and this would be an expansion of that relationship. CVMIC was the lowest cost provider that bid in the RFP process, and we are very confident CVMIC will do a great job handling our workers compensation TPA services.

Please contact me if you have any questions regarding the recommendation.

	Convergent 2022 Fee Per Claim	CVMIC 2022 Fee Per Claim	SFM 2022 Fee Per Claim	Corvel 2022 Fee per Claim	5 Year Avg - COA	Convergent Totals	CVMIC Totals	SFM Totals	Corvel Totals
Indemnity (Lost Time)	\$840	\$790	\$1,020	\$1,400	7	\$5,880	\$5,530	\$7,140	\$9,800
Medical (Over 1,500)	\$350	\$126	\$153	\$195	12	\$4,200	\$1,512	\$6,579	\$2,340
Medical (Under 1,500)	\$130	\$126		\$195	31	\$4,030	\$3,906		\$6,045
						\$14,110	\$10,948	\$13,719	\$18,185
								\$6,069	
									\$19,788

Min Fee - Max Fee
MMHR Reporting Fee
RMIS Information

\$15,000 - ?
\$500 per year
Avail. @ some point. - No Fee?

\$14,000 - \$24,000
\$0
Origami - No Fee

\$3,000-\$30,000
\$15 per claim
\$500 per user

\$20,000 +
0
\$2,500 (5 users)

*SFM - Medical only claims that exceed \$2,500 in paid medical costs will be billed the difference between the Lost Time Claim fee and the previously charged medical - only fee. Note: Over the past 5 years, we average

about 7 medical claims per year that exceeded \$2,500 in medical costs. Based on SFM's proposal, I estimate this would result in an additional fee of \$6,069 from SFM.



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Human Resources Department
100 N. Appleton Street
Appleton, WI 54911
Phone: (920) 832-6455
Fax: (920) 832-5845

To: Human Resources/IT Committee and Common Council Members

From: Kami Lynch, City Clerk *KL*
Jay Ratchman, Interim Human Resources Director *JMB*

Date: July 7, 2021

Re: Change in Election Positions

The seasonal election positions are currently compensated in accordance with the 2021 Seasonal/Recreation Pay Schedule. We are recommending that all election positions in this pay plan move to a fixed hourly rate versus a step rate increase based on anniversary. Employees in these positions might work none to several elections during a year, so providing a step increase based on anniversary year does not always make sense. Moving to a fixed rate eases administration and provides a more equitable means to compensate our employees in these positions.

Our recommendation is to move the Chief Election Inspector and Chief Election Inspector (co-chief) to a fixed rate of \$12.74/hour and the Election Inspector to a fixed rate of \$9.80/hour.

One final change is to delete the Election Technician position currently in grade 7. We no longer staff for that position.

We are not requesting additional funds in 2021 to make these changes. Had we made these changes prior to the April 2021 election, the total cost increase for that election would have been \$1,276.

Please contact us if you have any questions regarding these recommendations.

2021 SEASONAL/RECREATION PAY SCHEDULE

WIAA Certified Sports Officials	\$25.88 per game	Chief Election Inspector - \$12.74 per hour
Certified Fitness Instructor	\$25.88 per class	Chief Election Inspector (co-chief) - \$12.74 per hour
Background Investigator	\$28.97 per hour	Election Inspector - \$9.80 per hour


PAY GRADE	1st Year	2nd Year	3rd Year	4th Year
GRADE 8	\$15.37	\$15.99	\$16.62	\$17.22
Adult Sport Official (non-certified) <i>Adult Flag Football</i>				
Youth Sport Official III				
Recreation/Sports Instructor III (non-certified) <i>Adult Fitness Instructor (Zumba, Outdoor Bootcamp)</i>				
Activity Coordinator III <i>Assistant Clubhouse Supervisor</i> <i>Playground Coordinator</i>				
GRADE 7	\$13.49	\$14.11	\$14.73	\$15.37
Code Compliance Inspector				
Activity Coordinator II <i>Assistant Playground Coordinator</i>				
Recreation/Sports Instructor II <i>Dance Instructor</i> <i>Preschool Instructors (Jr. Clubhouse, Teacher and Me)</i> <i>Adult Instructor (Spanish, Special Events)</i>				
Facility Manager III				
Pool Manager				
Election Technician				
GRADE 6	\$12.66	\$13.29	\$13.92	\$14.51
Lifeguard III/Swim Instructor				
Concession Manager				
GRADE 5	\$11.89	\$12.49	\$13.11	\$13.73
Engineering Aide-Inspection/drafting survey				
Engineering Aide-Traffic				
Activity Coordinator I <i>Youth Sports - Assistant Coordinator</i>				
Facility Manager II <i>League Facility Supervisor</i> <i>Director of Instruction-Swim Lessons</i> <i>Scheig Center Attendant</i> <i>Maintenance Lead Outdoor Pools</i>				
Recreation/Sports Instructor I <i>Bike Safety Instructor</i> <i>Camp Instructor (Tennis, Soccer, Baseball, Golf, Sports Exploration)</i>				
Youth Sport Official II				
Lifeguard II/Swim Instructor				
GRADE 4	\$10.84	\$11.44	\$12.07	\$12.74
Laborer				
Program Activity Leader II <i>Camp Supervisor</i> <i>Playground Leader</i>				
Facility Manager I <i>Clubhouse Attendant</i> <i>Facility Supervisor-Winter Recreation Center</i>				
Student Intern				
Lifeguard/Swim Instructors				
GRADE 3	\$9.80	\$10.39	\$11.04	\$11.74
Program/Activity Leader I <i>Assistant Dance Instructor</i>				
Customer Service Associate <i>Outside Operations (Golf)</i> Pool Cashier, Concessionaire				
Youth Sports Official I Chief Election Inspector Chief Election Inspector (co-chief)				
GRADE 2	\$8.88	\$9.18	\$9.51	\$9.80
Election Inspector				
GRADE 1	\$8.27	\$8.39	\$8.52	\$8.65
Scorekeeper <i>Basketball</i> <i>Flag Football - Youth and Adult</i>				
Attendant/Grounds Personnel <i>Concessions/Beverage Cart</i> <i>Water Slide Attendant</i> Grounds Personnel				



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OFFICE OF THE MAYOR

Jacob A. Woodford
100 North Appleton Street
Appleton, Wisconsin 54911
Phone: (920) 832-6400
Email: Mayor@Appleton.org

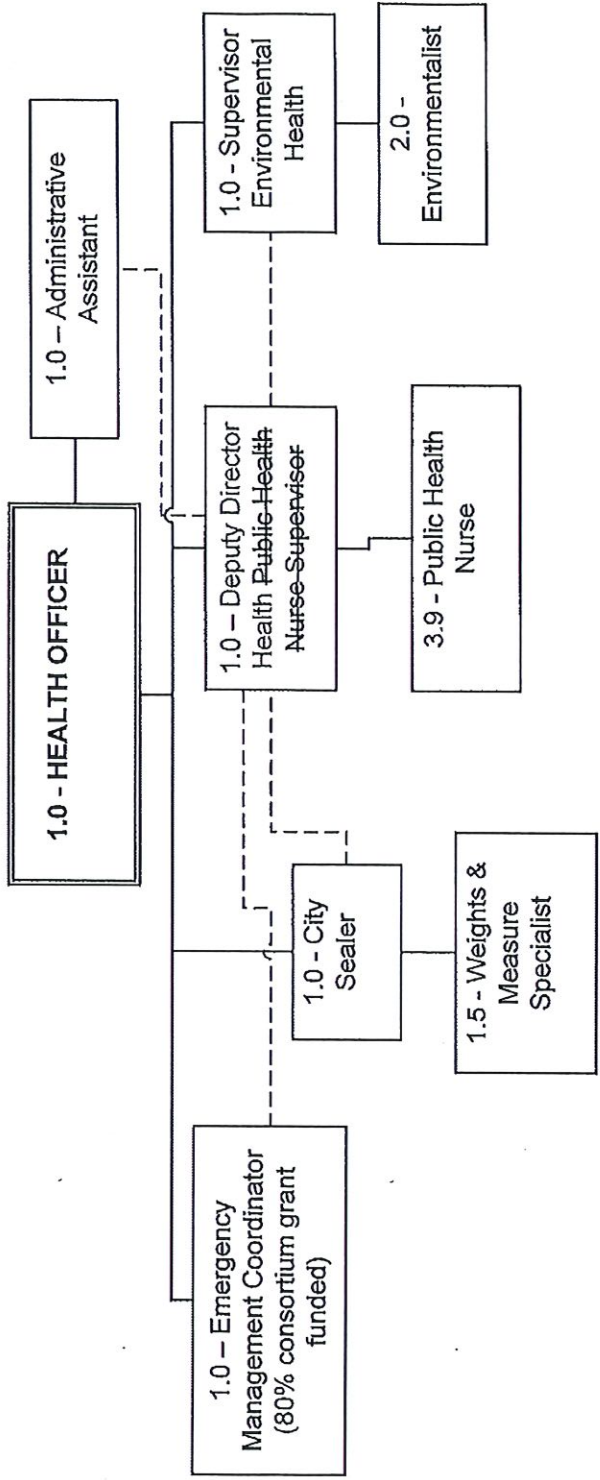
TO: Human Resources & Information Technology Committee
FROM: Mayor Jacob A. Woodford 
DATE: June 1, 2021
RE: Request to Change Health Department Table of Organization

The Health Department Table of Organization was recently reviewed by retiring Health Officer Kurt Eggebrecht, Interim Human Resources Director Jay Ratchman, and myself. This review was initiated as we began planning for the interim leadership that will be critical after Health Officer Eggebrecht's retirement on June 4, 2021. The Table of Organization does not currently include a Deputy Director structure and we believe that will be an essential need now and in the future.

It is my intent to restructure the Health Department to change the current Public Health Nurse Supervisor position (paygrade M) to a Deputy Director Health position (paygrade P). This change in structure positions the department to have someone serve in the absence of a Health Officer and it supports the City's succession planning process. Additionally, this change more closely aligns with how other City departments are structured.

The Health Department budget will allow for this additional cost for the remainder of 2021.

Thank you for your consideration of this proposed Table of Organization change. Please feel free to contact us with any questions you may have regarding this request.



Draft 5-18-2021

37-21

**AN ORDINANCE AMENDING THE
COMPREHENSIVE PLAN FOR THE
CITY OF APPLETON.**

The Common Council of the City of Appleton does ordain as follows:

Section 1: The Comprehensive Plan 2010-2030 Future Land Use Map for the following area of the city be amended as follows:

#1-21: For land generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41, also identified as Tax Id #31-6-4500-01, from Public/Institutional land use to Commercial land use.

LEGAL DESCRIPTION:

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.

Section 2: This ordinance shall be in full force and effect from and after its passage and publication.

38-21

AN ORDINANCE AMENDING CHAPTER 23 OF THE MUNICIPAL CODE OF THE CITY OF APPLETON AND THE OFFICIAL ZONING MAP WHICH IS A PART THEREOF, BY MAKING THE FOLLOWING CHANGES IN THE DISTRICT AS NOW PROVIDED.

(City Plan Commission – 7/21/2021)

The Common Council of the City of Appleton does ordain as follows:

Section 1: That Zoning Ordinance, Chapter 23 of the Municipal Code of the City of Appleton and the Official Zoning Map, which is a part thereof, is amended by making the following changes:

To rezone the subject parcel generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41 (Tax Id #31-6-4500-01), including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41, from P-I Public Institutional District and AG Agricultural District to C-2 General Commercial District. (Rezoning #5-21 – Pathways Church Inc., Owner / Commercial Horizons Inc., Applicant)

LEGAL DESCRIPTION:

Lot 2, Certified Survey Map 8072, City of Appleton, Outagamie County, Wisconsin. Including the adjacent one-half (1/2) right-of-way of North Alvin Street and Interstate 41.

COMMON DESCRIPTION:

Generally located along North Alvin Street, south of West Evergreen Drive and north of Interstate 41

Section 2: This Ordinance shall be in full force and effect from and after its passage and publication, and upon its passage and publication the Director of Community and Economic Development is authorized and directed to make the necessary changes to the Official Zoning Map in accordance with this Ordinance.

39-21

AN ORDINANCE AMENDING CHAPTER 23 OF THE MUNICIPAL CODE OF THE CITY OF APPLETON AND THE OFFICIAL ZONING MAP WHICH IS A PART THEREOF, BY MAKING THE FOLLOWING CHANGES IN THE DISTRICT AS NOW PROVIDED.

(City Plan Commission 7/21/2021)

The Common Council of the City of Appleton does ordain as follows:

Section 1: That Zoning Ordinance, Chapter 23 of the Municipal Code of the City of Appleton and the Official Zoning Map, which is a part thereof, is amended by making the following changes:

To rezone lands located at 2700 East Calumet Street (Tax Id #31-4-5880-00), including the adjacent one-half (1/2) right-of-way of East John Street and East Calumet Street from PD/C-2 Family Video Planned Development General Commercial District #23-99 to C-2 General Commercial District. (Rezoning #6-21 – Keith Hoogland Limited Partnership, owner and Michael Kohne, applicant)

LEGAL DESCRIPTION:

Lot One (1), Certified Survey Map No. 1359 recorded in the Office of the Register of Deeds for Outagamie County, Wisconsin, in Volume 7, on Page 1359, as Document No. 1046589, being part of Government Lot 3, Section 31, Township 21 North, Range 18 East, City of Appleton, Outagamie County, Wisconsin, including the adjacent one-half (1/2) right-of-way

COMMON DESCRIPTION:

2700 East Calumet Street (Tax Id #31-4-5880-00), including the adjacent one-half (1/2) right-of-way of East John Street and East Calumet Street.

Section 2: This Ordinance shall be in full force and effect from and after its passage and publication, and upon its passage and publication the Director of Community and Economic Development is authorized and directed to make the necessary changes to the Official Zoning Map in accordance with this Ordinance.

40-21

AN ORDINANCE AMENDING CHAPTER 23 OF THE MUNICIPAL CODE OF THE CITY OF APPLETON AND THE OFFICIAL ZONING MAP WHICH IS A PART THEREOF, BY MAKING THE FOLLOWING CHANGES IN THE DISTRICT AS NOW PROVIDED.

(City Plan Commission 7/21/2021)

The Common Council of the City of Appleton does ordain as follows:

Section 1: That Zoning Ordinance, Chapter 23 of the Municipal Code of the City of Appleton and the Official Zoning Map, which is a part thereof, is amended by making the following changes:

To rezone lands generally located on Coolidge Court (Tax Id #31-9-1117-00) including the adjacent one-half (1/2) right-of-way from PD/C-2 Planned Development General Commercial District #34-84 to R-3 Multi-Family District. (Rezoning #8-21 – Owner: Calumet Village Partnership, Chris Winter, agent on behalf of applicant, Andrew Graf)

LEGAL DESCRIPTION:

PURDY FARM PLAT LOT 23 LESS THAT PRT DESC AS BEG SE COR SD LOT 23 W 172.04FT N262.03FT E172.04FT S262.03FT TO POB , INCLUDING TO THE ADJACENT ROAD RIGHT OF WAY AS SHOWN ON THE REZONING MAP, CITY OF APPLETON, CALUMET COUNTY, WISCONSIN

COMMON DESCRIPTION:

At the east end of Coolidge Court on the south side of the street (Tax Id #31-9-1117-00), including the adjacent one-half (1/2) right-of-way

Section 2: This Ordinance shall be in full force and effect from and after its passage and publication, and upon its passage and publication the Director of Community and Economic Development is authorized and directed to make the necessary changes to the Official Zoning Map in accordance with this Ordinance.

41-21

**AN ORDINANCE ANNEXING TERRITORY
TO THE CITY OF APPLETON, WISCONSIN.**

(M&J Weyenberg Properties, LLC Annexation)
MBR No. 14409

The Common Council of the City of Appleton does ordain as follows:

Section 1. Territory Annexed. In accordance with §66.0217 of the Wisconsin Statutes for 2017 – 2018 and the *Unanimous Petition for Direct Annexation* filed with the City Clerk on June 21, 2021, the following described territory in the Town of Grand Chute, Outagamie County, Wisconsin, lying contiguous to the City of Appleton, is hereby annexed to the City of Appleton, Wisconsin:

ALL OF LOT 2, CERTIFIED SURVEY MAP NO. 8075 AND PART OF RIDGE HAVEN LANE, ALL BEING LOCATED IN THE NORTHWEST 1/4 OF THE SOUTHWEST 1/4, SECTION 6, TOWNSHIP 21 NORTH, RANGE 18 EAST, TOWN OF GRAND CHUTE, OUTAGAMIE COUNTY, WISCONSIN, MORE FULLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST 1/4 CORNER OF SAID SECTION 6; THENCE SOUTH 00 DEGREES 09 MINUTES 08 SECONDS EAST, ALONG THE WEST LINE OF THE SOUTHWEST 1/4 OF SAID SECTION, A DISTANCE OF 1144.19 FEET; THENCE NORTH 89 DEGREES 58 MINUTES 04 SECONDS EAST, 50.00 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 119.00 FEET TO THE POINT OF BEGINNING; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 7.44 FEET; THENCE NORTH 05 DEGREES 33 MINUTES 30 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 30.17 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 40.11 FEET; THENCE NORTH 33 DEGREES 46 MINUTES 42 SECONDS EAST, CONTINUING ALONG THE EAST RIGHT-OF-WAY LINE OF N. BALLARD ROAD (C.T.H. "E"), A DISTANCE OF 44.77 FEET; THENCE NORTH 00 DEGREES 03 MINUTES 39 SECONDS EAST, 33.00 FEET TO THE CENTERLINE OF RIDGE HAVEN LANE; THENCE SOUTH 89 DEGREES 21 MINUTES 49 SECONDS EAST, ALONG THE CENTERLINE OF RIDGE HAVEN LANE, A DISTANCE OF 324.91 FEET; THENCE SOUTH 00 DEGREES 09 MINUTES 08 SECONDS EAST, ALONG THE EAST LINE OF LOT 2 OF CERTIFIED SURVEY MAP NO. 8075 AND ITS NORTHERLY EXTENSION, A DISTANCE OF 262.98 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 04 SECONDS WEST, ALONG A SOUTH LINE OF SAID LOT 2, A DISTANCE OF 201.50 FEET; THENCE NORTH 00 DEGREES 09 MINUTES 08 SECONDS WEST, ALONG A WEST LINE OF SAID LOT 2, A DISTANCE OF 119.00 FEET; THENCE SOUTH 89 DEGREES 58 MINUTES 04 SECONDS WEST, ALONG A SOUTH LINE OF SAID LOT 2, A DISTANCE OF 151.50 FEET TO THE POINT OF BEGINNING. CONTAINING A TOTAL OF 73,859 SQUARE FEET [1.696 ACRES].

Parcel No. 101157102

The current population of such territory is 0 people.

Section 2. Effect of Annexation. From and after the date of this ordinance, the territory described in Section 1 shall be a part of the City of Appleton for any and all purposes provided by law and all persons coming or residing within such territory shall be subject to all ordinances, rules and regulations governing the City of Appleton.

Section 3. Ward Designation. The territory described in Section 1 of this ordinance is hereby made a part of the Sixty-fourth (64th) Ward, attached to the Thirteenth (13th) Aldermanic District of the City of Appleton, Outagamie County, subject to the ordinances, rules and regulations of the City governing wards.

Section 4. Zoning Classification. The territory described in Section 1 is hereby zoned as follows, pursuant to §66.0217(7)(a), Stats., and §23-65(e), Appleton Municipal Code:

Temporary AG District (Temporary Agricultural District)

Section 5. Severability. If any provision of this ordinance is invalid or unconstitutional, or if the application of this ordinance to any person or circumstances is invalid or unconstitutional, such invalidity or unconstitutionality shall not affect the other provisions or applications of this ordinance, which can be given without the invalid or unconstitutional provision or application.

Section 6. Effective Date. This ordinance shall take effect upon passage and publication.

#9-R-21

Transportation Utility Study Resolution

Authors/Cosponsors: Brad Firkus, District 3 and Chad Doran, District 15

Submitted on: July 7, 2021

Referred To: Mayor's Office

Whereas our transportation system is a utility essential for meeting the needs of residents of our community; and

Whereas the wheel tax has declined in share of how much of our road reconstruction projects it is able to fund, leaving us to either consider eventually increasing the wheel tax, finding an alternative to the wheel tax, or to live with the decreasing impact of the wheel tax on our road reconstruction project; and

Whereas alternative methods to the wheel tax of providing funding for our transportation system exists and are worth exploring; and

Whereas among these alternatives, the establishment of a transportation utility acknowledges explicitly that our transportation system is in fact a public utility and expands upon the idea behind the wheel tax which sought to find a more equitable sharing of funding to care for our transportation system than the funding mechanism that preceded it; and

Whereas by levying a quarterly fee on properties within the city of Appleton based on the type of property and the number of trips generated by that type of property, per statistics compiled by most recent edition of the Institute of Transportation Engineers's Trip Generation Manual rather than basing fee amounts on the number of registered vehicles are kept at a particular property, we can accomplish a more equitably funded transportation system;

Therefore, be it resolved that the City of Appleton include in the 2022 executive budget funds for the Department of Public Works to work with a consulting firm to determine the feasibility of creating a transportation utility for the city of Appleton that would assess a fee primarily to be used to assist in funding street maintenance projects, but may also be used as source of funds for other transportation services, not including operational expenses such as snow removal or street sweeping;

Be it further resolved, the wheel tax shall be eliminated should a transportation utility be established for the city of Appleton.

For further references:

Funding Streets Through Transportation Utility Fees - League of Wisconsin Municipalities:

<https://www.lwm-info.org/DocumentCenter/View/4060/Funding-Streets-through-Transportation-Utility-Fees--final-61620>

Trip Generation, 10th Edition - Institute of Transportation Engineers:

<https://www.ite.org/technical-resources/topics/trip-and-parking-generation/trip-generation-10th-edition-formats/>



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OFFICE OF THE MAYOR

Jacob A. Woodford
100 North Appleton Street
Appleton, Wisconsin 54911
Phone: (920) 832-6400
Email: Mayor@Appleton.org

TO: Common Council
FROM: Mayor Jacob A. Woodford
DATE: July 15, 2021
RE: Response to Resolution 9-R-21 Transportation Utility Study

Resolution 9-R-21 regarding commissioning a Transportation Utility Study was introduced by Alders Firkus and Doran at the July 7 meeting of the Appleton Common Council. The Chair of that meeting, Council President Reed, referred the item to the Mayor's Office for review. This memo responds to that referral and offers recommendations to the Council to accomplish the underlying objective of the Resolution.

While the Resolution's focus is on the allocation of resources for a study, one might argue that the intent of the document is actually to direct the administration to commission a Transportation Utility Study. As written and plainly read, the Resolution specifies a process for the identification of resources, however, it does not actually authorize or direct the commissioning of a study. Furthermore, as advised by the Legal Services Department, the development of the Executive Budget is a responsibility reserved for the Mayor and not subject to the direction of the Council. Essentially, this renders the current Resolution's direction as advisory in nature.

The Council might also consider the matter of timing with the approach specified in the Resolution. Should the Council decide to wait for the 2022 Budget and Service Plan to authorize a Transportation Utility Study and appropriate the funds, the study will not commence until fairly well into 2022.

As it turns out, there is an opportunity to fund this Study using excess reserve funds available for allocation per City policy. Recommendations for allocating the excess fund balance were submitted to the Finance Committee at their July 12 meeting. One possibility would be for those recommendations to be amended by the Council to include funding for a Transportation Utility Study. Otherwise, a budget appropriation will necessitate offsetting operational cuts elsewhere to accommodate.

Questions have been raised regarding the potential cost of conducting a Transportation Utility Study. Staff has reviewed similar projects in our area and believes \$50,000-75,000 would be an appropriate estimate for the cost of these professional services.

This Resolution remains a legislative matter for the Council to sort out, so the following recommendations are offered respectfully and without expectation:

1. Amend Item 21-0946 from Finance Committee regarding the excess reserve fund balance allocation, reducing the allocation for enhanced crosswalks by \$50,000, the allocation for Parks by \$25,000, and creating a new line under Pedestrian Safety, Infrastructure Maintenance, & Public Spaces for Transportation Utility Study in the amount of \$75,000.
2. Amend Resolution 9-R-21 as follows:

Therefore, be it resolved that the City of Appleton commission a study with a qualified firm to determine the feasibility of creating a transportation utility for the city of Appleton that would assess a fee primarily to be used to assist in funding street maintenance projects, but may also be used as a source of funds for other transportation services, not including operational expenses such as snow removal or street sweeping;

Taken together, these actions would enable the administration to address the intent of the Resolution.