

**WAUPACA COUNTY BOARD OF SUPERVISORS
ADJOURNED ANNUAL SESSION
February 20, 2007**

Chair Koeppen called the meeting to order at 9:00 a.m. with 23 members present.

Present: Suprs. Aasen, Allen, Brown, Craig, Flease, Flink, Gabert, Hurlbut, Johnson, Jonely, Koeppen, Kussmann, Loughrin, Mares, G. Murphy, T. Murphy, Penney, Peterson, Sasse, Sorensen, Steenbock, Trambauer, Whitman. Suprs. Barrington, Boyer, Hillskotter and Sperl were excused.

Chair Koeppen made the open meeting statement that this meeting and all other meetings of this board are open to the public. Proper notice has been posted and given to the press, in accordance with Wisconsin Statutes so the citizenry may be aware of the time, place and agenda of this meeting.

A moment of silent meditation was observed followed by the Pledge of Allegiance.

Supr. G. Murphy moved and Supr. Flink seconded the motion to approve the agenda. Motion carried 23-0.

Supr. Steenbock moved and Supr. Mares seconded the motion to approve the minutes of the previous meeting. Motion carried 23-0.

**SOLID WASTE/RECYCLING PROGRAMS OVERVIEW
Roger Holman, Director**

Roger Holman updated the County Board on the upcoming solid waste and recycling programs.

**HIGHWAY DEPARTMENT PROPERTY ACQUISITION
Dean Steingraber, Highway Commissioner**

Dean presented a proposal to purchase 40 acres of land in the Town of Lind for a new highway shop. The total cost of the land is \$320,000 to be purchased on a 6-year land contract. Payments would come out of the Highway Department's machinery revenue account and tax levy or borrowing would be used. The land would be rented until it is improved in possibly 5-10 years. He has presented the Highway Committee's proposal to both the Public Property Committee and Finance and Personnel Committee. Highway Committee Chair Bob Flease and Highway Commissioner Dean Steingraber will attend the Town of Lind Comprehensive Planning Committee and return to the Finance and Personnel Committee prior to coming back to the full County Board.

**WISCONSIN COUNTIES LEGISLATIVE EXCHANGE
Chair Dick Koeppen**

Chair Dick Koeppen reported on items discussed at the recent Wisconsin Counties Legislative Exchange in Madison. Supr. Craig, Supr. Loughrin and Supr. Penney gave input and encouraged all Supervisors to attend this meeting in the future.

**AMEND CHAPTER 7.04
OF THE WAUPACA COUNTY CODE OF ORDINANCES**

SUBJECT: SPEED RESTRICTION - County Trunk Highway "G"

WHEREAS, a traffic and engineering investigation has been made on the following described highway in the Village of Big Falls; and

WHEREAS, the maximum permissible speed at which vehicles can be operated on said highway that is reasonably safe and prudent has been established pursuant to Sec. 346.57 and Sec. 349.11 of the Wisconsin Statutes.

NOW, THEREFORE, BE IT RESOLVED that the Waupaca County Board of Supervisors do hereby ordain as follows:

Twenty five (25) miles per hour from a point .186 miles north of the intersection of CTH "G/CTH "C and CTH "E" northeasterly .838 miles.

This ordinance shall be effective upon installation of standards signs giving notice thereof.

RECOMMENDED FOR INTRODUCTION BY WAUPACA COUNTY HIGHWAY COMMITTEE: /s/ G. Robert Flease, William Jonely, Donald Aasen, James Flink, Lloyd Mares

ATTEST:
/s/ Mary A. Robbins, Waupaca County Clerk

APPROVED AS TO FORM:
/s/ Jeffrey Siewert, Corporation Counsel

Supr. Flink moved and Supr. Flease seconded the motion to amend Chapter 7.04 of the Waupaca County Code of Ordinances. Motion carried 23-0. Passed the 20th day of February, 2007.

**AMEND CHAPTER 7.04
OF THE WAUPCA COUNTY CODE OF ORDINANCES**

SUBJECT: SPEED RESTRICTION - County Trunk Highway "K"

WHEREAS, a traffic and engineering investigation has been made on the following described highway in the Town of Dayton; and

WHEREAS, the maximum permissible speed at which vehicles can be operated on said highway, which is reasonably safe and prudent, has been established pursuant to Sec. 346.57 and Sec. 349.11 of the Wisconsin Statutes.

NOW, THEREFORE, BE IT RESOLVED that the Waupaca County Board of Supervisors do hereby ordain as follows:

45 miles per hour from a point 0.521 miles north of Sanders Road northerly 1.216 miles to East Road

35 miles per hour from East Road northeasterly 0.511 miles to Old Mill Run Road

45 miles per hour from Old Mill Run Road northerly 0.730 miles to a point 0.250 miles south of STH 22

35 miles per hour from a point 0.250 miles south of STH 22 northerly 0.250 miles to STH 22

This speed restriction shall be effective upon erection of standard signs giving notice thereof.

RECOMMENDED FOR INTRODUCTION BY WAUPACA COUNTY HIGHWAY COMMITTEE: /s/ G. Robert Flease, William Jonely, Donald Aasen, James Flink, Lloyd Mares

ATTEST:
/s/ Mary A. Robbins, Waupaca County Clerk

APPROVED AS TO FORM:
/s/ Jeffrey Siewert, Corporation Counsel

Supr. Mares moved and Supr. Brown seconded the motion to amend Chapter 7.04 of the Waupaca County Code of Ordinances. Motion carried 23-0. Passed the 20th day of February, 2007.

**AMENDMENT TO CHAPTER NO. 34
Town of Dayton, RS-20 to A-G
2007-497, Z-1-07**

Parcels #03-02-72-1, 03-02-72-2, 03-02-72-3, 03-02-72-4, 03-02-72-5, 03-02-72-6, 03-02-72-7, 03-02-72-8, 03-02-72-9, 03-02-72-10, 03-02-72-11, 03-02-72-12 & 03-02-72-13, Z-1-07, Karl A. Sanger, et al, in Sec. 2 & 3, Town of Dayton for a Zoning Map Amendment from an RS-20 (Residential Single-Family, 20,000 Sq. Ft. Lot Minimum) zone to an A-G (General Agriculture) zone to make the zoning classification consistent with the surrounding area.

An amendment to amend the Waupaca County Zoning Ordinance by changing the zoning classification of certain specified lands located on Lots #1 through #12 of Wilderness Estates and also being in part of the SE ¼ of the SW ¼ and the SW ¼ of the SW ¼ of Sec. 2 and part of the SE ¼ of the SE ¼ of Sec. 3, Town of Dayton, lying along Wilderness Drive off of Smith Road, Waupaca County, Wisconsin, on approximately 35.85 acres.

Subject matter of this ordinance having been duly referred to and considered by the Waupaca County Planning and Zoning Committee and public hearing having been held after the giving of requisite notice of said hearing and a recommendation thereon reported to the Board of Supervisors, Waupaca County, Wisconsin as required by Section 59.97 of the Wisconsin Statutes, said Board does ordain as follows:

Section 1. The Zoning Map entitled Dayton Township, Detail Map B-18, Waupaca County is hereby amended by changing the zoning classification of the area shown on the attached map, which is made a part of the ordinance from an RS-20 (Residential Single-Family, 20,000 Sq. Ft. Lot Minimum) zone to an A-G (General Agriculture) zone.

Section 2. This ordinance shall be in full force and effect in the Town of Dayton upon filing with the County Clerk of Waupaca County a certified copy of a resolution of the Town Board of Supervisors of said town approving said ordinance or 40 days after the adoption of the ordinance by County Board, unless a certified copy of a resolution disapproving the amendment is filed within ten (10) days with the County Clerk within that time.

Section 3. All ordinances or parts of ordinances inconsistent with or in contravention of provisions of this ordinance are hereby repealed.

I, Mary A. Robbins, Waupaca County Clerk

do hereby certify that the above Zoning Amendment was adopted on February 20, 2007.

/s/ Mary A. Robbins, Waupaca County Clerk

Supr. Sorensen moved and Supr. Peterson seconded the motion to adopt the amendment to Chapter 34 of the Waupaca County Code of Ordinances. Motion carried 23-0. Passed the 20th day of February, 2007.

**AMEND CHAPTER 2
OF THE WAUPACA COUNTY CODE OF ORDINANCES
The Governing Body**

2.01 THE COUNTY BOARD OF SUPERVISORS

The County Board shall consist of duly elected supervisors representing the designated districts of the County as noted in Sec.1.01(a) of the General Government.

RULES OF THE BOARD OF SUPERVISORS

The following Rules shall govern the County Board of Supervisors, when there is no specific rule to address a situation, Robert's Rules of Order shall apply.

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

Section 1. Award. The bid of the Purchaser for the purchase price set forth in the Proposal be and it hereby is accepted and the Chairperson and County Clerk are authorized and directed to execute an acceptance of the offer of said successful bidder on behalf of the County. The good faith deposit of the Purchaser shall be retained by the County Treasurer until the closing of the note issue, and any good faith deposits submitted by unsuccessful bidders shall be promptly returned.

Section 2. The Notes. The Chairperson and County Clerk shall make, execute and deliver the Notes to the Purchaser, for and on behalf of the County. The Notes shall be negotiable, general obligation promissory notes of the County, registered as to both principal and interest, in the denomination of Five Thousand Dollars (\$5,000) each or whole multiples thereof, numbered from R-1 upward and dated March 14, 2007. The Notes shall bear interest at the rates per annum set forth in the Proposal and shall mature on February 1 of each year, in the years and principal amounts set forth in the Proposal and the debt service schedule attached hereto as Exhibit C and incorporated herein by this reference (the "Schedule").

Interest on the Notes shall be payable on February 1 and August 1 of each year, commencing August 1, 2007. Interest shall be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to the rules of the Municipal Securities Rulemaking Board.

The Notes maturing on February 1, 2016 and thereafter are subject to redemption prior to maturity, at the option of the County, on February 1, 2015 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the County and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 3. Form of Notes. The Notes shall be in substantially the form attached hereto as Exhibit D and incorporated herein by this reference.

Section 4. Tax Provisions.

(A) Direct, Annual Irrepealable Tax. For the purpose of paying the principal of and interest on the Notes as the same become due, the full faith, credit and resources of the County are hereby irrevocably pledged and there be and there hereby is levied on all the taxable property in the County a direct, annual, irrepealable tax in the years 2007 through 2016 for payment of principal of and interest on the Notes in the years 2007 through 2017 in the amounts set forth in the Schedule. The amount of tax levied for the year 2007 shall be the total amount of debt service due on the Notes in the years 2007 and 2008; provided that the amount of such tax carried onto the tax rolls shall be abated by any amounts appropriated pursuant to subsection (D) below which are applied to payment of principal of or interest on the Notes in the year 2007.

(B) Tax Collection. The County shall be and continue without power to repeal such levy or obstruct the collection of said tax until all such payments have been made or

provided for. After the issuance of the Notes, said tax shall be, from year to year, carried into the tax rolls of the County and collected as other taxes are collected, provided that the amount of tax carried into said tax rolls may be reduced in any year by the amount of any surplus money in the Debt Service Account created in Section 5(A) hereof.

(C) Additional Funds. If at any time there shall be on hand insufficient funds from the aforesaid tax levy to meet principal and/or interest payments on said Notes when due, the requisite amounts shall be paid from other funds of the County then available, which sums shall be replaced upon the collection of the taxes herein levied.

(D) Appropriation. There be and there hereby is appropriated from taxes levied in anticipation of the issuance of the Notes or other funds of the County on hand a sum sufficient to be deposited in the Debt Service Account to meet payments with respect to debt service due on August 1, 2007.

Section 5. Debt Service Fund and Account.

(A) Creation and Deposits. There be and there hereby is established in the treasury of the County, if one has not already been created, a debt service fund, separate and distinct from every other fund, which shall be maintained in accordance with generally accepted accounting principles. Sinking funds established for obligations previously issued by the County may be considered as separate and distinct accounts within the debt service fund.

Within the debt service fund, there be and there hereby is established a separate and distinct account designated as the "Debt Service Account for \$4,995,000 'General Obligation Promissory Notes,' dated March 14, 2007" (the "Debt Service Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. The County Treasurer shall deposit in such Debt Service Account (i) all accrued interest received by the County at the time of delivery of and payment for the Notes; (ii) the taxes herein levied for the specific purpose of meeting principal of and interest on the Notes when due; (iii) such other sums as may be necessary at any time to pay principal of and interest on the Notes when due; (iv) any premium which may be received by the County above the par value of the Notes and accrued interest thereon; (v) surplus monies in the Borrowed Money Fund as specified in Section 6 hereof; and (vi) such further deposits as may be required by Sec. 67.11, Wis. Stats.

(B) Use and Investment. No money shall be withdrawn from the Debt Service Account and appropriated for any purpose other than the payment of principal of and interest on the Notes until all such principal and interest has been paid in full and canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Notes may be used to reduce the next succeeding tax levy, or may, at the option of the County, be invested by purchasing the Notes as permitted by and subject to Section 67.11(2)(a), Wis. Stats., in interest-bearing obligations of the United States of

America, in other obligations of the County or in other investments permitted by law, which investments shall continue to be a part of the Debt Service Account.

(C) Remaining Monies. When all of the Notes have been paid in full and canceled, and all permitted investments disposed of, any money remaining in the Debt Service Account shall be deposited in the general fund of the County, unless the County Board of Supervisors directs otherwise.

Section 6. Proceeds of the Notes. All monies received by the County upon the delivery of the Notes to the Purchaser thereof, except for accrued interest and premium, if any, shall be deposited by the County Treasurer into a special fund (the "Borrowed Money Fund") which shall be maintained separate and distinct from all other funds of the County and shall be used for no purpose other than the purposes for which the Notes are issued. In no event shall monies in the Borrowed Money Fund be used to fund operating expenses of the general fund of the County or of any special revenue fund of the County that is supported by property taxes. Monies in the Borrowed Money Fund may be temporarily invested as provided in Section 66.0603(1m), Wis. Stats. Any monies, including any income from permitted investments, remaining in the Borrowed Money Fund after the purposes for which the Notes have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purposes shall be deposited in the Debt Service Account.

Section 7. No Arbitrage. All investments permitted by this resolution shall be legal investments, but no such investment shall be made in such a manner as would cause the Notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), or the Regulations of the Commissioner of Internal Revenue thereunder (the "Regulations"); and an officer of the County, charged with the responsibility for issuing the Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of closing which will permit the conclusion that the Notes are not "arbitrage bonds," within the meaning of the Code or Regulations.

Section 8. Persons Treated as Owners; Transfer of Notes. The County Clerk shall keep books for the registration and for the transfer of the Notes. The person in whose name any Note shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Note shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Note to the extent of the sum or sums so paid.

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

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

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

Section 9. Compliance with Federal Tax Laws. (a) The County represents and covenants that the projects financed by the Notes and their ownership, management and use will not cause the Notes to be "private activity bonds" within the meaning of Section 141 of the Code. The County further covenants that it shall comply with the provisions of the Code to the extent necessary to maintain the tax-exempt status of the interest on the Notes including, if applicable, the rebate requirements of Section 148(f) of the Code. The County further covenants that it will not take any action, omit to take any action or permit the taking or omission of any action within its control (including, without limitation, making or permitting any use of the proceeds of the Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The County Clerk or other officer of the County charged with the responsibility of issuing the Notes shall provide an appropriate certificate of the County certifying that the County can and covenanting that it will comply with the provisions of the Code and Regulations.

(b) The County also covenants to use its best efforts to meet the requirements and restrictions of any different or additional federal legislation which may be made applicable to the Notes provided that in meeting such requirements the County will do so only to the extent consistent with the proceedings authorizing the Notes and the laws of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

Section 10. Designation as Qualified Tax-Exempt Obligations. The Notes are hereby designated as "qualified tax-exempt obligations" for purposes of Section 265 of the Internal Revenue Code of 1986, as amended, relating to the ability of financial institutions to deduct from income for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations.

Section 11. Payment of Issuance Expenses. The County authorizes the Purchaser to forward the amount of Note proceeds allocable to the payment of issuance expenses to U.S. Trust Company, Minneapolis, Minnesota on the closing date for further distribution as directed by the County's financial advisor, Ehlers & Associates, Inc.

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

County Clerk shall cause copies of the Preliminary Official Statement and addenda to be distributed to the Purchaser of the Notes.

Section 13. Undertaking to Provide Continuing Disclosure. The County covenants and agrees, for the benefit of the holders of the Notes, to enter into a written undertaking (the "Undertaking") required by SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule") to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the holders of the Notes or by the original purchaser(s) of the Notes on behalf of such holders (provided that the rights of the holders and the purchaser(s) to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the County to comply with the provisions of the Undertaking shall not be an event of default with respect to the Notes).

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

Section 14. Records. The County Clerk shall provide and keep a separate record book and shall record a full and correct statement of every step or proceeding had or taken in the course of authorizing and issuing these Notes.

Section 15. Bond Insurance. If the Purchaser of the Notes determines to obtain municipal bond insurance with respect to the Notes, the officers of the County are authorized to take all actions necessary to obtain such municipal bond insurance. The Chairperson and County Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the Chairperson and County Clerk including provisions regarding restrictions on investment of Note proceeds, the payment procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Notes by the bond insurer and notices to be given to the bond insurer. In addition, appropriate reference to the municipal bond insurance policy shall be made in the form of Note provided herein.

Section 16. Closing. The Chairperson and County Clerk of the County are hereby authorized and directed to execute and deliver the Notes to the Purchaser thereof upon receipt of the borrowed funds, accrued interest to date of delivery and premium, if any. The Chairperson and County Clerk may execute the Notes by manual or facsimile signature, but at least one of said officers shall sign the Notes manually.

The officers of the County are hereby directed and authorized to take all steps necessary or convenient to close this issue as soon as practicable hereafter, in accordance with the terms of sale thereof; and said officers are hereby authorized and directed to execute and deliver such documents, certificates and acknowledgments as may be necessary or convenient in accordance therewith.

Adopted, approved and recorded February 20, 2007.

/s/ Dick Koeppen
Chairperson

ATTEST:
/s/ Mary A. Robbins Waupaca County Clerk

Supr. Craig moved and Supr. Brown seconded the motion to adopt Resolution No. 33 (2007-2007). Motion carried 23-0. Passed the 20th day of February, 2007.

APPROVAL OF FIRE WARDEN LIST

Supr. Steenbock moved and Supr. Flink seconded the motion to approve the 2007 Fire Warden List. Motion carried 23-0. Passed the 20th day of February, 2007.

APPOINTMENTS

Chair Koeppen appointed Suprs. Fleese, Gabert, Loughrin, Allen & Brown to the County Board Social Committee.

ANNOUNCEMENTS AND CORRESPONDENCE

Chair Koeppen placed the following correspondence for February on file in the County Clerk's Office: WCEDC Monthly Report and letter commending Register of Deeds and County Surveyor Joe Glodowski.

Supr. Aasen moved and Supr. Trambauer seconded the motion to adjourn. Motion carried 23-0. Chair Koeppen declared the meeting adjourned at 10:45 a.m.