

PROCEEDINGS OF THE BROWN COUNTY BOARD OF SUPERVISORS
JULY 17, 2002

Pursuant to Section 19.84 and 59.14, Wis. Stats., notice is hereby given to the public that the REGULAR meeting of the **BROWN COUNTY BOARD OF SUPERVISORS** was held on **Wednesday, July 17, 2002, at 7:00 p.m.**, in the Legislative Room, 100 North Jefferson Street, Green Bay, Wisconsin.

The following matters will be considered:

Call to order.

Invocation by Supervisor Moynihan.

Pledge of Allegiance to the Flag.

Opening Roll Call:

Present: Antonneau, Nicholson, Miller, Hansen, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Schadewald, Lund, Graves, Schmitt, Haefs, Kaye, Evans, Johnson, Kuehn, Marquardt, Van Deurzen, Clancy, Simons, Fewell

Excused: Watermolen

Total Present: 25 Total Excused: 1

**Presentation by Sheriff Tom Hinz from the Brown County Sheriff Awards Committee to:
Lt. Chris Knurr, Officer John Flannery, Thomas Kiekhaefer, Joann Schmidt,
Kelle Hartman, Kevin Heraly, Justin Heraly**

No. 1 -- Adoption of agenda.

Resolution 10c(i) (two versions) were added to agenda.

Supervisor Schmitt asked to move Number 10c(i) to be taken out of order after item #4b.

A motion was made by Supervisor Antonneau and seconded by Supervisor Schmitt to adopt the agenda as revised. Vote taken. Motion carried unanimously with no abstentions.

No. 2 -- Approval of minutes of County Board Meeting of June 19, 2002.

A motion was made by Supervisor Collins and seconded by Supervisor Antonneau to approve the minutes. Vote taken. Motion carried unanimously with no abstentions.

No. 3 -- Announcements by Supervisors.

Supervisor Daul urged the Brown County Board of Supervisors to show their support of the Brown County Fair by attending the fair.

Supervisor Collins reminded the Supervisors that they have until July 31st to register to attend the State County Convention. Please contact the County Board office if interested in attending.

Supervisor Clancy addressed the Board, informing Supervisors of the Bay Lakes Annual Report that was placed on each Supervisor's desk for their review.

Supervisor Haefs requested to be excused from the "special" County Board Meeting, which is scheduled for Wednesday, July 24, 2002.

No. 4 -- Communications.

No. 4a -- Request for Reconsideration from Supervisor Pat Collins of vote authorizing the issuance of General Obligation County Bonds, from June 19, 2002 County Board Agenda Item #10b (Initial Resolution re: Authorizing the Issuance of Not to Exceed \$12,060,000 General Obligation County Bonds, Series 2002, of Brown County, Wisconsin). See attached minutes of June 19, 2002, County Board meeting.

A motion was made by Supervisor Collins and seconded by Supervisor Simons to reconsider this request. Vote taken. Motion carried unanimously with no abstentions.

No. 4b -- From Supervisor Pat Collins regarding: Withholding Payment of Legal Fees.

Refer to Executive Committee

No. 10c(i) -- TAKEN OUT OF ORDER.

Version #1 -- RESOLUTION REGARDING: RESIDENT RESPONSIBILITY ACT OF 2002 – ADOPTING ENGLISH AS ITS OFFICIAL LANGUAGE

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, Wisconsin and the United States were settled and developed by people of various backgrounds who united to form a new nation; and

WHEREAS, one great nation was formed which continues to attract and welcome people from various backgrounds whose languages are respected; and

WHEREAS, by State Constitution, Statutes or General Laws twenty-six states have designated English as their official language, and sixteen Wisconsin counties support English; and under Wisconsin Law, publication in the English language is required for all official notices published by the State (Section 35.35 (3)), Wis. Stats., as well as requiring that all writs, processes, proceedings and records in any Court are required to use the English language; and

WHEREAS, knowledge of a language other than English is an asset to the country; we encourage our federal government to provide adequate funding to schools to provide sufficient classes to allow newcomers to fulfill their responsibility to learn English, participate in Society, and become citizens; and

WHEREAS, adoption of the Act does not discriminate or restrict the rights of any individuals in the United States in speaking of their language.

NOW, THEREFORE, BE IT RESOLVED that Brown County, Wisconsin hereby adopts English as its Official Language of Government, and we encourage the State of Wisconsin and the United States to adopt an Amendment to the Constitution for English as our Official Language of Government.

BE IT FURTHER RESOLVED, that the County Clerk is hereby directed to send copies of this resolution to State Representatives Phil Montgomery, Lee Meyerhofer, Judy Krawczyk, John Ryba, John Gard, Garey Bies, Al Ott, Terry Musser and Barbara Gronemus, State Senators Robert Cowles, Frank Lasee, David Hansen, Mark Green, Rod Moen; Governor Scott McCallum, U.S. Representative Ron Kind, U.S. Senators Herb Kohl and Russell Feingold, President Bush, and Wisconsin Counties Association.

Respectfully submitted,
EXECUTIVE COMMITTEE

Version #2 -- RESOLUTION REGARDING: ENGLISH LANGUAGE ACT OF 2002 – BROWN COUNTY GOVERNMENT ADOPTING ENGLISH AS ITS OFFICIAL LANGUAGE

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, Wisconsin and the United States were settled and developed by people of various backgrounds who united to form a new nation; and

WHEREAS, one great nation was formed which continues to attract and welcome people from various backgrounds whose languages are respected; and

WHEREAS, by State Constitution, Statutes or General Laws twenty-six states have designated English as their official language; and sixteen Wisconsin counties support English; and under Wisconsin Law, publication in the English language is required for all official notices published by the State (Section 35.35 (3)), Wis. Stats., as well as requiring that all writs, processes, proceedings and records in any Court are required to use the English language; and

WHEREAS, knowledge of a language other than English is an asset to the country; we encourage our federal government to provide adequate funding to schools to provide sufficient classes to allow newcomers to fulfill their responsibility to learn English, participate in society, and become citizens; and

WHEREAS, Brown County respects and values all of its citizens regardless of their native tongue and/or their proficiency in the English language;

NOW, THEREFORE, BE IT RESOLVED that Brown County, Wisconsin hereby adopts English as its Official Language of Government, and we encourage the State of Wisconsin and the United States to adopt an Amendment to the Constitution for English as our Official Language of Government.

BE IT FURTHER RESOLVED that, without further action by the County Board, this resolution guarantees only that County documents will be printed in the English language and shall not be construed to abridge any rights of any person of Brown County or preclude the County Board from taking any future action involving bilingual activities which would benefit the general public; and

BE IT FURTHER RESOLVED, that the County Clerk is hereby directed to send copies of this resolution to State Representatives Phil Montgomery, Lee Meyerhofer, Judy Krawczyk, John Ryba, John Gard, Garey Bies, Frank Lasee, Al Ott, Terry Musser and Barbara Gronemus; State Senators Robert Cowles, David Hansen, Rod Moen, Government Scott McCallum, U.S. Representatives Ron Kind and Mark Green; U.S. Senators Herb Kohl and Russell Feingold, President Bush and Wisconsin Counties Association.

Respectfully submitted,
EXECUTIVE COMMITTEE

A motion was made by Supervisor Vander Leest and seconded by Supervisor Evans to adopt Version #2.

A motion by substitution to the revised Resolution submitted by Supervisor Fewell was made by Supervisor Marquardt and seconded by Supervisor Collins to change the title of the resolution to read "Brown County Diversity Resolution".

A motion was made by Supervisor Kuehn and seconded by Supervisor Schmitt to suspend the rules to allow interested parties to address the board. Vote taken. Motion carried unanimously with no abstentions.

Paul Linzmeier, 831 W. St. Francis Rd., De Pere, WI. spoke against the resolutions making English Brown County's official language.

A motion was made by Supervisor Haefs and seconded by Supervisor Schmitt to return to the regular order of business. Vote taken. Motion carried unanimously with no abstentions.

Under Discussion.

Supervisor Hansen read an opinion submitted by the State Legislative Council, State of Wisconsin. The opinion summarizes it feels this resolution is primarily a statement of position.

A motion was made by Supervisor Schmitt and seconded by Supervisor Johnson to refer all 3 versions of the resolutions on English Language back to the Diversity Council.

Under discussion on referral.

Supervisor Kuehn doesn't support the referral.

Supervisor Collins will endorse Supervisor Marquardt's version of the resolution but will not support a referral.

Speaking for the referral were Supervisor Collins, Supervisor Schadewald, Supervisor Clancy, Supervisor Schmitt, Supervisor Johnson and Supervisor Clancy.

Speaking against the referral were Supervisor Kuehn, Supervisor Daul, Supervisor Evans, Supervisor Vanden Plas, Supervisor Zima and Supervisor Vander Leest.

Supervisor Marquardt explained why she brought a new resolution before the Board. This is a courtesy of Diversity Affairs. She made a motion, at this time, to separate her version of the Resolution from the other 2, seconded by Supervisor Clancy.

After much discussion, Supervisor Marquardt withdrew her motion to separate. The motion's second, Supervisor Clancy, also withdrew his second to her motion.

A motion was made by Supervisor Marquardt and seconded by Supervisor Clancy to vote to refer all 3 resolutions. Vote taken. Roll Call #10c(i)(1):

Ayes: Miller, Hansen, Fleck, Schadewald, Schmitt, Haefs, Kaye, Johnson, Marquardt, Clancy, Fewell

Nays: Antonneau, Nicholson, Zima, Vander Leest, Vanden Plas, Collins, Daul, Moynihan, Lund, Graves, Evans, Kuehn, Van Deurzen, Simons

Excused: Watermolen

Total Ayes: 11 Total Nays: 14 Excused: 1

Motion defeated to refer.

A motion was made by Supervisor Vander Leest and seconded by Supervisor Evans to act on Supervisor Marquardt's Resolution.

A motion was made by Supervisor Zima and seconded by Supervisor Collins to amend Supervisor Marquardt's resolution by changing the third paragraph to read as follows: "NOW THEREFORE BE IT RESOLVED, that the Brown County Board of Supervisors, affirm English as the language of government in Brown County." AND to amend the beginning of the fourth paragraph to read as follows: "BE IT FURTHER RESOLVED, by the".

Speaking in favor of Supervisor Zima's amendment was Supervisor Vander Leest. Speaking against the amendment were Supervisor Schadewald and Supervisor Fewell.

Vote on Supervisor Zima's amendment:

Vote taken. Roll Call #10c(i)(2):

Ayes: Antonneau, Nicholson, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Lund, Graves, Kaye, Evans, Van Deurzen, Simons

Nays: Miller, Hansen, Schadewald, Schmitt, Haefs, Johnson, Kuehn, Marquardt, Clancy, Fewell
Motion carried to approve Supervisor Zima's amendment.

A motion was made by Supervisor Zima and seconded by Supervisor Vander Leest to vote on Supervisor Marquardt's Resolution with Supervisor Zima's amendment.

Supervisor Miller feels we should not divide the County Board on this issue.

Supervisor Collins and Supervisor Vander Leest spoke in support Supervisor Marquardt's resolution with Supervisor Zima's amendment.

Vote on Supervisor Marquardt's Resolution with Supervisor Zima's amendment.

Vote taken. Roll Call #10c(i)(3):

Ayes: Antonneau, Nicholson, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Lund, Graves, Haefs, Kaye, Evans, Marquardt, Simons

Nays: Miller, Hansen, Schadewald, Schmitt, Johnson, Kuehn, Van Deurzen, Clancy, Fewell

Excused: Watermolen

Ayes: 16 Nays: 9 Excused: 1

Supervisor Van Deurzen requested to change his vote from nay to aye. Vote taken. Motion carried unanimously to allow Supervisor Van Deurzen to change his vote.

Total Ayes: 17 Total Nays: 8 Excused: 1

Motion carried.

FOLLOWING IS SUPERVISOR MARQUARDT'S RESOLUTION WITH SUPERVISOR ZIMA'S AMENDMENT.

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

BROWN COUNTY DIVERSITY RESOLUTION

WHEREAS, Wisconsin and the United States were settled and developed by people of various backgrounds who united to form a new nation; and

WHEREAS, one great nation was formed which continues to attract and welcome people from various backgrounds whose languages are respected; recognizing that knowledge of a language other than English is an asset to the country; and

NOW, THEREFORE BE IT RESOLVED, THAT THE Brown County Board of Supervisors, affirm English as the language of government in Brown County; and

BE IT FURTHER RESOLVED, by the Brown county Board of Supervisors that we encourage our Federal and state government to prioritize spending to provide adequate funding to schools to provide sufficient classes to allow residents to fulfill their responsibility to learn English, fully participate in society, enjoy freedom and become citizens; and

BE IT FURTHER RESOLVED, that a copy of this resolution be transmitted by the Brown County Clerk to all legislators representing constituents within Brown County in the Wisconsin State Legislature, Governor Scott McCallum, U.S. Representative Mark Green, U. S. Senators Herb Kohl and Russell Feingold, President Bush and Wisconsin Counties Association.

Respectfully submitted,
BROWN COUNTY BOARD OF
SUPERVISORS

Approved by: _____

Date:

(ADOPTED BY THE BROWN COUNTY BOARD ON 7/17/02. TRANSMITTED TO THE COUNTY EXECUTIVE ON 7/29/02. TO THIS DATE WE HAVE NOT RECEIVED THIS RESOLUTION BACK FROM THE COUNTY EXECUTIVE.)

No. 5 -- Late Communications.

No. 5a -- From Supervisor Marquardt requesting the opinion of Corporation Counsel regarding the scope of County Board of Supervisors requesting information versus acting as citizens. Example: Open records law: Question about invoices. Citizen would have to provide written request of item wanted, during normal business hours, pay for copies, etc. For what items does supervisor stop being supervisor, and revert to being citizens?

Refer to Executive Committee.

No. 6 -- Appointments by County Executive.

A motion was made by Supervisor Haefs and seconded by Supervisor Kuehn to suspend the rules to take 6a thru 6e in one vote. Vote taken. Motion carried unanimously.

No. 6a -- Appointment of Ted Penn to Library Board.

No. 6b -- Appointment of County Board Chair, Ken Simons, Administration Committee Chair, Mary Marquardt, Director of Administration, Brendan Bruss to Industrial Development Commission.

No. 6c -- Reappointment of Supervisor Bill Clancy and appointment of Supervisor Jim Schmitt to Planning Commission.

No. 6d -- Appointment of Steve Schoen to Board of Adjustment.

No. 6e -- Appointment of Judge J. D. McKay, Matthew Pagel, David Konrath, Gary Zinda to Criminal Justice Coordinating Board.

A motion was made by Supervisor Haefs and seconded by Supervisor Kuehn to approve appointments #6a thru #6e. Vote taken. Motion carried unanimously with no abstentions.

No. 7a -- Report by County Executive.

The County Executive spoke on the positive results of the Annual External Audit conducted by Schenck and Associates plus Moody Investor's Service of New York.

She also mentioned that Brown County works hard at having no financial deficit. Nancy informed the Board that shared revenue will stay intact for the 2002-2003 Budget.

Executive Nusbaum also mentioned Brown County's success in combining of services such as the Public Safety Communications Department, a tri-county recycling and solid waste agreement which will save \$37 million over the next 25 years and the opening of the most successful recreational trail in the State of Wisconsin.

She further mentioned the FoxComm agreement, which represents progressive ways to work collaboratively with other governments to benefit the taxpayer.

Nancy closed her report with the mentioning of the Bond sale today, where Brown County got a phenomenal rate.

No. 7b -- Report by Board Chairman.

Chair Simons announced there will be a Special County Board meeting scheduled for Wednesday, July 24th. He explained a majority of signatures was needed to call the special meeting. Fourteen signatures were received and the meeting scheduled for July 24th is approved. He explained this special meeting will be to gather information on the Mental Health Center.

No. 8 -- Other Reports. None

No. 9 -- COMMITTEE REPORTS.

No. 9a -- REPORT OF ADMINISTRATION COMMITTEE OF JUNE 27, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The ADMINISTRATION COMMITTEE met in regular session on June 27, 2002, and recommends the following motions:

1. Review minutes of:
 - a. Housing Authority (5/20/02).
Receive and place on file.
2. Facility Management – Update on the Museum Board Room. No action.
3. Department of Administration – Monthly Activities Report (May 27 through June 14, 2002). Receive and place on file.
4. Department of Administration – 2002 Budget Transfer Log. Receive and place on file.
5. Department of Administration – Notification of Distinguished Budget Transfer Log Presentation Award for 2002 from the Government Finance Officers Association (GFOA). Receive and place on file.
6. Human Resources – Brown County Civil Rights Compliance Plan/Revised Affirmative Action Plan. Approve with noted corrections. See Resolutions, Ordinances July County Board.
7. Human Resources Monthly Committee Report (June 18, 2002). Receive and place on file.
8. Audit of bills. Pay the bills.

A motion was made by Supervisor Antonneau and seconded by Supervisor Johnson to adopt. Vote taken. Supervisor Zima abstained from item #1. Remainder of report carried unanimously with no abstentions.

Approved by: \s\ Nancy J. Nusbaum, County Executive

Date: 8/1/2002

No. 9b -- REPORT OF EDUCATION AND RECREATION COMMITTEE OF JUNE 27, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The EDUCATION AND RECREATION COMMITTEE met in regular session on June 27, 2002, and recommends the following motions:

1. Review minutes of:
 - a) Library Board (4/19/02, 6/7/02 & 6/11/02).
Receive and place on file.
2. Appointment of Ted Penn to Library Board. Committee approved. See Appointments July County Board.
3. Arena/Expo Centre – Attendance Report (May 2002). Receive and place on file.
4. Arena/Expo Centre – Director’s report. Receive and place on file.
5. Museum – Neville Public Museum Corporation’s “Proposal to Privatize the Operation of the Neville Public Museum.” (Action Item.) Hold for further information.
6. Museum – Visitor Count for month of April 2002. Receive and place on file.
7. Museum – Supervisor Robert Miller Communication re: Recommendation of Exhibits at Neville Public Museum. (Held from previous meeting with *Motion: “Request Supervisor Miller work on this recommendation with the Museum Corporation and Museum Board and come back in one month to report their conclusions.”*) Hold for further information.
8. Museum – Director’s report. Receive and place on file.
9. Library – Director’s report. Receive and place on file.
10. Parks – Review proposed changes to the Mountain Bike Trail System at the Reforestation Camp. Approve.
11. Parks – Request for Budget Transfer: Increase in Expenditures with Offsetting Increase in revenue: \$1,000 donation from Dean Wiskow for educational graphics at the Zoo. Approve.
12. Parks – Approve donation of Landscape materials for Zoo – McAllister Landscape Supplies (5 years gravel). To accept.
13. Parks – Review and approve Memorandum of Agreement between the Zoological Society and Brown County. Approve.
14. Parks – Request for Waiver of fees at the Zoo – New Zoological Society and Brown County. Approve.
15. Parks – Review hours of operation for the Fox River Trail. Regulate the hours on the Fox River Trail to be from 5 a.m. to 9 p.m.
16. Parks – Director’s Report. Accept director’s report.
17. Audit of bills. Pay the bills.

18. **Closed Session** pursuant to Sec. 19.85(1)(e) deliberating or negotiating the purchasing of public properties, the investing of public funds, or conducting other specified public business since competitive and bargaining reasons required a closed session – deliberating purchase of park property.
- a) Enter into closed session.
 - b) Return to regular order of business.
 - c) No action taken.

A motion was made by Supervisor Johnson and seconded by Supervisor Daul to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: \s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 9c -- REPORT OF “SPECIAL” EDUCATION AND RECREATION COMMITTEE OF JULY 2, 2002

The EDUCATION AND RECREATION COMMITTEE met in **special** session on July 2, 2002, and recommends the following motions:

1. Discussion and action regarding funding proposals for the Golf Course Clubhouse renovation. Implement a .50-cent per nine-hole increase and a \$1 increase per eighteen holes for county residents and a \$1 per nine holes and \$2 per eighteen holes increase for out-of-county residents. The increases are to be implemented in 2003, applied to all fee structures for the term of the bond issue and earmarked for the clubhouse project. See Resolutions, Ordinances July County Board.

A motion was made by Supervisor Johnson and seconded by Supervisor Collins to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: \s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 9d -- REPORT OF EXECUTIVE COMMITTEE OF JULY 8, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The EXECUTIVE COMMITTEE met in regular session on July 8, 2002, and recommends the following motions:

1. Review minutes of:
 - a) Diversity Affairs Council (6/12/02).
Receive and place on file.
2. Report by County Executive. No action.
3. Legislative Subcommittee Report. (No report.)

4. Resolution re: Mental Health Center Table of Organization Change Regarding Meal Services to Brown County Aging Resource Center (Referred to Executive Committee from Human Services Committee.) To Deny. Ayes: 6(Antonneau, Daul, Kaye, Marquardt, Moynihan, Simons); Nays: 1 (Fewell). Motion Carried.
5. Resolution re: Approving Labor Agreement between Brown County and the Brown County Mental Health Center Registered Nurses. Committee approved. See Resolutions, Ordinances July County Board.
6. Communication from Supervisor Kathy Johnson re: Special Meetings Called. Further review procedures for calling special meetings, "Review of Chapter 2 of the County Code Book."
7. Communication from Supervisor Pat Collins re: Circumstances surrounding removal of MHC Resolution from Brown County Board agenda. (Referred from June County Board.) Consider Supervisor Collins communication and the letter from Corporation Counsel when reviewing Chapter 2.
8. Communication from Supervisor Andy Nicholson re: Rescind the market adjustment Classification and Compensation Plan which was adopted on November 12, 2001 in which it includes pay raises for 2003, 2004, 2005 respectively. (*Motion: Adopt communication and rescind the market adjustment Classification and Compensation Plan which was adopted on November 12, 2001 which includes pay raises for 2003, 2004, 2005 respectively. Ayes: 5 (Antonneau, Daul, Fewell, Moynihan, Simons); Nays: 1 (Kaye); Excused: 1 (Marquardt). Motion Carried.*) (Referred from June County Board.) Receive and place on file as it will be addressed under #11.
9. Communication from Supervisor Mary Marquardt re: Review of Chapter 2 of Brown County Code Book. (Held from previous meeting.) Refer review of Chapter 2 to Legislative Subcommittee.
10. Communication from Supervisor Mary Marquardt re: Clarification of jurisdiction of authority concerning:
 - a) Personnel – Wages (County Code 2.06(1) and 2.12(6)(a-f).
 - b) Facilities Management Subcommittee (County Code 2.06(1) and 2.12(3). (Held from previous meeting.) No action.
11. Communication from Supervisor Robert Miller, Patrick Evans, Andy Nicholson re: Pay Raises. Adopt the communication. Ayes: 4 (Antonneau, Daul, Moynihan, Simons); Nays: 3 (Fewell, Kaye, Marquardt). Motion Carried.
12. **Closed Session:** For the purpose of deliberating whenever competitive or bargaining reasons require a closed session pursuant to Wisconsin State Statute 19.85(1)(e). In the alternative, the Executive Committee is meeting for the purpose of collective bargaining and is not subject to the Wisconsin open meetings law pursuant to 19.82(1) of the Wisconsin State Statutes.
 - a) Enter into closed session.
 - b) Return to regular order of business.
 - c) No action taken.

A motion was made by Supervisor Daul and seconded by Supervisor Vanden Plas to adopt. Supervisor Schadewald requested #11 be taken separately. Remainder of report carried unanimously with no abstentions.

Item #11 of 9d -- Communication from Supervisors Robert Miller, Patrick Evans and Andy Nicholson regarding: Pay Raises.

A motion was made by Supervisor Zima and seconded by Supervisor Evans to adopt item #11. Vote taken. Motion carried unanimously with no abstentions.

Supervisor Schadewald explained why he asked that #11 be taken separately. He told the Board that on principle he cannot support this communication.

Supervisor Zima asked Mr. Kalny, Human Resources Director, several questions. Mr. Kalny explained his meeting with 4 individuals. Mr. Kalny understood these individuals didn't want to address the 2002 salaries but would like to discuss the rescinding of pay raises at Budget time for years 2003, 2004 and 2005.

Motion by substitution by Supervisor Zima to adopt motion and report made by Committee.

Supervisor Zima's motion didn't receive a second.

A motion was made by Supervisor Schmitt and seconded by Supervisor Nicholson to adopt the communication with the amendment to the second paragraph by changing the word "Board" to "authors". Voice vote taken. Motion carried.

A motion was made by Supervisor Haefs and seconded by Supervisor Daul to approve as amended. Vote taken. Roll Call #9d(1):

Ayes: Antonneau, Nicholson, Miller, Zima, Vander Leest, Daul, Moynihan, Lund, Graves, Schmitt, Haefs, Evans, Johnson, Van Deurzen, Clancy, Simons

Nays: Hansen, Vanden Plas, Collins, Fleck, Schadewald, Kaye, Kuehn, Marquardt, Fewell

Excused: Watermolen

Total Ayes: 16 Total Nays: 9 Excused: 1

Motion carried.

Approved by: \s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 9e -- REPORT OF "SPECIAL" EXECUTIVE COMMITTEE OF JULY 17, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The EXECUTIVE COMMITTEE met in **special** session on July 17, 2002, and recommends the following motions:

1. Resolution re: Awarding the sale of \$5,660,000 General Obligation Highway Improvement Bonds, Series 2002B, providing the form of the bonds; and levying a tax in connection therewith. Committee approved. See Resolutions, Ordinances July County Board.
2. Resolution re: Awarding the Sale of \$6,000,000 General Obligation Airport improvement Bonds, Series 2002A, providing the form of the bonds; and levying a tax in connection therewith. Committee approved. See Resolutions, Ordinances July County Board.

A motion was made by Supervisor Daul and seconded by Supervisor Miller to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: _____ \s\ Nancy J. Nusbaum, County Executive _____ Date: 8/1/2002

No. 9f -- REPORT OF HUMAN SERVICES COMMITTEE OF JUNE 19, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The HUMAN SERVICES COMMITTEE met in regular session on June 19, 2002, and recommends the following motions:

1. Review minutes of:
 - a) Homeless Issues and Affordable Housing Subcommittee (5/21/02).
 - b) Aging Resource Center (5/24/02).
 - c) Aging Resource Center – Finance Committee (5/24/02)
 - d) Aging Resource Center – Personnel and Policy Committee (5/31/02).Approve items a-d.
2. Veterans' Services – Director's Report. No action.
3. Health Department – First Quarter 2002 Objective Monitoring Report. (Held from previous meeting.) Approve.
4. Health Department – Request for Budget Transfer: Increase in Expenditures with Offsetting Increase in Revenue: Increase in immunization grant for additional nursing ~~and health~~-aide hours for outreach and clinic services. Approve this, less the Health Aide Hours.
5. Health Department – Request for Budget Transfer: Increase in Expenditures with Offsetting Increase in Revenue: Increase in car seat safety grant for increasing car seat inspection program. Approve.
6. Health Department – Request for Budget Transfer: Increase in Expenditures with Offsetting Increase in Revenue: Local Health Department bioterrorism plan development and training grant. Approve.
7. Health Department – Request for Budget Transfer: Increase in Expenditures with Offsetting Increase in Revenue: Creation of a regional bioterrorism preparedness consortium for an 8-county region in Northeast Wisconsin with Brown County as fiscal agent and coordinating agency. Approve.
8. Health Department – Resolution re: Creating Additional Grant Funded Positions in the Health Department Table of Organization for: Bioterrorism Planning Coordinator; Epidemiologist; Information Technologist; Environmental Health Professional; Educator/Trainer; and Clerical Support Position. Committee Approved. (Referred to August Executive Committee.)
9. Health Department – Resolution re: To Create Additional Grant-Funded Community Health Nurse II Hours. Committee approved. (Referred to August Executive Committee.)

10. Health Department – Director’s report. (No report.)
11. Human Services – Director’s Report. No action.

A motion was made by Supervisor Clancy and seconded by Supervisor Daul to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: _____ \s\ Nancy J. Nusbaum, County Executive _____ Date: 8/1/2002

No. 9g -- REPORT OF “SPECIAL” HUMAN SERVICES COMMITTEE OF JULY 15, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The HUMAN SERVICES COMMITTEE met in **special** session on July 15, 2002, and recommends the following motions:

1. Approval of funding for an independent accounting firm to review a proposal to potentially privatize the Brown County Mental Health Center.
 - a) Approve funding for an independent accounting firm to review a proposal to potentially privatize the Brown County Mental Health Center. (No vote taken.)
 - b) Amend original motion to add “with funding not to exceed \$8,000.” Ayes: 4(Fewell, Collins, Fleck, Miller); Nays: 1 (Evans); Excused: 2 (Zima, Clancy).
 - c) Amend the original motion to add “to review a proposal from Bellin.” Motion carried unanimously.
 - d) Amended Motion: To approve funding for an independent firm to review a proposal from Bellin to potentially privatize the Brown County Mental Health Center with funding not to exceed \$8,000. Ayes: 4 (Fewell, Collins, Fleck, Evans); Nays: 1 (Miller); Excused: 2 (Zima, Clancy). Motion carried.

A motion was made by Supervisor Collins and seconded by Supervisor Schmitt to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: _____ \s\ Nancy J. Nusbaum, County Executive _____ Date: 8/1/2002

No. 9h -- **REPORT OF PLANNING, DEVELOPMENT AND TRANSPORTATION COMMITTEE AND LAND CONSERVATION SUBCOMMITTEE OF JUNE 20, 2002**

TO THE MEMBERS OF THE BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

The PLANNING, DEVELOPMENT AND TRANSPORTATION COMMITTEE AND LAND CONSERVATION SUBCOMMITTEE met in regular session on June 20, 2002, and recommends the following motions:

Land Conservation Subcommittee

1. Update re: White Tail Deer Chronic Wasting Disease (Jon Bechle). Receive and place on file.
2. First Quarter 2002 Objective Monitoring Report. Receive and place on file.
3. Director's report. Receive and place on file.

Planning, Development and Transportation Committee

1. Review minutes of:
 - a) Sewage Plan Update Steering Committee (5/7/02).
 - b) Planning Commission (5/1/02).
 - c) Harbor Commission (5/6/02).
 - d) Subdivision Ordinance Update Review Committee (5/13/02).
 - e) Solid Waste Board (3/25/02).Receive and place on file items a-e.
2. Airport – Director's report. Receive and place on file.
3. Airport – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
- ** Notice of Public Hearing to be held before the Planning, Development and Transportation Committee of the County Board ** (There were no comments from the public.)
4. Appointment of County Board Chair, Ken Simons, Administration Committee Chair, Mary Marquardt, Director of Administration, Brendan Bruss to Industrial Development Commission. Committee approved. See Appointments on July County Board.
5. Appointment of Steve Schoen to Board of Adjustment. Committee approved. See Appointments on July County Board.
6. Reappointment of Supervisor Bill Clancy and appointment of Supervisor Jim Schmitt to Planning Commission. Committee approved. See Appointments on July County Board.
7. UW-Extension – Approval for UW-Extension to draft a list of animals and maximum amounts that may be allowed for Owner's Claim for Damages to Animals in Brown County. Refer to Ms. Knudsen, Corporation Counsel, Supervisor Van Deurzen and the UW-Extension Agricultural Agent to draft a list of animals and maximum amounts that may be allowed for owner's claims for damages in Brown County.

8. UW-Extension – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
9. Port and Solid Waste – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
10. Port and Solid Waste – Annual Report. Receive and place on file.
11. Port and Solid Waste – Director’s Report. Accept the report.
12. Zoning – Request to remove an area that is mapped as flood fringe based on the fact that the area has been filled two feet above the 100-year water surface elevation of the East River. Remove an area that is mapped as flood fringe based on the fact that the area has been filled two feet about the 100-year water surface elevation of the East River.
13. Zoning – Request to remove an area that is mapped wetlands from the Wisconsin Wetland Inventory Map based on filed conditions that confirm the area is an upland area. Approve the request to remove an area that is mapped wetlands from the Wisconsin wetland inventory map.
14. Zoning – Request to remove an area that is mapped as flood fringe based on the fact that the area has been filled two feet above the 100-year water surface elevation for the area. Remove an area that is mapped as flood fringe based on the fact that the area has been filled two feet above the 100-year water surface elevation for the area.
15. Zoning – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
16. Highway – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
17. Highway – Commissioner’s report. To accept.
18. Planning Commission – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
19. Register of Deeds – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
20. Survey – First Quarter 2002 Objective Monitoring Report. Receive and place on file.
21. Audit of bills. Pay the bills.

A motion was made by Supervisor Haefs and seconded by Supervisor Antonneau to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: _____ \s\ Nancy J. Nusbaum, County Executive _____ Date: 8/1/2002

No. 9i -- REPORT OF PUBLIC SAFETY COMMITTEE OF JULY 2, 2002

TO THE MEMBERS OF THE BROWN COUNTY
BOARD OF SUPERVISORS

Ladies and Gentlemen:

The PUBLIC SAFETY COMMITTEE met in regular session on July 2, 2002, and recommends the following motions:

1. Review minutes and reports of:
 - a) Circuit Courts Security Committee (June 20, 2002).
Receive and place on file.

2. Appointment of Judge J. D. McKay, Matthew Pagel, David Konath, Gary Zinda to Criminal Justice Coordinating Board. Committee approved. See Appointments July County Board.
3. Update of Metro Police Services by Ben Vanden Bergh. Approve in concept with no funding coming from the County. Ayes: 3 (Watermolen, Schmitt, Kaye); Nays: 2 (Zima, Nicholson). Motion Carried.
4. Report on Volunteers in Probation (VIP) program. Hold for one month.
5. Sheriff – Jail population and overtime report. Receive and place on file.
6. Sheriff’s Report. Receive and place on file.
7. **Closed Session:** Pursuant to Sec. 19.85(1)(c) considering employment, promotion, compensation, or performance evaluation date of a public employee over which the Committee has jurisdiction or exercises responsibility. (No Closed Session held.)
8. Audit of bills. Pay the bills.

A motion was made by Supervisor Kaye and seconded by Supervisor Vanden Plas to adopt. Vote taken. Supervisor Haefs, Supervisor Nicholson, Supervisor Daul and Supervisor Zima voted nay on item #3 (Update of Metro Police Services by Ben Vanden Bergh – Approve in concept with no funding coming from the County). Motion carried.

Approved by: /s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 10 -- Resolutions, Ordinances

No. 10a -- RESOLUTION REGARDING: COUNTY CIVIL RIGHTS COMPLIANCE PLAN/REVISED AFFIRMATIVE ACTION PLAN

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, the Brown County Board has made it the official policy of Brown County to subscribe to the principles of equal employment opportunities as stated in the provisions of Title VII of the Civil Rights Act of 1964 as amended by the Equal Employment Opportunity Act of 1972 and other federal and state laws and regulations which relate to prohibitions against discrimination in employment; and

WHEREAS, the Affirmative Action Officer and the Human Resources Department have revised Brown County’s Affirmative Action Plan and incorporated Brown County’s Civil Rights Compliance Plan; and

WHEREAS, the Administration Committee has reviewed and recommends approval of the revised Plans to the Brown County Board of Supervisors.

NOW, THEREFORE, BE IT RESOLVED, by the Brown County Board of Supervisors, that the attached revised Brown County Civil Rights Compliance Plan/Affirmative Action Plan,

which is established as a commitment to the principles of the equal employment opportunity and affirmative action on the part of Brown County, is hereby approved.

Respectfully submitted,
ADMINISTRATION COMMITTEE

The revised Brown County Civil Rights Compliance Plan/Affirmative Action Plan is on file in the County Clerk's office and is available for public inspection.

A motion was made by Supervisor Marquardt and seconded by Supervisor Schadewald to adopt. Vote taken. Motion carried unanimously with no abstentions.

Approved by: \s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 10b -- RESOLUTION REGARDING: IMPOSITION OF GOLF COURSE CLUBHOUSE FEE

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, the Golf Course is designated as an Enterprise Fund activity that is a self-supporting business operation; and

WHEREAS, the proposed clubhouse will enhance the operations of this business activity; and

WHEREAS, the financial model used for the repayment of the clubhouse project predicts a sound flow of funds for the golf course operation without the use of property tax dollars.

NOW, THEREFORE, BE IT RESOLVED, by the Brown County Board of Supervisors, that contingent upon County Board approval of an initial bonding resolution for a new clubhouse, the following fee structure will be implemented for a 10 year period beginning with the 2003 golf season:

.50 cent per 9-hole and \$1.00 per 18-hole surcharge for county residents
and
a \$1.00 per 9-hole and \$2.00 per 18-hole surcharge for non-county residents.

The above surcharge will be placed on all fee structures where applicable. This surcharge will generate an estimated \$35,000 per year that will be used to offset the cost of the new clubhouse and to help maintain a reserve balance for future projects at the golf course.

Respectfully submitted,
EDUCATION AND RECREATION
COMMITTEE

A motion was made by Supervisor Johnson and seconded by Supervisor Vander Leest to adopt. Chair Simons commended Supervisor Antonneau and the Education and Recreation Committee for coming up with an alternative proposal opposed to going straight to the tax levy.

Supervisor Haefs suggested an additional fee for reserved tee times. Examples being amateur tournaments, Men's Club Scrambles, etc.

Chairman Simons suggested Supervisor Haefs submit a communication to that effect.

Supervisor Evans, Supervisor Vander Leest and Supervisor Haefs spoke in favor of the fee increase.

Vote taken. Roll Call #10b(1):

Ayes: Antonneau, Nicholson, Miller, Hansen, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Schadewald, Lund, Graves, Schmitt, Haefs, Kaye, Evans, Johnson, Kuehn, Marquardt, Van Deurzen, Clancy, Watermolen, Simons, Fewell

Excused: Watermolen

Total Ayes: 25 Excused: 1

Motion carried unanimously with no abstentions:

Approved by: \s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 10b(i) -- Communication from Supervisor Van Deurzen that County staff proceed with bringing to the County Board a plan to bond for \$400,000 from the next County Bond Issue for Golf Course Clubhouse Construction.

A motion was made by Supervisor Collins and seconded by Supervisor Antonneau to take \$400,000 out of General Fund for Golf Course Club House Construction.

Director of Administration, Brendan Bruss, said he couldn't support this motion. In his opinion, to borrow from the General Fund is a totally different financial concept. This concept would be taking money from the General Fund to support an enterprise fund.

A motion was made by Supervisor Van Deurzen and seconded by Supervisor Antonneau to adopt. Vote taken. Roll Call #10bi(1):

Ayes: Antonneau, Miller, Hansen, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Lund, Graves, Schmitt, Kaye, Evans, Johnson, Kuehn, Van Deurzen, Clancy, Simons, Fewell

Nays: Nicholson, Haefs, Marquardt

Abstain: Schadewald

Excused: Watermolen

Total Ayes: 21 Total Nays: 3 Abstain: 1 Excused: 1

Motion carried.

No. 10c -- RESOLUTION REGARDING: APPROVING LABOR AGREEMENT BETWEEN BROWN COUNTY AND THE BROWN COUNTY MENTAL HEALTH CENTER REGISTERED NURSES

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, Brown County has been negotiating with the Mental Health Center Registered Nurses bargaining unit seeking agreement on a labor agreement, and the parties have agreed to submit certain amendments of the predecessor labor agreement to their respective governing bodies for ratification.

NOW, THEREFORE, BE IT RESOLVED by the Brown County Board of Supervisors that it hereby approves the tentative agreement between Brown County and the Mental Health Center Registered Nurses as contained in the tentative agreement attached hereto and made a part hereof as though fully set forth.

Respectfully submitted,
EXECUTIVE COMMITTEE

**TENTATIVE AGREEMENT OF BROWN COUNTY
AND
THE BROWN COUNTY MENTAL HEALTH CENTER REGISTERED NURSES**

The parties agree to submit the following amendments of the predecessor labor agreement to their respective bodies for ratification:

The County proposes the predecessor contract with the following amendments:

1. ARTICLE 3. PROBATIONARY PERIOD

Change lines 47, 49, 50 and 51 to read:

All newly hired employees shall be considered probationary for the first ~~ninety (90) days~~ six months of their employment.

Continued employment beyond the first ~~ninety (90) days~~ six months of employment shall be evidence of satisfactory completion of probation. ~~and~~ Such employee ~~at that time~~ shall be eligible for all accrued benefits upon completion of ninety (90) days of employment. The two (2) day weekend employees must work a total of ~~30 working days~~ six months to complete their probationary period.

2. ARTICLE 4. WAGES

Delete "1999" as it appears in line 71 and replace it with "2001"

Delete "2000" as it appears in line 72 and replace it with "2002"

C. Lines 82-87 (WRS contribution)

Upon voluntary settlement, we agree to revise WRS contribution commensurate with wage increase.

E. Delete line 92: Laboratory work shall be done at the Center at no cost to the employees.

F. Lines 94-96: Delete and replace with the following:

Employees shall be allowed to purchase meals at the Center at a cost that is equal to that paid by Local 1901.

No. 10c(i) -- **TAKEN OUT OF ORDER. SEE AFTER ITEM #4.**

Version #1: Resolution regarding: Resident Responsibility Act of 2002 – Adopting English as its official Language

Version #2: Resolution regarding: English Language Act of 2002 – Brown County Government Adopting English as its Official Language

No. 10d -- RESOLUTION REGARDING: AWARDING THE SALE OF \$5,660,000 GENERAL OBLIGATION HIGHWAY IMPROVEMENTS BONDS, SERIES 2002B, PROVIDING THE FORM OF THE BONDS; AND LEVYING A TAX IN CONNECTION THEREWITH

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, on June 19, 2002, the County Board of Brown County, Wisconsin (the “County”) adopted an Initial Resolution authorizing the issuance of general obligation bonds in an aggregate amount not to exceed \$5,660,000 for the purpose of paying the cost of highway improvements including the CTH “EA” (Eastern Arterial), CTH “V” (East Mason Street), CTH “GV”, CTH “V” (Lime Kiln Road), CTH “JJ” (Verlin Road), CTH “VK” (Lombardi Avenue), CTH “V” (Finger Road), CTH “C”, CTH “EB” (Cardinal Lane) and CTH “SB” (South Bridge Arterial) projects (the “Project”);

WHEREAS, the County deems the Project to be within its powers to undertake and therefore to be a public purpose as defined in Section 67.04(2) of the Wisconsin Statutes;

WHEREAS, the Director of Administration of the County and the and the County’s financial advisor, Robert W. Baird and Co. Incorporated, Milwaukee, Wisconsin (“Baird”) discussed the tentative timetable and other details with respect to the proposed bond issue and the County directed Baird to take the necessary steps to sell the proposed bond issue;

WHEREAS, an Official Notice of Sale (copy of which is attached hereto as Exhibit A, and incorporated herein by this reference) has been prepared and distributed setting forth the details of and the bid requirements for the aforesaid general obligation highway improvement bonds which provided that the general obligation highway improvement bonds would be offered for public sale on July 17, 2002; and

WHEREAS, sealed bid proposals were received as summarized in Exhibit B attached hereto; and

WHEREAS, it has been determined that the bid proposal submitted by HARRIS TRUST & SAVINGS BANK, CHICAGO, ILLINOIS, fully complies with the bid requirements set forth

in the Official Notice of Sale and is deemed to be the most advantageous to the County. A copy of said bid is attached hereto as Exhibit C and incorporated herein by this reference.

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

Section 1. Award of the Bonds. The bid proposal of HARRIS TRUST & SAVINGS BANK, CHICAGO, ILLINOIS (the “Purchaser”) is hereby accepted, said proposal offering to purchase the \$5,660,000 Brown County General Obligation Highway Improvement Bonds, Series 2002B (the “Bonds”) for the sum of FIVE MILLION SIX HUNDRED SIXTY-TWO THOUSAND FIVE HUNDRED SIXTEEN DOLLARS (\$5,662,56.00), plus accrued interest to the date of delivery, resulting in a net interest cost of TWO MILLION ONE HUNDRED THIRTY-NINE THOUSAND ONE HUNDRED FIFTY-NINE DOLLARS AND SIXTY-THREE CENTS (\$2,139,159.63) and a true interest rate of 4.0685%. The Bonds bear interest as follows:

<u>YEAR</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2003	200,000	3.400%
2004	280,000	3.400
2005	295,000	3.400
2006	305,000	3.400
2007	325,000	3.400
2008	340,000	3.500
2009	355,000	3.750
2010	375,000	4.000
2011	390,000	4.100
2012	410,000	4.100
2013	430,000	4.000
2014	455,000	4.200
2015	475,000	4.300
2016	500,000	4.375
2017	525,000	4.400

Section 2. Designation of Purchaser as Agent. The County hereby designates the Purchaser as its agent for purposes of distributing the Final Official Statement relating to the Bonds to any participating underwriter in compliance with Rule 15c2-12 of the Securities and Exchange Commission.

Section 3. Terms of the Bonds. The Bonds shall be designated “General Obligation Highway Improvement Bonds, Series 2002B”; shall be dated August 1, 2002, shall be in the denomination of \$5,000 or any integral multiple thereof; and shall mature on November 1 of each year, in the years and principal amounts as set forth above. Interest is payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year.

Section 4. Redemption Provisions. At the option of the County, the Bonds maturing on November 1, 2013, and thereafter shall be subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds shall be redeemable as a whole or 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 5. Form of the Bonds. The Bonds shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit D and incorporated herein by this reference.

Section 6. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Bonds as the same becomes due, the full faith, credit and resources of the County are hereby irrevocably pledged and there is hereby levied upon all of the taxable property of the County a direct annual irrepealable tax in the years and amounts as follows:

<u>LEVY YEAR</u>	<u>AMOUNT</u>	<u>LEVY YEAR</u>	<u>AMOUNT</u>
2002	478,115.63	2010	524,510.00
2003	495,692.50	2011	528,520.00
2004	501,172.50	2012	531,710.00
2005	501,142.50	2013	539,510.00
2006	510,772.50	2014	540,400.00
2007	514,722.50	2015	544,975.00
2008	517,822.50	2016	548,100.00
2009	524,510.00		

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

Section 7. Debt Service Fund Account. There is hereby established in the County treasury a fund account separate and distinct from every other County fund or account designated "Debt Service Fund Account for \$5,660,000 Brown County General Obligation Highway Improvement Bonds, Series 2002B, dated August 1, 2002". There shall be deposited in said fund account any premium plus accrued interest paid on the Bonds at the time of delivery to the Purchaser, all money raised by taxation pursuant to Section 6 hereof and all other sums as may be necessary to pay interest on the Bonds when the same shall become due and to retire the Bonds at their respective maturity dates. Said fund account shall be used for the sole purpose of paying the principal of and interest on the Bonds and shall be maintained for such purpose until such indebtedness is fully paid or otherwise extinguished.

Section 8. Construction Fund. The proceeds of the Bonds (the “Bond Proceeds”) herein provided for (other than any premium and accrued interest paid at the time of delivery which must be paid into the Debt Service Fund Account created above) shall be segregated in a special fund upon receipt and shall be used solely for the purposes for which borrowed or for the payment of the principal of and interest on the Bonds.

Section 9. Arbitrage Covenant. The County shall not take any action with respect to the Bond Proceeds which, if such action had been reasonably expected to have been taken, or had been deliberately and intentionally taken on the date of the delivery of and payment for the Bonds (the “Closing”), would cause the Bonds to be “arbitrage bonds” within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the “Code”) and any income tax regulations promulgated thereunder (the “Regulations”).

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

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

Section 10. Additional Tax Covenants; Exemption from Rebate. The County hereby further covenants and agrees that it will take all necessary steps and perform all obligations required by the Code and Regulations (whether prior to or subsequent to the issuance of the Bonds) to assure that the Bonds are obligations described in Section 103(a) of the Code, the interest on which is excluded from gross income for federal income tax purposes, throughout their term. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, certifying that it can and covenanting that it will comply with the provisions of the Code and Regulations.

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

The County anticipates that it will qualify for the construction expenditure exemption from the rebate requirements of the Code. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, with respect to said

exemption from the rebate requirement, and said County Clerk or other officer is hereby authorized to make any election on behalf of the County in order to comply with the rebate requirements of the Code. If, for any reason, the County did not qualify for any exemption from the rebate requirements of the Code, the County covenants that it would take all necessary steps to comply with such requirements.

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

Section 11. Persons Treated as Owners; Transfer of Bonds. The fiscal agent appointed in Section 14 hereof shall keep books for the registration and for the transfer of the Bonds. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Bond shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

Any Bond may be transferred by the registered owner thereof by surrender of the Bond at the office of said fiscal agent, 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, said fiscal agent shall deliver in the name of the transferee or transferees a new Bond or Bonds of a like aggregate principal amount, series and maturity and said fiscal agent shall record the name of each transferee in the registration book. No registration shall be made to bearer. Said fiscal agent shall cancel any Bond surrendered for transfer.

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

The 15th day of each calendar month next preceding each interest payment date shall be the record date for the Bonds. Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the County maintained by said fiscal agent at the close of business on the corresponding record date.

Section 12. Utilization of The Depository Trust Company Book-Entry-Only-System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York (“DTC”), the County has heretofore agreed to the applicable provisions set forth in the DTC Blanket Issuer Letter of Representation and the County Clerk has executed such Letter of Representation and delivered it to the DTC on behalf of the County.

Section 13. Execution of the Bonds. The Bonds shall be issued in typewritten form, one Bond for each maturity, executed on behalf of the County by the manual or facsimile signatures of the County Board Chairperson and County Clerk (except that one of the foregoing signatures shall be manual), sealed with its official or corporate seal, if any, and delivered to the Purchaser upon payment to the County of the purchase price thereof, plus accrued interest to the

date of delivery. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the delivery of the Bonds, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until such delivery. The aforesaid officers are hereby authorized to do all acts and execute and deliver all documents as may be necessary and convenient to effectuate the Closing.

Section 14. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Associated Trust Company, National Association, Green Bay, Wisconsin, which is hereby appointed as the County's registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the "Fiscal Agent"). The Fiscal Agency Agreement between the County and the Fiscal Agent shall be substantially in the form attached hereto as Exhibit E and incorporated herein by this reference.

Section 15. Continuing Disclosure. The County hereby covenants and agrees that it will comply with and carry out all of the provisions of its Continuing Disclosure Certificate which the County will execute and deliver on the Closing Date. Any Bondholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Section.

Section 16. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the County or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

EXHIBIT A

OFFICIAL NOTICE OF SALE
\$5,660,000
BROWN COUNTY, WISCONSIN
GENERAL OBLIGATION HIGHWAY IMPROVEMENT BONDS, SERIES 2002B
DATED AUGUST 1, 2002

SEALED BIDS will be received by the County Clerk, Brown County, Wisconsin for all but no part of its \$5,660,000 General Obligation Highway Improvement Bonds, Series 2002B, in the office of Robert W. Baird & Co. Incorporated, Public Finance Dept., 28th Floor, 777 East Wisconsin Avenue, Milwaukee, WI 53202, the County's financial advisor, until 10:30 a.m. (Central Time) on:

JULY 17, 2002

at which time the bids will be publicly opened and read. The bids should be directed to the County Clerk and plainly marked "Bid for Bonds". Bids may be faxed to Robert W. Baird & Co. Incorporated at (414)298-7354, or submitted electronically via BairdAuction, as described below,

as long as the good faith check, required below, has been received by the County or its Financial Advisor at or before the time of opening of the bids or the bidder complies with the financial surety bond provisions discussed below. A meeting of the County Board will be held on July 17, 2002 for the purpose of taking action on such bids as may be received.

The Bonds will be dated August 1, 2002, and will mature serially on November 1 of each year, in the years and principal amounts as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2003	200,000	2011	390,00
2004	280,000	2012	410,000
2005	295,000	2013	430,000
2006	305,000	2014	455,000
2007	325,000	2015	475,000
2008	340,000	2016	500,000
2009	355,000		
2010	375,000		

Interest is payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year.

Bids for the Bonds may contain a maturity schedule providing for a combination of serial bonds and term bonds, provided that no serial bond may mature on or after the first mandatory sinking fund redemption date of any term bonds. All term bonds shall be subject to mandatory sinking fund redemption and must conform to the maturity schedule set forth above at a price of par plus accrued interest to the date of redemption. In order to designate term bonds, the bid must specify “Last Year of Serial Maturities” and “Years of Term Maturities” in the spaces provided on the Bid Form.

At the option of the County, the Bonds maturing on November 1, 2013 and thereafter shall be subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds shall be redeemable as a whole or 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.

The Bonds will be issued as fully registered bonds without coupons and, when issued, will be registered only in the name of CEDE & CO., as nominee for The Depository Trust Company, New York, New York (“DTC”). DTC will act as securities depository of the Bonds. A single Bond certificate for each maturity will be issued to DTC and immobilized in its custody. Individual purchases will be made in book-entry form only pursuant to the rules and procedures established between DTC and its participants, in the principal amount of \$5,000 and integral multiples thereof. Individual purchasers will not receive certificates evidencing their ownership of the Bonds purchased. The successful bidder shall be required to deposit the Bond certificates with DTC as a condition to delivery of the Bonds. Associated Trust Company, National Association, Green Bay, Wisconsin will act as the paying agent and will make payments of

principal and interest on the Bonds on the dates set forth above, to DTC or its nominee as paying agent of the Bonds in next-day funds. Transfer of said payments to participants of DTC will be the responsibility of DTC; transfer of said payments to beneficial owners by DTC participants will be the responsibility of such participants and other nominees of beneficial owners all as required by DTC rules and procedures. No assurance can be given by the County that DTC, its participants and other nominees of beneficial owners will make prompt transfer of said payments as required by DTC rules and procedures. The County assumes no liability for failures of DTC, its participants or other nominees to promptly transfer said payments to beneficial owners of the Bonds.

In the event that the securities depository relationship with DTC for the Bonds is terminated and the County Board does not appoint a successor depository, the County Board will prepare, authenticate and deliver, at its expense, fully registered certificate Bonds in the denominations of \$5,000 or any integral multiple thereof in the aggregate principal amount of Bonds of the same interest rate or rates then outstanding to the beneficial owners of the Bonds.

The Bonds are general obligations of the County. The principal of and interest on the Bonds will be payable from ad valorem taxes, which may be levied without limitation as to rate or amount upon all of the taxable property located in the County. The Bonds shall be issued for the purpose of paying the cost of highway improvements including the CTH "EA" (Eastern Arterial), CTH "V" (East Mason Street), CTH "GV", CTH "V" (Lime Kiln Road), CTH "JJ" (Verlin Road), CTH "VK" (Lombardi Avenue), CTH "V" (Finger Road), CTH "C" CTH "EB" (Cardinal Lane) and CTH "SB" (South Bridge Arterial) projects.

The County will not designate the Bonds as "qualified tax-exempt obligations" under the provisions of Section 265 (b)(3) of the Internal Revenue Code of 1986, as amended.

Bids must be submitted either: (1) to Robert W. Baird & Co. as set forth herein; or (2) electronically via the BairdAuction website at www.BairdAuction.com, in accordance with the Rules of BairdAuction and this Official Notice of Sale. No provider of electronic bidding services other than BairdAuction will be accepted. If any provisions in this Notice conflict with the Rules of BairdAuction, this Notice shall control. For further information about BairdAuction, including any fee charged and registration requirements, potential bidders may contact Robert W. Baird & Co. 28th Floor, 777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202, Ms. Tonia Morris, Assistant Vice President (414)765-3827. The County assumes no responsibility or liability for bids submitted through BairdAuction.

To bid by BairdAuction, bidders must first visit the BairdAuction website where, if they have never registered with MuniAuction or one of its private label websites, they can register and then request admission to bid on the Bonds. Only NASD registered broker-dealers and dealer banks with DTC clearing arrangements will be eligible to bid.

An electronic bid shall be deemed an irrevocable offer to purchase the Bonds on the terms provided in the Official Notice of Sale, and shall be binding upon the bidder as if made by a signed bid delivered to the County. The County shall not be responsible for any malfunction or

mistake made by, or as a result of the use of the facilities of, BairdAuction, the use of such facilities being the sole risk of the prospective bidder.

The “Rules of BairdAuction” can be viewed on the BairdAuction website and are incorporated herein by reference. Bidders must comply with the Rules of BairdAuction in addition to the requirements of this Official Notice of Sale. In the event the Rules of BairdAuction conflict with this Official Notice of Sale, this Official Notice of Sale shall prevail.

For information purposes only, bidders are requested to state in their electronic bids the true interest cost to the County, as described in this Official Notice of Sale and in the written form of Official Bid Form. All electronic bids shall be deemed to incorporate the provisions of this Official Notice of Sale and the form of Official Bid Form.

Bids will be received on an interest rate basis in integral multiples of One-Twentieth (1/20) or One-Eighth (1/8) of One Percent (1%). Any number of interest rates may be bid but the spread between the highest and lowest interest rates shall not exceed one percent. All Bonds of the same maturity shall bear the same interest rate. No bid for less than \$5,660,000 or One Hundred Percent (100%) (a par bid) of the principal amount of the Bonds plus accrued interest to the date of delivery will be considered. The Bonds shall be awarded to a responsible bidder whose proposal results in the lowest true interest cost to the County (the “Purchaser”).

A Good Faith Deposit (“Deposit”) in the form of a certified check or cashier’s check or a Financial Surety Bond payable to the County Clerk in the amount of One Hundred Thirteen Thousand Two Hundred Dollars (\$113,200) is required on each bid to be considered. If a check is used, it must accompany each bid. If a Financial Surety Bond is used, it must be from an insurance company licensed to issue such a bond in the State of Wisconsin, and such bond must be submitted to the County or its Financial Advisor prior to the opening of the bids. The Financial Surety Bond must identify each bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Purchaser utilizes a Financial Surety Bond, the Purchaser is required to submit its Deposit to the County or its Financial Advisor in the form of a cashier’s check (or wire transfer such amount as instructed by the County or its Financial Advisor) not later than 3:30 p.m. on the next business day following the award. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the County to satisfy the Deposit requirement. No interest on the Deposit will accrue to the Purchaser. The Deposit will be applied to the purchase price of the Bonds. In the event the Purchaser fails to honor its accepted bid, the Deposit will be retained by the issuer.

The Bonds shall be delivered in typewritten form, one Bond per maturity, to the Depository Trust Company, securities depository of the Bonds for the establishment of book-entry accounts at the direction of the successful bidder, within approximately forty-five (45) days after the award. Payment at the time of delivery must be made in federal or other immediately available funds. In the event delivery is not made within sixty (60) days after the date of the sale of the Bonds, the successful bidder may, prior to tender of the Bonds, at its option, be relieved of its obligation under the contract to purchase the Bonds at its good faith check shall be returned, but no interest shall be allowed thereon.

The successful bidder will be furnished without cost, the unqualified approving legal opinion of Godfrey & Kahn, S.C. of Milwaukee, Wisconsin and Strong Hill Associates, Ltd. of Green Bay, Wisconsin, Co-Bond Counsel. A transcript of the proceedings relative to the issuance of the Bonds (including a No-litigation Certificate and a Continuing Disclosure Certificate) shall be furnished to the successful bidder without cost. CUSIP numbers will appear on the typewritten Bonds. The successful bidder will be responsible for the cost of obtaining CUSIP numbers.

Simultaneously with or before delivery of the Bonds, the successful bidder shall furnish to the County a certificate, made on the best knowledge, information and belief of the successful bidder, acceptable to bond counsel, stating the initial reoffering prices to the public of each maturity of the Bonds and further stating that a substantial amount of the Bonds was sold to the public or final purchasers thereof (not including bond houses and brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at or below such initial reoffering prices together with such other information as may be required by the County to enable it to determine the "issue price" of the Bonds awarded to such bidder as defined in Section 1274 of the Internal Revenue Code of 1986.

Upon the sale of the Bonds, the County will publish a Final Official Statement in substantially the same form as the Preliminary Official Statement. Promptly after the sale date, but in no event later than seven business days after such date, the County will provide the successful bidder (i.e., the sole underwriter or the senior managing underwriter of the syndicate to which the Bonds are awarded) 50 copies of the Final Official Statement without cost.

In order to assist bidders in complying with S.E.C. Rule 15c2-12(b)(5), the County will undertake, pursuant to the Award Resolution and a Continuing Disclosure Certificate, to provide annual reports and notices of certain events. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the Final Official Statement.

The County shall designate the successful bidder as its agent for purposes of distributing copies of the Final Official Statement to each Participating Underwriter, if any. Each underwriter executing and delivering an Official Bid Form with respect to the Bonds agrees thereby that if its bid is accepted by the County (i) it shall accept such designation and (ii) it shall enter into a contractual relationship with all participating Underwriters of the Bonds, if any, for purposes of assuring the receipt by each such Participating Underwriter of the Final Official Statement.

The successful bidder agrees to supply to the County all necessary pricing information and any Participating Underwriter identification necessary to complete the Final Official Statement within 24 hours after the award of the Bonds. Additional copies of the Final Official Statement may be purchased from Robert W. Baird & Co. Incorporated up to three months following the sale of the Bonds.

The County Board reserves the right to reject any and all bids and to waive any and all irregularities.

The internet address for the Preliminary Official Statement is: www.BairdAuction.com. Copies of the Preliminary Official Statement and additional information may be obtained by addressing inquiries to: ROBERT W. BAIRD & CO. INCORPORATED, 777 East Wisconsin Avenue, 28th Floor, Milwaukee, Wisconsin 53202, Attention: Tonia G. Morris (414)765-3827 or:

P. Terry Haut, Finance Manager
Brown County
305 East Walnut Street, Green Bay, WI 54305-3600
(920)448-4046

EXHIBIT B

BROWN COUNTY

RESULTS OF COMPETITIVE BIDS

\$5,660,000 General Obligation Highway Improvement Bonds, Series 2002B
Bids taken at 10:30 a.m. CST
Wednesday, July 17, 2002

<u>Rank</u>	<u>Bidder</u>	<u>Premium</u>	<u>Net Interest Cost</u>	<u>True Interest Cost</u>
1	Harris Trust & Savings Bank*	\$2,516.00	\$2,139,159.63	4.0685%
2	Robert W. Baird & Co.	119,984.05	2,192,572.20	4.1088
3	Salomon Smith Barney	0.00	2,204,894.69	4.1996

* Bid w/:FTN Financial Capital Markets
Isaak Bond Investments, Inc.
The Bankers Bank
Bernardi Securities
Mesirow Financial Inc.
Northern Trust Securities, Inc.
Wells Fargo Brokerage Securities LLC

EXHIBIT C

BID FORM

BROWN COUNTY, WISCONSIN

\$5,660,000 General Obligation Highway Improvement Bonds, Series 2002B

Ms. Nancy J. Nusbaum, County Executive
Members of the County Board
BROWN COUNTY
305 East Walnut Street
Green Bay, Wisconsin 54305-3600

Dear Ms. Nusbaum and Members of the County Board:

For all but no part of your issue of \$5,660,000 General Obligation Highway Improvement Bonds, Series 2002B, we offer to pay a price of par plus a premium of \$2,516.00, if any, plus accrued interest from August 1, 2002, the dated date, to the date of delivery. The Bonds shall bear interest as follows:

<u>Year</u>	<u>Rate</u>	<u>Year</u>	<u>Rate</u>
2003	3.40%	2011	4.10%
2004	3.40	2012	4.10
2005	3.40	2013	4.00
2006	3.40	2014	4.20
2007	3.40	2015	4.30
2008	3.50	2016	4.375
2009	3.75	2017	4.40
2010	4.00		

Designation of Serial and Term Maturities

Last Year of Serial Maturities _____ Years of Term Maturities _____ - _____
_____ - _____

This bid is made subject to all the terms and conditions of the Official Notice of Sale heretofore received and the Notice of Sale heretofore published, all terms and conditions which are made a part hereof as fully as though set forth in full in this bid.

There is enclosed herewith a certified or cashier's check for \$113,200 payable to the County Clerk: OR a Financial Surety Bond in the amount of \$113,200 has been provided for and evidence of same will be delivered on the sale date to accompany this bid form.

Harris Trust & Savings Bank
Managing Underwriter

Direct Contact and Phone Number: Carrie L. Moreland 312-461-2861

By: \s\Carrie L. Moreland, V. P.

For your information, but not as a condition of this bid, the above interest rates result in:
Net Interest Cost \$2,139,159.63 True Interest Rate 4.0685 %

The foregoing offer is hereby accepted this 17th day of July, 2002, by the Members of the County Board and in recognition therefore is signed by the Officers empowered and authorized to make such acceptance.

County Executive

County Clerk

EXHIBIT D

UNITED STATES OF AMERICA
STATE OF WISCONSIN
BROWN COUNTY, WISCONSIN
GENERAL OBLIGATION HIGHWAY IMPROVEMENT BONDS, SERIES 2002B
REGISTERED NO. R-_____

ORIGINAL DATE OF
MATURITY DATE: ISSUE: INTEREST RATE: CUSIP:
NOVEMBER 1, 20__ AUGUST 1, 2002 _____% 115511_____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.
PRINCIPAL AMOUNT: _____ DOLLARS
(\$_____)

KNOW ALL MEN BY THESE PRESENTS, that Brown County, Wisconsin (the "County"), hereby acknowledges itself to owe and for value received promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest is payable commencing on May 1, 2003, and semi-annually thereafter on November 1 and May 1 of each year until the aforesaid principal amount is paid in full. Both the principal of and interest on this Bond are payable in lawful money of the United States by Associated Trust Company, National Association, Green Bay, Wisconsin, the fiscal agent appointed by the County pursuant to the provisions of Section 67.10(2), Wisconsin Statutes, to act as bond registrar and paying agent (the "Bond Registrar"). The principal of this Bond shall be payable only upon presentation and surrender of the Bond at the office of the Bond Registrar. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by the Bond Registrar at the close of business on the 15th day of the calendar month next preceding the semi-annual interest payment date (the "Record Date").

For the prompt payment of this Bond together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the County are hereby irrevocably pledged.

This Bond is one of an issue of Bonds aggregating the principal amount of \$5,660,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the County pursuant to the provisions of Chapter 67, Wisconsin Statutes for the purpose of paying the cost of highway improvements including the CTH "EA" (Eastern Arterial), CTH "V" (East Mason Street), CTH "GV", CTH "V" (Lime Kiln Road), CTH "JJ" (Verlin Road), CTH "VK (Lombardi Avenue), CTH "V" (Finger Road), CTH "C", CTH "EB" (Cardinal Lane) and CTH "SB" (South Bridge Arterial) projects, all as authorized by resolutions of the County Board duly adopted by said governing body at meetings held on June 19, 2002 and July 17, 2002. Said resolutions are recorded in the official minutes of the County Board for said dates.

At the option of the County, the Bonds maturing on November 1, 2013 and thereafter are subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds are redeemable as a whole or in part from maturities selected by the County and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

In the event the County exercises its option to redeem the Bonds prior to maturity, as long as the Bonds are in book-entry-only form, the County shall direct the Bond Registrar to give official notice of the redemption by mailing a notice by registered or certified mail, or overnight express delivery, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice mailed as provided herein shall be conclusively presumed to have been duly given, whether or not the Depository receives the notice. The Bonds shall cease to bear interest on the specified redemption date, provided that federal or other immediate available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

It is hereby certified and recited that all conditions, things and acts required by law to exist or to be done prior to and in connection with the issuance of this Bond have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the County, including this Bond and others issued simultaneously herewith, does not exceed any limitation imposed by law or the Constitution of the State of Wisconsin; and that a direct annual irrepealable tax has been levied sufficient to pay this Bond, together with the interest thereon, when and as payable.

This Bond is transferable only upon the books of the County kept for that purpose at the office of the Bond Registrar. In the event that the Depository does not continue to act as

depository for the Bonds, and the County Board appoints another depository, new fully registered Bonds in the same aggregate principal amount shall be issued to the new depository upon surrender of the Bonds to the Bond Registrar, in exchange therefore and upon the payment of a charge sufficient to reimburse the County for any tax, fee or other governmental charge required to be paid with respect to such registration. The Bond Registrar shall not be obliged to make any transfer of the Bonds (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Bonds, or (iii) with respect to any particular Bond, after such Bond has been called for redemption. The County and the Bond Registrar may treat and consider the Depository in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever.

IN WITNESS WHEREOF, Brown County, Wisconsin, by its governing body, has caused this Bond to be executed for it and in its name by the signatures of its duly qualified County Board Chairperson and County Clerk; and to be sealed with its official or corporate seal, all as of the 1st day of August, 2002.

(SEAL) By: BROWN COUNTY, WISCONSIN
\s\ Kenneth J. Simons
County Board Chairperson
By: \s\ Darlene K. Marcelle
County Clerk

ASSIGNMENT

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

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)
the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____
_____, Legal Representative, to transfer said Bond on the books kept for
registration thereof, with full power of substitution in the premises.

Dated: _____
Signature Guaranteed:

(e.g. Bank, Trust Company or Securities Firm) (Depository or its Nominee Name)

(Authorized Officer)

NOTICE: The above-mentioned Depository or its Nominee Name must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

EXHIBIT E

FISCAL AGENCY AGREEMENT

THIS AGREEMENT is made and entered into the _ day of August, 2002, by and between Brown County, Wisconsin (the "County"), and Associated Trust Company, National Association, a national banking association with trust powers located in Green Bay, Wisconsin (the "Agent").

WITNESSETH:

WHEREAS, the County has authorized the borrowing of the sum of FIVE MILLION SIX HUNDRED SIXTY THOUSAND DOLLARS (\$5,660,000) pursuant to Section 67.05, Wisconsin Statutes, and resolutions adopted by the County Board on June 19, 2002 and July 17, 2002 and has authorized the issuance and sale of \$5,660,000 principal amount of general obligation highway improvement bonds to evidence such indebtedness (the "Obligations"). The Obligations shall be designated "General Obligation Highway Improvement Bonds, Series 2002B"; shall be dated August 1, 2002; shall bear interest at the rates set forth below; and shall mature on November 1 of each year, in the years and principal amounts as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2003	200,000	
2004	280,000	
2005	295,000	
2006	305,000	
2007	325,000	
2008	340,000	
2009	355,000	
2010	375,000	
2011	390,000	
2012	410,000	
2013	430,000	
2014	455,000	
2015	475,000	
2016	500,000	
2017	525,000	

Interest shall be payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year until the principal of the Obligation is paid in full or discharged;

WHEREAS, the County is issuing the Obligations in registered form pursuant to Section 149 of the Internal Revenue Code of 1986, as amended, and any applicable income tax regulations; and

WHEREAS, pursuant to the aforesaid resolution or resolutions and Section 67.10(2), Wisconsin Statutes, the County Board of the County has authorized the appointment of the Agent as Fiscal Agent of the County for the purpose of performing any or all of the following functions with respect to the Obligations: paying the principal of and interest on the Obligations; accounting for such payments; registering, authenticating, transferring, and canceling the Obligations; and maintaining a registration book in addition to other applicable responsibilities all in accordance with the provisions of Section 67.10(2), Wisconsin Statutes.

NOW, THEREFORE, the County and the Agent do hereby agree as follows:

I. APPOINTMENT

The Agent is hereby appointed Fiscal Agent of the County with respect to the Obligations for the purpose of performing such of the responsibilities stated in Section 67.10(2)(a), Wisconsin Statutes, as are delegated herein or as may be otherwise specifically delegated in writing to the Fiscal Agent by the County.

II. INVESTMENT RESPONSIBILITY

The Fiscal Agent shall not be under any obligation to invest funds held for the payment of interest or principal on the Obligations.

III. PAYMENTS

At least one (1) business day before semi-annual interest payment date (commencing with the first interest payment date and continuing thereafter until the principal of and interest on the Obligations should have been fully paid or prepaid in accordance with their terms) the County agrees to and shall pay to the Fiscal Agent, in immediately available funds, a sum equal to the amount payable as principal of and the premium, if any, and interest on the Obligations on such semi-annual interest payment date. Said semi-annual interest and/or principal payment dates and amounts are set forth in Exhibit A-1 which is hereto and incorporated herein by this reference.

IV. CANCELLATION

In every case of the surrender of any Obligation for the purpose of payment, the Fiscal Agent shall cancel and destroy the same and deliver to the County a certificate regarding such cancellation, setting forth an accurate description of the Obligation, specifying its number, date, purpose, amount, rate of interest, and payment date and stating the date and amount of each payment of principal or interest thereon. The Fiscal Agent shall also cancel and destroy Obligations presented for transfer or exchange and deliver a certificate with respect to such transfer or exchange to the County. The Fiscal Agent shall be permitted to microfilm, or otherwise photocopy and record said canceled Obligations.

V. REGISTRATION BOOK

Fiscal Agent shall maintain in the name of the County a Registration Book containing the names and addresses of all registered owners of the Obligations. The Fiscal Agent shall keep confidential said information in accordance with applicable banking and governmental regulations.

VI. INTEREST PAYMENT

Payment of each installment of interest shall be made to the registered owner who shall appear on the Registration Book at the close of business on the 15th day of the calendar month next preceding the interest payment date and shall be paid by check or draft of the Fiscal Agent mailed to such registered owner at his address as it appears in such Registration Book or at such other address as may be furnished in writing by such registered owner to the Fiscal Agent.

VII. PAYMENT OF PRINCIPAL

Principal shall be paid to the registered owner of an Obligation upon surrender of the Obligation on or after its maturity or redemption date.

VIII. REDEMPTION NOTICE

In the event the County exercises its option to redeem the Bonds prior to maturity, as long as the Bonds are in book-entry-only form, the County shall direct the Bond Registrar to give official notice of the redemption by mailing a notice by registered or certified mail, or overnight express delivery, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice mailed as provided herein shall be conclusively presumed to have been duly given, whether or not the Depository receives the notice. The Bonds shall cease to bear interest on the specified redemption date, provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

IX. UTILIZATION OF THE DEPOSITORY TRUST COMPANY

The Depository Trust Company's Book-Entry-Only system is to be utilized for the obligations. The Fiscal Agent agrees to comply with the provisions of the attached Blanket Issuer Letter of Representation which has been executed and delivered to The Depository Trust Company by the County.

X. TRANSFER AND EXCHANGE OF OBLIGATIONS

The Fiscal Agent shall transfer Obligations upon presentation of a written assignment duly executed by the registered owner or by such owner's duly authorized legal representative. Upon such transfer, a new registered Obligation of authorized denomination or denominations in the same aggregate principal amount shall be issued to the transferee in exchange thereof, and the name of such transferee shall be entered as the new registered owner in the Registration Book. Upon request of the registered owner, the Fiscal Agent shall exchange Obligations of the issue for a like aggregate principal amount of Obligations of the same maturity in authorized whole integral multiples of \$5,000.

The Obligations shall be numbered 1 and upward. Upon any transfer or exchange, the Obligation or Obligations issued shall bear the next highest consecutive unused number or numbers.

XI. STATEMENTS

The Fiscal Agent shall furnish the County with an accounting of payments received and made and funds on hand annually.

XII. FEES

The County agrees to pay the Fiscal Agent fees in accordance with the fee schedule provided by the Fiscal Agent which is attached hereto as Exhibit B-1 and incorporated herein by this reference until the final principal payment (or redemption date in the event the County exercises its option, if any, to redeem the Obligations). Such fees are payable on the dates principal is due or pursuant to statements provided to the County by the Fiscal Agent. In the event the County exercises its options, if any, to redeem the Obligations, the Fiscal Agent shall be reimbursed for mailing costs related therewith.

XIII. MISCELLANEOUS

(a) Nonpresentation of Checks. In the event the check or draft mailed by the Fiscal Agent to the registered owner is not presented for payment within six years of its date, then the monies representing such nonpayment shall be returned to the County or to such board, officer or body as may then be entitled by law to receive the same, together with the name of the registered owner of the Obligation and the last mailing address of record. Thereafter, the Fiscal Agent shall not be responsible for the payment of such check or draft.

(b) Resignations; Successor Fiscal Agent. Fiscal Agent may at any time resign by giving not less than sixty days written notice to County. Upon receiving such notice of resignation, the County shall promptly appoint a successor Fiscal Agent by an instrument in writing executed by order of its governing body. If no successor Fiscal Agent shall have been so appointed and have accepted appointment within sixty days after such notice of resignation, the resigning Fiscal Agent may petition any court of competent jurisdiction for the appointment of a successor fiscal agent. Such court may thereupon, after such notice, if any, as it may deem proper and prescribes, appoint a successor fiscal agent.

Any successor fiscal agent shall be qualified to act pursuant to Section 67.10(2), Wisconsin Statutes, as amended.

Any successor fiscal agent shall execute, acknowledge and deliver to the County and to its predecessor fiscal agent an instrument accepting such appointment hereunder, and thereupon the resignation of the predecessor fiscal agent shall become effective and such successor fiscal agent, without any further act, deed or conveyance, shall become vested with all the rights, powers, trusts, duties and obligations of its predecessor, with like effect as if originally named as fiscal agent herein; but nevertheless, on written request of County, or on the request of the successor, the fiscal agent ceasing to act shall execute and deliver an instrument transferring to such successor fiscal agent, all the rights, powers and trusts of the fiscal agent so ceasing to act. Upon the request of any such successor fiscal agent, the County shall execute any and all instruments in writing for more fully and certainly vesting in and confirming to such successor fiscal agent all such rights, powers and duties. Any predecessor fiscal agent shall pay over to its successor fiscal agent any funds of the County.

(c) Termination. This Agreement shall terminate six years after the last principal payment on the Obligations is due whether by maturity or earlier redemption or the final discharge of the County's responsibilities for payment of the Obligations, whichever is later. The parties realize that any funds hereunder as shall remain upon termination shall be turned over to the County after deduction of any unpaid fees and disbursements of Fiscal Agent. Termination of this Agreement shall not, of itself, have any effect on County's obligation to pay the outstanding Obligations in full in accordance with the terms thereof.

(d) Execution. This Agreement shall be executed on behalf of the County and the Agent by their duly authorized officers. This Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement, being duly authorized so to do, each in the manner most appropriate to it, on the date first above written.

SIGNATURE PAGE TO THE FISCAL AGENCY AGREEMENT

BROWN COUNTY
By: /s\ Kenneth J. Simons
County Board Chairperson

(SEAL) By: /s\ Darlene K. Marcelle
County Clerk

A motion was made by Supervisor Zima and seconded by Supervisor Kaye to adopt. Vote taken. Roll Call #10d(1):

Ayes: Antonneau, Nicholson, Miller, Hansen, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Schadewald, Lund, Graves, Schmitt, Haefs, Kaye, Evans, Johnson, Kuehn, Marquardt, Van Deurzen, Clancy, Simons, Fewell

Excused: Watermolen

Total Ayes: 25 Excused: 1

Motion carried unanimously with no abstentions.

Approved by: /s\ Nancy J. Nusbaum, County Executive Date: 8/1/2002

No. 10e -- **RESOLUTION REGARDING: AWARDING THE SALE OF \$6,000,000 GENERAL OBLIGATION AIRPORT IMPROVEMENT BONDS, SERIES 2002A, PROVIDING THE FORM OF THE BONDS; AND LEVYING IN CONNECTION THEREWITH**

TO THE HONORABLE CHAIRMAN AND MEMBERS OF THE
BROWN COUNTY BOARD OF SUPERVISORS

Ladies and Gentlemen:

WHEREAS, on June 19, 2002, the County Board of Brown County, Wisconsin (the "County") adopted an Initial Resolution authorizing the issuance of general obligation bonds in an aggregate amount not to exceed \$6,000,000 for the purpose of paying the cost of airport concourse renovation and expansion (the "Project");

WHEREAS, the County deems the Project to be within its powers to undertake and therefore to be a public purpose as defined in Section 67.04(2) of the Wisconsin Statutes;

WHEREAS, the Director of Administration of the County and the County's financial advisor, Robert W. Baird & Co. Incorporated, Milwaukee, Wisconsin ("Baird") discussed the tentative timetable and other details with respect to the proposed bond issue and the County directed Baird to take the necessary steps to sell the proposed bond issue;

WHEREAS, an Official Notice of Sale (cop of which is attached hereto as Exhibit A, and incorporated herein by this reference) has been prepared and distributed setting forth the details of and the bid requirements for the aforesaid general obligation airport improvement bonds which provided that the general obligation airport improvement bonds would be offered for public sale on July 17, 2002; and

WHEREAS, sealed bid proposals were received as summarized in Exhibit B attached hereto; and

WHEREAS, it has been determined that the bid proposal submitted by UBS/PAINE WEBBER, INC., CHICAGO, ILLINOIS, fully complies with the bid requirements set forth in the Official Notice of Sale and is deemed to be the most advantageous to the County. A copy of said bid is attached hereto as Exhibit C and incorporated herein by this reference.

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

Section 1. Award of the Bonds. The bid proposal of UBS/PAINE WEBBER, INC., CHICAGO, ILLINOIS (the "Purchaser") is hereby accepted, said proposal offering to purchase the \$6,000,000 Brown County General Obligation Airport Improvement Bonds, Series 2002A (the "Bonds") for the sum of FIVE MILLION NINE HUNDRED FORTY THOUSAND TWO HUNDRED NINETY-FIVE DOLLARS AND FIFTY-FIVE CENTS (\$5,940,295.55), plus accrued interest to the date of delivery, resulting in a net interest cost of THREE MILLION FIVE HUNDRED NINETY-SEVEN THOUSAND EIGHT HUNDRED SIXTY-ONE DOLLARS

AND THIRTY-THREE CENTS (\$3,597,861.33) and a true interest rate of 4.8702%. The Bonds bear interest as follows:

SERIAL BONDS

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2003	250,000	3.000
2004	130,000	3.250
2005	155,000	3.250
2006	155,000	3.500
2007	180,000	3.500
2008	205,000	4.000
2009	230,000	4.000
2010	255,000	4.000
2011	280,000	4.100
2012	305,000	4.200
***	***	***

TERM BONDS

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2015	1,065,000	4.700
2018	1,290,000	5.000
2021	1,500,000	5.125

Section 2. Designation of Purchaser as Agent. The County hereby designates the Purchaser as its agent for purposes of distributing the Final Official Statement relating to the Bonds to any participating underwriter in compliance with Rule 15c2-12 of the Securities and Exchange Commission.

Section 3. Terms of the Bonds. The Bonds shall be designated “General Obligation Airport Improvement Bonds, Series 2002A”; shall be dated August 1, 2002, shall be in the denomination of \$5,000 or any integral multiple thereof; and shall mature on November 1 of each year, in the years and principal amounts as set forth above. Interest is payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year.

Section 4. Redemption Provisions. At the option of the County, the Bonds maturing on November 1, 2013, and thereafter shall be subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds shall be redeemable as a whole or 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 4B. Mandatory Redemption Provisions. The Bonds maturing on November 1 in the years 2015, 2018 and 2021 (the “Term Bonds”) are also subject to mandatory sinking fund redemption, in part, on November 1 of each of the years and in the amounts set forth below, at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the

redemption date. As and for a sinking fund for the redemption of the Term Bonds, the County shall cause to be deposited in the Debt Service Fund Account (created below) a sum which is sufficient to redeem the following principal amounts of such Term Bonds plus accrued interest to the redemption date:

<u>2015 Term Bonds</u>		<u>2018 Term Bonds</u>	
<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2013	330,000	2016	405,000
2014	355,000	2017	430,000
2015 (maturity)	380,000	2018 (maturity)	455,000

<u>2021 Term Bonds</u>	
<u>Year</u>	<u>Amount</u>
2019	475,000
2020	500,000
2021 (maturity)	525,000

The County hereby calls the Term Bonds for redemption on the dates and in the amounts set forth above and directs its Fiscal Agent appointed below to take the necessary steps to cause the Term Bonds to be redeemed on the dates and amounts set forth above and to give appropriate notice of said redemption to the Depository in whose name the Bonds are registered.

Section 5. Form of the Bonds. The Bonds shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit D and incorporated herein by this reference.

Section 6. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Bonds as the same becomes due, the full faith, credit and resources of the County are hereby irrevocably pledged and there is hereby levied upon all of the taxable property of the County a direct annual irrepealable tax in the years and amounts as follows:

<u>Levy Year</u>	<u>Amount</u>	<u>Levy Year</u>	<u>Amount</u>
2002	589,759.38	2012	521,430.00
2003	394,307.50	2013	530,920.00
2004	415,082.50	2014	539,235.00
2005	410,045.00	2015	546,375.00
2006	429,620.00	2016	551,125.00
2007	448,320.00	2017	554,625.00
2008	465,120.00	2018	551,875.00
2009	480,920.00	2019	552,531.26
2010	495,720.00	2020	551,906.26
2011	509,240.00		

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

Section 7. Debt Service Fund Account. There is hereby established in the County treasury a fund account separate and distinct from every other County fund or account designated "Debt Service Fund Account for \$6,000,000 Brown County General Obligation Airport Improvement Bonds, Series 2002A, dated August 1, 2002". There shall be deposited in said fund account any premium plus accrued interest paid on the Bonds at the time of delivery to the Purchaser, all money raised by taxation pursuant to Section 6 hereof and all other sums as may be necessary to pay interest on the Bonds when the same shall become due and to retire the Bonds at their respective maturity dates. Said fund account shall be used for the sole purpose of paying the principal of and interest on the Bonds and shall be maintained for such purpose until such indebtedness is fully paid or otherwise extinguished.

Section 8. Construction Fund. The proceeds of the Bonds (the "Bond Proceeds") herein provided for (other than any premium and accrued interest paid at the time of delivery which must be paid into the Debt Service Fund Account created above) shall be segregated in a special fund upon receipt and shall be used solely for the purposes for which borrowed or for the payment of the principal of and interest on the Bonds.

Section 9. Arbitrage Covenant. The County shall not take any action with respect to the Bond Proceeds which, if such action had been reasonably expected to have been taken, or had been deliberately and intentionally taken on the date of the delivery of and payment for the Bonds (the "Closing"), would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code") and any income tax regulations promulgated thereunder (the "Regulations").

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

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

Section 10. Additional Tax Covenants; Exemption from Rebate. The County hereby further covenants and agrees that it will take all necessary steps and perform all obligations required by the Code and Regulations (whether prior to or subsequent to the issuance of the Bonds) to assure that the Bonds are obligations described in Section 103(a) of the Code, the interest on which is excluded from gross income for federal income tax purposes, throughout their term. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, certifying that it can and covenanting that it will comply with the provisions of the Code and Regulations.

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

The County anticipates that it will qualify for the construction expenditure exemption from the rebate requirements of the Code. The County Clerk or other officer of the County charged with the responsibility of issuing the Bonds, shall provide an appropriate certificate of the County as of the Closing, for inclusion in the transcript of proceedings, with respect to said exemption from the rebate requirements, and said County Clerk or other officer is hereby authorized to make any election on behalf of the County in order to comply with the rebate requirements of the Code. If, for any reason, the County did not qualify for any exemption from the rebate requirements of the Code, the County covenants that it would take all necessary steps to comply with such requirements.

Section 11. Persons Treated as Owners; Transfer of Bonds. The fiscal agent appointed in Section 14 hereof shall keep books for the registration and for the transfer of the Bonds. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Bond shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

Any bond may be transferred by the registered owner thereof by surrender of the Bond at the office of said fiscal agent, 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, said fiscal agent shall deliver in the name of the transferee or transferees a new Bond or Bonds of a like aggregate principal amount, series and maturity and said fiscal agent shall record the name of each transferee in the registration book. No registration shall be made to bearer. Said fiscal agent shall cancel any Bond surrendered for transfer.

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

The 15th day of each calendar month next preceding each interest payment date shall be the record date for the Bonds. Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the County maintained by said fiscal agent at the close of business on the corresponding record date.

Section 12. Utilization of The Depository Trust Company Book-Entry-Only-System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York (“DTC”), the County has heretofore agreed to the applicable provisions set forth in the DTC Blanket Issuer Letter of Representation and the County Clerk has executed such Letter of Representation and delivered it to the DTC on behalf of the County.

Section 13. Execution of the Bonds. The Bonds shall be issued in typewritten form, one Bond for each maturity, executed on behalf of the County by the manual or facsimile signatures of the County Board Chairperson and County Clerk (except that one of the foregoing signatures shall be manual), sealed with its official or corporate seal, if any, and delivered to the Purchaser upon payment to the County of the purchase price thereof, plus accrued interest to the date of delivery. In the event that either of the officers whose signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until such delivery. The aforesaid officers are hereby authorized to do all acts and execute and deliver all documents as may be necessary and convenient to effectuate the Closing.

Section 14. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Associated Trust Company, National Association, Green Bay, Wisconsin, which is hereby appointed as the County’s registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the “Fiscal Agent”). The Fiscal Agency Agreement between the County and the Fiscal Agent shall be substantially in the form attached hereto as Exhibit E and incorporated herein by this reference.

Section 15. Continuing Disclosure. The County hereby covenants and agrees that it will comply with and carry out all of the provisions of its Continuing Disclosure Certificate which the County will execute and deliver on the Closing Date. Any Bondholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to comply with its obligations under this Section.

Section 16. Approval of Issuance. The County Board, on behalf of the County, approves the issuance of the Bonds for purposes of Section 147(f) of the Code.

Section 17. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the County or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

EXHIBIT A

OFFICIAL NOTICE OF SALE
\$6,000,000
BROWN COUNTY, WISCONSIN
GENERAL OBLIGATION AIRPORT IMPROVEMENT BONDS, SERIES 2002A
DATED: AUGUST 1, 2002
(The Series 2002A Bonds Are Subject To The Alternative Minimum Tax.)

SEALED BIDS will be received by the County Clerk, Brown County, Wisconsin for all but no part of its \$6,000,000 General Obligation Airport Improvement Bonds, Series 2002A, in the office of Robert W. Baird & Co. Incorporated, Public Finance Dept., 28th Floor, 777 East Wisconsin Avenue, Milwaukee, WI 53202, the County's financial advisor, until 10:30 a.m. (Central Time) on:

JULY 17, 2002

at which time the bids will be publicly opened and read. The bids should be directed to the County Clerk and plainly marked "Bid for Bonds". Bids may be faxed to Robert W. Baird & Co. Incorporated at (414) 298-7354, or submitted electronically via BairdAuction, as described below, as long as the good faith check, required below, has been received by the County or its Financial Advisor at or before the time of opening of the bids or the bidder complies with the financial surety bond provisions discussed below. A meeting of the County Board will be held on July 17, 2002 for the purpose of taking action on such bids as may be received.

The Bonds will be dated August 1, 2002, and will mature serially on November 1 of each year, in the years and principal amounts as follows:

<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2003	250,000	2013	330,000
2004	130,000	2014	355,000
2005	155,000	2015	380,000
2006	155,000	2016	405,000
2007	180,000	2017	430,000
2008	205,000	2018	455,000
2009	230,000	2019	475,000
2010	255,000	2020	500,000
2011	280,000	2021	525,000
2012	305,000		

Interest is payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year.

Bids for the Bonds may contain a maturity schedule providing for a combination of serial bonds and term bonds, provided that no serial bond may mature on or after the first mandatory sinking fund redemption date of any term bonds. All term bonds shall be subject to mandatory

sinking fund redemption and must conform to the maturity schedule set forth above at a price of par plus accrued interest to the date of redemption. In order to designate term bonds, the bid must specify "Last Year of Serial Maturities" and "Years of Term Maturities" in the spaces provided on the Bid Form.

At the option of the County, the Bonds maturing on November 1, 2013 and thereafter shall be subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds shall be redeemable as a whole or 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.

The Bonds will be issued as fully registered bonds without coupons and, when issued, will be registered only in the name of CEDE & CO., as nominee for The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository of the Bonds. A single Bond certificate for each maturity will be issued to DTC and immobilized in its custody. Individual purchases will be made in book-entry form only pursuant to the rules and procedures established between DTC and its participants, in the principal amount of \$5,000 and integral multiples thereof. Individual purchasers will not receive certificates evidencing their ownership of the Bonds purchased. The successful bidder shall be required to deposit the Bond certificates with DTC as a condition to delivery of the Bonds. Associated Trust Company, National Association, Green Bay, Wisconsin will act as the paying agent and will make payments of principal and interest on the Bonds on the dates set forth above, to DTC or its nominee as paying agent of the Bonds in next-day funds. Transfer of said payments to participants of DTC will be the responsibility of DTC; transfer of said payments to beneficial owners by DTC participants will be the responsibility of such participants and other nominees of beneficial owners all as required by DTC rules and procedures. No assurance can be given by the County that DTC, its participants and other nominees of beneficial owners will make prompt transfer of said payments as required by DTC rules and procedures. The County assumes no liability for failures of DTC, its participants or other nominees to promptly transfer said payments to beneficial owners of the Bonds.

In the event that the securities depository relationship with DTC for the Bonds is terminated and the County Board does not appoint a successor depository, the County Board will prepare, authenticate and deliver, at its expense, fully registered certificate Bonds in the denominations of \$5,000 or any integral multiple thereof in the aggregate principal amount of Bonds of the same interest rate or rates then outstanding to the beneficial owners of the Bonds.

The Bonds are general obligations of the County. The principal of and interest on the Bonds will be payable from ad valorem taxes, which may be levied without limitation as to rate or amount upon all of the taxable property located in the County. The Bonds shall be issued for the purpose of paying the cost of airport concourse renovation and expansion.

The County will not designate the Bonds as "qualified tax-exempt obligations" under the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

Bids must be submitted either: (1) to Robert W. Baird & Co. as set forth herein; or (2) electronically via the BairdAuction website at www.BairdAuction.com, in accordance with the Rules of BairdAuction and this Official Notice of Sale. No provider of electronic bidding services other than BairdAuction will be accepted. If any provisions in this Notice conflict with the Rules of BairdAuction, this Notice shall control. For further information about BairdAuction, including any fee charged and registration requirements, potential bidders may contact Robert W. Baird & Co., 28th Floor, 777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202, Ms. Tonia Morris, Assistant Vice President (414) 765-3827. The County assumes no responsibility or liability for bids submitted through BairdAuction.

To bid by BairdAuction, bidders must first visit the BairdAuction website, where, if they have never registered with MuniAuction or one of its private label websites, they can register and then request admission to bid on the Bonds. Only NASD registered broker-dealers and dealer banks with DTC clearing arrangements will be eligible to bid.

An electronic bid shall be deemed an irrevocable offer to purchase the Bonds on the terms provided in the Official Notice of Sale, and shall be binding upon the bidder as if made by a signed bid delivered to the County. The County shall not be responsible for any malfunctions or mistake made by, or as a result of the use of the facilities of, BairdAuction, the use of such facilities being the sole risk of the prospective bidder.

The “Rules of BairdAuction” can be viewed on the BairdAuction website and are incorporated herein by reference. Bidders must comply with the Rules of BairdAuction in addition to the requirements of this Official Notice of Sale. In the event the Rules of BairdAuction conflict with this Official Notice of Sale, this Official Notice of Sale shall prevail.

For information purposes only, bidders are requested to state in their electronic bids the true interest cost to the County, as described in this Official Notice of Sale and in the written form of Official Bid Form. All electronic bids shall be deemed to incorporate the provisions of this Official Notice of Sale and the form of Official Bid Form.

Bids will be received on an interest rate basis in integral multiples of One-Twentieth (1/20) or One-Eighth (1/8) of One Percent (1%). No interest rate specified for any maturity may be lower than any interest rate specified for any earlier maturity. All Bonds of the same maturity shall bear the same interest rate. No bid for less than \$5,940,000 or Ninety-nine Percent (99%) of the principal amount of the Bonds plus accrued interest to the date of delivery will be considered. The Bonds shall be awarded to a responsible bidder whose proposal results in the lowest true interest cost to the County (the “Purchaser”).

A Good Faith Deposit (“Deposit”) in the form of a certified check or cashier’s check or a Financial Surety Bond payable to the County Clerk in the amount of One Hundred Twenty Thousand Dollars (\$120,000) is required for each bid to be considered. If a check is used, it must accompany each bid. If a Financial Surety Bond is used, it must be from an insurance company licensed to issue such a bond in the State of Wisconsin, and such bond must be submitted to the County or its Financial Advisor prior to the opening of the bids. The Financial Surety Bond must

identify each bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Purchaser utilizes a Financial Surety Bond, the Purchaser is required to submit its Deposit to the County or its Financial Advisor in the form of a cashier's check (or wire transfer such amount as instructed by the County or its Financial Advisor) not later than 3:30 p.m. on the next business day following the award. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the County to satisfy the Deposit requirement. No interest on the Deposit will accrue to the Purchaser. The Deposit will be applied to the purchase price of the Bonds. In the event the Purchaser fails to honor its accepted bid, the Deposit will be retained by the issuer.

The Bonds shall be delivered in typewritten form, one Bond per maturity, to the Depository Trust Company, securities depository of the Bonds for the establishment of book-entry accounts at the direction of the successful bidder, within approximately forty-five (45) days after the award. Payment at the time of delivery must be made in federal or other immediately available funds. In the event delivery is not made within sixty (60) days after the date of the sale of the bonds, the successful bidder may, prior to tender of the Bonds, at its option, be relieved of its obligation under the contract to purchase the Bonds and its good faith check shall be returned, but no interest shall be allowed thereon.

The successful bidder will be furnished without cost, the unqualified approving legal opinion of Godfrey & Kahn, S.C. of Milwaukee, Wisconsin and Strong Hill Associates, Ltd. of Green Bay, Wisconsin, Co-Bond Counsel. A transcript of the proceedings relative to the issuance of the Bonds (including a No-litigation Certificate and a Continuing Disclosure Certificate) shall be furnished to the successful bidder without cost. CUSIP numbers will appear on the typewritten Bonds. The successful bidder will be responsible for the cost of obtaining CUSIP numbers.

Simultaneously with or before delivery of the Bonds, the successful bidder shall furnish to the County a certificate, made on the best knowledge, information and belief of the successful bidder, acceptable to bond counsel, stating the initial reoffering prices to the public of each maturity of the Bonds and further stating that a substantial amount of the Bonds was sold to the public or final purchasers thereof (not including bond houses and brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at or below such initial reoffering prices together with such other information as may be required by the County to enable it to determine the "issue price" of the Bonds awarded to such bidder as defined in Section 1274 of the Internal Revenue Code of 1986.

Upon the sale of the Bonds, the County will publish a Final Official Statement in substantially the same forms as the Preliminary Official Statement. Promptly after the sale date, but in no event later than seven business days after such date, the County will provide the successful bidder (i.e., the sole underwriter or the senior managing underwriter of the syndicate to which the Bonds are awarded) 50 copies of the Final Official Statement without cost.

In order to assist bidders in complying with S.E.C. Rule 15c2-12(b)(5), the County will undertake, pursuant to the Award Resolution and a Continuing Disclosure Certificate, to provide

annual reports and notices of certain events. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the Final Official Statement.

The County shall designate the successful bidder as its agent for purposes of distributing copies of the Final Official Statement to each Participating Underwriter, if any. Each underwriter executing and delivering an Official Bid Form with respect to the Bonds agrees thereby that if its bid is accepted by the County (i) it shall accept such designation and (ii) it shall enter into a contractual relationship with all participating Underwriters of the Bonds, if any, for purposes of assuring the receipt by each such Participating Underwriter of the Final Official Statement.

The successful bidder agrees to supply to the County all necessary pricing information and any Participating Underwriter identification necessary to complete the Final Official Statement within 24 hours after the award of the Bonds. Additional copies of the Final Official Statement maybe purchased from Robert W. Baird & Co. Incorporated up to three months following the sale of the Bonds.

The County Board reserves the right to reject any and all bids and to waive any and all irregularities.

The internet address for the Preliminary Official Statement is: www.BairdAuction.com. Copies of the Preliminary Official Statement and additional information may be obtained by addressing inquiries to: ROBERT W. BAIRD & CO. INCORPORATED, 777 East Wisconsin Avenue, 28th Floor, Milwaukee, Wisconsin, 53202, Attention: Tonia G. Morris (414)765-3827 or:

P. Terry Haut, Finance Manager
Brown County, 305 East Walnut Street
Green Bay, WI 54305-3600
(920) 448-4046

EXHIBIT B

BROWN COUNTY
Results of Competitive Bids
\$6,000,000 General Obligation Airport Bonds, Series 2002A
Bids Taken at 10:30 a.m. CST
Wednesday, July 17, 2002

<u>Rank</u>	<u>Bidder</u>	<u>Purchase Price</u>	<u>Net Interest Cost</u>	<u>True Interest Rate</u>
1	UBS PaineWebber, Inc.*	5,940,295.55	3,597,861.33	4.8702%
2	Robert W. Baird & Co.	5,940,869.95	3,671,917.86	4.9822

* Bid w/:Morgan Stanley Dean Witter
 Salomon Smith Barney
 CIBC World Markets
 Citizens
 Cronin

** Bid w/:Bernardi Securities

EXHIBIT C

BID FORM
 BROWN COUNTY, WISCONSIN

\$6,000,000 General Obligation Airport Improvement Bonds, Series 2002A

Ms. Nancy J. Nusbaum, County Executive
 Members of the County Board
 BROWN COUNTY
 305 East Walnut Street
 Green Bay, Wisconsin 54305-3600

Dear Ms. Nusbaum and Members of the County Board:

For all but no part of your issue of \$6,000,000 General Obligation Airport Improvement Bonds, Series 2002A, said bid being for not less than \$5,940,000 (99.0% of par), we offered to pay a price of \$5,940,295.55 plus accrued interest from August 1, 2002, the dated date, to the date of delivery. The Bonds shall bear interest as follows:

<u>Year</u>	<u>Rate</u>	<u>Year</u>	<u>Rate</u>	<u>Year</u>	<u>Rate</u>
2003	3.00	2010	4.00	2017	5.00
2004	3.25	2011	4.10	2018	5.00
2005	3.25	2012	4.20	2019	5.125
2006	3.50	2013	4.70	2020	5.125
2007	3.50	2014	4.70	2021	5.125
2008	4.00	2015	4.70		
2009	4.00	2016	5.00		

Designation of Serial and Term Maturities

Last year of Serial Maturities _____ Years of Term Maturities ____ - _____
 _____ - _____

This bid is made subject to all the terms and conditions of the Official Notice of Sale heretofore received and the Notice of Sale heretofore published, all terms and conditions which are made a part hereof as fully as though set forth in full in this bid.

There is enclosed herewith a certified or cashier's check for \$120,000 payable to the County Clerk OR a Financial Surety Bond in the amount of \$120,000 has been provided for and evidence of same will be delivered on the sale date to accompany this bid form.

UBS/PaineWebber, Direct Contact & Phone Number: Tracy McBride, Corp V.P.
181 W. Madison 41st Floor (312) 683-6864
Chicago, IL 60602 By: \s\ Tracy L. McBride
Please attach a list of account members.

UBSPW, MSDW, SALSB, CIBC, CITIZ, CRON
For your information, but not as a condition of this bid, the above interest rates result in:
Net Interest Cost: \$3,597,861.33 True Interest Rate 4.8702%

The foregoing offer is hereby accepted this 17th day of July, 2002, by the Members of the County Board and in recognition therefore is signed by the Officers empowered and authorized to make such acceptance.

\s\ Nancy J. Nusbaum \s\ Darlene K. Marcelle
County Executive County Clerk

EXHIBIT D

UNITED STATES OF AMERICA, STATE OF WISCONSIN
BROWN COUNTY, WISCONSIN
GENERAL OBLIGATION AIRPORT IMPROVEMENT BONDS, SERIES 2002A
REGISTERED NO. R-_____

ORIGINAL DATE OF
MATURITY DATE: ISSUE: INTEREST RATE: CUSIP:
NOVEMBER 1, 20__ AUGUST 1, 2002 __._____% 115511__

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ DOLLARS
(\$_____)

KNOW ALL MEN BY THESE PRESENTS, that Brown County, Wisconsin (the "County"), hereby acknowledges itself to owe and for value received promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest is payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year until the aforesaid principal amount is paid in full. Both the principal of and interest on this Bond are payable in lawful money of the United States by Associated Trust Company, National Association, Green Bay, Wisconsin, the fiscal agent appointed by the County pursuant to the provisions of Section

67.10(2), Wisconsin Statutes, to act as bond registrar and paying agent (the “Bond Registrar”). The principal of this Bond shall be payable only upon presentation and surrender of the Bond at the office of the Bond Registrar. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by the Bond Registrar at the close of business on the 15th day of the calendar month next preceding the semi-annual interest payment date (the ‘Record Date”).

For the prompt payment of this Bond together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the County are hereby irrevocably pledged.

This Bond is one of an issue of Bonds aggregating the principal amount of \$6,000,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the County pursuant to the provisions of Chapter 67, Wisconsin Statutes for the purpose of paying the cost of airport concourse renovation and expansion, all as authorized by resolutions of the County Board duly adopted by said governing body at meetings held on June 19, 2002 and July 17, 2002. Said resolutions are recorded in the official minutes of the County Board for said dates.

At the option of the County, the Bonds maturing on November 1, 2013 and thereafter are subject to redemption prior to maturity on November 1, 2012 or on any date thereafter. Said Bonds are redeemable as a whole or in part from maturities selected by the County and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

The term bonds maturing November 1, 2015, 2018 and 2021 are subject to mandatory sinking fund redemption, in part, on November 1 of each of the years and in the amounts set forth below, at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the redemption date:

<u>2015 Term Bonds</u>		<u>2018 Term Bonds</u>		<u>2021 Term Bonds</u>	
<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2013	330,000	2016	405,000	2019	475,000
2014	355,000	2017	430,000	2020	500,000
2015(maturity)	380,000	2018(maturity)	455,000	2021(maturity)	525,000

Before the redemption (whether mandatory or optional) of any of the Bonds, as long as the Bonds are in book-entry-only form, the County shall direct the Bond Registrar to give official notice of the redemption by mailing a notice by registered or certified mail, or overnight express delivery, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for

redemption, CUSIP numbers, and the date of redemption. Any notice mailed as provided herein shall be conclusively presumed to have been duly given, whether or not the Depository receives the notice. The Bonds shall cease to bear interest on the specified redemption date, provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

It is hereby certified and recited that all conditions, things and acts required by law to exist or to be done prior to and in connection with the issuance of this Bond have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the County, including this Bond and others issued simultaneously herewith, does not exceed any limitation imposed by law or the Constitution of the State of Wisconsin; and that a direct annual irrepealable tax has been levied sufficient to pay this Bond, together with the interest thereon, when and as payable.

This Bond is transferable only upon the books of the County kept for that purpose at the office of the Bond Registrar. In the event that the Depository does not continue to act as depository for the Bonds, and the County Board appoints another depository, new fully registered Bonds in the same aggregate principal amount shall be issued to the new depository upon surrender of the Bonds to the Bond Registrar, in exchange therefore and upon the payment of a charge sufficient to reimburse the County for any tax, fee or other governmental charge required to be paid with respect to such registration. The Bond Registrar shall not be obliged to make any transfer of the Bonds (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Bonds, or (iii) with respect to any particular Bond, after such Bond has been called for redemption. The County and the Bond Registrar may treat and consider the Depository in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever.

IN WITNESS WHEREOF, Brown County, Wisconsin, by its governing body, has caused this Bond to be executed for it and in its name by the signatures of its duly qualified County Board Chairperson and County Clerk; and to be sealed with its official or corporate seal, all as of the 1st day of August, 2002.

BROWN COUNTY, WISCONSIN

By: \s\ Kenneth J. Simons
County Board Chairperson

(SEAL)

By: \s\ Darlene K. Marcelle
County Clerk

ASSIGNMENT

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

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____, Legal Representative, to transfer said Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

(e.g. Bank, Trust Company or Securities Firm

(Depository or its Nominee Name)

(Authorized Officer)

NOTICE: The above-named Depository or its Nominee Name must correspond with the name as it appears upon the face of the with in Bond in every particular without, alteration or enlargement or any change whatever.

EXHIBIT E

FISCAL AGENCY AGREEMENT

THIS AGREEMENT is made and entered into the ____ day of August, 2002, by and between Brown County, Wisconsin (the "County"), and Associated Trust Company, National Association, a national banking association with trust powers located in Green Bay, Wisconsin (the "Agent").

WITNESSETH:

WHEREAS, the County has authorized the borrowing of the sum of SIX MILLION DOLLARS (\$6,000,000) pursuant to Section 67.05, Wisconsin Statutes, and resolutions adopted by the County Board on June 19, 2002 and July 17, 2002 and has authorized the issuance and sale of \$6,000,000 principal amount of general obligation airport improvement bonds to evidence such indebtedness (the "Obligations"). The Obligations shall be designated "General Obligation Airport Improvement Bonds, Series 2002A"; shall be dated August 1, 2002; shall bear interest at the rates set forth below; and shall mature serially and as term bonds on November 1 of each year, in the years and principal amounts as follows:

Serial Bonds

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2003	250,000	
2004	130,000	
2005	155,000	
2006	155,000	
2007	180,000	
2008	205,000	
2009	230,000	
2010	255,000	
2011	280,000	
2012	305,000	
***	***	***

Term Bonds

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2015	1,065,000	
2018	1,290,000	
2021	1,500,000	

Interest shall be payable commencing on May 1, 2003 and semi-annually thereafter on November 1 and May 1 of each year until the principal of the Obligations is paid in full or discharged;

WHEREAS, the County is issuing the Obligations in registered form pursuant to Section 149 of the Internal Revenue Code of 1986, as amended, and any applicable income tax regulations; and,

WHEREAS, pursuant to the aforesaid resolution or resolutions and Section 67.10(2), Wisconsin Statutes, the County Board of the County has authorized the appointment of the Agent as Fiscal Agent of the County for the purpose of performing any or all of the following functions with respect to the Obligations: paying the principal of and interest on the Obligations; accounting for such payments; registering, authenticating, transferring, and canceling the Obligations; and maintaining a registration book in addition to other applicable responsibilities all in accordance with the provisions of Section 67.10(2), Wisconsin Statutes.

NOW, THEREFORE, the County and the Agent do hereby agree as follows:

I. APPOINTMENT

The Agent is hereby appointed Fiscal Agent of the County with respect to the Obligations for the purpose of performing such of the responsibilities stated in Section 67.10(2)(a), Wisconsin Statutes, as are delegated herein or as may be otherwise specifically delegated in writing to the Fiscal Agent by the County.

II. INVESTMENT RESPONSIBILITY

The Fiscal Agent shall not be under any obligation to invest funds held for the payment of interest or principal on the Obligations.

III. PAYMENTS

At least one (1) business day before each semi-annual interest payment date (commencing with the first interest payment date and continuing thereafter until the principal of and interest on the Obligations should have been fully paid or prepaid in accordance with their terms) the County agrees to and shall pay to the Fiscal Agent, in immediately available funds, a sum equal to the amount payable as principal of and the premium, if any, and interest on the Obligations on such semi-annual interest payment date. Said semi-annual interest and/or principal payment dates and amounts are set forth in Exhibit A-1 which is attached hereto and incorporated herein by this reference.

IV. CANCELLATION

In every case of the surrender of any Obligation for the purpose of payment, the Fiscal Agent shall cancel and destroy the same and deliver to the County a certificate regarding such cancellation, setting forth an accurate description of the Obligation, specifying its number, date, purpose, amount, rate of interest, and payment date and stating the date and amount of each payment of principal or interest thereon. The Fiscal Agent shall also cancel and destroy Obligations presented for transfer or exchange and deliver a certificate with respect to such transfer or exchange to the County. The Fiscal Agent shall be permitted to microfilm, or otherwise photocopy and record said canceled Obligations.

V. REGISTRATION BOOK

Fiscal Agent shall maintain in the name of the County a Registration Book containing the names and addresses of all registered owners of the Obligations. The Fiscal Agent shall keep confidential said information in accordance with applicable banking and governmental regulations.

VI. INTEREST PAYMENT

Payment of each installment of interest shall be made to the registered owner who shall appear on the Registration Book at the close of business on the 15th day of the calendar month next preceding the interest payment date and shall be paid by check or draft of the Fiscal Agent mailed to such registered owner at his address as it appears in such Registration Book or at such other address as may be furnished in writing by such registered owner to the Fiscal Agent.

VII. PAYMENT OF PRINCIPAL

Principal shall be paid to the registered owner of an Obligation upon surrender of the Obligation on or after its maturity or redemption date.

VIII. REDEMPTION NOTICE

In the event the County exercises its option to redeem the Bonds prior to maturity, as long as the Bonds are in book-entry-only form, the County shall direct the Bond Registrar to give official notice of the redemption by mailing a notice by registered or certified mail, or overnight express delivery, to the Depository not less than thirty (30) days nor more than sixty (60) days

prior to the redemption date. If less than all the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice mailed as provided herein shall be conclusively presumed to have been duly given, whether or not the Depository receives the notice. The Bonds shall cease to bear interest on the specified redemption date, provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

IX. MANDATORY REDEMPTION OF TERM BONDS

The Obligations maturing on November 1, 2015, 2018 and 2021 (the “Term Bonds”) are subject to mandatory sinking fund redemption, in part, on November 1 of each of the years and in the amounts set forth below, at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the redemption date:

<u>2015 Term Bonds</u>		<u>2018 Term Bonds</u>		<u>2021 Term Bonds</u>	
<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>	<u>Year</u>	<u>Amount</u>
2013	330,000	2016	405,000	2019	475,000
2014	355,000	2017	430,000	2020	500,000
2015(maturity)	380,000	2018(maturity)	455,000	2021(maturity)	525,000

The Fiscal Agent is hereby directed to give notice of said redemption to the Depository in the same manner as is required for optional redemptions under Section VIII hereof.

X. UTILIZATION OF THE DEPOSITORY TRUST COMPANY

The Depository Trust Company’s Book-Entry-Only system is to be utilized for the obligations. The Fiscal Agent agrees to comply with the provisions of the attached Blanket Issuer Letter of Representation which has been executed and delivered to The Depository Trust Company by the County.

XI. TRANSFER AND EXCHANGE OF OBLIGATIONS

The Fiscal Agent shall transfer Obligations upon presentation of a written assignment duly executed by the registered owner or by such owner’s duly authorized legal representative. Upon such transfer, a new registered Obligation of authorized denomination or denominations in the same aggregate principal amount shall be issued to the transferee in exchange thereof, and the name of such transferee shall be entered as the new registered owner in the Registration Book. Upon request of the registered owner, the Fiscal Agent shall exchange Obligations of the issue for a like aggregate principal amount of Obligations of the same maturity in authorized whole integral multiples of \$5,000.

The Obligations shall be numbered 1 and upward. Upon any transfer or exchange, the Obligation or Obligations issued shall bear the next highest consecutive unused number or numbers.

XII. STATEMENTS

The Fiscal Agent shall furnish the County with an accounting of payments received and made and funds on hand annually.

XIII. FEES

The County agrees to pay the Fiscal Agent fees in accordance with the fee schedule provided by the Fiscal Agent which is attached as Exhibit B-1 and incorporated herein by this reference until the final principal payment (or redemption date in the event the County exercises its option, if any, to redeem the Obligations). Such fees are payable on the dates principal is due or pursuant to statements provided to the County by the Fiscal Agent. In the event the County exercises its option, if any, to redeem the Obligations, the Fiscal Agent shall be reimbursed for mailing costs related therewith.

XIV. MISCELLANEOUS

(a) Nonpresentment of Checks. In the event the check or draft mailed by the Fiscal Agent to the registered owner is not presented for payment within six years of its date, then the monies representing such nonpayment shall be returned to the County or to such board, officer or body as may then be entitled by law to receive the same, together with the name of the registered owner of the Obligation and the last mailing address of record. Thereafter, the Fiscal Agent shall not be responsible for the payment of such check or draft.

(b) Resignations; Successor Fiscal Agent. Fiscal Agent may at any time resign by giving not less than sixty days written notice to County. Upon receiving such notice of resignation, the County shall promptly appoint a successor Fiscal Agent by an instrument in writing executed by order of its governing body. If no successor Fiscal Agent shall have been so appointed and have accepted appointment within sixty days after such notice of resignation, the resigning Fiscal Agent may petition any court of competent jurisdiction for the appointment of a successor fiscal agent. Such court may thereupon, after such notice, if any, as it may deem proper and prescribes, appoint a successor fiscal agent.

Any successor fiscal agent shall be qualified to act pursuant to Section 67.10(2), Wisconsin Statutes, as amended.

Any successor fiscal agent shall execute, acknowledge and deliver to the County and to its predecessor fiscal agent an instrument accepting such appointment hereunder, and thereupon the resignation of the predecessor fiscal agent shall become effective and such successor fiscal agent, without any further act, deed or conveyance, shall become vested with all the rights, powers, trusts, duties and obligations of its predecessor, with like effect as if originally named as fiscal agent herein; but nevertheless, on written request of County, or on the request of the successor, the fiscal agent ceasing to act shall execute and deliver an instrument transferring to such successor fiscal agent, all the rights, powers, and trusts of the fiscal agent so ceasing to act. Upon the request of any such successor fiscal agent, the County shall execute any and all instruments in writing for more fully and certainly vesting in and confirming to such successor fiscal agent all such rights, powers and duties. Any predecessor fiscal agent shall pay over to its successor fiscal agent any funds of the County.

No. 11 -- Such other matters as authorized by law.

Ken Bukowski discussed the issue of the Golf Course Club House and it will be on the agenda for the Education and Recreation Committee. While this doesn't meet the 24 hour notice, we consider this is under the emergency clause.

Corporation Counsel, Ken Bukowski referred to #10a (Affirmative Action Plan). He summed up that it would take about 5,000 sheets of paper to reproduce this. He is suggesting a copy be kept in the County Clerk's Office plus County Board Office. If anyone wishes to have a copy they can request one. County Board agreed orally.

Supervisor Zima asked to recognize a former County Board Supervisor who is in the audience tonight – Mr. Reniers.

No. 12 -- Bills over \$10,000 for period ending July 1, 2002.

A motion was made by Supervisor Collins and seconded by Supervisor Clancy to pay the bills. Vote taken. Motion carried unanimously with no abstentions.

No. 13 -- Closing Roll Call:

Present: Antonneau, Nicholson, Miller, Hansen, Zima, Vander Leest, Vanden Plas, Collins, Daul, Fleck, Moynihan, Schadewald, Lund, Graves, Schmitt, Haefs, Kaye, Evans, Johnson, Kuehn, Marquardt, Van Deurzen, Clancy, Simons, Fewell

Excused: Watermolen

Total Present: 25 Total Excused: 1

No. 14 -- ADJOURNMENT TO WEDNESDAY, JULY 24, 2002 (SPECIAL MEETING) AT 7:00 P.M., LEGISLATIVE ROOM #203, 100 N. JEFFERSON STREET, GREEN BAY, WISCONSIN

A motion was made by Supervisor Zima and seconded by Supervisor Fleck to adjourn to the above date and time. Vote taken. Motion carried unanimously with no abstentions.

 \S\ DARLENE K. MARCELLE

Brown County Clerk