

**ABSTRACTS/SYNOPSIS OF THE ESSENTIAL ELEMENTS OF THE OFFICIAL ACTIONS OF THE
COMMON COUNCIL OF THE CITY OF WHITEWATER, WALWORTH AND JEFFERSON
COUNTIES, WISCONSIN**

August 4, 2009

The regular meeting of the Common Council was called to order at 6:30 p.m. by Council President Singer. MEMBERS PRESENT: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. MEMBERS ABSENT: None. LEGAL COUNSEL PRESENT: Wallace McDonell. It was moved by Olsen and seconded by Winship to approve the Council minutes of 7/7/09 and 7/21/09 and to acknowledge receipt and filing of the following: Landmarks Commission minutes of 5/6/09 and CDA minutes of 6/29/09 and 7/15/09 and Report of Manually-Produced checks for June, 2009. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

APPROVAL OF PAYMENT OF INVOICES PROCESSED THROUGH JULY 31, 2009.

It was moved by Olsen and seconded by Winship to approve payment of city invoices processed through July 31, 2009 in the amount of \$254,995.19. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

STAFF REPORTS: City Manager Brunner reported on the July Alliance of Cities Meeting emphasis on regional transit and possible change in State language in the MedArb Law for arbitration with city government workers. He introduced Roni Telfer of the Arts Alliance to summarize the Arts Alliance report for the last year as part of the Arts Alliance lease renewal of the White Building. Brunner announced the award of a \$2.5 million grant and \$2.5 million loan to go toward improvement of the Wastewater treatment plant. He also announced that the EDA is very close to announcing support for the new Technology Park and Innovation Center.

Brunner then announced that Streets and Parks Superintendent Chuck Nass had a statement to present. Nass stated that he received his Arborist certification in 1995. He informed the council he had just discovered that he has not been certified since 1998, when his certification lapsed. Nass stated he believed that by participating in continuing education he would be maintaining the certification, but this was not the case. Nass stated that since he has worked for the City, he has participated in many seminars and educational programs. He will be re-taking the test to have his certification reinstated as soon as possible, and apologized for any mistaken statements that he has made. DTWW Director Tami Brodnicki gave the Downtown Whitewater Inc. quarterly report to the Council.

CITIZEN COMMENTS: None.

COMMON COUNCIL ANNOUNCEMENTS. None.

RESOLUTION AUTHORIZING THE ISSUANCE AND AWARDING THE SALE OF \$1,015,000 GENERAL OBLIGATION REFUNDING BONDS. Brunner stated that Council had previously directed city staff to take action on this item and introduced Steven Parnetski of Robert W. Baird. Parnetski stated that Council had given direction at its July 25 meeting to seek bids on these bonds. M&I was the winning bidder at 2.1%. Subsequent to the bid opening it was possible to reduce the asking from \$1,015,000 to \$1,005,000. Savings would average \$15,000 per year. Moody's affirmed the City's A-2 credit rating and cited many positives.

**RESOLUTION AUTHORIZING THE ISSUANCE AND AWARDING THE SALE OF
\$1,005,000 GENERAL OBLIGATION REFUNDING BONDS**

WHEREAS, the City Council of the City of Whitewater, Walworth and Jefferson Counties, Wisconsin (the "City") hereby finds and determines that it is necessary, desirable and in the best interest of the City to raise funds for the purpose of paying the cost of refinancing certain outstanding obligations of the City, specifically; the General Obligation Swimming Pool Building Bonds, Series 2000, dated December 1, 2000, maturing in the years 2010 through 2016 (the "Refunded Obligations") (hereinafter the refinancing of the Refunded Obligations shall be referred to as the "Refunding"), and there are insufficient funds on hand to pay said cost;

WHEREAS, the City Council deems it to be necessary, desirable and in the best interest of the City to refund the Refunded Obligations for the purpose of achieving debt service cost savings;

WHEREAS, cities are authorized by the provisions of Section 67.04, Wisconsin Statutes, to borrow money and issue general obligation refunding bonds to refinance their outstanding obligations;

WHEREAS, the City has directed its financial advisor, Robert W. Baird & Co. Incorporated, Milwaukee, Wisconsin ("Baird") to take the steps necessary to sell its General Obligation Refunding Bonds (the "Bonds");

WHEREAS, Baird, in consultation with the officials of the City, prepared an Official Notice of Sale (a copy of which is attached hereto as Exhibit A and incorporated herein by this reference) setting forth the details of and the bid requirements for the Bonds and indicating that the Bonds would be offered for public sale on August 4, 2009;

WHEREAS, the City Clerk (in consultation with Baird) caused notice of the sale of the Bonds to be published and/or announced and caused the Official Notice of Sale to be distributed to potential bidders offering the Bonds for public sale;

WHEREAS, the City has duly received bids for the Bonds as described on the Bid Tabulation attached hereto as Exhibit B and incorporated herein by this reference (the "Bid Tabulation");

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

WHEREAS, the City Council now deems it to be necessary, desirable and in the best interest of the City that the Bonds be issued in the aggregate principal amount of \$1,005,000.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City that:

Section 1A. Ratification of the Official Notice of Sale and Offering Materials. The City Council of the City hereby ratifies and approves the details of the Bonds set forth in Exhibit A attached hereto as and for the details of the Bonds. The Official Notice of Sale and any other offering materials prepared and circulated by Baird are hereby ratified and approved in all respects. All actions taken by officers of the City and Baird in connection with the preparation and distribution of the Official Notice of Sale and any other offering materials are hereby ratified and approved in all respects.

Section 1B. Authorization of the Bonds. For the purpose of paying the cost of the Refunding, there shall be borrowed, pursuant to Section 67.04 of the Wisconsin Statutes, through the issuance of the Bonds, the sum of One Million Five Thousand Dollars (\$1,005,000).

Section 1C. Award of the Bonds. The Proposal of the Purchaser offering to purchase the Bonds for the sum set forth on the Proposal (as modified on the Bid Tabulation), plus accrued interest to the date of delivery, is hereby accepted. The City Manager and City Clerk or other appropriate officers of the City are authorized and directed to execute an acceptance of the Proposal on behalf of the City. The good faith deposit of the Purchaser shall be retained by the City Treasurer until the closing of the bond issue, and any good faith deposits submitted by unsuccessful bidders shall be promptly returned. The Bonds bear interest at the rates set forth on the Proposal.

Section 2. Terms of the Bonds. The Bonds shall be designated "General Obligation Refunding Bonds"; shall be issued in the aggregate principal amount of \$1,005,000; shall be dated September 3, 2009; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall bear interest at the rates per annum; and mature on December 1 of each year, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit D-1 and incorporated herein by this reference. Interest is payable

semi-annually on June 1 and December 1 of each year commencing on June 1, 2010. Interest shall be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to the rules of the Municipal Securities Rulemaking Board. The schedule of principal and interest payments due on the Bonds is set forth on the Debt Service Schedule attached hereto as Exhibit D-2 and incorporated herein by this reference (the "Schedule").

Section 3. Redemption Provisions. The Bonds shall not be subject to optional redemption.

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

Section 5. Tax Provisions.

(A) 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 City are hereby irrevocably pledged, and there is hereby levied upon all of the taxable property of the City a direct annual irrepealable tax in the years 2009 through 2015 for the payments due in the years 2010 through 2016 in the amounts set forth on the Schedule.

(B) Tax Collection. So long as any part of the principal of or interest on the Bonds remains unpaid, the City shall be and continue without power to repeal such levy or obstruct the collection of said tax until all such payments have been made or provided for. After the issuance of the Bonds, said tax shall be, from year to year, carried onto the tax roll of the City and collected in addition to all other taxes and in the same manner and at the same time as other taxes of the City for said years are collected, except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account created below.

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

Section 6. Segregated Debt Service Fund Account.

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

Within the debt service fund, there hereby is established a separate and distinct account designated as the "Debt Service Fund Account for \$1,005,000 General Obligation Refunding Bonds, dated September 3, 2009" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Bonds is fully paid or otherwise extinguished. The City Treasurer shall deposit in the Debt Service Fund Account (i) all accrued interest received by the City at the time of delivery of and payment for the Bonds; (ii) any premium which may be received by the City above the par value of the Bonds and accrued interest thereon; (iii) all money raised by the taxes herein levied and any amounts appropriated for the specific purpose of meeting principal of and interest on the Bonds when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Bonds when due; (v) surplus monies in the Borrowed Money Fund as specified below; and (vi) such further deposits as may be required by Section 67.11, Wisconsin Statutes.

(B) Use and Investment. No money shall be withdrawn from the Debt Service Fund Account and appropriated for any purpose other than the payment of principal of and interest on the Bonds until all such principal and interest has been paid in full and the Bonds canceled; provided (i) the funds to provide for each payment of principal of and interest on the Bonds prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Bonds may be used to reduce the next succeeding tax levy, or may, at the option of the City, be invested by purchasing the Bonds as permitted by and subject to Section 67.11(2)(a), Wisconsin Statutes, or in permitted municipal investments under the pertinent provisions of the Wisconsin Statutes ("Permitted Investments"), which investments shall continue to be a part of the Debt Service Fund Account. Any investment of the Debt Service Fund Account shall at all times conform with the provisions of the Internal Revenue Code of 1986, as amended (the "Code") and any applicable Treasury Regulations (the "Regulations").

(C) Remaining Monies. When all of the Bonds have been paid in full and canceled, and all Permitted Investments disposed of, any money remaining in the Debt Service Fund Account shall be transferred and deposited in the general fund of the City, unless the City Council directs otherwise.

Section 7. Proceeds of the Bonds; Segregated Borrowed Money Fund. The proceeds of the Bonds (the "Bond Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Bonds into the Debt Service Fund Account created above) shall be deposited into a special fund separate and distinct from all other funds of the City and disbursed solely for the purpose for which borrowed or for the payment of the principal of and the interest on the Bonds. Monies in the Borrowed Money Fund may be temporarily invested in Permitted Investments. Any monies, including any income from Permitted Investments, remaining in the Borrowed Money Fund after the purpose for which the Bonds have been issued has been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purpose shall be deposited in the Debt Service Fund Account.

Section 8. No Arbitrage. All investments made pursuant to this Resolution shall be Permitted Investments, but no such investment shall be made in such a manner as would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code or the Regulations and an officer of the City, charged with the responsibility for issuing the Bonds, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of delivery of the Bonds to the Purchaser which will permit the conclusion that the Bonds are not "arbitrage bonds," within the meaning of the Code or Regulations.

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

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

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

Section 11. Execution of the Bonds; Closing; Professional Services. The Bonds shall be issued in printed form, executed on behalf of the City by the manual or facsimile signatures of the City Manager and City Clerk, authenticated, if required, by the Fiscal Agent (defined below), sealed with its official or corporate seal, if any, or a facsimile thereof, and delivered to the Purchaser upon payment to the City of the purchase price thereof, plus accrued interest to the date of delivery (the "Closing"). The facsimile signature of either of the officers executing the Bonds may be imprinted on the Bonds in lieu of the manual signature of the officer but, unless the City has contracted with a fiscal agent to authenticate the Bonds, at least one of the signatures appearing on each Bond shall be a manual signature. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the Closing, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until the Closing. The aforesaid officers are hereby authorized and directed to do all acts and execute and deliver the Bonds and all such documents, certificates and acknowledgements as may be necessary and convenient to effectuate the Closing. The City hereby authorizes the officers and agents of the City to enter into, on its behalf, agreements and contracts in conjunction with the Bonds, including but not limited to agreements and contracts for legal, trust, fiscal agency, disclosure and continuing disclosure, and rebate calculation services. Any such contract heretofore entered into in conjunction with the issuance of the Bonds is hereby ratified and approved in all respects.

Section 12. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by the City Clerk or City Treasurer (the "Fiscal Agent").

Section 13. Persons Treated as Owners; Transfer of Bonds. The City shall cause books for the registration and for the transfer of the Bonds to be kept by the Fiscal Agent. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Bond shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

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

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

Section 14. Record Date. The fifteenth day of each calendar month next preceding each interest payment date shall be the record date for the Bonds (the "Record Date"). 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 City at the close of business on the Record Date.

Section 15. 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 City agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations previously executed on behalf of the City and on file in the City Clerk's office.

Section 16. Official Statement. The City Council hereby approves the Preliminary Official Statement with respect to the Bonds and deems the Preliminary Official Statement as "final" as of its date for purposes of SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule"). All actions taken by officers of the City in connection with the preparation of such Preliminary Official Statement and any addenda to it or Final Official Statement are hereby ratified and approved. In connection with the Closing, the appropriate City official shall certify the Preliminary Official Statement and any addenda or Final Official Statement. The City Clerk shall cause copies of the Preliminary Official Statement and any addenda or Final Official Statement to be distributed to the Purchaser.

Section 17. Undertaking to Provide Continuing Disclosure. The City hereby covenants and agrees, for the benefit of the owners of the Bonds, to enter into a written undertaking (the "Undertaking") required by the Rule to provide continuing disclosure of certain financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the owners of the Bonds or by the Purchaser on behalf of such owners (provided that the rights of the owners and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the City to comply with the provisions of the Undertaking shall not be an event of default with respect to the Bonds).

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

Section 18. Redemption of the Refunded Obligations. The Refunded Obligations are hereby called for prior payment and redemption on December 1, 2009 at a price of par plus accrued interest to the date of redemption.

The City hereby directs the City Clerk to work with Baird to cause timely notice of redemption, in substantially the form attached hereto as Exhibit F and incorporated herein by this reference (the "Notice"), to be provided at the times, to the parties and in the manner set forth on the Notice.

Section 19. Record Book. The City Clerk shall provide and keep the transcript of proceedings as a separate record book (the "Record Book") and shall record a full and correct statement of every step or proceeding had or taken in the course of authorizing and issuing the Bonds in the Record Book.

Section 20. Bond Insurance. If the Purchaser of the Bonds determines to obtain municipal bond insurance with respect to the Bonds, the officers of the City are authorized to take all actions necessary to obtain such municipal bond insurance. The City Manager and City Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the City Manager and City Clerk including provisions regarding restrictions on investment of Bond proceeds, the payment procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Bonds by the bond insurer and notices to be given to the bond insurer. In addition, any reference required by the bond insurer to the municipal bond insurance policy shall be made in the form of Bond provided herein.

Section 21. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the City Council 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.

Resolution introduced by Councilmember Olsen, who moved its adoption. Seconded by Councilmember Stewart. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. ADOPTED: August 4, 2009.

Kevin M. Brunner, City Manager

Michele R. Smith, City Clerk

FINAL RESOLUTION DECLARING INTENT TO LEVY SPECIAL ASSESSMENTS (FOR DUMPSTER ENCLOSURE LOCATED IN BLOCK BETWEEN MAIN AND NORTH STREETS, BETWEEN FIRST & SECOND STREETS). Council adopted the preliminary resolution for special assessments for the dumpster enclosure at their 7/21/09 meeting. Since all property owners involved signed a waiver, no public hearing was necessary.

FINAL RESOLUTION AUTHORIZING PUBLIC IMPROVEMENT AND LEVYING SPECIAL ASSESSMENTS AGAINST BENEFITTED PROPERTY LOCATED ON THE CITY BLOCK FRONTED BY FIRST STREET, MAIN STREET, NORTH STREET AND SECOND STREET, CITY OF WHITEWATER, WALWORTH AND JEFFERSON COUNTIES, WISCONSIN.

WHEREAS, the governing body of THE CITY OF WHITEWATER, Walworth and Jefferson Counties, Wisconsin, held a public meeting at the City of Whitewater Municipal Building Community Room at 6:30 p.m. on July 21, 2009, for the purpose of hearing all interested persons concerning the preliminary resolution and report of the Department of Public Works on the proposed public improvements consisting of **erection of a dumpster enclosure to benefit property located on the city block fronted by First Street, Main Street, North Street, and Second Street** (with the exception of the property located at 110 N. First Street, owned by Robert Knudsen, who is unwilling to participate and the Director of Public Works has determined that Knudsen can be exempted) and preliminary assessments against benefited property, and heard all persons who desired to speak.

NOW THEREFORE, BE IT RESOLVED, the governing body of The City of Whitewater, Walworth and Jefferson Counties, Wisconsin, determines as follows:

1. The report of the Director of Public Works, a copy of which is attached hereto and incorporated herein as if fully set forth herein, including the plans and specifications and assessments set forth therein, is adopted and approved.
2. The Director of Public Works has obtained quotations for the project, and shall supervise construction of the improvements in accordance with the report hereby adopted.
3. Payment for the improvements shall be made by assessing the entire cost to the property benefited as indicated in the report.
4. Assessments shown on the report represent an exercise of the police power and have been determined on a reasonable basis and are hereby confirmed.

5. Assessments shall be due within 45 days of billing date. Assessments may be paid in cash or in five (5) annual installments to the municipal treasurer. Installments shall be placed on the next tax roll after the due date for collection and shall bear interest at the rate of 4.5% per annum on the unpaid balance from January 1 of the year following the levy.
6. The municipal clerk shall publish this resolution as a class 1 notice under ch. 985 Stats., in the assessment district and mail a copy of this resolution and a statement of the final assessment against the benefited property together with notice of installment payment privileges to every property owner whose name appears on the assessment roll whose post office address is known or can with reasonable diligence be ascertained.

It was moved by Olsen and seconded by Stewart to declare council's intent to levy special assessments (for the dumpster enclosure located in the block between Main and North Streets, between First and Second Streets) with the approval subject to final numbers. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. ADOPTED: August 4, 2009.

Kevin M. Brunner, City Manager

Michele R. Smith, City Clerk

RESOLUTION APPROVING DEVELOPMENT AGREEMENT WITH KELLER, INC. FOR THE CONSTRUCTION OF AN INDUSTRIAL MULTI-TENANT SPEC BUILDING. Brunner indicated that this item is a recommendation from the Community Development Authority. The building would be a 40,000 square foot multi tenant building. The company would build a shell of a building for light industrial and industrial applications. The City would sell 3.5 acres at the current price of \$34,900 per acre. Conveyance of the land is proposed for October with completion of the building in March of 2010. At completion the City would pay the first year of taxes and the interest on the loan. At the end of 18 months or whenever the building is leased, the City's obligation ceases, and Keller takes over the loan and pays the city for the land. Keller has successfully built two other buildings of this type in the State. Funding would come from TIF #4 and would be repaid at the end of the transaction with Keller.

**RESOLUTION APPROVING DEVELOPMENT AGREEMENT
(CONTRACT FOR IMPROVEMENTS) FOR KELLER, INC.**

WHEREAS, the City of Whitewater, Walworth and Jefferson Counties, Wisconsin, supports orderly development of the community in accordance with adopted City plans and policies, and the efficient provision of municipal services to serve such development,

AND WHEREAS, Keller, Inc. has proposed development of an Industrial Multi-Tenant Specification Building, which is in conformance with adopted City plans, policies, and the City Code of Ordinances, and which requires municipal services from the City,

AND WHEREAS, execution of a "contract for improvements (development agreement)" is required prior to sale of the land and construction of the facility, with such development agreement specifying responsibilities and timetables for installation of improvements, payment of fees, and other issues associated with said development;

AND WHEREAS, the City and Keller, Inc. have negotiated a development agreement (contract for improvements) to establish such responsibilities and timetables,

AND WHEREAS, the Common Council finds that the attached development agreement is consistent with the requirements of the City ordinances, and the City's comprehensive (master) plan, and will promote the health, safety, and general welfare of the City.

NOW, THEREFORE, BE IT RESOLVED, that the Common Council of the City of Whitewater approves the attached Development Agreement between The City of Whitewater and Keller, Inc., subject to all Plan Commission recommended conditions, and authorizes the City Manager and City Clerk to execute said agreement.

Resolution introduced by Councilmember Binnie, who moved its adoption. Seconded by Councilmember Singer. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. ADOPTED: August 4, 2009.

Kevin M. Brunner, City Manager

Michele R. Smith, City Clerk

RECONSIDERATION OF AND POSSIBLE ACTION ON ORDINANCE (FIRST READING) AMENDING CHAPTER 11, TO AMEND PARKING REGULATIONS ON WISCONSIN STREET. It was moved by Olsen and seconded by Taylor to reconsider an ordinance amending Chapter 11 to amend parking regulations on Wisconsin. AYES: Olsen, Taylor, Winship, Singer, Kienbaum. NOES: Binnie, Stewart.

DPW Director Dean Fischer noted that this amendment affects the east side of Wisconsin Street and would allow parking on the Street, with the exception of the hours between 2:00 am and 5:00 a.m. A number of residents spoke on both sides of the issue. Winship suggested that, as an alternative, residents be allowed to park between the sidewalk and the Street as this is one of the few places in the City where there is enough space to allow for parking on the driveway aprons (driveway approach). In response to Winship's question concerning Wisconsin Street as a bike route, Park & Recreation Director Amundson stated that a great deal of effort has gone into extending the multi use trail, which would move most bicycle traffic off of Wisconsin Street to a multi use trail.

It was moved by Olsen and seconded by Taylor to approve an ordinance amending Chapter 11 to amend parking regulations on Wisconsin Street. AYES: Olsen, Taylor, Kienbaum. NOES: Winship, Binnie, Singer, Stewart. **MOTION FAILS.**

SECOND READING OF ACTION ON ORDINANCE ABOLISHING THE TREE COMMISSION BY REPEALING CHAPTER 2.26. It was moved by Olsen and seconded by Kienbaum to abolish the Tree Commission by repealing Chapter 2.26.

Tiiu Gray-Fow, former President of the Tree Commission, spoke in support of retaining the Tree Commission, stating that the Commission is responsible for Whitewater's Tree City designation and has been active in the reforestation of the City's streets. Kevin Heckert, employee of the Whitewater Street Department, indicated that some Tree Commission members have harassed city employees. Newly-elected Tree Commission Chairperson Mariann Scott suggested formation of a committee to review the possible problem between employees of the City and the Tree Commission. Councilmember Olsen stated that past members of the Tree Commission have been trying to dictate policy to city employees. According to Olsen, the Tree Commission is seeking to micro-manage the Street Department with regard to forestry management practices. Binnie read comments from past Tree Commission member Kristine Zaballos where she supported continuation of the Commission.

Councilmember Singer suggested personality issues be set aside and policy differences be discussed. Brunner stated that everyone is working toward the same goal, but the means to get there must be found.

It was moved by Singer and seconded by Winship to **postpone consideration of the ordinance abolishing the Tree Commission with the caveat that the Tree Commission shall be suspended from August 5, 2009 until October 15, 2009.** The City Manager will put together a task force of members of the Tree Commission, Council, and appropriate city staff and other interested citizens to examine the current Tree Commission Ordinance and make recommendations for improvements to the City Council on or before October 1, 2009. If the task force fails to make a recommendation to Council, the Ordinance to abolish the Commission would come back before Council at their October 6, 2009 meeting as a second reading. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

SECOND READING OF ACTION ON ORDINANCE AMENDING FLOODPLAIN ORDINANCE FOR WALWORTH COUNTY. Presented for second reading was the ordinance amending the flood plain ordinance for the Walworth County portion of our City. The ordinance covering the Jefferson County portion of the City was adopted at a previous meeting.

ORDINANCE NO. 1741A

**SECOND READING OF ORDINANCE AMENDING CHAPTER 19.46 OF FLOOD PLAIN ORDINANCE
TO ADD WALWORTH COUNTY INFORMATION**

The Common Council of the City of Whitewater, Walworth and Jefferson Counties, Wisconsin, do ordain as follows:

SECTION 1: The Whitewater Municipal Code Chapter 19.46, Section 1.5 (2) (b) is hereby amended to read as follows:

(b) For Walworth County Flood Insurance Rate Maps (FIRM), panel numbers 55127C0009D, 55127C0017D, 55127C0028D, and 55127C0029D, dated October 2, 2009, with corresponding profiles based on the Flood Insurance Study (FIS) dated October 2, 2009, volume number 55127CV000A.

Ordinance introduced by Councilmember Olsen, who moved its adoption. Seconded by Councilmember Winship. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. ABSENT: None. ADOPTED: August 4, 2009.

Kevin M. Brunner, City Manager

Michele R. Smith, City Clerk

**SECOND READING OF ORDINANCE AMENDING CHAPTER 11 TO AMEND PARKING
REGULATIONS ON MILWAUKEE STREET, CENTER STREET, AND BLUFF STREET.**

**ORDINANCE NO. 1740A
ORDINANCE AMENDING SECTION 11.16.150**

REGARDING PARKING RESTRICTIONS

The Common Council of the City of Whitewater, Walworth and Jefferson Counties, Wisconsin, do hereby ordain as follows:

Section 1: Whitewater Municipal Code, Chapter 11.16, Section 11.16.150 is hereby amended by deleting the following:

No parking on south side of Center Street from South Fourth Street west to South Summit Street;

No parking on the north side of Center Street from South Church Street west to South Franklin Street;

No parking on both sides of Bluff Road from Elkhorn Road to Howard Road.

Section 2: Whitewater Municipal Code, Chapter 11.16, Section 11.16.150 is hereby amended by adding the following:

No parking on the north side of Milwaukee Street from the west curblane of Newcomb Street west to a point 250 feet;

No parking on the south side of Center Street from Church Street west to South Summit Street;

No parking on the north side of Center Street from South Fourth Street west to South Franklin Street;

No parking on the south side of Bluff Road from Elkhorn Road to East Main Street;

No parking on the south side of Bluff Road from Elkhorn Road to Howard Road.

No parking from 2:00 a.m. – 5:00 a.m. on north side of Bluff Road, from E. Main Street to Howard Road.

Section 3. Whitewater Municipal Code Chapter 11.16, Section 11.16.150 shall be amended by adding the following:

Two-hour parking on the south side of Center Street from a point 115 feet east of curblineline of Church Street for 120 feet to the east.

Section 4. Whitewater Municipal Code Chapter 11.16, Section 11.16.150 shall be amended by adding the following:

Disabled parking on the south side of Center Street from a point 25 feet east of curblineline of Church Street for 60 feet to the east.

Ordinance introduced by Councilmember Olsen, who moved its adoption. Seconded by Councilmember Winship. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. ADOPTED: August 4, 2009.

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APPOINTMENT OF CITIZEN MEMBERS TO BOARD OF ZONING APPEALS AND LIBRARY BOARD.

City Manager Brunner and Council President Singer met and recommended appointment of Julie Caldwell to the Library Board. (to fill unexpired term held by John Bauer). AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. Brunner stated that there are two open positions on the Board of Zoning Appeals and that those positions will be advertised for and brought back to Council.

TRANSFER OF “CLASS A” BEER AND LIQUOR LICENSE FROM RK LIQUORS TO WAL-MART CORPORATION.

Councilmember Binnie indicated that the Alcohol Licensing Commission had met earlier in the evening and unanimously approved the transfer of the license, resulting from the sale of Steck’s Liquor Store to Wal-Mart. Although the license application covers the entire store area, Wal-Mart has agreed that they will provide an enclosure which will be closed off during times when alcohol cannot be sold. Wal-Mart Manager Joey Marx indicated that the Company has an internal learning program concerning the sale of alcohol and cigarettes that all cashiers are required to take and pass a test for. City Attorney McDonell indicated that there is an agreement between Steck’s and Wal-Mart indicating that Steck’s will surrender their license contingent upon the consummation of the sale of the business.

It was moved by Winship and seconded by Olsen to approve transfer of a “Class A” Beer and Liquor License from RK Liquors to Wal-Mart Corporation. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

APPROVAL OF ISSUANCE OF PROPERTY TAX REFUND TO GENERAC. REFUND DUE TO TAX REDUCTION AS THE RESULT OF AN ASSESSMENT REDUCTION.

Generac filed an appeal with Department of Revenue relating to their state-assessed property, and was successful in their appeal. As a result, the refund due Generac for tax years 2007 and 2008 is \$91,023.30. Since the facility is located within TIF 4, the refund of the overpayment of taxes comes entirely from the fund balance held by TIF 4. No other taxing authority will be affected by this decision. It was moved by Olsen and seconded by Winship to approve issuance of a property tax refund to Generac in the sum of \$91,023.30 due to assessment reduction. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

APPROVAL OF CONTRACT WITH JEFFERSON COUNTY FOR STREET MILL AND OVERLAY PROJECT. Requested was approval of a contract with Jefferson County to complete the milling and overlay of Wood Street (from Cravath to North); Cook Street (from Harris to E. North); Cravath Street (from Danville to Wakely); Danville Street (from North to Cravath) and Harris Street (from E. Main to E. North). It was moved by Olsen and seconded by Taylor to approve the contract with Jefferson County for the street mill and overlay project, at a cost not to exceed \$100,000. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None.

COUNCILMEMBER REQUESTS FOR FUTURE AGENDA ITEMS. Winship would like to explore the idea of allowing parking on the apron of driveways. Winship also requested that as much information as possible be provided to Council before meetings.

EXECUTIVE SESSION. It was moved by Singer and seconded by Stewart to Adjourn to closed session, not to reconvene, per Wisconsin statutes 19.85(1)(c) considering employment promotion, compensation or performance evaluation data of any public employee over which the governmental body has jurisdiction or exercises responsibility” and “19.85(1)(g) Conferring with legal counsel for the governmental body who is rendering oral or written advice concerning strategy to be adopted by the body with respect to litigation in which it is or is likely to become involved.” Item to be Discussed: WPPA Grievance relating to Holiday Pay for employees working a 5-2/5-2 schedule. AYES: Olsen, Taylor, Winship, Binnie, Singer, Kienbaum, Stewart. NOES: None. The meeting adjourned at 8:55 p.m.

Respectfully Submitted,

Michele R. Smith, City Clerk