

MINUTES
Oneida County Board of Supervisors
Tuesday, September 27, 2022 – 9:30 a.m.
County Board Meeting Room - 2nd Floor Oneida County Courthouse

CALL TO ORDER. Chairman Holewinski called the meeting to order at 9:30 a.m. in the County Board Meeting Room of the Oneida County Courthouse. There was a brief moment of silence for our troops, law enforcement officers, emergency responders followed by the Pledge of Allegiance.

APPOINTMENT/CONFIRMATION/SWEARING IN OF DISTRICT # 1 SUPERVISOR CONNOR SHOWALTER:

Holewinski went over the background of the District 1 Supervisor Position opening. Holewinski stated that Moria King resigned, the decision was made to appoint Connor Showalter. Holewinski went over the resume submitted by Showalter and discussed the appointment process. Showalter presented his background to the board.

Motion/Second: Winkler/Newman to accept County Board Chair Holewinski appointing of Connor Showalter to serve as County Board Supervisor, District 1.

Roll Call Vote: 17 Aye; 3 Absent Schultz, Ryden, Schreier; 1 Vacant District # 1

Supervisor Showalter took the oath of office and was sworn in by County Clerk, Tracy Hartman.

Members Present: Ted Cushing, Tom Kelly, Billy Fried, Russ Fisher, Mike Roach, Linnaea Newman, Connor Showalter, Greg Oettinger, Bob Thome Jr., Jim Winkler, Mike Timmons, Robert Briggs, Diana Harris, Collette Sorgel, Debbie Condado, Scott Holewinski, Anthony Rio, and Bob Almekinder.

Members Present: 18

Excused Absent: Ryden, Schultz, Schreier

ANNOUNCEMENTS BY CHAIR, CORRESPONDENCE AND COMMUNICATIONS:

- Please use a microphone when speaking.

ACCEPT THE MINUTES OF THE AUGUST 16, 2022 MEETING:

Motion/Second: Timmons/Winkler to accept the minutes of the August 16, 2022 meeting. All "Aye", Motion carried.

PUBLIC COMMENT (time limit of three minutes):

- Sign attendance form at the podium.

CONSENT AGENDA:

Resolution # 94 – 2022: Offered by the Supervisors of the Social Services Committee to designate Oneida County as an Operation Green Light for Veterans County.

Resolution to Designate Oneida County as an Operation Green Light for Veterans County.

Resolution approved for presentation to the Oneida County Board by the Supervisors of the Social Services Committee.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, the residents of Oneida County have great respect, admiration, and the utmost gratitude for all men and women who have selflessly served our country and this community in the Armed Forces; and

WHEREAS, the contributions and sacrifices of the men and women who served in the Armed Forces have been vital in maintaining the freedoms and way of life enjoyed by our citizens; and

WHEREAS, Oneida County seeks to honor these individuals who have paid the high price for freedom by placing themselves in harm's way for the good of all; and

WHEREAS, veterans continue to serve our community in Veterans Service Organizations, religious groups, civil service, and by functioning as County Veteran Service Officers in 29 states to help fellow former service members access more than \$52 billion in federal health, disability, and compensation benefits each year; and

WHEREAS, approximately 200,000 service members transition to civilian communities annually; and

WHEREAS, an estimated 20 percent increase of service members will transition to civilian life in the near future; and

WHEREAS, studies indicate that 44-72 percent of service members experience high levels of stress during transition from military to civilian life; and

WHEREAS, active military service members transitioning from military service are at a high risk for suicide during their first year after military service; and

WHEREAS, the National Association of Counties encourages all counties, parishes, and boroughs to recognize Operation Green Light for veterans; and

WHEREAS, Oneida County appreciates the sacrifices of our United States military personnel and believes specific recognition should be granted;

THEREFORE, BE IT RESOLVED, with the designation as an Operation Green Light county, Oneida County hereby declares November 7-13, 2022, a time to salute and honor the service and sacrifice of our veterans; and

BE IT FURTHER RESOLVED, that in observance of Operation Green Light, Oneida County encourages its citizens in patriotic tradition to recognize the importance of honoring all those who made immeasurable sacrifices to preserve freedom by displaying a green light on their porch or in a window of their place of business or residence.

Offered and passage moved by: Bob Thome, Linnaea Newman, Tony Rio.

Resolution # 95 – 2022: Offered by the Supervisors of the Administration Committee to formally establish a stabilization (rainy day) fund.

Resolution to Formally Establish a Stabilization (Rainy Day) Fund.

Resolution approved for presentation to the Oneida County Board by the Supervisors of the Administration Committee

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, Oneida County (“County”) recognizes the importance of maintaining adequate cash reserves to stabilize the County’s budget, address unanticipated revenue shortfalls, and to respond to emergency situations; and

WHEREAS, the County wishes to comply with the Governmental Accounting Standards Board (GASB) Statement No. 54 *Fund Balance Reporting and Governmental Fund Type Definitions*; and

WHEREAS, only the County Board has the authority to commit funds to be considered a Stabilization Fund, often referred to as a Rainy Day Fund, and establish policy regarding maintenance of the Fund, and

WHEREAS, the County desires to have a well-developed and transparent strategy to maintain adequate levels of funds to mitigate risk, provide a back-up for revenue short-falls, and follow best practices in local government finance, and

WHEREAS, the County’s goal is to maintain a Stabilization Fund at an amount equal to no less than 33 1/3% of the General Fund’s annual appropriated expenditures, and

WHEREAS, in the event the Stabilization Fund balance drops below the minimum balance requirement, notification will be given to the County’s Administration Committee, and the Committee will take action in a prompt fashion to resolve the short-fall, and

THEREFORE, BE IT RESOLVED, the County Board of Supervisors directs the Finance Director to implement this Policy effective December 31, 2022.

Approved for presentation to the County Board by the Administration Committee this 14th day of September, 2022.

Offered and passage moved by: Tom Kelly, Steven Schreier, Billy Fried, Ted Cushing, Russ Fisher.

Resolution # 96 – 2022: Offered by the Supervisors of the Administration Committee to formally establish a highway equipment fund.

Resolution to Formally Establish a Highway Equipment Fund.

Resolution approved for presentation to the Oneida County Board by the Supervisors of the Administration Committee.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, Oneida County (“County”) recognizes the important of maintaining Highway Department capital equipment and vehicles in sound condition, and aim to replace such equipment before the cost of maintenance and repair exceeds the asset’s value net of accumulated depreciation, and

WHEREAS, the County wishes to comply with the Governmental Accounting Standards Board (GASB) Statement No. 34 *Basic Financial Statement for State and Local Governments*; and as such classifies the Highway Operations as a business-type fund whereby costs of services provided are to be financed through system-generated revenues; and

WHEREAS, only the County Board has the authority to commit funds to be considered a Highway Equipment Fund, and establish policy regarding maintenance of the Fund, and

WHEREAS, the County desires to have a well-developed and transparent strategy to maintain adequate levels of funds to support Highway costs of operations, maintenance, debt service, depreciation and capital reinvestment without the need for tax subsidy, and

WHEREAS, the County's goal is to maintain a Highway Equipment Fund at an amount equal annual depreciation expense plus the Highway Fund net operating profit (loss), but no more than 90% of the Highway Fund Net Position excluding Net Investment in Capital Assets, and

WHEREAS, the Highway Equipment Fund may be used for the acquisition of capital assets including heavy equipment or vehicles subject to capitalization and depreciation, the repayment of lease and / or loan payments associated with said assets, but not for Highway operations including wages, benefits and utilities; and

THEREFORE, BE IT RESOLVED, the County Board of Supervisors directs the Finance Director to implement this Policy effective December 31, 2022.

Approved for presentation to the County Board by the Administration Committee this 14th day of May, 2022.

Offered and passage moved by: Tom Kelly, Steven Schreier, Billy Fried, Ted Cushing, Russ Fisher.

- Appointments to Committees, Commissions and other Organizations:
 - Appoint William "Casey" Crump to the Board of Health with a term to expire June 2025.
 - Appoint Pete Tenderholt to the Civil Service Commission with a term to expire December 2024.

Motion/Second: Cushing/Winkler to accept the Consent Agenda as presented.

Roll Call Vote: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Consent Agenda: Adopted

CONSIDERATION OF RESOLUTIONS & ORDINANCES:

Resolution # 97 – 2022: Offered by the Supervisors of the Administration Committee to request Coronavirus Local Fiscal Recovery Fund (CLFRF) allocated to Oneida County through the American Rescue Plan Act (ARPA) for the Purpose of Augmenting the Public Health Department's 2022 and 2023 Delivery of Services for an amount not to exceed \$50,000.

Resolution to Request Coronavirus Local Fiscal Recovery Fund (CLFRF) allocated to Oneida County through the American Rescue Plan Act (ARPA) for the Purpose of Augmenting the Public Health Department's 2022 and 2023 Delivery of Services for an amount not to exceed \$50,000.

Resolution approved for presentation to the Oneida County Board by the Supervisors of the Administration Committee.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, The American Rescue Plan Act (ARPA) amends Title VI of the Social Security Act by adding Sections 602 and 603 establishing the Coronavirus Local Fiscal Recovery Fund (CLFRF); and

WHEREAS, Oneida County receives funds through CLFRF to assist the County in responding to the public health emergency or its negative economic impacts; to provide premium pay to eligible workers; to make necessary investments in infrastructure; and/or to provide government services; and

WHEREAS, certain restrictions of the use of these funds are determined by the United States Treasury (UST) Department including the prohibition of depositing the funds into any pension fund; directly or indirectly offsetting tax revenue; and does limit the amount of CLFRF funding to be used for "government services" to a not-to-exceed revenue reduction cap; and

WHEREAS, the County established the Funding Opportunities Committee (FOC), and subsequently a Capital Improvement Plan Sub-Committee to provide direction and guidance on the use of the CLFRF; and

WHEREAS, both of the aforementioned committees endeavor to restrict use of CLFRF funds to a project or program which resolves long-term, pressing issues; and / or addresses serious health and public safety risks; and / or has a widespread impact; and / or addresses a financial burden on the County; and / or has well-defined ancillary benefits; and

WHEREAS, only those projects or programs which are "shovel-ready" or set to commence, if funded, upon approval of this Resolution are entertained at this stage to ensure UST requirements of funding obligation no later than December 31, 2024 and fully expended by December 31, 2026; and

WHEREAS, The Board of Health has reviewed the guidance issued by the UST, given consideration to the request from the Health Department, and supports funding of the following specific projects for 2022: (1) repairs to an emergency facility used for mass clinics, testing, mass fatality family assistance and emergency shelter in an amount not to exceed \$17,800; (2) \$7,200 for COVID, flu and children vaccine outreach efforts. Furthermore, the Board of Health supports funding of the following specific projects for 2023: (1) \$25,000 administration and clinic operations and outreach for COVID, Flu and children vaccine outreach efforts. These expenditures fall under the UST Public Health / Economic Development category, and

WHEREAS, the Administration Committee is in agreement and recommends this project / program be funded using CLFRF funds; and

THEREFORE, BE IT RESOLVED, by the Oneida County Board of Supervisors that this project / program be funded using CLFRF funds; and

BE IT FURTHER RESOLVED, by the Oneida County Board of Supervisors that by Adoption of this resolution the project / program will be reevaluated annually as part of the budget process to determine need and available funding for future years.

Approved for presentation to the County Board by the Administration Committee this 14th ~~12th~~ day of September, 2022.

Offered and passage moved by: Tom Kelly, Steven Schreier, Billy Fried, Ted Cushing, Russ Fisher.

Discussion: Public Health Director Linda Conlon stated that the ARPA resolution is for 2022 and 2023 funds. Conlon noted that this is for COVID and Flu outreach efforts in addition to an upgrade to Four-Square Church. Conlon explained that COVID will be an ongoing issue similar to the flu.

Roll Call Vote on Resolution # 97 – 2022: 14 Aye; 4 Abstain, Roach, Showalter, Winkler, Oettinger; 3 Absent, Ryden, Schultz, Schreier.

Resolution # 97 – 2022: Adopted

Resolution # 98 – 2022: Offered by the Supervisors of the Administration Committee to Request Coronavirus Local Fiscal Recovery Fund (CLFRF) allocated to Oneida County through the American Rescue Plan Act (ARPA) for the Purpose of the Courthouse HVAC Upgrades – Phase I Project.

Resolution to Request Coronavirus Local Fiscal Recovery Fund (CLFRF) allocated to Oneida County through the American Rescue Plan Act (ARPA) for the Purpose of the Courthouse HVAC Upgrades – Phase I Project.

Resolution approved for presentation to the Oneida County Board by the Supervisors of the Administration Committee.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, The American Rescue Plan Act (ARPA) amends Title VI of the Social Security Act by adding Sections 602 and 603 establishing the Coronavirus Local Fiscal Recovery Fund (CLFRF); and

WHEREAS, Oneida County receives funds through CLFRF to assist the County in responding to the public health emergency or its negative economic impacts; to provide premium pay to eligible workers; to make necessary investments in infrastructure; and/or to provide government services; and

WHEREAS, certain restrictions of the use of these funds are determined by the United States Treasury (UST) Department including the prohibition of depositing the funds into any pension fund; directly or indirectly offsetting tax revenue; and does limit the amount of CLFRF funding to be used for “government services” to a not-to-exceed revenue reduction cap; and

WHEREAS, the County established the Funding Opportunities Committee (FOC) to provide direction and guidance on the use of the CLFRF; and

WHEREAS, the FOC developed an Oneida County Relief Funding Plan dated September 27, 2021 which ranked certain requests as “high” indicating the project or program resolves long-term, pressing issues; and / or addresses serious health and public safety risks; and / or has a widespread impact; and / or addresses a financial burden on the County; and / or has well-defined ancillary benefits; and

WHEREAS, the FOC, after thoughtful consideration of UST regulations, further recommends County program funding thresholds by CLFRF category as follows: Public Health / Economic Development \$2,000,000; Premium Pay \$0; Infrastructure \$1,700,000; Government Services \$3,000,000; and Contingency of \$200,000; and

WHEREAS, due to the administrative burden of tracking and reporting expenditures under the program only those projects or programs with an aggregate value over a three-year period of \$100,000 is considered; and

WHEREAS, only those projects or programs which are “shovel-ready” or set to commence, if funded, upon approval of this Resolution are entertained at this stage to ensure UST requirements of funding obligation no later than December 31, 2024 and fully expended by December 31, 2026; and

WHEREAS, The County Facilities Committee has reviewed the guidance issued by the UST, given consideration to the request from the Buildings & Grounds Department, and supports funding the Courthouse HVAC Upgrades – Phase I Project under the Government Services category, and

WHEREAS, The Courthouse HVAC Upgrades – Phase I Project would eliminate inefficiencies in heating and cooling as well as address financial burden on the County related to repair and energy costs, and

WHEREAS, The Courthouse HVAC Upgrades – Phase I Project would include the removal and proper disposal of the existing 85-Ton air cooled chiller, installation of a new Trane 90-Ton chiller to match the existing chiller performance, installation of a new base mounted chilled water pump which would be relocated to the mechanical room floor, installation of all chilled water piping material to connect the new chiller to existing lines, subcontracting of services for electrical wiring, chilled water piping insulation, control integration, crane service, and system Glycol replacement. The project timeline is contingent on material and supply availability (current chiller production timeline is approximately 40 weeks), a request for \$210,000.00 in CLFRF funds is presently made and detailed in the attached CLFRF Fiscal Impact form, and

WHEREAS, the Administration Committee is in agreement and recommends this project / program be funded using CLFRF funds; and

THEREFORE, BE IT RESOLVED, by the Oneida County Board of Supervisors that effective on the 27th Day of September 2022, this project / program be funded using CLFRF funds; and

BE IT FURTHER RESOLVED, by the Oneida County Board of Supervisors that by Adoption of this resolution the project / program will be reevaluated annually as part of the budget process to determine need and available funding for future years.

Approved for presentation to the County Board by the Administration Committee this 14th day of September, 2022.

Offered and passage moved by: Russ Fisher, Ted Cushing, Tom Kelly, Steven Schreier, Billy Fried.

Discussion: Facilities Director Troy Huber stated that there are serious problems with the HVAC system, \$7,000 has been spent in repairs this month on it. Per Huber, it will take forty weeks just to get the parts.

Roll Call Vote on Resolution # 98 – 2022: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Resolution # 98 – 2022: Adopted

Resolution # 99 – 2022: Offered by Supervisor Tom Kelly to approve the ambulance service agreement with Aspirus Wausau Hospital, Inc.

Seconded: Cushing

Resolution to approve the ambulance service agreement with Aspirus Wausau Hospital, Inc.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, the County recognizes the need to provide ambulance service for the sick and injured residents and visitors to Oneida County; and

WHEREAS, Aspirus has the personnel and capability to provide Services to the residents of and visitors to Oneida County and certain towns, based on intergovernmental agreements, located outside the geographical boundaries of Oneida County and ability to properly train ambulance operators; and

WHEREAS, the contract between Oneida County and Aspirus Wausau Hospital, Inc. d/b/a Aspirus MedEvac (“Aspirus”) needs to be approved by the Oneida County board;

WHEREAS, the Ambulance Services Agreement is attached hereto as “Exhibit A”

NOW THEREFORE, BE IT RESOLVED, by the Oneida County Board of Supervisors that the attached contract hereto, and as presented, be approved and that the County Board Chairman, Public Safety Chair and Oneida County Clerk may execute said documents accordingly.

Offered and passage moved by: Tom Kelly.

Discussion: Sheriff Hartman explained that the contract was distributed four or five weeks ago and there was also a closed session at the last County Board meeting. Fried asked for clarification on the effective date of the agreement. It was determined to be 2023. Fried stated that he will support this but there needs to be discussion in the future on other options. Fried stated that the cost increase per year is concerning. Sheriff Hartman noted that this was discussed at negotiations. Hartman stated that a grant was applied for and if received this will be applied to offset costs for ambulance purchases. Hartman confirms that an EMT and a Paramedic will be in each ambulance.

Roll Call Vote on Resolution # 99 – 2022: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Resolution # 99 – 2022: Adopted

Resolution # 100 – 2022: Offered by Supervisor Tom Kelly to provide approval of an initial resolution approving revenue bond financing for Bug Tussel 1, LLC.

Seconded: Newman

Resolution to provide approval of an initial resolution approving revenue bond financing for Bug Tussel 1, LLC.

Resolved by the Board of Supervisors of Oneida County, Wisconsin:

WHEREAS, Section 66.1103 of the Wisconsin Statutes (the “Act”) authorizes municipalities to authorize the issuance and sale of bonds to construct, equip, re-equip, acquire by gift, lease or purchase, install, reconstruct, rebuild, rehabilitate, improve, supplement, replace, maintain, repair, enlarge, extend or remodel industrial projects; and

WHEREAS, Bug Tussel 1, LLC, a Wisconsin limited liability company, Bug Tussel 2, LLC, a Wisconsin limited liability entity yet to be created, or a related limited liability entity to be formed (the “Company”), and/or one or more of its affiliates (including, without limitation, Bug Tussel Wireless, LLC, Hilbert Communications, LLC and Cloud 1, LLC), whether existing on the date hereof or to be formed and whether owned directly or indirectly by the Company, desires to finance a project consisting of the acquisition, construction and installation of certain telecommunications infrastructure that includes, among other things (i) acquisition of tower sites by purchase or lease of land and equipping such sites with towers and electronics to provide broadband, high speed cellular, emergency communications and point to point (P2P) data communications; (ii) constructing fiberoptic data transmission facilities (cable and electronics) between towers, key community facilities, businesses and residential aggregation points; (iii) where appropriate, connecting individual premises into the broadband network including the cost of Consumer Premise Equipment (CPE); (iv) payment of capitalized interest; (v) funding of a debt service reserve fund; (vi) payment of such project costs located in Oneida County in an amount not to exceed ~~\$18,000,000~~ **\$24,000,000**; and (vii) payment of professional fees (collectively, the “Project”), all of which will be for the purpose of providing wireless

internet and telephone communications services to businesses, governmental units and residents of rural communities where such service is currently unavailable or is prohibitively expensive; and

WHEREAS, Oneida County, Wisconsin is a political subdivision of the State within whose boundaries a portion of the Project is located; and

WHEREAS, pursuant to Sections 66.1103 and 66.0301 of the Wisconsin Statutes, individual counties or two or more counties, each a "Participating County", acting pursuant to an Intergovernmental Agreement may serve as the conduit issuer for such financing; and

WHEREAS, Fond du Lac County, Wisconsin (the "Issuing County") acting pursuant to intergovernmental powers adopted an initial resolution on August 17, 2021 (the "2021 Authorization") to authorize the issuance of taxable revenue bonds to be issued in one or more series in an aggregate principal amount not to exceed \$240,000,000 and (i) the Issuing County has heretofore on December 16, 2021, issued the first tranche of conduit revenue bonds to finance a portion of the multi-jurisdictional Project, in the aggregate amount of \$70,000,000, (ii) the Issuing County has heretofore on August 16, 2022, issued the second tranche of conduit revenue bonds to finance a portion of the multi-jurisdictional Project, in the aggregate amount of \$92,900,000, and (iii) the Issuing County has authority under the 2021 Authorization to issue the remaining \$77,100,000 aggregate principal of conduit revenue bonds to finance a portion of the multi-jurisdictional Project (the "Third Tranche"); and

WHEREAS, it is yet to be determined if the Project located in Oneida County in an amount not to exceed ~~\$48,000,000~~ \$24,000,000 will (i) be included in the Third Tranche as part of the 2021 Authorization or (ii) be included in a new taxable bond issue pursuant to a new initial resolution to be adopted by the Issuing County on such date yet to be determined which would authorize the issuance of additional taxable or tax-exempt revenue bonds to be issued in one or more series in an aggregate principal amount not to exceed \$240,000,000 to finance a portion of the multi-jurisdictional Project (the "New Bond Issue"); and

WHEREAS, Section 66.1103(3)(f) of the Wisconsin Statutes provides that a municipality also may finance an industrial project which is located entirely outside the geographic limits of the municipality, but only if the revenue agreement for the project also relates to another project of the same eligible participant, part of which is located within the geographic limits of the municipality; and

WHEREAS, the Project includes necessary infrastructure for essential services by and for Oneida County and local units of government in Oneida County and is in furtherance of the public purposes set forth in the Act; and

WHEREAS, the proposed Project is a multi-jurisdictional project which is located in multiple counties to be identified, and the Company has requested that each of the Participating Counties approve an initial resolution (the "Initial Resolution") providing for the financing of the Project in an aggregate amount not to exceed \$240,000,000 to be included in the Third Tranche or the New Bond Issue (the "Bonds"); and

WHEREAS, pursuant to the Intergovernmental Agreement, Fond du Lac County shall be the Issuing County of said revenue Bonds, and it shall be determined at a future date which county or counties shall be Participating Counties; and

WHEREAS, the Company has requested that Oneida County and other Participating Counties who will directly benefit from the Project to each provide a limited guaranty (each a "Guaranty") to enhance the collateral position of the Company in an amount equal to the pro rata portion of the Project costs incurred and essential services benefits derived in such Participating County (such pro rata portion is referred to herein as the "Oneida County Bond Proceeds"); and

WHEREAS, the Company will have the primary obligation to make all scheduled principal and interest payments when due on the Bonds, and Oneida County's Guaranty will apply only in the event that the Company does not make the required payments due on the Bonds; and

WHEREAS, in return for Oneida County's Guaranty, Oneida County shall receive an annual guaranty fee of 40 basis points (0.40%) (based upon the amount of its Guaranty), and the Company will pay all costs to Oneida County and all expenses by Oneida County related to the bond issue; and

WHEREAS, at the option of the Company, bond insurance may be purchased with respect to the Bonds which will require approval by subsequent resolution of Oneida County; and

WHEREAS, the Company shall enter into a Reimbursement Agreement (the "Reimbursement Agreement") with Oneida County agreeing to reimburse Oneida County for any payment required under Oneida County's Guaranty and to indemnify Oneida County for any and all costs, expenses and liabilities related to the Bonds; and

WHEREAS, the Reimbursement Agreement and related documentation shall require Oneida County's approval for distribution of the Oneida County Bond Proceeds and any portion of the Oneida County Bond Proceeds not spent on the portion of the Project located in Oneida County shall be applied to repay a portion of the Bonds and to reduce Oneida County's Guaranty; and

WHEREAS, as security for the Reimbursement Agreement, Oneida County shall receive a first mortgage on all land, buildings, and improvements of the Company located in Oneida County which are financed with proceeds of the Bonds; and

WHEREAS, as additional support for the Reimbursement Agreement, Oneida County shall receive (i) from Hilbert Communications, LLC, a first lien pari passu with the other Participating Counties on the membership interests of the Company, and (ii) a guaranty from Hilbert Communications, LLC and/or one or more of its affiliates (including, without limitation, Bug Tussel Wireless, LLC and Cloud 1, LLC).

NOW, THEREFORE, BE IT RESOLVED by the Oneida County Board of Supervisors as follows:

1. Oneida County hereby approves that Fond du Lac County, as the Issuing County, acting pursuant to the Intergovernmental Agreement, shall:

(a) Finance the Project in an aggregate amount not to exceed \$240,000,000 to be included in the Third

Tranche or the New Bond Issue which includes Project costs located in Oneida County in an amount not to exceed ~~\$18,000,000~~ \$24,000,000; and

(b) Acting pursuant to the Intergovernmental Agreement by and among one or more Participating Counties, Fond du Lac County shall issue industrial development revenue bonds in one or more issues or series of tax-exempt or taxable bonds in an aggregate amount not to exceed \$240,000,000 as part of the 2021 Authorization or the New Bond Issue in order to finance costs of the Project located in the Participating Counties, pursuant to Section 66.1103(3)(f) of the Wisconsin Statutes.

2. The aforesaid plan of financing contemplates, and is conditioned upon, the following:

(a) The Bonds shall be limited obligations of the Issuing County, acting pursuant to the Intergovernmental Agreement, and are payable solely from revenues provided by the Company and are secured in part by the limited Guaranty of Oneida County;

(b) The Bonds shall never constitute an indebtedness of Oneida County, the Issuing County or the Participating Counties within the meaning of any state constitutional provision or statutory limitation;

(c) The Project shall be subject to property taxation in the same amount and to the same extent as though the Project were not financed with industrial development revenue bonds;

(d) The Company shall find a purchaser for all of the Bonds; and

(e) All out-of-pocket costs, including but not limited to legal fees, incurred by Oneida County in connection with the issuance and sale of the Bonds shall be paid by the Company, whether or not the Issuing County or another Participating County ultimately issues the Bonds; and

(f) Oneida County shall be paid an annual guaranty fee of 40 basis points (0.40%) (based upon the amount of Oneida County's Guaranty).

3. The aforesaid plan of financing shall not be legally binding upon Oneida County nor be finally implemented unless and until:

(a) The details and mechanics of the bond financing are authorized and approved by a further resolution of Fond du Lac County, as the Issuing County, by a vote of at least three-fourths of the members-elect (as defined in Section 59.001(2m) of the Wisconsin Statutes) of the Board of Supervisors. Such approval shall be solely within the discretion of the Issuing County, acting pursuant to the Intergovernmental Agreement and approval of the Board of Supervisors of the Issuing County;

(b) Said approval and Guaranty are further conditioned upon terms and conditions of one or more written agreements between Oneida County and the various parties involved, ensuring that all of the proceeds from the sale of the Bonds shall be administered by a duly appointed independent trustee, that the bond proceeds shall be used exclusively for the development of the Project and for no other purpose, and that the project funds shall be paid over to the Company by the trustee only as they become needed for completion of the Project;

(c) The County Clerk of Oneida County shall cause notice of adoption of this Initial Resolution, in the form attached hereto as Exhibit A, to be published once in a newspaper of general circulation in Oneida County, and the electors of Oneida County shall have been given the opportunity to petition for a referendum on the matter of the aforesaid bond issue, all as required by law;

(d) Either no such petition shall be timely filed or such petition shall have been filed and said referendum shall have approved the bond issue;

(e) The county clerks of Oneida County and the Participating Counties shall each have received an employment impact estimate issued under Section 238.11 of the Wisconsin Statutes;

(f) The Bonds shall be limited obligations of the Issuing County, acting pursuant to the Intergovernmental Agreement and are payable solely from revenues provided by the Company and secured in part by a limited guaranty of each Participating County;

(g) All Participating Counties have entered into the Intergovernmental Agreement and identified Fond du Lac County as the Issuing County;

(h) All Participating Counties shall approve their respective guaranties by a vote of at least three-fourths of the members-elect of their respective County Board of Supervisors; such subsequent approval shall be solely within the discretion of each Participating County; and

(i) All documents required to consummate the financing have been duly authorized and delivered and the Bonds are issued and sold not later than December 31, 2023.

4. Pursuant to the Act, all requirements that the Project be subject to the contracting requirements contained in Section 66.1103 are waived, the Company having represented that it is able to negotiate satisfactory arrangements for completing the Project and that Oneida County's interests are not prejudiced thereby.

5. The County Clerk of Oneida County is directed following adoption of this Initial Resolution (i) to publish notice of such adoption not less than one time in the official newspaper of Oneida County, such notice to be in substantially the form attached hereto as Exhibit A and (ii) to file a copy of this Initial Resolution, together with a statement indicating the date the Notice to Electors was published, with the Wisconsin Economic Development Corporation within twenty (20) days following the date of publication of such notice.

6. This Initial Resolution is an "initial resolution" within the meaning of the Act and official action toward issuance of the Bonds. Furthermore, it is the reasonable expectation of Oneida County that proceeds of the Bonds may be used to

reimburse expenditures made on the Project prior to the issuance of the Bonds. The maximum principal amount of debt expected to be issued for the Project on the date hereof is \$240,000,000.

7. Oneida County Officers and Corporation Counsel shall forthwith negotiate and confer with all interested parties, draft, edit, or approve and deliver the contracts or other documents necessary to carry out the provisions of this Initial Resolution; provided, however, that such Officers and Corporation Counsel shall present the same to the Board of Supervisors for the Board's final review, ratification, and approval of all of the specific terms and conditions contained in said documents prior to the issuance of the Bonds on behalf of the Company. Such subsequent approval shall be solely within the discretion of Oneida County and its Board of Supervisors, notwithstanding this Initial Resolution.

Offered and passage moved by: Tom Kelly.

Discussion: Fugle stated this is the first vote on the issuance of the bond and sets a timeframe. Per Fugle, a referendum may need to be conducted. Fugle noted that the amount of the bond is \$18 million dollars; before any bond is issued a final vote will need to be done by the County Board. Fugle reported that there would need to be a second Resolution if there was a need to borrow more than the \$18 Million. Fried questioned if this is non-binding so if they are not happy with the mapping there is no penalty for withdrawing. Fugle confirmed. Fried asked if the \$18 million is separate from the previously committed funds. Fugle stated this is just for the bond and is separate from those previously approved funds. Fugle reported that there can be a request for a referendum of the voters. Fried questioned if we can hold a public hearing. Fugle explained that there is nothing that prohibits the County Board from holding a public hearing. Discussion regarding possibility of expanding the project. Mitch Schultz of Bug Tussel stated that the approval is already set and any changes will need to be additions. Discussion regarding routes and tower placement.

Motion/Second: Fried/Sorge to amend line 122 to state "not to exceed \$24,000,000" instead of \$18,000,000.

Roll Call Vote on Amendment to Resolution # 100 – 2022: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Amendment to Resolution # 100 – 2022: Adopted

Motion/Second: Kelly/Newman to amend lines 27,51 and the public notice to change \$18,000,000 to \$24,000,000.

Roll Call Vote on Amendment to Resolution # 100 – 2022: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Amendment to Resolution # 100 – 2022: Adopted

Discussion: Holewinski stated that an outside representative would be hired to represent Oneida County in the process with Bug Tussel. Schultz went over their process. Holewinski stated that a County Representative will be appointed and will advise us. Timmons commented that a more detailed map should be released. Holewinski explained that the routes will be discussed at a later date.

Roll Call Vote on Amended Resolution # 100 – 2022: 18 Aye; 3 Absent, Ryden, Schultz, Schreier.

Amended Resolution # 100 – 2022: Adopted

NEXT MEETING DATE AND TIME: October 18, 2022 @ 9:30 a.m.

Unless a motion is made to change the starting time.

ADJOURNMENT:

Chairman Holewinski adjourned the meeting at 10:16 a.m.