

A General Meeting of the Ashland County Board of Supervisors was held on Thursday, December 11, 2014. Chairman Pete Russo called the meeting to order at 9:01 a.m. A moment of personal prayer was held followed by the Pledge of Allegiance.

### **PETITION FOR MEETING**

We, the undersigned, being a majority of the members of the Board of Supervisors, Ashland County, Wisconsin do hereby petition that a General Meeting of the Board be called at 9:00 a.m., Thursday, December 11, 2014, the said meeting to be held for the purpose of transacting business as a Board of Supervisors of the said Ashland County.

Dated at the City of Ashland, Wisconsin, this 11th day of December, 2014.

Signed:	Donna Williamson	Richard Korpela
	James Oakley	Kenneth Lindquist
	Charles Ortman	Kathy L. Schutte
	George Mika	Gary Kabasa
	Carl Kubley	Clarence Campbell
	Frank Kempf	Jerry Teague
	Joyce Kabasa	Gary A. Mertig
	Patrick Daoust	Matthew MacKenzie

Roll Call: Present: MacKenzie, Teague, Oakley, Campbell, J. Kabasa, G. Kabasa, Ortman, Williamson, Pufall, Daoust, Rose, Couture, Korpela, Mika, Lindquist, Russo, Kubley, Kempf, Schutte, Mertig. 20

Absent: 0

Excused: Green. 1

### **MINUTES NOVEMBER 12, 2014 COUNTY BOARD MEETING**

Motion was made by Joyce Kabasa and seconded by Kathy Schutte to approve the minutes of the November 12, 2014 County Board Meeting as printed. Motion carried.

### **PUBLIC HEARING ON THE ISSUANCE OF REVENUE BONDS BY ASHLAND COUNTY, WI**

Motion was made by Joyce Kabasa and seconded by Donna Williamson to go into committee of the whole for the purpose of conducting the Public Hearing on the issuance of revenue bonds by Ashland County, WI.

Roll Call: Yes: MacKenzie, Teague, Oakley, Campbell, J. Kabasa, G. Kabasa, Ortman, Williamson, Pufall, Daoust, Rose, Couture, Korpela, Mika, Lindquist, Russo, Kubley, Kempf, Schutte, Mertig. 20

No: 0

Abstain: 0

Excused: Green. 1

The Public Hearing commenced at 9:04 a.m.

Tom Mayfield of National Healthcare Plan updated the Board on the plans for the Memorial Medical Center. Mr. Mayfield also clarified the amount to be borrowed.

Kent Dumonseau from the Memorial Medical Center discussed the change/design location of the cancer center.

Motion was made by Clarence Campbell and seconded by Joyce Kabasa to close the Public Hearing on the issuance of revenue bonds by Ashland County, WI and revert back to County Board.

Roll Call: Yes: MacKenzie, Teague, Oakley, Campbell, J. Kabasa, G. Kabasa, Ortman, Williamson, Pufall, Daoust, Rose, Couture, Korpela, Mika, Lindquist, Russo, Kubley, Kempf, Schutte, Mertig. 20

No: 0

Abstain: 0

Excused: Green. 1

The Public Hearing on the issuance of revenue bonds by Ashland County, WI ended at 9:10 a.m.

### **RESOLUTION - R12-2014-1179**

#### **RESOLUTION APPROVING THE ISSUANCE AND SALE OF A REVENUE BOND (MEMORIAL MEDICAL CENTER, INC. PROJECT) SERIES 2014, OF ASHLAND COUNTY, WISCONSIN, AND AUTHORIZING THE EXECUTION OF DOCUMENTS RELATING THERETO**

**BE IT RESOLVED** by the Board of Supervisors (the “Board”) of Ashland County, Wisconsin (the “Municipality”), as follows:

It is hereby found, determined, and declared as follows:

Under Wisconsin Statutes, Section 66.0621, as amended (the “Act”), the Municipality is authorized and empowered to issue revenue obligations to finance all or any part of the cost of acquisition, construction, equipping, improving, enlarging, or extending of public utilities, as defined therein, including hospital facilities.

Under and pursuant to the provisions of Wisconsin Statutes, Sections 59.01 and 59.52(6), the Municipality is authorized to:

- (1) acquire and hold, lease or rent real and personal estate for public uses or purposes, to sell, lease and convey the same, to make such contracts and to do such other acts as are necessary and proper to the exercise of the powers and privileges granted and the performance of the legal duties charged upon it;
- (2) acquire, lease or rent property, real and personal, for public uses or purposes of any nature, including without limitation, acquisitions for county buildings;
- (3) direct the clerk to lease, sell or convey or contract to sell or convey any county property, not donated and required to be held for a special purpose, on terms that the Board approves;
- (4) construct, purchase, acquire, lease, develop, improve, extend, equip, operate and maintain all county buildings, structures and facilities hereinafter in this subsection referred to as “projects,” including, among others, schools, hospitals, homes for the aged or indigent, regional projects and including all property, real and personal, pertinent or necessary for such purposes;

- (5) finance such projects, including necessary sites, by the issuance of revenue bonds under the Act, and payable solely from the income, revenues and rentals and fees derived from the operation of the project financed from the proceeds of the revenue bonds.

The Municipality on the date hereof held a public hearing on the issuance of a revenue bond in an amount not to exceed \$7,500,000, which will be used to construct a new cancer center (the "Project") to be built on the campus of the hospital and related facilities located at 1615 Maple Lane in Ashland, Wisconsin, owned and operated by Memorial Medical Center, Inc., a Wisconsin nonstock nonprofit corporation (the "Company").

The issuance and sale of the Revenue Bond (Memorial Medical Center, Inc. Project) Series 2014 (the "Revenue Bond"), by the Municipality, in a principal amount of up to \$7,500,000, pursuant to the Act, and the sale of the Revenue Bond to Peoples Bank Midwest, or its assigns (the "Lender"), as provided herein is in furtherance of the public interests of the Municipality and the Municipality hereby determines to issue the Revenue Bond. The Municipality will make the proceeds of the Revenue Bond available to the Company in order to finance the Project.

A draft of a Sale Agreement (the "Sale Agreement") to be entered into between the Municipality and the Company respecting the Revenue Bond and the Project has been submitted to the Board.

Pursuant to a Pledge Agreement (the "Pledge Agreement") to be entered into between the Municipality and the Lender, the Municipality assigns and pledges to the Lender and grants the Lender a security interest in all of its rights, title, and interest in the Sale Agreement (except for certain rights for reimbursement of certain costs and expenses and for indemnification) and the Promissory Note (as defined in the Sale Agreement), and all amendments, extensions, renewals and replacements of the Sale Agreement and the Promissory Note, and all proceeds thereof. A draft of the Pledge Agreement has been submitted to the Board.

The Revenue Bond is a limited obligation of the Municipality payable solely from the revenues received by the Municipality pursuant to the Promissory Note and the Sale Agreement (except for the Unassigned Municipality's Rights, as such term is defined in the Sale Agreement). No holder of the Revenue Bond shall ever have the right to compel any exercise of the taxing power of the Municipality to pay the Revenue Bond or the interest thereon, nor to enforce payment thereof against any property of the Municipality. The Revenue Bond does not constitute an indebtedness, a pecuniary liability, a moral or general obligation or a loan of the credit of the Municipality and the Revenue Bond is not secured by, and is not a charge, lien or encumbrance, legal or equitable, against the Municipality's property, funds, general credit or taxing powers.

The Municipality hereby authorizes the issuance of the Revenue Bond. The Revenue Bond shall be in substantially the form submitted to the Board on the date hereof, and shall mature on the dates and in the amounts, be subject to redemption, and provide interest at the rate(s) as therein specified, as such may be modified by agreement of the Lender, the Company and the Municipality. The initial interest rate on the Revenue Bond shall not exceed 4.00% per annum.

The Sale Agreement, the Pledge Agreement and the Revenue Bond are hereby made a part of this Resolution as fully as though set forth herein and are hereby approved in substantially the forms presented to the Board. The Chair of the Board and the County Clerk are hereby authorized in their discretion, at such time (if any) as they may deem appropriate, to execute, acknowledge, and deliver said documents on behalf of the Municipality with such changes, insertions, and omissions therein as bond counsel and counsel to the Municipality may hereafter deem appropriate, such execution to be conclusive evidence of approval of such documents in accordance with the terms hereof.

There is hereby created a special fund in the treasury of the Municipality to be identified as the "Revenue Bond (Memorial Medical Center, Inc. Project) Series 2014 Special Redemption Fund" (hereinafter, the "Special Redemption Fund"). Pursuant to the Promissory Note and the Pledge Agreement, payments by the Company on the Promissory Note will be paid directly to the Lender, but will be deemed to have been first deposited in the Special Redemption Fund. If for any reason the Company makes payments to the Municipality with respect to the Promissory Note, such payments will be deposited in the Special Redemption Fund. The Special Redemption Fund is hereby set aside for the payment of the principal of, premium, if any, and interest on the Revenue Bond.

The Chair of the Board and the County Clerk are hereby also authorized to execute and deliver all other documents which may be required under the terms of the Sale Agreement or Pledge Agreement, or by bond counsel, and to take such other action as may be required or deemed appropriate for the performance of the duties imposed thereby to carry out the purposes thereof. The County Clerk is hereby authorized and directed to give notice pursuant to Wisconsin Statutes, Section 893.77, subd. 2, that the Municipality has by this Resolution authorized issuance of the Revenue Bond, based on form and instruction provided by bond counsel.

Registration. The Board appoints the County Clerk as bond registrar, transfer agent, authenticating agent and paying agent for the Revenue Bond (the "Registrar"). The effect of registration and the rights and duties of the Municipality with respect thereto are as follows:

- A. *Register.* The Registrar must keep a bond register for the Revenue Bond in which the Registrar provides for the registration of ownership of the Revenue Bond and the registration of transfers and exchanges of the Revenue Bond.
- B. *Transfer of Revenue Bond.* Upon surrender for transfer of the Revenue Bond duly endorsed by the registered owner thereof or accompanied by a written instrument of transfer, in form satisfactory to the Registrar, duly executed by the registered owner thereof or by an attorney duly authorized by the registered owner in writing, the Registrar will authenticate and deliver, in the name of the designated transferee or transferees, one new bond of a like aggregate principal amount and maturity, as requested by the transferor. The Registrar may, however, close the books for registration of any transfer after the 15<sup>th</sup> day of the month preceding each interest payment date and until such interest payment date.
- C. *Exchange of Revenue Bonds.* When a Revenue Bond is surrendered by the registered owner for exchange, the Registrar will authenticate and deliver one new bond of a like aggregate principal amount and maturity, as requested in writing by the registered owner or the owner's attorney.
- D. *Cancellation.* A Revenue Bond surrendered upon any transfer or exchange will be promptly canceled by the Registrar and thereafter disposed of.
- E. *Improper or Unauthorized Transfer.* When a Revenue Bond is presented to the Registrar for transfer, the Registrar may refuse to transfer a Revenue Bond until the Registrar is satisfied that the instrument of transfer is valid and genuine and that the requested transfer is legally authorized. The Registrar will incur no liability for the refusal, in good faith, to make transfers which it, in its judgment, deems improper or unauthorized.
- F. *Persons Deemed Owners.* The Municipality and the Registrar may treat the person in whose name the Revenue Bond is registered in the bond register as the absolute owner of the Revenue Bond, whether the Revenue Bond is overdue or not, for the purpose of receiving payment of, or on account of, the principal of and interest on the Revenue Bond and for all other purposes, and payment so made to a registered owner or upon the owner's order will be valid and effectual to satisfy and discharge the liability upon such Revenue Bond to the extent of the sum or sums so paid.

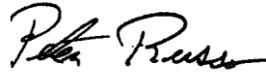
- G. *Taxes, Fees and Charges.* For a transfer or exchange of a Revenue Bond, the Registrar may impose a charge upon the owner thereof sufficient to reimburse the Registrar for any tax, fee or other governmental charge required to be paid with respect to the transfer or exchange, including payment to the Municipality of any fees and costs incurred by the Municipality under or related to its performance of this Section 6.
- H. *Mutilated, Lost, Stolen or Destroyed Bonds.* If a Revenue Bond becomes mutilated or is destroyed, stolen or lost, the Registrar will deliver a new Revenue Bond of like amount, number, maturity date, redemption privilege and tenor in exchange and in substitution for and upon cancellation of the mutilated Bond or in lieu of or in substitution for any Revenue Bond destroyed, stolen or lost, upon the payment of the reasonable expenses and charges of the Registrar and the Municipality in connection therewith; and, in the case of a Revenue Bond destroyed, stolen or lost, upon filing with the Registrar of evidence satisfactory to it that the Revenue Bond was destroyed, stolen or lost, and of the ownership thereof, and upon furnishing to the Registrar and the Municipality of an appropriate bond or indemnity in form, substance and amount satisfactory to it and as provided by law, in which both the Municipality and the Registrar must be named as obligees. A Revenue Bond so surrendered to the Registrar will be canceled by the Registrar. If the mutilated, destroyed, stolen or lost Revenue Bond has already matured or been called for redemption in accordance with its terms it is not necessary to issue a new Revenue Bond prior to payment.
- I. *Redemption.* In the event the Revenue Bond is called for redemption, notice thereof will be given in accordance with Section 5.1 of the Sale Agreement or by the Registrar by mailing a copy of the redemption notice by first class mail (postage prepaid) not less than 30 days prior to the date fixed for redemption to the registered owner of the Revenue Bond to be redeemed at the address shown on the registration books kept by the Registrar. The Revenue Bond so called for redemption will cease to bear interest after the specified redemption date, provided that the funds for the redemption are on deposit at the place of payment at that time.

In order to qualify the Revenue Bond as a “qualified tax-exempt obligation” within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), the Municipality hereby makes the following factual statements and representations:

- A. Based on representations of the Company, the Revenue Bond, when issued, will be a “qualified 501(c)(3) bond” under Section 145 of the Code;
- B. The Municipality hereby designates the Revenue Bond as a “qualified tax-exempt obligation” for purposes of Section 265(b)(3) of the Code;
- C. The reasonably anticipated amount of tax-exempt obligations (other than obligations described in clause (ii) of Section 265(b)(3)(C) of the Code) which will be issued by the Municipality (and all entities whose obligations will be aggregated with those of the Municipality) during this calendar year 2014 will not exceed \$10,000,000; and
- D. Not more than \$10,000,000 of obligations issued by the Municipality during this calendar year 2014 have been designated for purposes of Section 265(b)(3)(D) of the Code.

This Resolution shall take effect immediately upon its adoption.

Passed: December 11, 2014



Chair

ATTEST:



County Clerk

### CERTIFICATION

The undersigned County Clerk of Ashland County, Wisconsin, does hereby certify that the foregoing is a true and correct copy of a resolution passed by the Board of Supervisors of Ashland County at their meeting held on December 11, 2014, at which a quorum was present and acted throughout.



County Clerk

Dated at the City of Ashland, Wisconsin, this 11th day of December, 2014.

Signed:	Pete Russo	Donna Williamson
	Richard Korpela	James Oakley
	Kenneth Lindquist	Charles Ortman
	Kathy L. Schutte	George Mika
	Gary Kabasa	Carl Kubley
	Clarence Campbell	Frank Kempf
	Jerry Teague	Joyce Kabasa
	Gary A. Mertig	Patrick Daoust
	Matthew MacKenzie	Richard Pufall

Motion was made by James Oakley and seconded by Clarence Campbell to adopt the resolution.

Roll Call: Yes: MacKenzie, Teague, Oakley, Campbell, J. Kabasa, G. Kabasa, Ortman, Williamson, Pufall, Daoust, Rose, Couture, Korpela, Mika, Lindquist, Russo, Kubley, Kempf, Schutte, Mertig. 20

No: 0

Abstain: 0

Excused: Green. 1

### ORDINANCE - O12-2014-83

#### AN ORDINANCE OPTING IN FOR CATEGORY B – IMPLEMENTS OF HUSBANDRY TO COMPLY WITH THE TABLE OF STATUTORY WEIGHT LIMITS UNDER WISCONSIN STATUTE §348.15(3)(G)

**WHEREAS**, 2013 Wis. Act 377 under Wis. Stat. 348.15(9)(f) 1. Provides that there is no weight limitation per wheel, axle, or group of axles for Category B implements of husbandry as defined in Wis. Stat. 340.01(24)(a)1.b., but does apply gross vehicle weight limitations to these vehicles;

**WHEREAS**, Wis. Stat. 348.15(9)(f) 2.a authorizes the governing body of a county to require compliance with axle weight limitations established under Wis. Stat. 348.15(3)(g) for Category B implements of husbandry defined in Wis. Stat. 340.01(24)(a) 1.b. on any highways under its jurisdiction; and,

**WHEREAS**, the Ashland County Board of Supervisors finds, after due consideration, that regulating the weight of implements of husbandry on a per axle basis is more appropriate for preserving and maintain all highways under the jurisdiction of Ashland County.

**SO NOW, THEREFORE, THE COUNTY BOARD OF SUPERVISORS OF THE COUNTY OF ASHLAND DOES ORDAIN AS FOLLOWS:**

*Section 1.* Pursuant to Wis. Stat 348.15(9)(f), all implements of husbandry (including Category B implements of husbandry) defined in Wis. Stat. 340.01(24)(a) 1.b operating on highways under the jurisdiction of Ashland County may not exceed the weight limits imposed by Wis. Stat. 348.15(3)(g).

*Section 2.* To exceed the length and/or weight limitations on highways under the jurisdiction of Ashland County, a no-fee permit may be applied for from the Ashland County Highway Department.

*Section 3.* Pursuant to Wis. Stat. 348.27(19)(b) 4m.a., in the event an application for a no fee permit is made to Ashland County for a Category B implement of husbandry as defined in Wis. Stat. 340.01(24)(a) 1.b., Ashland County is required to provide an approved alternate route, which may include highways that are not under jurisdiction of Ashland County if prior approval has been given by the jurisdiction over the alternate routes not under jurisdiction of Ashland County for operation of Category B implements of husbandry as defined in Wis. Stat. 340.01(24)(a) 1.b.

*Section 4.* This Ordinance shall be in full force and effect upon enactment and publication as required by law, but no earlier than January 1<sup>st</sup>, 2015.

*Section 5.* This Ordinance shall remain in full force and effect permanently until either duly amended or repealed by the Ashland County Board of Supervisors as mandated by Wis. Stat. 348.15(9)(g).

*Section 6.* All ordinances or parts of ordinances inconsistent with or in contradiction of the provisions of this Ordinance are hereby repealed.

Respectfully submitted this 10<sup>th</sup> day of November, 2014.

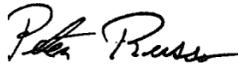
Ashland County Highway Committee:

*Carl Kubley*                      *Ken Lindquist*  
*Jerry Teague*                    *Richard Korpela*  
*Gary Kabasa*

Signed at the City of Ashland, Wisconsin, this 11th day of December, 2014.

Signed:	Pete Russo	Donna Williamson
	Richard Korpela	James Oakley
	Kenneth Lindquist	Charles Ortman
	Kathy L. Schutte	George Mika
	Carl Kubley	Gary Kabasa
	Matthew MacKenzie	Clarence Campbell
	Frank Kempf	Jerry Teague
	Joyce Kabasa	Gary A. Mertig
	Patrick Daoust	Richard Pufall

Enacted and approved this 11<sup>th</sup> day of December, 2014



Pete Russo, Chairman, Ashland County Board of Supervisors



Heather Schutte, Ashland County Clerk

**ADOPTED BY ASHLAND COUNTY BOARD**

Motion was made by Richard Pufall and seconded by Charles Ortman to adopt the ordinance.

Highway Commissioner Emmer Shields was present at the meeting to explain the ordinance. A lengthy discussion followed.

Roll Call:    Yes:            MacKenzie, Teague, Oakley, Campbell, J. Kabasa, G. Kabasa,  
   Ortman, Williamson, Pufall, Daoust, Couture, Korpela, Lindquist,  
   Russo, Kubley, Kempf, Schutte, Mertig. 18

                         No:            Mika. 1

                         Abstain:     Rose. 1

                         Excused:    Green. 1

**DEPARTMENT REPORTS**

**TREASURER**

**REPORT OF ASHLAND COUNTY TREASURER  
ASHLAND, WISCONSIN**

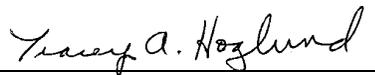
To the County Board of Supervisors, Ashland County, Wisconsin

County Treasurer's Statement of Receipts and  
Disbursements as of 11/01/14

**COUNTY GENERAL AND HIGHWAY FUND**

Cash Balance on Hand as of 11/01/14	<u>674,146.53</u>
Receipts 11/01/14 through 11/30/14	<u>1,652,446.15</u>
TOTAL	<u>2,326,592.68</u>
Disbursements	<u>1,483,281.26</u>
CASH BALANCE ON HAND	<u>843,311.42</u>
Total all Special Accts. Principal Amounts	<u>3,040,898.71</u>
Interest on Special Accounts	135,332.84

I, Tracey A. Hoglund, Ashland County Treasurer for Ashland County, Ashland, Wisconsin, do hereby certify that the foregoing is a true and correct statement of receipts, disbursements, balances and investments with interest for the period ending 11/30/14.



Tracey A. Hoglund, Ashland County Treasurer  
Ashland County, Wisconsin

Motion was made by Joyce Kabasa and seconded by Donna Williamson to approve the County Treasurer's Report as presented and to place on file. Motion carried.

#### **MISCELLANEOUS BUSINESS**

There was no miscellaneous business.

There being no further business, motion was made by Joyce Kabasa and seconded by Patrick Daoust to adjourn. Motion carried. County Board adjourned at 9:48 a.m.

Respectfully submitted,



Heather Schutte  
Ashland County Clerk