



CITY OF PORT WASHINGTON, OZAUKEE COUNTY, WI
COMMON COUNCIL MEETING
WEDNESDAY, NOVEMBER 6, 2024 AT 6:30 P.M.
Port Washington City Hall, 100 W. Grand Avenue,
Port Washington, WI 53074
Council Chambers

AMENDED AGENDA

1. ROLL CALL

2. PLEDGE OF ALLEGIANCE TO THE FLAG

3. CONSENT AGENDA

All items listed under the Consent Agenda are considered routine and will be enacted by one motion. There will be no separate discussion of these items unless a Council member so requests, in which event the item will be removed and considered at this point on the agenda.

A. Approve Minutes of Previous Meetings

4. MAYOR'S BUSINESS

5. OFFICERS/STAFF REPORT

A. City Administrators Report

6. PUBLIC COMMENTS/APPEARANCES

Your comments are welcome. Please limit comments to three (3) minutes. If you need more time, contact the City Administrator, and ask that your topic be placed on a Common Council Agenda.

7. FROM STANDING COUNCIL COMMITTEES

A. GENERAL GOVERNMENT AND FINANCE COMMITTEE

- 1. Consideration and Possible Action on Resolution 2024-9: Resolution Authorizing The Issuance And Establishing Parameters For The Sale Of \$8,000,000 General Obligation Promissory Notes**

8. FROM CITY BOARDS/COMMISSIONS

A. PLAN COMMISSION

- 1. Public Hearing To Amend The Zoning Ordinances of the City of Port Washington Relating to Building Height Limitations for Certain Parcels of Land in the Downtown Area of the B-4 Central Business District**
- 2. Ordinance 2024-10: Amending the Zoning Ordinances of the City of Port Washington Relating to Building Height Limitations for Certain Parcels of Land in the Downtown Area of the B-4 Central Business District and Amending Official Zoning Map -2nd Reading**

9. UNFINISHED BUSINESS

10. NEW BUSINESS

- A. Public Hearing on Proposed Creation and Amendment of Parts of Chapter 455, City Code Relating to the Creation, Imposition, Collection , and Administration of a Fire Impact Fee and a Police Impact Fee to be Imposed on Developers to Pay the Proportionate Shares of Capital Costs of Constructing, Expanding or Improving Public Facilities Necessitated to Accommodate New Land Developments with the City, for which said Impact Fees will be Imposed**
- B. Ordinance 2024-11: Establishing and Imposing a Fire Impact Fee and Police Impact Fee and Amending Portions of Chapter 455, City Code (Impact Fee)- 1st Reading**
- C. Consideration and Possible Action on Proposed Amendment to Offer to Purchase, Extending Time to Negotiate Developer’s Agreement with Shaffer Development LLC**

11. PUBLIC COMMENTS/APPEARANCES

12. MOTION TO CONVENE IN CLOSED SESSION - per Wis. Stat. § 19.85(1)(C) for the purpose of considering employment, promotion, compensation and other terms and conditions of employment or performance evaluation data of any public employee over which the governmental body has jurisdiction or exercises responsibility.

13. RECONVENE INTO OPEN SESSION to take action relating to closed session discussions or deliberations, if any.

14. ADJOURNMENT

Special Accommodations: *Persons with disabilities requiring special accommodations for attendance at the meeting should contact the City Clerk’s Office at (262) 284-5585 or cityclerk@portwashingtonwi.gov. Every effort will be made to arrange accommodations for all meetings, please provide notice at least one (1) business day prior to a meeting.*

Notice of Possible Quorum: *Notice is hereby given that Common Council members or members of other governmental bodies who are not members of this board, commission or committee may be present at this meeting to gather information about a subject over which they have decision-making authority. In that event this meeting may also constitute a simultaneous meeting of the Council or of such other governmental bodies. Whether a simultaneous meeting is occurring depends on whether the presence of one or more Council members or members of such other governmental bodies results in a quorum of the Council or of such other governmental bodies and, if there is a quorum, whether any agenda items listed above involve matters within the Council’s or the other governmental bodies’ jurisdiction. If a simultaneous meeting is occurring, no action other than information gathering will be taken at the simultaneous meeting. [State ex rel. Badke vs. Greendale Village Board, 173 Wis. 2d 553 (1993).]*

NOTE: *To help protect public health, persons desiring to monitor this meeting remotely by telephone conference, rather than in person, may call (262) 268-4270, and then dial the Pass/Access Code of 9801 when prompted to do so.*



**CITY OF PORT WASHINGTON, OZAUKEE COUNTY, WI
SPECIAL COMMON COUNCIL WORK SESSION
THURSDAY, OCTOBER 10, 2024 AT 5:00 P.M.
Port Washington Fire Department, 104 W. Washington Street
Port Washington, WI 53074**

MINUTES

- 1. ROLL CALL-** Mayor Ted Neitzke IV convened the Special Common Council Work Session at 5:01 p.m. Members present were Alderpersons Deborah Postl, Paul Neumyer, Michael Gasper, Dan Benning, Jonathan Pleitner and John Sigwart. Ald. Patrick Tearney was absent and excused Also present was City Administrator Melissa Pingel and Public Works Director Rob Vanden Noven.
- 2. DISCUSSION REGARDING THE PROPOSED PUBLIC SAFETY BUILDING-** A presentation on the proposed public safety building was given by the Fire and Police Departments along with City Staff. Discussion was held following a presentation and questions answered.
- 3. ADJOURNMENT-** The Work Session was adjourned by the Mayor at 6:03 p.m.

Respectfully submitted,
Susan L. Westerbeke, Director of Administration/City Clerk



CITY OF PORT WASHINGTON, OZAUKEE COUNTY, WI
COMMON COUNCIL MEETING
TUESDAY, OCTOBER 15, 2024 AT 6:30 P.M.
Port Washington City Hall, 100 W. Grand Avenue,
Port Washington, WI 53074
Council Chambers

MINUTES

1. **ROLL CALL-** Ted Neitzke IV convened the meeting of the Common Council at 6:30 p.m. Members present were Alderperson Deborah Postl, Paul Neumyer, Michael Gasper, Dan Benning, Jonathan Pleitner, and John Sigwart. Alderperson Pat Tearney was absent and excused. Also present was City Administrator Melissa Pingel, Director of Administration/City Clerk Susan Westerbeke, City Attorney Eric Eberhardt, Public Works Director Rob Vanden Noven, and Director of Planning and Development Bob Harris.
2. **PLEDGE OF ALLEGIANCE TO THE FLAG-** The Pledge of Allegiance was recited.
3. **CONSENT AGENDA**
 - A. **Approve Minutes of Previous Meeting**
 - B. **Accept Monthly Invoices**

MOTION MADE BY MADE BY ALD. POSTL, SECONDED BY ALD. NEUMYER TO APPROVE AND ACCEPT THE CONSENT AGENDA AS PRESENTED. Motion carried unanimously.
4. **MAYOR'S BUSINESS**
 - A. **Appointment to Boards, Committees, Commissions-** MOTION MADE BY ALD. POSTL, SECONDED BY ALD. NEUMYER TO APPROVE THE APPOINTMENT OF SHERYL ROBERTS TO THE COMMISSION ON AGING AS PRESENTED. Motion carried unanimously.
 - B. The Mayor reported on last week's visit by Governor Evers to present the facilities grant to the Library and tour the Light Station which is also receiving a grant for renovation.
5. **OFFICERS/STAFF REPORT**
 - A. **City Administrator Presentation of the 2025 City Budget-** The City Administrator provided a detailed presentation on the proposed budget. This presentation also included 2024 year-end projections. Ald. Pleitner encouraged residents to participate in the Bike and Pedestrian Plan survey. The City Clerk provided an election update.
 - B. **Department Monthly Reports-** The reports were distributed in writing.
6. **PUBLIC COMMENTS/APPEARANCES-** Barrett Genson provided comments related to the proposed public safety building project.
7. **FROM STANDING COUNCIL COMMITTEES**
 - A. **GENERAL GOVERNMENT AND FINANCE COMMITTEE**
 1. **Presentation and Possible Action on Report on Financing 2025-2026 General Fund Capital Improvement Projects-** Finance Director/City Treasurer Mark Emanuelson provided a review of the memo and supporting documents. Carol Wirth of Wisconsin Public Finance Professionals was present to report on the proposed \$8,000,000 General Obligation Promissory Notes and upcoming parameter resolution, as well as review the related processes and deadlines. MOTION MADE BY ALD. BENNING, SECONDED BY ALD. POSTL TO APPROVE THE REPORT ON FINANCING 2025-2026 GENERAL FUND CAPITAL IMPROVEMENT PROJECTS AS PRESENTED. Motion carried unanimously.
 2. **Consideration and Possible Action on a Municipal Advisory Agreement with Wisconsin Public Finance Professionals, LLC for the Issuance of \$8,000,000 General Obligation Notes-** The Finance Director/City Treasurer reviewed the Municipal Advisory Agreement. The estimated fee for services is \$26,500. The General Government and Finance Committee approved this at their meeting. MOTION MADE BY ALD. POSTL, SECONDED BY ALD. BENNING, SECONDED BY ALD. POSTL TO APPROVE THE MUNICIPAL ADVISORY AGREEMENT WITH WISCONSIN PUBLIC FINANCE PROFESSIONALS, LLC FOR THE ISSUANCE OF \$8,000,000 GENERAL OBLIGATION NOTES AS PRESENTED. Motion carried unanimously.

- 3. Consideration and Possible Action on Scope of Engagement with Quarles and Brady LLP for Issuance of \$8,000,000 of General Obligation Promissory Notes for the City of Port Washington, WI-** The Finance Director/City Treasurer reviewed the Scope of Engagement. The estimated fee for services is \$24,300. The General Government and Finance Committee approved of this at their meeting. MOTION MADE BY ALD. POSTL, SECONDED BY ALD. PLEITNER TO APPROVE THE SCOPE OF ENGAGEMENT WITH QUARLES AND BRADY LLP FOR ISSUANCE OR \$8,000,000 OF GENERAL OBLIGATION PROMISSORY NOTES FOR THE CITY OF PORT WASHINGTON AS PRESENTED. Motion carried unanimously.
 - 4. Consideration and Possible Action on the Approval of a Not-To-Exceed for the Proposed New Public Safety Building-** Mayor Neitzke spoke regarding the need for the public safety building for both the police and fire departments. Ald. Sigwart inquired on the maximum price. Rick Miller of MC Group, which is serving as the Owner's Representative provided clarification to the items which comprise the total cost including design, structure, furnishings, and contingencies. Ald. Postl noted that after reviewing the needs of the police and fire departments and other discussions with city staff she understands the need for the building upgrade and supports the project. MOTION MADE BY ALD. BENNING, SECONDED BY ALD. NEUMYER TO APPROVE THE NOT-TO-EXCEED AMOUNT OF \$33,500,000 AS PRESENTED. Motion carried unanimously.
 - 5. Consideration and Possible Action to Move Forward to Order and Purchase a 2028 Pierce Enforcer 100' Aerial Tower Truck-** The Finance Director/City Treasurer reviewed the request. Fire Chief Mark Mitchell was present to report on the current vehicle and the new truck which will not arrive until 2028. The City Attorney reviewed the purchase order and approved the updates to it. MOTION MADE BY ALD. BENNING, SECONDED BY ALD. PLEITNER TO APPROVE TO MOVE FORWARD TO ORDER AND PURCHASE A 2028 PIERCE ENFORCER 100' AERIAL TRUCK NOT TO EXCEED \$2,113,280 AS PRESENTED. Motion carried unanimously.
 - 6. Consideration and Possible Action on Approval for the Implementation of the ImageTrend Software Program within the Fire Department-** The Finance Director/City Treasurer reviewed the software request. The City Attorney noted this request is subject to the City Administrator and City Attorney review and approval. MOTION MADE BY ALD. BENNING, SECONDED BY ALD. PLEITNER TO APPROVE THE IMPLEMENTAION OF THE IMAGETREND SOFTWARE PROGRAM WITHIN THE FIRE DEPARTMENT SUBJECT TO CITY ADMINISTRATOR AND CITY ATTORNEY APPROVAL. Motion carried unanimously.
 - 7. Consideration and Possible Action to Authorize the Police Department to Execute a Purchase Order for the 2 Ford Replacement Police Units Included in the 2025 Budget-** The Finance Director/City Treasurer reported on the replacement vehicles. Police Chief Kevin Hingiss addressed the Council regarding the vehicles as they relate to the Police and Fire Commission approved budget. Captain Craig Czarnecki was present to answer questions also. Ald. Benning noted that General Government and Finance Committee approved this request with several contingencies related to pricing and budget approval by the Police and Fire Commission. The Police Chief confirmed the Police and Fire Commission approved the budget which included these vehicles. MOTION MADE BY ALD. SIGWART, SECONDED BY ALD. PLEITNER TO APPROVE TO AUTHORIZE THE POLICE DEPARTMENT TO EXECUTE A PURCHASE ORDER FOR THE 2 FORD REPLACEMENT POLICE UNITS INCLUDED IN THE 2025 BUDGET AS PRESENTED. Motion carried unanimously.
- 8. FROM CITY BOARDS/COMMISSIONS**
- A. PLAN COMMISSION**
 - 1. Ordinance 2024-10: Amending the Zoning Ordinances of the City of Port Washington Relating to Building Height Limitations for Certain Parcels of Land in the Downtown Area of the B-4 Central Business District and Amending Official Zoning Map -1st Reading-** The Director of Planning and Development discussed the Plan Commission review and process. Special exceptions process and higher elevations increase heights on buildings which are located farther west from the lake front area starting at 38 feet maximum building, to 48 feet maximum building height, and finally to 52 feet maximum building height. This item will be considered at the next Council meeting for approval following the Public Hearing.

9. UNFINISHED BUSINESS- None.

10. NEW BUSINESS

A. Consideration and Possible Action to Approve Resolution 2024-8: Authorizing 2024 DNR Forestry Grant Application- Director of Parks, Recreation and Forestry Jon Crain was present to review Resolution 2024-8. This resolution authorizes the City Forester to sign and authorize the grant funding application. MOTION MADE BY ALD. PLEITNER, SECONDED BY ALD. GASPER TO APPROVE RESOLUTION 2024-8: AUTHORIZING 2024 DNR FORESTRY GRANT APPLICATION AS PRESENTED. Motion carried unanimously.

B. Consideration and Possible Action on Approval of a Developer's Agreement Between the City of Port Washington and Hollander Chocolate Company Related to a WEDC Community Development Investment Grant; 1180 S. Spring Street- The Director of Planning and Development reviewed the Developer's Agreement. The City Attorney reviewed the agreement and minor modifications were verified. Hollander Chocolate Company's President was present to answer questions and give information on a business opening timeline. MOTION MADE BY ALD. BENNING, SECONDED BY ALD. POSTL TO APPROVE THE DEVELOPER'S AGREEMENT BETWEEN THE CITY OF PORT WASHINGTON AND HOLLANDER CHOCOLATE COMPANY RELATED TO A WEDC COMMUNITY DEVELOPMENT INVESTMENT GRAND; 1180 S SPRING ST AS PRESENTED. Motion carried unanimously

11. PUBLIC COMMENTS/APPEARANCES- The Fire Chief mentioned this was his last meeting representing the Fire Department as Chief as he will be retiring October 31, The Chief thanked the Council for support of the years and for the new public safety building. The Police Chief also thanked the Council for their support of the new public safety building and their new equipment. The Mayor thanked Fire Chief for his years of dedicated service to the city, and asked the Fire Chief to gavel the meeting, taking the Common Council out of session.

12. ADJOURNMENT- MOTION MADE BY ALD. POSTL, SECONDED BY ALD. NEUMYER TO ADJOURN AT 8:10 P.M. Motion carried unanimously.

Respectfully submitted,
Susan L. Westerbeke, Director of Administration/City Clerk

AGENDA ITEM MEMORANDUM

City of Port Washington

TO: General Government & Finance Committee; Common Council

FROM: Mark Emanuelson, Finance Director / Treasurer

DATE: November 6, 2024

SUBJECT: Resolution 2024-9: Authorizing the Issuance and Establishing Parameters for the Sale of \$8,000,000 General Obligation Promissory Notes

ISSUE: Should the Common Council approve Resolution 2024-9 authorizing the issuance and establishment of parameters for the sale of \$8,000,000 General Obligation Promissory Notes for the City of Port Washington, WI?

STAFF RECOMMENDATION: Staff recommends approval of Resolution 2024-9 authorizing the issuance and establishment of parameters for the sale of \$8,000,000 General Obligation Promissory Notes for the City of Port Washington, WI.

RECOMMENDED MOTION: “I move to approve Resolution 2024-9 authorizing the issuance and establishment of parameters for the sale of \$8,000,000 General Obligation Promissory Notes for the City of Port Washington, WI.” OR “Move to approve staff’s recommendation.”

BACKGROUND/DISCUSSION: Resolution 2024-9 authorizes the issuance of \$8,000,000 in General Obligation Promissory Notes to pay for General Fund Capital Improvement Projects for 2025 and 2026. Additionally, it empowers the City Administrator, as the “Authorized Officer,” the authority to accept bids on the Notes if it results in the lowest true interest cost and certain terms and conditions are met. Specifically, the purchase price is not to be less than 100% or no more than 104% of the principal amount, i.e., \$8,000,000.

STRATEGIC PLAN:

1. **Strategic Direction:** Ranking Priorities to Identify funding sources
2. **Impact on Strategic Direction:** By issuing this debt it allows the City to complete numerous projects and other capital purchases.

LEGAL:

1. **City Attorney Review:** N/A
2. **Legal Comments & Conclusions:** N/A
3. **Statutory References:** N/A

FISCAL IMPACT: The estimated average annual debt service for this borrowing will be \$615,000.

1. Amount of Recommendations/Cost of Project(s): \$8 million

Initial Project Cost Estimate: N/A

Approved Budget Project Cost: N/A

Prior Year Expenditures: N/A

Total Project Costs to Date: N/A

2. Source of Funding: Debt financing

3. Operating and Maintenance Cost: N/A

BOARD/COMMITTEE/COMMISSION RECOMMENDATION: The General Government and Finance Committee will review the item prior to the Common Council meeting.

PUBLIC OUTREACH: N/A

IF APPROVED, NEXT STEPS: If approved, staff will continue working with Wisconsin Public Finance Professional, LLC to complete the 2024 debt issuance to finance 2025-2026 General Fund CIP.

ATTACHMENTS:

Resolution 2024-9: Authorizing the Issuance and Establishing Parameters for the Sale of \$8,000,000 General Obligation Promissory Notes

RESOLUTION NO. 2024-9

RESOLUTION AUTHORIZING THE ISSUANCE AND
ESTABLISHING PARAMETERS FOR THE SALE OF
\$8,000,000 GENERAL OBLIGATION PROMISSORY NOTES

WHEREAS, the Common Council hereby finds and determines that it is necessary, desirable and in the best interest of the City of Port Washington, Ozaukee County, Wisconsin (the "City") to raise funds for public purposes, including paying the cost of capital improvement projects included in the City's capital improvement plan (collectively, the "Project");

WHEREAS, the Common Council hereby finds and determines that the Project is within the City's power to undertake and therefore serves a "public purpose" as that term is defined in Section 67.04(1)(b), Wisconsin Statutes;

WHEREAS, the City is authorized by the provisions of Section 67.12(12), Wisconsin Statutes, to borrow money and issue general obligation promissory notes for such public purposes;

WHEREAS, it is the finding of the Common Council that it is in the best interest of the City to direct its financial advisor, Wisconsin Public Finance Professionals, LLC ("WFPF"), to take the steps necessary for the City to offer and sell the general obligation promissory notes (the "Notes") at public sale and to obtain bids for the purchase of the Notes; and

WHEREAS, in order to facilitate the sale of the Notes in a timely manner, the Common Council hereby finds and determines that it is necessary, desirable and in the best interest of the City to delegate to the City Administrator or the Director of Administration/City Clerk (each an "Authorized Officer") the authority to accept on behalf of the City the bid for the Notes that results in the lowest true interest cost for the Notes (the "Proposal") and meets the terms and conditions provided for in this Resolution by executing a certificate in substantially the form attached hereto as Exhibit A and incorporated herein by reference (the "Approving Certificate").

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

Section 1. Authorization and Sale of the Notes; Parameters. For the purpose of paying costs of the Project, the City is authorized to borrow pursuant to Section 67.12(12), Wisconsin Statutes, the principal sum of EIGHT MILLION DOLLARS (\$8,000,000) upon the terms and subject to the conditions set forth in this Resolution. Subject to satisfaction of the condition set forth in Section 16 of this Resolution, the Mayor and City Clerk are hereby authorized, empowered and directed to make, execute, issue and sell to the financial institution that submitted the Proposal (the "Purchaser") for, on behalf of and in the name of the City, Notes aggregating the principal amount of EIGHT MILLION DOLLARS (\$8,000,000). The purchase price to be paid to the City for the Notes shall not be less than 100.00% nor more than 104.00% of the principal amount of the Notes.

Section 2. Terms of the Notes. The Notes shall be designated "General Obligation Promissory Notes"; shall be issued in the aggregate principal amount of \$8,000,000; shall be dated as of their date of issuance; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall mature on the dates and in the principal amounts set forth below, provided that the principal amount of each maturity may be increased or decreased by up to \$25,000 per maturity so long as the aggregate principal amount of the Notes shall equal \$8,000,000.

<u>Date</u>	<u>Principal Amount</u>
03-01-2026	\$265,000
03-01-2027	280,000
03-01-2028	295,000
03-01-2029	310,000
03-01-2030	325,000
03-01-2031	340,000
03-01-2032	360,000
03-01-2033	380,000
03-01-2034	395,000
03-01-2035	415,000
03-01-2036	435,000
03-01-2037	455,000
03-01-2038	475,000
03-01-2039	490,000
03-01-2040	510,000
03-01-2041	535,000
03-01-2042	555,000
03-01-2043	580,000
03-01-2044	600,000

Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2025. The true interest cost on the Notes (computed taking the Purchaser's compensation and issuance expenses into account) shall not exceed 6.00%. 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.

Section 3. Redemption Provisions. The Notes maturing on March 1, 2035 and thereafter are subject to optional redemption prior to maturity, at the option of the City, on March 1, 2034 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 4. Form of the Notes. The Notes shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit B 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 Notes 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 2025 through 2043 for the payments due in the years 2025 through 2044 in the amounts as are sufficient to meet the principal and interest payments when due. The amount of tax levied in the year 2025 shall be the total amount of debt service due on the Notes in the years 2025 and 2026; provided that the amount of such tax carried onto the tax rolls shall be abated by any amounts appropriated pursuant to subsection (D) below which are applied to payment of interest on the Notes in the year 2025.

(B) Tax Collection. So long as any part of the principal of or interest on the Notes 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 Notes, 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 Notes 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.

(D) Appropriation. The City hereby appropriates from proceeds of the Notes or other funds of the City on hand a sum sufficient to be irrevocably deposited in the segregated Debt Service Fund Account created below and used to pay debt service on the Notes coming due in 2025 as set forth on the schedule to be attached to the Approving Certificate.

Section 6. Segregated Debt Service Fund Account.

(A) Creation and Deposits. There shall 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 General Obligation Promissory Notes" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. There shall be deposited into the Debt Service Fund Account (i) all accrued interest received by the City at the time of delivery of and payment for the Notes; (ii) any premium which may be received by the City above the par value of the Notes 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

Notes when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Notes 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 Notes until all such principal and interest has been paid in full and the Notes canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Notes may be used to reduce the next succeeding tax levy, or may, at the option of the City, be invested by purchasing the Notes 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 Notes 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 Common Council directs otherwise.

Section 7. Proceeds of the Notes; Segregated Borrowed Money Fund. The proceeds of the Notes (the "Note Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Notes into the Debt Service Fund Account created above) shall be deposited into a special fund (the "Borrowed Money Fund") separate and distinct from all other funds of the City and disbursed solely for the purpose or purposes for which borrowed. 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 or purposes for which the Notes have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purpose(s) 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 Notes 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 Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of delivery of the Notes to the Purchaser which will permit the conclusion that the Notes 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 Notes and the ownership, management and use of the projects will not cause the Notes 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 Notes 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 Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The City Clerk or other officer of the City charged with the responsibility of issuing the Notes 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 Notes provided that in meeting such requirements the City will do so only to the extent consistent with the proceedings authorizing the Notes 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 Notes 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 Notes; Closing; Professional Services. The Notes shall be issued in printed form, executed on behalf of the City by the manual or facsimile signatures of the Mayor 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 Notes may be imprinted on the Notes in lieu of the manual signature of the officer but, unless the City has contracted with a fiscal agent to authenticate the Notes, at least one of the signatures appearing on each Note shall be a manual signature. In the event that either of the officers whose signatures appear on the Notes 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 Notes 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 Notes, 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 Notes is hereby ratified and approved in all respects.

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

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

Any Note may be transferred by the registered owner thereof by surrender of the Note at the office of the 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 Mayor and City Clerk shall execute and deliver in the name of the transferee or transferees a new Note or Notes of a like aggregate principal amount, series and maturity and the 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 Note surrendered for transfer.

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

Section 14. Record Date. The 15th day of the calendar month next preceding each interest payment date shall be the record date for the Notes (the "Record Date"). Payment of interest on the Notes on any interest payment date shall be made to the registered owners of the Notes as they appear on the registration book of the 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 Notes 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, which the City Clerk or other authorized representative of the City is authorized and directed to execute and deliver to DTC on behalf of the City to the extent an effective Blanket Issuer Letter of Representations is not presently on file in the City Clerk's office.

Section 16. Condition on Issuance and Sale of the Notes. The issuance of the Notes and the sale of the Notes to the Purchaser are subject to approval by an Authorized Officer of the definitive maturities, interest rates and purchase price for the Notes, which approval shall be evidenced by execution by an Authorized Officer of the Approving Certificate.

The Notes shall not be issued, sold or delivered until this condition is satisfied. Upon satisfaction of this condition, an Authorized Officer is authorized to execute a Proposal with the Purchaser providing for the sale of the Notes to the Purchaser.

Section 17. Official Statement. The Common Council hereby directs an Authorized Officer to approve the Preliminary Official Statement with respect to the Notes and deem 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 an Authorized Officer or other 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 18. Undertaking to Provide Continuing Disclosure. The City hereby covenants and agrees, for the benefit of the owners of the Notes, to enter into a written undertaking (the "Undertaking") if 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 Notes 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 Notes).

To the extent required under the Rule, the Mayor and City Clerk, or other officer of the City charged with the responsibility for issuing the Notes, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the City's Undertaking.

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 Notes in the Record Book.

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

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

Adopted, approved and recorded November 6, 2024.

Theodore Neitzke IV
Mayor

ATTEST:

Susan L. Westerbeke
City Clerk

(SEAL)

EXHIBIT A

APPROVING CERTIFICATE

The undersigned of the City of Port Washington, Ozaukee County, Wisconsin (the "City"), hereby certifies that:

1. Resolution. On November 6, 2024, the Common Council of the City adopted a resolution (the "Resolution") authorizing the issuance and establishing parameters for the sale of \$8,000,000 General Obligation Promissory Notes of the City (the "Notes") after a public sale and delegating to me the authority to approve the Preliminary Official Statement, to approve the purchase proposal for the Notes, and to determine the details for the Notes within the parameters established by the Resolution.

2. Proposal; Terms of the Notes. On the date hereof, the Notes were offered for public sale and the bids set forth on the Bid Tabulation attached hereto as Schedule I and incorporated herein by this reference were received. The institution listed first on the Bid Tabulation (the "Purchaser") offered to purchase the Notes in accordance with the terms set forth in the Proposal attached hereto as Schedule II and incorporated herein by this reference (the "Proposal"). Wisconsin Public Finance Professionals, LLC recommends the City accept the Proposal. The Proposal meets the parameters and conditions established by the Resolution and is hereby approved and accepted.

The Notes shall be issued in the aggregate principal amount of \$8,000,000 and shall mature on March 1 of each of the years and in the amounts and shall bear interest at the rates per annum as set forth in the Pricing Summary attached hereto as Schedule III and incorporated herein by this reference. The amount of each annual principal payment due on the Notes is not more than \$25,000 more or less per maturity than the schedule included in the Resolution as set forth below:

<u>Date</u>	<u>Resolution Schedule</u>	<u>Actual Amount</u>
03-01-2026	\$265,000	\$ _____
03-01-2027	280,000	_____
03-01-2028	295,000	_____
03-01-2029	310,000	_____
03-01-2030	325,000	_____
03-01-2031	340,000	_____
03-01-2032	360,000	_____
03-01-2033	380,000	_____
03-01-2034	395,000	_____
03-01-2035	415,000	_____
03-01-2036	435,000	_____
03-01-2037	455,000	_____
03-01-2038	475,000	_____
03-01-2039	490,000	_____
03-01-2040	510,000	_____
03-01-2041	535,000	_____

<u>Date</u>	<u>Resolution Schedule</u>	<u>Actual Amount</u>
03-01-2042	\$555,000	\$ _____
03-01-2043	580,000	_____
03-01-2044	600,000	_____

The true interest cost on the Notes (computed taking the Purchaser's compensation and issuance expenses into account) is _____%, which is not in excess of 6.00%, as required by the Resolution.

3. Purchase Price of the Notes. The Notes shall be sold to the Purchaser in accordance with the terms of the Proposal at a price of \$_____, plus accrued interest, if any, to the date of delivery of the Notes, which is not less than 100.00% nor more than 104.00% of the principal amount of the Notes, as required by the Resolution.

4. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Notes as the same respectively falls due, the full faith, credit and taxing powers of the City have been irrevocably pledged and there has been levied on all of the taxable property in the City, pursuant to the Resolution, a direct, annual irrepealable tax in an amount and at the times sufficient for said purpose. Such tax shall be for the years and in the amounts set forth on the debt service schedule attached hereto as Schedule IV.

5. Preliminary Official Statement. The Preliminary Official Statement with respect to the Notes is hereby approved and deemed "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.

6. Approval. This Certificate constitutes my approval of the Proposal, and the definitive maturities, interest rates and purchase price for the Notes and the direct annual irrepealable tax levy to repay the Notes, in satisfaction of the parameters set forth in the Resolution.

IN WITNESS WHEREOF, I have executed this Certificate on _____, 2024 pursuant to the authority delegated to me in the Resolution.

[Melissa Pingel
City Administrator]

OR

[Susan Westerbeke
Director of Administration/City Clerk]

SCHEDULE I TO APPROVING CERTIFICATE

Bid Tabulation

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE II TO APPROVING CERTIFICATE

Proposal

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE III TO APPROVING CERTIFICATE

Pricing Summary

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE IV TO APPROVING CERTIFICATE

Debt Service Schedule and Irrepealable Tax Levies

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

EXHIBIT B

(Form of Note)

REGISTERED	UNITED STATES OF AMERICA	DOLLARS
	STATE OF WISCONSIN	
	OZAUKEE COUNTY	
NO. R-____	CITY OF PORT WASHINGTON	\$_____
	GENERAL OBLIGATION PROMISSORY NOTE	

MATURITY DATE:	ORIGINAL DATE OF ISSUE:	INTEREST RATE:	CUSIP:
March 1, _____	_____, 2024	_____%	_____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
 (\$ _____)

FOR VALUE RECEIVED, the City of Port Washington, Ozaukee County, Wisconsin (the "City"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2025 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Note are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Note is registered on the Bond Register maintained by the City Clerk or City Treasurer (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding each interest payment date (the "Record Date"). This Note is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

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

This Note is one of an issue of Notes aggregating the principal amount of \$8,000,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the City pursuant to the provisions of Section 67.12(12), Wisconsin Statutes, for public purposes, including paying the cost of capital improvement projects included in the City's capital improvement plan, as authorized by a resolution adopted on November 6, 2024, as supplemented by an Approving Certificate, dated _____, 2024 (collectively, the "Resolution"). Said Resolution is recorded in the official minutes of the Common Council for said date.

The Notes maturing on March 1, 2035 and thereafter are subject to redemption prior to maturity, at the option of the City, on March 1, 2034 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

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

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

This Note has been designated by the Common Council as a "qualified tax-exempt obligation" pursuant to the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

This Note is transferable only upon the books of the City kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Notes, and the City appoints another depository, upon surrender of the Note to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Note in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the City for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Notes (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Notes, or (iii) with respect to any particular Note, after such Note has been called for redemption. The Fiscal Agent and City may treat and consider the Depository in whose name this Note is registered as the absolute owner hereof for the purpose of receiving

payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Notes are issuable solely as negotiable, fully-registered Notes without coupons in the denomination of \$5,000 or any integral multiple thereof.

No delay or omission on the part of the owner hereof to exercise any right hereunder shall impair such right or be considered as a waiver thereof or as a waiver of or acquiescence in any default hereunder.

IN WITNESS WHEREOF, the City of Port Washington, Ozaukee County, Wisconsin, by its governing body, has caused this Note to be executed for it and in its name by the manual or facsimile signatures of its duly qualified Mayor and City Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

CITY OF PORT WASHINGTON
OZAUKEE COUNTY, WISCONSIN

By: _____
Theodore Neitzke IV
Mayor

(SEAL)

By: _____
Susan L. Westerbeke
City Clerk

ASSIGNMENT

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

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

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

Dated: _____

Signature Guaranteed:

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

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Note in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

RESOLUTION NO. 2024-9

RESOLUTION AUTHORIZING THE ISSUANCE AND
ESTABLISHING PARAMETERS FOR THE SALE OF
\$8,000,000 GENERAL OBLIGATION PROMISSORY NOTES

WHEREAS, the Common Council hereby finds and determines that it is necessary, desirable and in the best interest of the City of Port Washington, Ozaukee County, Wisconsin (the "City") to raise funds for public purposes, including paying the cost of capital improvement projects included in the City's capital improvement plan (collectively, the "Project");

WHEREAS, the Common Council hereby finds and determines that the Project is within the City's power to undertake and therefore serves a "public purpose" as that term is defined in Section 67.04(1)(b), Wisconsin Statutes;

WHEREAS, the City is authorized by the provisions of Section 67.12(12), Wisconsin Statutes, to borrow money and issue general obligation promissory notes for such public purposes;

WHEREAS, it is the finding of the Common Council that it is in the best interest of the City to direct its financial advisor, Wisconsin Public Finance Professionals, LLC ("WFPF"), to take the steps necessary for the City to offer and sell the general obligation promissory notes (the "Notes") at public sale and to obtain bids for the purchase of the Notes; and

WHEREAS, in order to facilitate the sale of the Notes in a timely manner, the Common Council hereby finds and determines that it is necessary, desirable and in the best interest of the City to delegate to the City Administrator or the Director of Administration/City Clerk (each an "Authorized Officer") the authority to accept on behalf of the City the bid for the Notes that results in the lowest true interest cost for the Notes (the "Proposal") and meets the terms and conditions provided for in this Resolution by executing a certificate in substantially the form attached hereto as Exhibit A and incorporated herein by reference (the "Approving Certificate").

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

Section 1. Authorization and Sale of the Notes; Parameters. For the purpose of paying costs of the Project, the City is authorized to borrow pursuant to Section 67.12(12), Wisconsin Statutes, the principal sum of EIGHT MILLION DOLLARS (\$8,000,000) upon the terms and subject to the conditions set forth in this Resolution. Subject to satisfaction of the condition set forth in Section 16 of this Resolution, the Mayor and City Clerk are hereby authorized, empowered and directed to make, execute, issue and sell to the financial institution that submitted the Proposal (the "Purchaser") for, on behalf of and in the name of the City, Notes aggregating the principal amount of EIGHT MILLION DOLLARS (\$8,000,000). The purchase price to be paid to the City for the Notes shall not be less than 100.00% nor more than 104.00% of the principal amount of the Notes.

Section 2. Terms of the Notes. The Notes shall be designated "General Obligation Promissory Notes"; shall be issued in the aggregate principal amount of \$8,000,000; shall be dated as of their date of issuance; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall mature on the dates and in the principal amounts set forth below, provided that the principal amount of each maturity may be increased or decreased by up to \$25,000 per maturity so long as the aggregate principal amount of the Notes shall equal \$8,000,000.

<u>Date</u>	<u>Principal Amount</u>
03-01-2026	\$265,000
03-01-2027	280,000
03-01-2028	295,000
03-01-2029	310,000
03-01-2030	325,000
03-01-2031	340,000
03-01-2032	360,000
03-01-2033	380,000
03-01-2034	395,000
03-01-2035	415,000
03-01-2036	435,000
03-01-2037	455,000
03-01-2038	475,000
03-01-2039	490,000
03-01-2040	510,000
03-01-2041	535,000
03-01-2042	555,000
03-01-2043	580,000
03-01-2044	600,000

Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2025. The true interest cost on the Notes (computed taking the Purchaser's compensation and issuance expenses into account) shall not exceed 6.00%. 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.

Section 3. Redemption Provisions. The Notes maturing on March 1, 2035 and thereafter are subject to optional redemption prior to maturity, at the option of the City, on March 1, 2034 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 4. Form of the Notes. The Notes shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit B 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 Notes 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 2025 through 2043 for the payments due in the years 2025 through 2044 in the amounts as are sufficient to meet the principal and interest payments when due. The amount of tax levied in the year 2025 shall be the total amount of debt service due on the Notes in the years 2025 and 2026; provided that the amount of such tax carried onto the tax rolls shall be abated by any amounts appropriated pursuant to subsection (D) below which are applied to payment of interest on the Notes in the year 2025.

(B) Tax Collection. So long as any part of the principal of or interest on the Notes 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 Notes, 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 Notes 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.

(D) Appropriation. The City hereby appropriates from proceeds of the Notes or other funds of the City on hand a sum sufficient to be irrevocably deposited in the segregated Debt Service Fund Account created below and used to pay debt service on the Notes coming due in 2025 as set forth on the schedule to be attached to the Approving Certificate.

Section 6. Segregated Debt Service Fund Account.

(A) Creation and Deposits. There shall 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 General Obligation Promissory Notes" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. There shall be deposited into the Debt Service Fund Account (i) all accrued interest received by the City at the time of delivery of and payment for the Notes; (ii) any premium which may be received by the City above the par value of the Notes 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

Notes when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Notes 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 Notes until all such principal and interest has been paid in full and the Notes canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Notes may be used to reduce the next succeeding tax levy, or may, at the option of the City, be invested by purchasing the Notes 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 Notes 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 Common Council directs otherwise.

Section 7. Proceeds of the Notes; Segregated Borrowed Money Fund. The proceeds of the Notes (the "Note Proceeds") (other than any premium and accrued interest which must be paid at the time of the delivery of the Notes into the Debt Service Fund Account created above) shall be deposited into a special fund (the "Borrowed Money Fund") separate and distinct from all other funds of the City and disbursed solely for the purpose or purposes for which borrowed. 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 or purposes for which the Notes have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purpose(s) 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 Notes 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 Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of delivery of the Notes to the Purchaser which will permit the conclusion that the Notes 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 Notes and the ownership, management and use of the projects will not cause the Notes 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 Notes 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 Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The City Clerk or other officer of the City charged with the responsibility of issuing the Notes 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 Notes provided that in meeting such requirements the City will do so only to the extent consistent with the proceedings authorizing the Notes 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 Notes 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 Notes; Closing; Professional Services. The Notes shall be issued in printed form, executed on behalf of the City by the manual or facsimile signatures of the Mayor 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 Notes may be imprinted on the Notes in lieu of the manual signature of the officer but, unless the City has contracted with a fiscal agent to authenticate the Notes, at least one of the signatures appearing on each Note shall be a manual signature. In the event that either of the officers whose signatures appear on the Notes 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 Notes 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 Notes, 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 Notes is hereby ratified and approved in all respects.

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

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

Any Note may be transferred by the registered owner thereof by surrender of the Note at the office of the 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 Mayor and City Clerk shall execute and deliver in the name of the transferee or transferees a new Note or Notes of a like aggregate principal amount, series and maturity and the 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 Note surrendered for transfer.

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

Section 14. Record Date. The 15th day of the calendar month next preceding each interest payment date shall be the record date for the Notes (the "Record Date"). Payment of interest on the Notes on any interest payment date shall be made to the registered owners of the Notes as they appear on the registration book of the 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 Notes 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, which the City Clerk or other authorized representative of the City is authorized and directed to execute and deliver to DTC on behalf of the City to the extent an effective Blanket Issuer Letter of Representations is not presently on file in the City Clerk's office.

Section 16. Condition on Issuance and Sale of the Notes. The issuance of the Notes and the sale of the Notes to the Purchaser are subject to approval by an Authorized Officer of the definitive maturities, interest rates and purchase price for the Notes, which approval shall be evidenced by execution by an Authorized Officer of the Approving Certificate.

The Notes shall not be issued, sold or delivered until this condition is satisfied. Upon satisfaction of this condition, an Authorized Officer is authorized to execute a Proposal with the Purchaser providing for the sale of the Notes to the Purchaser.

Section 17. Official Statement. The Common Council hereby directs an Authorized Officer to approve the Preliminary Official Statement with respect to the Notes and deem 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 an Authorized Officer or other 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 18. Undertaking to Provide Continuing Disclosure. The City hereby covenants and agrees, for the benefit of the owners of the Notes, to enter into a written undertaking (the "Undertaking") if 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 Notes 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 Notes).

To the extent required under the Rule, the Mayor and City Clerk, or other officer of the City charged with the responsibility for issuing the Notes, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the City's Undertaking.

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 Notes in the Record Book.

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

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

Adopted, approved and recorded November 6, 2024.

Theodore Neitzke IV
Mayor

ATTEST:

Susan L. Westerbeke
City Clerk

(SEAL)

EXHIBIT A

APPROVING CERTIFICATE

The undersigned of the City of Port Washington, Ozaukee County, Wisconsin (the "City"), hereby certifies that:

1. Resolution. On November 6, 2024, the Common Council of the City adopted a resolution (the "Resolution") authorizing the issuance and establishing parameters for the sale of \$8,000,000 General Obligation Promissory Notes of the City (the "Notes") after a public sale and delegating to me the authority to approve the Preliminary Official Statement, to approve the purchase proposal for the Notes, and to determine the details for the Notes within the parameters established by the Resolution.

2. Proposal; Terms of the Notes. On the date hereof, the Notes were offered for public sale and the bids set forth on the Bid Tabulation attached hereto as Schedule I and incorporated herein by this reference were received. The institution listed first on the Bid Tabulation (the "Purchaser") offered to purchase the Notes in accordance with the terms set forth in the Proposal attached hereto as Schedule II and incorporated herein by this reference (the "Proposal"). Wisconsin Public Finance Professionals, LLC recommends the City accept the Proposal. The Proposal meets the parameters and conditions established by the Resolution and is hereby approved and accepted.

The Notes shall be issued in the aggregate principal amount of \$8,000,000 and shall mature on March 1 of each of the years and in the amounts and shall bear interest at the rates per annum as set forth in the Pricing Summary attached hereto as Schedule III and incorporated herein by this reference. The amount of each annual principal payment due on the Notes is not more than \$25,000 more or less per maturity than the schedule included in the Resolution as set forth below:

<u>Date</u>	<u>Resolution Schedule</u>	<u>Actual Amount</u>
03-01-2026	\$265,000	\$ _____
03-01-2027	280,000	_____
03-01-2028	295,000	_____
03-01-2029	310,000	_____
03-01-2030	325,000	_____
03-01-2031	340,000	_____
03-01-2032	360,000	_____
03-01-2033	380,000	_____
03-01-2034	395,000	_____
03-01-2035	415,000	_____
03-01-2036	435,000	_____
03-01-2037	455,000	_____
03-01-2038	475,000	_____
03-01-2039	490,000	_____
03-01-2040	510,000	_____
03-01-2041	535,000	_____

<u>Date</u>	<u>Resolution Schedule</u>	<u>Actual Amount</u>
03-01-2042	\$555,000	\$ _____
03-01-2043	580,000	_____
03-01-2044	600,000	_____

The true interest cost on the Notes (computed taking the Purchaser's compensation and issuance expenses into account) is _____%, which is not in excess of 6.00%, as required by the Resolution.

3. Purchase Price of the Notes. The Notes shall be sold to the Purchaser in accordance with the terms of the Proposal at a price of \$_____, plus accrued interest, if any, to the date of delivery of the Notes, which is not less than 100.00% nor more than 104.00% of the principal amount of the Notes, as required by the Resolution.

4. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Notes as the same respectively falls due, the full faith, credit and taxing powers of the City have been irrevocably pledged and there has been levied on all of the taxable property in the City, pursuant to the Resolution, a direct, annual irrepealable tax in an amount and at the times sufficient for said purpose. Such tax shall be for the years and in the amounts set forth on the debt service schedule attached hereto as Schedule IV.

5. Preliminary Official Statement. The Preliminary Official Statement with respect to the Notes is hereby approved and deemed "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.

6. Approval. This Certificate constitutes my approval of the Proposal, and the definitive maturities, interest rates and purchase price for the Notes and the direct annual irrepealable tax levy to repay the Notes, in satisfaction of the parameters set forth in the Resolution.

IN WITNESS WHEREOF, I have executed this Certificate on _____, 2024 pursuant to the authority delegated to me in the Resolution.

[Melissa Pingel
City Administrator]

OR

[Susan Westerbeke
Director of Administration/City Clerk]

SCHEDULE I TO APPROVING CERTIFICATE

Bid Tabulation

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE II TO APPROVING CERTIFICATE

Proposal

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE III TO APPROVING CERTIFICATE

Pricing Summary

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

SCHEDULE IV TO APPROVING CERTIFICATE

Debt Service Schedule and Irrepealable Tax Levies

To be provided by Wisconsin Public Finance Professionals, LLC and incorporated into the Certificate.

(See Attached)

COPY

EXHIBIT B

(Form of Note)

REGISTERED UNITED STATES OF AMERICA DOLLARS
STATE OF WISCONSIN
OZAUKEE COUNTY
NO. R-____ CITY OF PORT WASHINGTON \$_____
GENERAL OBLIGATION PROMISSORY NOTE

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
March 1, _____, 2024 _____%

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
(\$_____)

FOR VALUE RECEIVED, the City of Port Washington, Ozaukee County, Wisconsin (the "City"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest shall be payable semi-annually on March 1 and September 1 of each year commencing on March 1, 2025 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Note are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Note is registered on the Bond Register maintained by the City Clerk or City Treasurer (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding each interest payment date (the "Record Date"). This Note is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

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

This Note is one of an issue of Notes aggregating the principal amount of \$8,000,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the City pursuant to the provisions of Section 67.12(12), Wisconsin Statutes, for public purposes, including paying the cost of capital improvement projects included in the City's capital improvement plan, as authorized by a resolution adopted on November 6, 2024, as supplemented by an Approving Certificate, dated _____, 2024 (collectively, the "Resolution"). Said Resolution is recorded in the official minutes of the Common Council for said date.

The Notes maturing on March 1, 2035 and thereafter are subject to redemption prior to maturity, at the option of the City, on March 1, 2034 or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the City, and within each maturity by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

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

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

This Note has been designated by the Common Council as a "qualified tax-exempt obligation" pursuant to the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

This Note is transferable only upon the books of the City kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Notes, and the City appoints another depository, upon surrender of the Note to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Note in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the City for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Notes (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Notes, or (iii) with respect to any particular Note, after such Note has been called for redemption. The Fiscal Agent and City may treat and consider the Depository in whose name this Note is registered as the absolute owner hereof for the purpose of receiving

payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Notes are issuable solely as negotiable, fully-registered Notes without coupons in the denomination of \$5,000 or any integral multiple thereof.

No delay or omission on the part of the owner hereof to exercise any right hereunder shall impair such right or be considered as a waiver thereof or as a waiver of or acquiescence in any default hereunder.

IN WITNESS WHEREOF, the City of Port Washington, Ozaukee County, Wisconsin, by its governing body, has caused this Note to be executed for it and in its name by the manual or facsimile signatures of its duly qualified Mayor and City Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

CITY OF PORT WASHINGTON
OZAUKEE COUNTY, WISCONSIN

By: _____
Theodore Neitzke IV
Mayor

(SEAL)

By: _____
Susan L. Westerbeke
City Clerk

ASSIGNMENT

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

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

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

Dated: _____

Signature Guaranteed:

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

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Note in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

CITY OF PORT WASHINGTON
COMMON COUNCIL
WEDNESDAY, NOVEMBER 6, 2024
6:30 P.M. (Council Chambers at City Hall)

NOTICE IS HEREBY GIVEN that a Public Hearing will be held before the Common Council of the City of Port Washington on **WEDNESDAY, NOVEMBER 6, 2024** at 6:30 P.M. The Public Hearing will be held in the Council Chambers at City Hall, 100 W. Grand Avenue, Port Washington, WI.

NOTICE IS FURTHER GIVEN that the subject of the hearing is to **AMEND THE ZONING ORDINANCES OF THE CITY OF PORT WASHINGTON RELATING TO BUILDING HEIGHT LIMITATIONS FOR CERTAIN PARCELS OF LAND IN THE DOWNTOWN AREA OF THE B-4 CENTRAL BUSINESS DISTRICT.** Interested persons may obtain a copy of the proposed ordinance from the Department of Planning & Development located in the lower level of City Hall, 100 W Grand Avenue.

Dated this 14th Day of October 2024

Robert Harris
Director of Planning and Development

Publish: October 17 and October 24

AGENDA ITEM MEMORANDUM

City of Port Washington

TO: Common Council

FROM: Bob Harris, Director of Planning & Development

DATE: November 6, 2024

SUBJECT: Ordinance 2024-10: Amending the Zoning Ordinances of the City of Port Washington Relating to Building Height Limitations for Certain Parcels of Land in the Downtown Area of the B-4 Central Business District and Amending Official Zoning Map

(Consideration and Possible Action on Ordinance 2024-10; City of Port Washington, Applicant) - 2nd Reading

ISSUE: The Common Council is being asked to review and approve Ordinance 2024-10 for the purpose of adjusting maximum building heights and roof top standards in certain downtown areas of the B-4 Central Business District.

STAFF RECOMMENDATION: Staff recommends approval of Ordinance 2024-10.

RECOMMENDED MOTION: "I move to approve Ordinance 2024-10"

BACKGROUND/DISCUSSION: Currently, in the B-4 Central Business District (downtown area) any proposed building or structure over 35' is subject to review by the Plan Commission and approval by a two-thirds majority vote of the Common Council. This review and approval process is not a variance, but rather a special exception to allow for a case-by-case review of proposals to avoid developments out of size and character with the downtown area.

Over the past year, the Plan Commission and Common Council expressed a desire to re-visit downtown building height limits and the special exception process, including changing the current B-4 building height regulations to allow for a hard cap on heights (which would include all rooftop mechanicals and other structures), and to limit or eliminate the special exception allowances overall.

The Plan Commission reviewed this matter over the course of multiple regular meetings and at its December 2023 meeting, recommended to the Common Council to review and approve the building height and related standards presented here and via the proposed Ordinance 2024-10.

At the February 6, 2024, Common Council meeting City staff presented the Plan Commission's recommended changes to the B-4 maximum building heights zoning standards for Council feedback, and was directed to return with a proposed ordinance for Council consideration.

ISSUES:

Intent and Primary Issues to Address:

- 1) Identify downtown districts to differentiate building height allowances to achieve the goal of progressively taller buildings from east to west between the Lake Michigan and Milwaukee Street.

- 2) Lower maximum height limitations in certain areas of the downtown.
- 3) Minimize or eliminate the current practice of allowing special exceptions to accommodate rooftop structures and projections by establishing maximum heights which would include such elements.

Proposed B-4 Building Height Limits:

- Marina District, Pier Street Districts, West Slip West and South Leg: Maximum height is 38’.
- Historic Core: Maximum height is 48’.
- Civic Square: Maximum height is 52’.
- Grand Avenue: Maximum height is 48’

Related Issues and Suggested Accompanying Standards:

- All mechanical equipment to fall within above maximum heights.
- Mechanical equipment would also be required to have screening.
- Screening would be required to “hide” equipment from street level POV.
(Renderings/visualizations would be required from the building owner/applicant.)
- Building signage and decorative structures would need to comply with the max building heights.
- No special exceptions allowed for elements beyond the allowable maximum heights.
- Step-backs along Franklin St. and Grand Ave. are not addressed by this ordinance, but implicitly defers to existing downtown plan design guidelines and the historic Main Street guidelines.
- It is anticipated there will be revisions to these standards in 2025 when the Zoning Ordinance is re-written to address downtown zoning. Sample revisions may include the addition of architectural and urban design related items such as building step-backs, accommodations for decorative features, and additional height adjustments.

Legal Non-Conforming Buildings:

- Legal non-conforming status of buildings resulting from the proposed max. building height amendments will follow current Wisconsin Statutes (ss. 62.23(7)(h), (hb) & (hc); effec. April 2012).
- Per the Statutes, non-conforming buildings or structures damaged or destroyed may be restored or replaced at the same size and location as immediately prior to such occurrence if the building was damaged or destroyed on or after March 2, 2006, and such damage or destruction was caused by wind, fire, flood, ice, snow, mold, infestation, and vandalism.
- Modifications or additions (alteration, addition, modification, structural repair, rebuilding or replacement) to non-conforming buildings must adhere to the Ordinance. Non-structural repairs, maintenance, renovation or remodeling are exempt from this Ordinance, without respect to cost.
- Modifications or additions to a non-conforming building or structure over its life cannot equal or exceed 50% of its current assessed value. If 50% or more, building must comply with Ordinance.
- If the use of a non-conforming building or structure is discontinued for a period of 12 consecutive months, it is no longer permitted, and its future use must comply with the Ordinance.

STRATEGIC PLAN:

- 1) Strategic Direction: SD 4: Catalyzing Development to Generate Revenue
- 2) Impact on Strategic Direction: The ordinance will contribute to promoting and creating design standards for development that will enhance the character of downtown Port Washington

LEGAL:

1. **City Attorney Review:** Yes

FISCAL IMPACT: n/a

PLAN COMMISSION RECOMMENDATION: At its December 2023 meeting, the Plan Commission recommended to amend the B-4 maximum building height standards to limit heights to 38 feet, 48 feet, and 52 feet for specified areas within the B-4 zoning district.

PUBLIC OUTREACH: This matter was discussed at multiple regular meetings of the Plan Commission, sharing of proposals with Main Street, and three meetings before the Common Council, including a Class 2 public hearing scheduled for November 6, 2024.

IF APPROVED, NEXT STEPS: None.

ATTACHMENTS:

- 1) Ordinance 2024-10 (including Table 1, List of Parcels; and Table 2, Map.)
- 2) Downtown Building Heights Inventory.

**CITY OF PORT WASHINGTON, WISCONSIN
ORDINANCE NO. 2024-10**

**Amending the Zoning Ordinances of the City of Port Washington Relating to
Building Height Limitations for Certain Parcels of Land in the Downtown
Area of the B-4 Central Business District and Amending Official Zoning Map**

WHEREAS, the City of Port Washington Plan Commission, having previously reviewed all standards required to be considered by the Zoning Ordinance of the City of Port Washington and after due deliberation, has recommended to the Common Council that to recognize, enhance and preserve important views the existing ordinances limiting the height of buildings and structures on properties in the B-4 Central Business District be amended as they relate to certain parcels of land within the marina, historic core, civic square, and Grand Avenue areas of downtown Port Washington; and

WHEREAS, all notices of said proposed zoning amendments and public hearing thereon have been given as required by said Zoning Ordinance and § 62.23(7)(d), Wis. Stats., and such public hearing was held before the Common Council on November 6, 2024; and

WHEREAS, pursuant to its authority under § 62.23(7), Wis. Stats., the Common Council has determined that such zoning ordinance amendments will promote the health, safety and general welfare of the community, and has directed that the Zoning Ordinances and Official Zoning Map of the City be amended to incorporate said zoning changes,

NOW, THEREFORE, the Common Council of the City of Port Washington, Wisconsin, do ordain as follows:

Section 1. § 485-65 of the City Code of the City of Port Washington is hereby amended to read as follows:

§ 485-65. Increase in maximum height.

Except as provided in § 485-66 relating to buildings and structures in the B-4 Central Business District, the maximum height of any building or structure may be increased by no more than 10 feet, provided that all required offsets and setbacks are increased by one foot for each foot in excess of the height limit of the district in which located.

Section 2. § 485-66 of the City Code of the City of Port Washington is hereby amended to read as follows:

§ 485-66. Maximum building heights in B-4 Central Business District.

A. In General. Except as provided in § 485-66 B. regulating the height of buildings and structures on certain parcels of land in the downtown area, no building or structure erected or structurally altered within the B-4 Central Business District and for which a building permit is

issued shall exceed a height of 35 feet. The height of such building or structure may be increased by special exception, upon petition to and recommendation of the Plan Commission, and upon the favorable two-thirds vote of all the members of the Common Council. A request for such special exception shall be subject to the petition, public hearing, notice and determination procedures applicable to a petition for conditional use permit under § 485-91. In considering such petition for special exception, the Plan Commission and Common Council shall be guided by the standards contained in § 485-134 relating to site plan and design review and by the criteria contained in §485-138 relating to approval of building, site and operational plans; provided, however, that such building or structure shall not be eligible for the height regulation exceptions set forth in § 485-64 nor be eligible for the height increase permitted under § 485-65.

B. Downtown Area.

- (1) Maximum Height. The maximum height of buildings and structures located on those certain parcels of land within the downtown area of the B-4 Central Business District described in Table 1, below, is established by the Downtown Area Maximum Building Heights Map, Table 2, below.
- (2) Building Height Defined. As used in this § 485-66 B., “building height” shall have the meaning in § 485-10, except that all rooftop mechanical equipment, signage, and decorative objects shall be included in determining whether the building or structure complies with the maximum height limitations set forth herein.
- (3) Screening and Enclosure of Rooftop Equipment. All rooftop equipment shall be screened from view from adjacent streets and public rights-of-way and shall be screened from view from adjacent buildings to the extent possible. Rooftop equipment shall be placed within an enclosure which shall be set back a distance of one and one-half (1-1/2) times its height from any primary façade fronting a public street. Screens shall be of durable, permanent materials (excluding wood) that are compatible with the primary building materials. Renderings of rooftop screening shall be provided for Plan Commission review and approval prior to commencement of any construction or replacement work.
- (4) No Special Exceptions. Notwithstanding § 485-65, § 485-66 A., or any other provision of Chapter 485 of the Zoning Ordinance, the maximum height of buildings and structures located on those parcels of land described in Table 1 and depicted in Table 2 shall not be increased by special exception, nor shall such parcels be eligible for the height regulation exceptions in § 485-64 or the height increase permitted under § 485-65.
- (5) Nonconforming Status of Buildings Existing on or Before November 15, 2024.

Pursuant to §§ 62.23(7)(h), (hb) and (hc), Wis. Stats., the lawful use of a building or structure existing on or before November 15, 2024, on those parcels of land described in Table 1 and depicted in Table 2, but which building or structure is not in conformity with one or more of the provisions of this § 485-66 B. may continue subject to the following conditions:

- (a) In this section:
1. “Development regulations” means the part of a zoning ordinance that applies to elements including setback, height, lot coverage, and side yard.
 2. “Nonconforming building or structure” means a dwelling or other building that existed lawfully on or before November 15, 2024, on those parcels of land described in Table 1 and depicted in Table 2, but that does not conform with one or more of the development regulations in this § 485-66 B.
- (b) No modifications or additions to a nonconforming building or structure shall be permitted unless they comply with this § 485-66. The words "modification" and "addition" include the alteration, addition, modification, structural repair, rebuilding or replacement of any such existing building or structure, but exclude the nonstructural repair, maintenance, renovation or remodeling of the nonconforming building or structure. “Maintenance” includes painting, decorating, paneling and other nonstructural components and the maintenance, repair or replacement of existing private sewage or water supply systems or connections to public utilities.
- (c) Except as provided § 485-66 B.(5)(d), no modification or addition to any nonconforming building or structure which over its life would equal or exceed 50% of its current assessed value shall be allowed unless the entire building or structure is permanently changed to a conforming building or structure in compliance with this § 485-66.
- (d) Restoration or Replacement. Notwithstanding § 485-66 B.(5)(c), nonconforming buildings or structures that are damaged or destroyed may be restored or replaced if the building or structure will be restored to, or replaced at, the size, location, and use that it had immediately before the damage or destruction occurred if all of the following apply:
1. The nonconforming building or structure was damaged or destroyed on or after March 2, 2006.
 2. The damage or destruction was caused by violent wind, vandalism, fire, flood, ice, snow, mold, or infestation.
- The size of a building or structure to which this § 485-66 B.(5)(d) applies may be larger than the size it was immediately before the damage or destruction if necessary for the building or structure to comply with applicable state or federal requirements.
- (e) Discontinued Use. If the use of a nonconforming building or structure is discontinued for a period of 12 consecutive months, it is no longer permitted, and any future use of the building or structure shall conform to this § 485-66 B.
- (f) City staff shall develop and keep a list all nonconforming buildings and structures, their current assessed value, the cost of all additions, modifications, improvements and other changes for which permits have been issued, and the percentage of the building’s or structure's total current assessed value those activities represent.

(g) Building Inventory. An inventory listing the heights of all buildings and structures within the B-4 Central Business District as of November 15, 2024, shall be prepared and maintained by the City Planner or his or her designee for purposes of future reference in the application, interpretation and enforcement of this section.

Section 3. The zoning districts, district regulation chart, and the Official Zoning Map of the City of Port Washington shall be amended to reflect the foregoing zoning amendments.

Section 4. This ordinance shall take effect the day after publication, to-wit: on November 15, 2024.

Passed and approved this _____ day of November, 2024.

Theodore Neitzke IV, Mayor

ATTEST:

Susan L. Westerbeke, City Clerk

TABLE 1: PARCELS OF LAND AND MAXIMUM BUILDING HEIGHT LIMITATIONS
<u>38' Maximum Building Height</u>
Lots 2-4 Block 2 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-4 and 8-9 Block 12 of the Original Plat to the City of Port Washington, Ozaukee County Wisconsin.
Lots 1-9 Block 13 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 14 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-4 and 9-12 Block 17 of the Original Plat to the City of Port Washington, Ozaukee County Wisconsin.
Lots 2-4 Block 26 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 30 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 112, 114, 118, 120, 124, 126, 130 and 132 Harbor Square Townhomes Condominium, City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 11-14, 21-27, 31-37 and 41-45 Harbor Square Condominiums, City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 101-105, 201-205, 301-305, 401-405, 501-505, 601-605, 701-705 and 802-806 of The Lighthouse in Port Washington Condominium in the City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 201-211, 301-311, 401, 402, 403-1, 403-2, 404-407 of the Newport Shores Condominium 1st Addendum in the City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 301-307, 313-319 Lakepointe Townhomes Condominium 1st Addendum in the City of Port Washington, Ozaukee County, Wisconsin.
Units Nos. 101-104, 201-204, Lake Harbor Lofts Condominium in the City of Port Washington, Ozaukee County, Wisconsin.
Lot 2 of Certified Survey Map No. 3656 as recorded in Document No. 861130, being a part of Lots 7-9 Block 26 in the original Plat, City of Port Washington, Ozaukee County, Wisconsin.
Lots 1, 2 and Outlot 1 of Certified Survey Map No. 3978, as recorded in Document No. 1038137 being a part of Lots 7-9 Block 13, Lots 1 and 2 Block 16 and Lots 1, 11 and 12 Block 17 of the Original Plat, City of Port Washington, Ozaukee County, Wisconsin.
Lot 1 of Certified Survey Map No. 3895, as recorded in Document No. 1005428, being a part of Lots 32-35 in Block 7 of North East Addition, City of Port Washington, Ozaukee County, Wisconsin.

Lot 3 of Certified Survey Map No. 3238 as recorded in Document No. 659654 and being a redivision of CSM No. 3150 all in Block 31 in the original Plat of Port Washington and Block 15 of South Addition to the City of Port Washington, Ozaukee County, Wisconsin
<u>48' Maximum Building Height</u>
Lots 5 & 6 Block 3 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-4 Block 4 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-12 Block 11 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 6 & 7 Block 12 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 4-9 Block 17 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-12 Block 18 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-12 Block 19 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 10-12 Block 23 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-12 Block 25 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 31 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 32 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 33 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 1-6 Block 34 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Unit Nos. 101, 102, 201-206, 301-305 and 401-405 Harbor Lights Condominium & Harbor Lights Condominium Addendum No.1, City of Port Washington, Ozaukee County, Wisconsin.
Lot 1 of Certified Survey Map No. 3656 as recorded in Document No. 861130, being a part of Lots 7-9 Block 26 in the original Plat, City of Port Washington, Ozaukee County, Wisconsin.
Buildings on those parcels fronting on Grand Ave., west of Milwaukee Street, as shown in Table 2.
<u>52' Maximum Building Height</u>
Lots 1-12 Block 24 of the Original Plat to the City of Port Washington, Ozaukee County, Wisconsin.
Lots 12-21 Block 9 of the South Addition to the City of Port Washington, Ozaukee County, Wisconsin.
Buildings on those parcels fronting on Grand Ave., east of Milwaukee Street, as shown in Table 2.

TABLE 2

B-4 Central Business District

Downtown Area Maximum Building Heights

Legend

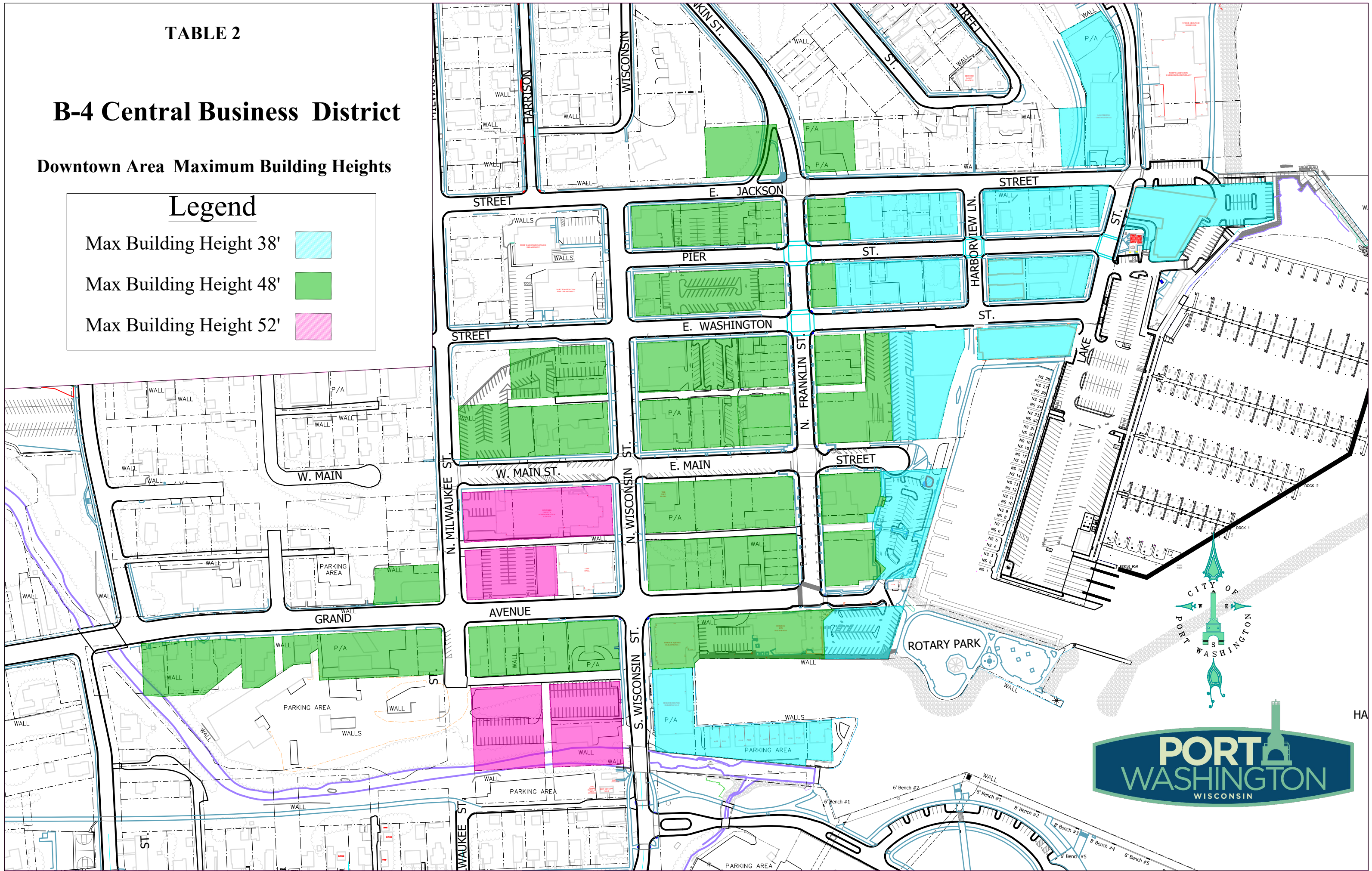
Max Building Height 38'



Max Building Height 48'



Max Building Height 52'



DOWNTOWN BUILDINGS OVER 35 FEET HEIGHT

Address	Name / Business	Height
300 E. Pier	Cedar Beach Cottage	35.2
233 E. Pier	Private Residence	35.2
317 N. Franklin	NW corner of Franklin/Pier	36.5'
225 E. Jackson	Brick Apartment Building	36.8'
122 N. Franklin	M & I Bank	37'
208 N. Franklin	Port State Bank	37'
322 N. Franklin	Broadway Popcorn	38'
301 N. Lake	Lake Pointe Townhomes	38'
211 E. Pier	Chair Factory Apartments	39'
102 W. Pier	Lakepoint Financial	39'
331 N. Franklin	Pier 6	39.5'
100 N. Franklin	Smith Bros. Restaruant*	39.5'
314 N. Franklin	Sir James Pub	40'
104 W. Washington	Fire Station	41'
200 W. Grand	Hoffmann House (Tello's)	42'
304 E. Washington	Lake Harbor Townhomes	43'
305 E Washington	Inventor's Brewing	45'
123 N. Franklin	Fmr Biever Travel	45
101 E. Main	Port Hotel	47.6'
231 N. Franklin	Studio 231	47.8'
211 N. Franklin	Lueptows	50'
101 E. Grand	Harbor Square retail/offices	52'
216 N. Franklin	Sharbuno's	53.6'
200 N. Franklin	Wilson House	54'
135 E. Grand	Harborview Hotel	59'
324 N Lake	Newport Shores	59'
121 W Main	Ozaukee County Admin Bldg	60**
110 S. Wisconsin	Harbor Square Condos	61'
201 E. Main	Harbour Lights	61'
415 Lake	Lighthouse Condominiums	93'
121 W. Main	Court House Tower	134'

2004 AVERAGE HEIGHT: 44 FEET*

CURRENT AVERAGE: 45 FEET*

* Excluding Lighthouse condo and Oz County

* Excludes roof-top sign | **Excludes mechanicals

CITY OF PORT WASHINGTON
COMMON COUNCIL
WEDNESDAY, NOVEMBER 6, 2024
6:30 P.M. - Common Council Chambers in City Hall

NOTICE IS HEREBY GIVEN that a Public Hearing will be held before the Common Council of the City of Port Washington on **WEDNESDAY, NOVEMBER 6, 2024**, at 6:30 p.m. The Public Hearing will be held in the Common Council Chambers in City Hall, located at 100 W. Grand Avenue, Port Washington, Wisconsin.

NOTICE IS FURTHER GIVEN that the subject of the Public Hearing is the proposed creation and amendment of parts of Chapter 455, City Code of the City of Port Washington, relating to the creation, imposition, collection, and administration of a fire impact fee and a police impact fee to be imposed on developers to pay the proportionate shares of capital costs of constructing, expanding or improving public facilities necessitated to accommodate new land developments within the City, for which said impact fees will be imposed.

Interested persons may obtain copies of the *Public Facilities Needs Assessment and Impact Fee Study (October 2024)* prepared by Trilogy Consulting, LLC, relating to imposition of the fire impact fee and police impact fee under § 66.0617, Wis. Stats., and the proposed ordinance creating and amending parts of Ch. 455, City Code, from the Dept. of Planning & Development located in the lower level of City Hall at 100 W. Grand Avenue, Port Washington, Wisconsin.

Dated this 21st day of October 2024.

/s/ Robert Harris
Director of Planning & Development

Publish on: October 24, 2024

AGENDA ITEM MEMORANDUM

City of Port Washington

TO: Common Council

FROM: Melissa Pingel, City Administrator & Rob Vanden Noven, Public Works Director

DATE: November 6, 2024

SUBJECT: Ord. No. 2024-11 - Establishing and Imposing a Fire Impact Fee and Police Impact Fee and Creating and Amending Portions of Chapter 455, City Code (Impact Fees) – 1st Reading

ISSUE: Should the City of Port Washington adopt an ordinance imposing separate fire and police impact fees to pay the capital costs of new, expanded or improved public facilities needed to accommodate new land development in the City?

STAFF RECOMMENDATION: Staff recommends that the Common Council enact an ordinance adopting and imposing the proposed fire and police impact fees to pay for the new fire and police safety building and facilities needed to accommodate new land development in the City.

RECOMMENDED MOTION: “I move that the Common Council accept City staff’s recommendation and adopt Ordinance No. 2024-11.”

BACKGROUND/DISCUSSION: The proposed new Public Safety Building includes room to accommodate future expansion of the Police, Fire & EMS departments. The Wisconsin Statutes allow municipalities to impose impact fees on developers to pay for the proportionate share of capital costs for public facilities needed to serve new development. On October 1st the Council approved the *Public Facilities Needs Assessment and Impact Fee Study (October 2024)* prepared by Trilogy Consulting, LLC, relating to imposition of fire impact fees and police impact fee under § 66.0617, Wis. Stats.

The next step in this process is for the Council to hold a public hearing on November 6, 2024, along with the first reading of proposed Ordinance No. 2024-11, “*Establishing and Imposing a Fire Impact Fee and Police Impact Fee and Creating and Amending Portions of Chapter 455, City Code (Impact Fees)*.”

STRATEGIC PLAN:

1. **Strategic Direction:** Catalyzing Development to Generate Revenue
2. **Impact on Strategic Direction:** The new public safety building will be designed to accommodate and serve future residential and nonresidential growth in the City. Impact fees imposed based on such growth can be used to help pay the costs of the public safety building project.

LEGAL:

1. **City Attorney Review:** Yes.
2. **Legal Comments & Conclusions:** The City Attorney has reviewed and approves the legal analysis and procedures set forth in the *Public Facilities Needs Assessment and Impact Fee Study*.
3. **Statutory References:** Wis. Stats. § 66.0617.

FISCAL IMPACT:

1. Amount of Recommendation/Cost of Project:

a. (These relate to the Public Safety Building project, not the Impact Fee Study.)

Initial Project Cost Estimate: \$35,000,000 for construction and soft costs (max cost).

Approved Budget Project Cost: * Not to exceed \$33,500,000 (per 6-0 Common Council vote and approval on October 15, 2024).

Prior Year Expenditures: N/A

Total Project Costs to Date: Approximately \$579,500.

2. Source of Funding: Borrowed funds.

3. Operating and Maintenance Cost: TBD.

BOARD/COMMITTEE/COMMISSION RECOMMENDATION: None.

PUBLIC OUTREACH: Prior to the Council action to impose new or amend existing impact fees, Wisconsin law requires that the *Public Facilities Needs Assessment and Impact Fee Study* and proposed ordinance be made available for public inspection and copying at least 20 days before a public hearing.

NEXT STEPS:

- **11/6/24** – the Council will hold the required public hearing on the proposed impact fee ordinance. Also, proposed Ordinance No. 2024-11 will be presented on that date for a 1st reading.
- **11/19/24** – proposed Ordinance No. 2024-11 will be presented for a 2nd reading, at which time the Council may take action with respect to that Ordinance.

ATTACHMENTS: *Public Facilities Needs Assessment and Impact Fee Study* and Ord. No. 2024-11.

OF SPECIAL NOTE: The Council’s attention and consideration is especially directed to the following excerpts from the *Public Facilities Needs Assessment and Impact Fee Study*:

Determining the Amount of the Fees (at pp. 4-5)

Impact fee law requires that impact fees must bear a rational relationship to the need for new, expanded or improved public facilities. This means that impact fees should not be charged to new development if that development is not likely to create a demand for the specific type of facility for which an impact fee is imposed. For example, most communities that charge an impact fee for parks do not impose them on nonresidential development. It also means that the amount of the impact fee should be based on a reasonable estimate of the demand that a new development will create for public facilities. For services that serve both residential and nonresidential properties, such as water and sewer service, this requires finding a reasonable basis for determining the amount of capital costs of facilities are required for residential versus nonresidential development.

Impact fees may not be used to correct existing deficiencies in the public facilities for which they are imposed. Examples of existing deficiencies may include:

- Facilities or portions of facilities that need to be replaced due to age or obsolescence.
- Improvements made to existing facilities to meet state or federal requirements or utilize improved technology.
- Facilities or portions of facilities that are required to provide the desired service level standard for existing development.

State law also requires that impact fees cannot exceed the proportionate share of the capital costs required to serve new development as compared to existing development. The share of the costs to serve new development versus existing development must be determined based on explicitly defined service level standards. Service level standards are not dictated by state statute but must be identified by the municipality imposing impact fees. Each facility must be analyzed to determine the share of the facility that is needed to provide the established service level to the existing development versus the excess facility space that is available to serve new development. The same service level should be applied to both existing and new development when determining if there is a portion of facilities that are needed to provide the desired service level to existing development. If new facilities are needed in part to provide the desired service level standards to existing development, then a portion of the total capital costs may need to be allocated to meet an existing deficiency when determining the amount of total costs that are eligible to be recovered through impact fees.

The amount to be recovered through impact fees must be reduced to compensate for other charges imposed on land development to pay for the capital costs of new facilities, such as special assessments, land dedications, or fees in lieu of land dedication. Impact fees must also be reduced to compensate for state or federal grants received by a municipality to pay for the facilities for which the fees are imposed. 2017 Wisconsin Act 243 added a new standard for impact fees, that the fees ‘May not include amounts for an increase in service capacity greater than the capacity necessary to serve the development for which the fee is imposed.’ This is more specific than the requirement that fees ‘May not exceed the proportionate share of the capital costs that are required to serve land development, as compared to existing uses of land within the municipality.’ This standard has not yet been interpreted by the courts to determine what standards municipalities may be required to meet to prove that an impact fee isn’t more than the cost of capacity needed to serve a specific development.

RECOMMENDED IMPACT FEE SCHEDULE (at p. 28)

Based on the analyses described above, this study recommends that the City may impose impact fees up to the amounts shown in Tables 23 and 24. [NOTE: these are the same amounts shown in the attached Ordinance No. 2024-11.] These amounts reflect the maximum amounts that the City could impose, based on the application of Wisconsin Statutes 66.0617. The City may choose to impose a lesser amount as a matter of policy.

Wisconsin Statutes allow, but do not require, municipalities to designate different impact fees for specific areas in the municipality based on differences in the facilities needed to serve those areas. This report recommends adopting uniform City-wide impact fees, as the planned facilities will benefit the entire City. The proposed fees should be imposed on all new development in the City, and on redevelopment that results in a new or intensified use of a property.

**CITY OF PORT WASHINGTON, WISCONSIN
ORDINANCE NO. 2024-11**

**Establishing and Imposing a Fire Impact Fee and Police Impact Fee and
Creating and Amending Portions of Chapter 455, City Code (Impact Fees)**

The Common Council of the City of Port Washington, Wisconsin, do ordain as follows:

Section 1. § 455-1 E. of the City Code of the City of Port Washington, relating to legislative findings supporting the imposition of impact fees to pay the capital costs of new, expanded or improved public facilities for new land development in the City, is amended to read as follows:

- E. The report entitled “2022 Parks Public Facilities Needs Assessment and Impact Fee Study: City of Port Washington, WI” dated August 9, 2022, and the report entitled “Public Facilities Needs Assessment and Impact Fee Study” dated October 2024, and any attachments and appendices thereto, set forth reasonable methodologies and analyses for the assessment and determination of the impact of new development on the need for and costs of additional public facilities in the City of Port Washington.

Section 2. § 455-5 of the City Code of the City of Port Washington, relating to definitions used in Chapter 455, Impact Fees, is amended to read as follows:

- A. The definitions set forth in § 66.0617(1), Wis. Stats., and in § 455-5, City Code, and any amendments thereto, are hereby incorporated by reference and made a part of this chapter as if fully set forth herein.
- B. As used in this chapter, the following words and phrases shall have the meanings indicated:

Dwelling Unit, Accessory

An additional dwelling unit contained within or attached to a single-family dwelling or within or attached to a detached building located on the same lot as a single-family dwelling. This definition includes an accessory dwelling unit constructed in connection with a private garage, or a private garage converted into an accessory dwelling unit.

Section 3. § 455-6 B. of the City Code of the City of Port Washington, relating to the imposition of impact fees, is amended to read as follows:

- B. The following impact fees are hereby established and imposed by the City of Port Washington upon developers in accordance with this section and § 66.0617, Wis. Stats.:
- (1) Park Impact Fee.
 - (2) Fire impact fee.
 - (3) Police impact fee.

Section 4. § 455-7 of the City Code of the City of Port Washington, relating to calculation of impact fees, is amended to read as follows:

§ 455-7 Calculation of impact fees.

Impact fees are hereby determined, imposed, and shall be paid as follows:

A. Park impact fee.

(1) Except as provided in § 455-11, any developer creating or constructing additional residential units within the City shall pay an impact fee to the City to provide for the capital costs necessary to accommodate the park facility expansion needs of land development. The base amount of the park impact fee shall be calculated as follows:

(a) \$3,368 per single-family residential dwelling unit to be constructed or created by the proposed development.

(b) The amount of the fee per multi-family residential dwelling unit or accessory dwelling unit shall be as follows (multi-family includes, but is not limited to, community-based residential facilities):

[1] \$1,347 per one-bedroom multi-family or accessory dwelling unit.

[2] \$2,246 per two-bedroom multi-family or accessory dwelling unit.

[3] \$3,368 per three-or more bedroom multi-family or accessory dwelling unit.

[4] \$2,470 per duplex unit.

B. Fire impact fee.

(1) Except as provided in § 455-11, any developer creating or constructing additional residential units or any new or expanded nonresidential buildings within the City shall pay an impact fee to the City to provide for the capital costs necessary to accommodate the fire station facility expansion needs of land development. The amount of the fire impact fee shall be calculated as follows:

(a) \$2,461 per single-family residential dwelling unit to be constructed or created by the proposed development.

(b) The amount of the fee per multi-family residential dwelling unit or accessory dwelling unit shall be as follows (multi-family includes, but is not limited to, community-based residential facilities):

[1] \$984 per one-bedroom multi-family or accessory dwelling unit.

[2] \$1,641 per two-bedroom multi-family or accessory dwelling unit.

[3] \$2,461 per three- or more bedroom multi-family or accessory dwelling unit.

[4] \$1,805 per duplex unit.

(c) The amount of the fee per square foot of additional nonresidential building square footage constructed shall be as follows:

[1] \$2.14 per square foot of new commercial or institutional building space.

[2] \$1.08 per square foot of new industrial building space.

C. Police impact fee.

(1) Except as provided in § 455-11, any developer creating or constructing additional residential units or any new or expanded nonresidential buildings within the City shall pay an impact fee to the City to provide for the capital costs necessary to accommodate the police station facility expansion needs of land development. The amount of the police impact fee shall be calculated as follows:

(a) \$2,003 per single-family residential dwelling unit to be constructed or created by the proposed development.

(b) The amount of the fee per multi-family residential dwelling unit or accessory dwelling unit shall be as follows (multi-family includes, but is not limited to, community-based residential facilities):

[1] \$801 per one-bedroom multi-family or accessory dwelling unit.

[2] \$1,335 per two-bedroom multi-family or accessory dwelling unit.

[3] \$2,003 per three- or more bedroom multi-family or accessory dwelling unit.

[4] \$1,469 per duplex unit.

(c) The amount of the fee per square foot of additional nonresidential building square footage constructed shall be as follows:

[1] \$1.36 per square foot of new commercial or institutional building space.

[2] \$1.36 per square foot of new industrial building space.

D. Annual adjustment. To ensure that impact fees are equitably apportioned among current and future developers, the base amount of the impact fees set forth herein shall automatically increase by three percent (3%) annually on January 1 of each year unless the Common Council, by resolution, limits the fee increase to a lesser percentage rate.

Section 5. § 455-11 A. of the City Code of the City of Port Washington, relating to exemptions from payment of impact fees, is amended to read as follows:

A. The following shall be exempt from payment of the impact fee: (1) Alterations or expansion of an existing building where no additional residential units are created or where no new nonresidential space is constructed; (2) The replacement of a destroyed or partially destroyed building or structure with a new building or structure of the same size and use.

Section 6. § 455-12 C. of the City Code of the City of Port Washington, relating to appeals from the amount, collection, or use of impact fees, is amended to read as follows:

- C. If the developer wishes to further contest the matter, the developer may, within 10 days of the date of the developer's receipt of the proposed resolution, file a written request with the City Clerk that a hearing be held on the matter. If such hearing request is received by the City Clerk within 10 days or more of the date of the Common Council's next regular meeting, the Council shall hear the matter at said meeting; if such hearing request is received less than 10 days before the date of the Council's next regular meeting, the matter shall be heard at the next succeeding Council meeting. The burden shall be on the developer to establish the illegality or impropriety of the impact fee from which the appeal is taken. Within 14 days after the hearing the City shall render its written findings and determination of the appeal stating the reasons therefor. The written determination shall be mailed via certified mail, return receipt requested, or delivered to the appellant.

Section 7. This ordinance shall become effective upon passage and publication.

Passed and approved this _____ day of November, 2024.

ATTEST:

Susan L. Westerbeke, City Clerk

Theodore Neitzke IV, Mayor

From: [Eric Eberhardt](#)
To: [Susan Westerbeke](#)
Cc: [Melissa Pingel](#)
Subject: Developer's Agreement & Offer to Purchase with Shaffer Development LLC - The Farm subdivision
Date: Wednesday, October 30, 2024 5:20:18 PM
Attachments: [image001.png](#)
[Amendment to Offer to Purchase - vers. 2 \(10-30-24\).pdf](#)
Importance: High

Susan,

The parties continue to discuss the terms and conditions of a Developer's Agreement for The Farm subdivision. However, more time will be needed to complete those discussions. Therefore, attached please find an Amendment to Offer to Purchase. The proposed Amendment would extend the deadline for the parties to finalize and execute a Developer's Agreement for this project from the current deadline of November 6, 2024, to December 3, 2024.

Please include this Amendment in the agenda packet for the November 6, 2024, Common Council meeting. If the parties reach an Agreement, it will be presented to the Council for action at its December 3, 2024, regular meeting.

If you have any questions, please contact me. Thank you.

Eric E. Eberhardt, Esq.



P.O. Box 366 / 2560 Highway 32
Port Washington, WI 53074-0366
Tele.: (262) 284-2664
Fax: (262) 284-6697
Email: eberhardt@wislawfirm.com

PRIVILEGE AND CONFIDENTIALITY NOTICE:

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WB-40 AMENDMENT TO OFFER TO PURCHASE

**CAUTION: Use a WB-40 Amendment if both Parties will be agreeing to modify the terms of the Offer.
Use a WB-41 Notice if a Party is giving a Notice which does not require the other Party's agreement.**

1 Buyer and Seller agree to amend the Offer dated _____, and accepted on _____,
2 for the purchase and sale of real estate at _____
3 _____, Wisconsin as follows:
4 Closing date is changed from _____, _____, to _____, _____.
5 Purchase price is changed from \$ _____ to \$ _____.

6 Other: _____
7 _____
8 _____
9 _____
10 _____
11 _____
12 _____
13 _____
14 _____
15 _____
16 _____
17 _____
18 _____
19 _____
20 _____
21 _____
22 _____
23 _____
24 _____
25 _____
26 _____
27 _____
28 _____
29 _____
30 _____

31 The attached _____ is/are made part of this Amendment.
32 ALL OTHER TERMS OF THE OFFER TO PURCHASE AND ANY PRIOR AMENDMENTS REMAIN THE SAME.
33 This Amendment is binding upon Seller and Buyer only if a copy of the accepted Amendment is delivered to the Party
34 offering the Amendment on or before _____ (Time is of the Essence). Delivery
35 of the accepted Amendment may be made in any manner specified in the Offer to Purchase, unless otherwise provided
36 in this Amendment.
37 **NOTE: The Party offering this Amendment may withdraw the offered Amendment prior to acceptance and**
38 **delivery as provided at lines 33-34.**

39 This Amendment was drafted by _____ on _____
40 Licensee and Firm ▲ Date ▲

41 This Amendment was presented by _____ on _____
42 Licensee and Firm ▲ Date ▲

43 (x) _____ (x) _____
44 Buyer's Signature ▲ Date ▲ Seller's Signature ▲ Date ▲
45 Print name ► Print name ►

46 (x) _____ (x) _____
47 Buyer's Signature ▲ Date ▲ Seller's Signature ▲ Date ▲
48 Print name ► Print name ►

49 This Amendment was rejected _____
50 Party Initials ▲ Date ▲