

**VILLAGE OF GERMANTOWN
N112 W17001 MEQUON ROAD
GERMANTOWN, WI 53022**

MEETING: REGULAR MEETING OF THE VILLAGE BOARD

DATE AND TIME: MONDAY, MAY 5, 2014 7:00 p.m.

LOCATION: Germantown Village Hall Board Room

- I. **CALL TO ORDER:** *This meeting has been given public notice in accordance with Section 19.83 and 19.84, Wis. Stats, in such form that will apprise the general public and news media of subject matter that is intended for consideration and action.*
- II. **ROLL CALL**
- III. **PLEDGE OF ALLEGIANCE**
- IV. **PRESIDENT'S REPORT**
- V. **ANNOUNCEMENTS OF FORTHCOMING EVENTS OF PUBLIC INTEREST/COMMITTEE REPORTS:**
The following individuals will be given the opportunity to make announcements of future municipal activities: Village President, Village Board Members, Village Administrator, Village Attorney and Village Clerk.
- VI. **CITIZEN INPUT/PUBLIC APPEARANCE on items not subject to a public hearing:**
Please be advised per §19.84(2), information will be received from the public. It is the policy of this municipality that there be a three (3) minute time period, per person, with time extension per the Chief Presiding Officer's discretion; be further advised that there may be limited discussion on the information received, however, no action will be taken under public comments. (15 minutes)
- VII. **CONSENT AGENDA:**
 - A. Minutes - April 21, 2014
 - B. Accounts payable/payroll

1. April 22, 2014	Payroll (hourly)	\$ 214,842.75
2. April 25, 2014	Accounts Payable	\$ 572,955.26
3. April 30, 2014	Payroll (salary)	\$ 76,916.66
 - C. Operator Licenses – May 6, 2014 – June 30, 2014
Becky L. Buzdum and Robert G. Campbell [Recommended Approval]
- VIII. **UNFINISHED BUSINESS:** None

IX. PUBLIC HEARINGS – 7:00 P.M. OR LATER –*The purpose of said hearing(s) is to hear any and all parties, their attorneys or agents, for or against the application(s) filed by the petitioner(s).*

- A. Resolution Discontinuing the Entirety of the Unnamed Public Road Right of Way Reservation Shown on CSM No. 6183. The requested discontinuance has been requested by an application of all abutting property owners to the area to be vacated and is located north of Lovers Lane and west of Wausaukee Road and is requested pursuant to Wis. Stat. ss.66.1003**
- B. Issuance of Village of Germantown, Wisconsin Industrial Development Revenue Bonds, Series 2014 (Ultra Tool & Mfg., Inc. Project), in an aggregate amount not to exceed \$9,000,000, pursuant to Section 66.1103 of the Wisconsin Statutes, to finance a project to be owned by Ultra Tool & Mfg., Inc., a Wisconsin corporation, and/or Ultra Joint Venture, LLP, a Wisconsin limited liability partnership, and/or Ultra Properties, LLC, a Wisconsin limited liability company, and/or a limited liability entity to be formed, located at W194 N11811 McCormick Drive, Germantown, Wisconsin**

X. NEW BUSINESS:

- A. Resolution Discontinuing the Entirety of the Unnamed Public Road Right of Way Reservation Shown on CSM No. 6183**
- B. Final Resolution Regarding Industrial Development Revenue Bond Financing for Ultra Tool & Mfg., Inc. Project**
- C. Germantown Kiwanis Request and Addendum to Original Application for Public Grant Program: Taste of Germantown July 17, 2014, Fireman's Park 5:00 pm – 10:00 pm**
- D. Discussion Concerning Possible Development Incentives for an Anchor Tenant within TIF #6. The Village Board may enter into closed session as per Wis. Stat. §19.85(1)(e) for the purpose of deliberating or negotiating the investing of public funds or conducting other specified business where competitive or bargaining reasons require a closed session and then may re-enter open session to take such action as it deems appropriate.**

XI. ADJOURNMENT

The next Village Board meeting will be on May 19, 2014 at 7:00 p.m.

UPON REASONABLE NOTICE, efforts will be made to accommodate the needs of disabled individuals through appropriate aids and services. For Additional information or to request this service please contact the Village Clerk at (262)250-4740 at least 2 days prior to the meeting.

**VILLAGE OF GERMANTOWN
VILLAGE BOARD MEETING MINUTES
APRIL 21, 2014**

CALL TO ORDER: The meeting was called to order at 7:03 p.m. by President Wolter

ROLL CALL: President Wolter, Trustees Baum, Daniels, Hughes, Kaminski, Vanderheiden, Warren, and Werderman. Trustee Zabel was absent and excused. Also present: Administrator Schornack, Attorney Sajdak, Planner Retzlaff, Engineer Bischke and Clerk Goeckner

PLEDGE OF ALLEGIANCE: The Pledge of Allegiance was recited.

PRESIDENT'S REPORT – President Wolter – If you are seeing any severe potholes, please let us know by calling either myself or the DPW so we can fix it right away.

ANNOUNCEMENTS OF FORTHCOMING EVENTS OF PUBLIC INTEREST & COMMITTEE REPORTS: Upcoming meetings were announced as well as other items of interest by Trustees.

CITIZEN INPUT/PUBLIC APPEARANCE on items not subject to a public hearing: None

CONSENT AGENDA:

- A. Minutes – March 17, April 7, and April 15, 2014
- B. Accounts payable/payroll
 - 1. April 8, 2014 Payroll (hourly) \$ 211,491.55
 - 2. April 10, 2014 Accounts Payable \$ 481,458.62
 - 3. April 15, 2014 Payroll (salary) \$ 83,618.08
- C. Operator Licenses – April 22, 2014 – June 30, 2014
Bijaya Khanal and Ghulam Sarwar [Recommended Approval]

The following items were forwarded from the Public Safety Committee with a unanimous recommendation:

- D. Application for Amendment of "Class B" License for Outside Premises Extension, Sheer Lounge, N112W16560 Mequon Rd. July 26th from 2PM – 10PM [Recommended Approval]
- E. Application for Dance License, K&K Acquisitions, LLC d/b/a Sheer Lounge, N112 W16560 Mequon Rd. July 26th from 2PM – 10PM [Recommended Approval]
- F. Application for Amendment of "Class B" License for Outside Premises Extension, Sheer Lounge, N112 W16560 Mequon Rd., Annual Extension from 3PM – 10PM [Recommended Approval]
- G. Denial of Application for Operator License, Regina L. White [Recommended Approval]
- H. Application for Dance License – Deutschstadt Heritage Foundation, Mai Fest , May 16th 5PM – 12AM, May 17th 11AM – 12AM, May 18th 12PM – 8PM [Recommended Approval]
- I. Application for Annual Dance License, Florian Park Conference & Event Center, N112 W18611 Mequon Rd, with Requirement of Final Occupancy Certificate Prior to any Scheduled Events [Recommended Approval]

MOTION (Vanderheiden/Baum) to approve Consent Agenda Items A-I, by roll call vote, carried unanimously.

UNFINISHED BUSINESS: None

PUBLIC HEARINGS – 7:00 P.M. OR LATER –*The purpose of said hearing(s) is to hear any and all parties, their attorneys or agents, for or against the application(s) filed by the petitioner(s).*

- A. **Core Commercial, Inc., Agent for Russell & Karen Kloehn and Paul & Vivian Pingel, Property Owners and applicant for a Rezoning application to rezone the following described area from the Rs-4: Single-family District to the B-1: Neighborhood Business District pursuant to Section 17.28 of the Village Zoning Code and a 1-Lot Certified Survey Map (CSM) on the following described property: GTNV #324-967 N96 W19100 County Line Road (Kloehn property) & GTNV #324-965 N96 W19062 County Line Road (Pingel property)**
Planner Retzlaff presented information regarding the request of Core Commercial, Inc., as Agent for Russell & Karen Kloehn and Paul & Vivian Pingel to rezone their property. Plan Commission recommends approval with conditions subject to approval of CSM.

President Wolter opened the public hearing at 7:09 p.m.

No one came forward to speak.

President Wolter closed the public hearing at 7:10 p.m.

NEW BUSINESS:

- A. Rezoning application to rezone N96 W19100 County Line Road (Tax Key No. GTNV 324-967, Kloehn property) & N96 W19062 County Line Road (Tax Key No. GTNV 324-965, Pingel property) from the Rs-4: Single-family District to the B-1: Neighborhood Business District; Core Commercial, Inc., Agent for Russell & Karen Kloehn and Paul & Vivian Pingel, Property Owners and Applicants (Ordinance Amendment)
MOTION (Baum/Werderman) to approve the Ordinance amendment to rezone from Rs-4: Single-family District to the B-1: Neighborhood Business District for parcels GTNV 324-967 and 324-965, as presented, conditioned on approval of CSM, carried unanimously.
- B. 1-Lot Certified Survey Map (CSM) of N96 W19100 County Line Road (Tax Key No. 324-967, Kloehn property) & N96 W19062 County Line Road (Tax Key No. 324-965, Pingel property); Core Commercial, Inc., Agent for Russell & Karen Kloehn and Paul & Vivian Pingel, Property Owners and Applicants.
MOTION (Baum/Warren) to approve the 1-Lot CSM for Core Commercial, Inc., Agent for Russell & Karen Kloehn and Paul & Vivian Pingel, as presented, carried unanimously.
- C. Continental 246 Fund LLC, Agent for Riversbend Country Club, Inc., Property Owner: N96 W18034 County Line Road – Review and Approval of a 3-lot Certified Survey Map (CSM).
MOTION (Baum/Vanderheiden) to approve the 3-lot CSM for Continental 246 Fund LLC, Agent for Riversbend Country Club, Inc., as presented, carried unanimously.

NEW BUSINESS continued:

- D. John & Helen Kreuser Trust, Property Owner: W202 N10416 Appleton Avenue - Review and Approval of a 1-lot Certified Survey Map (CSM).
MOTION (Baum/Vanderheiden) to approve the 1-lot CSM for John & Helen Kreuser Trust as presented, carried unanimously.
- E. Resolution Awarding the Sale of \$3,795,000** General Obligation Promissory Notes, Series 2014A; Providing the Form of the Notes; and Levying a Tax in Connection Therewith
Maureen Schiel of Ehler's presented information on the sale of the General Obligation bonds. Janney Montgomery Scott LLC of Pennsylvania was the winning bidder with a true interest rate of 1.6237%. Actual sale amount was decreased to \$3,710,000. **MOTION (Baum/Warren) to approve the Resolution Awarding the Sale for \$3,710,000 General Obligation Promissory Notes, by roll call vote, carried unanimously.**
- F. Application for Fireworks User Permit – Lynn Grgich on behalf of Kiwanis of Germantown for July 4, 2014
MOTION (Baum/Kaminski) to approve the Fireworks User Permit for Kiwanis for Germantown for July 4, 2014, carried unanimously.
- G. Award of Contract for Traffic Impact Study for TID #6 Phase #1
Trustee Warren stated he would abstain from this item as one of the firms under consideration is a company he works for. Engineer Bischke presented information on the proposed contract and recommended award to Graef in the amount of \$4,700. Village Attorney Sajdak stated he has reviewed the contract and approves. **MOTION (Baum/Werderman) to award the contract for traffic impact study for TID #6 Phase #1 to Graef in the amount of \$4,700, by roll call vote, 7 in favor, 1 abstained (Warren) and 1 absent, motion carried.**
- H. Award of Contract for Geotechnical Study for TID #6 Phase #1
Engineer Bischke presented information regarding the proposed contract and recommended award to PSI in the amount of \$16,699. Attorney Sajdak expressed concerns of liability limitations that they have, but stated the approval could be done subject to Village Attorney's final approval. **MOTION (Baum/Vanderheiden) to award the contract for Geotechnical Study for TID #6 Phase #1 to PSI in the amount of \$16,699, subject to Village Attorney's approval. Discussion. By roll call vote, carried unanimously.**
- I. Award of Contract for Phase 1 Environmental Study for TID #6 Phase #1
MOTION (Baum/Werderman) to award the contract for Phase 1 Environmental Study for TID #6 Phase #1 to Himalayan Consultants for \$3231. Discussion. By roll call vote, carried unanimously.
- J. Amendment to AT&T Tower Lease for Tower Located on Germantown Police Department Campus
MOTION (Hughes/Warren) to approve the amendment as presented, carried unanimously.

NEW BUSINESS continued:

K. Appointments

Commissions/Boards/Committees

1. *Plan Commission*

Member Dan Campbell 04/15/2014 – 04/30/2015

2. *Administrative Review Board*

Member Dan Campbell 05/01/2014 – 04/30/2017

MOTION (Baum/Hughes) approve appointments as presented, carried unanimously.

ADJOURNMENT

There being no further business, the meeting was adjourned at 7:43 p.m.

Barbara K. D. Goeckner MMC/WCPC
Village Clerk

**VILLAGE OF GERMANTOWN
NOTICE OF PUBLIC HEARING**

PLEASE TAKE NOTICE that on Monday, May 5, 2014, at 7:00 p.m. or as soon thereafter as the matter may be heard, the Village Board of the Village of Germantown, Wisconsin will hold a public hearing in the Village Board Room of Village Hall, located at N112 W17001 Mequon Road, on a proposed Resolution Discontinuing the Entirety of the Unnamed Public Road Right of Way Reservation Shown on CSM No. 6183. The requested discontinuance has been requested by an application of all abutting property owners to the area to be vacated and is located in north of Lovers Lane and west of Wausaukee Road. This request is made pursuant to Wis. Stat. § 66.1003. A copy of the proposed resolution is on file and available for inspection in the Village Clerk's Office.

At the public hearing, all persons will be afforded an opportunity to be heard in regard to the proposed resolution discontinuing the Right of Way. Written comments may be delivered to the Village Clerk at the Village Hall at or before the public hearing.

Dated: April 9, 2014

Barbara K.D. Goeckner,
Village Clerk, Village of Germantown

PETITION AND APPLICATION TO DISCONTINUE
PUBLIC ROAD RIGHT OF WAY PURSUANT TO
SECTION 66.1003 OF THE WISCONSIN STATUTES

WHEREAS, Certified Survey Map No. 6183 recorded in the Office of the Register of Deeds for Washington County, Wisconsin, in Volume 46 on Page 163 through 165 as Document No. 1168522, being located in and part of the SE ¼ of the NE and the NE ¼ of the SE ¼ of Section 13, Town 9 North, Range 20 East, Village of Germantown, Washington County, Wisconsin reserved an area of land for future road right-of-way as shown and identified in the attached Exhibit A (hereinafter referred to as "Reserved Right-of-Way"); and

WHEREAS, the undersigned, JASON MADORE AND CHRISTY MADORE, husband and wife (hereinafter collectively referred to as "Madore"), JAMES W. PRAHL, a married person (hereinafter referred to as "Prah") and THOMAS C. JAROSZ AND SHARON M. JAROSZ, husband and wife (hereinafter collectively referred to as "Jarosz") are all of the owners of all of the lands and lots that abut and constitute the frontage of said Reserved Right-of-Way; and

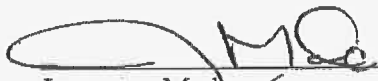
WHEREAS, the owners wish to discontinue said Reserved Right-of-Way for the purposes of expediting the platting of the property owned by Prah and the sale thereof;

NOW, THEREFORE, the undersigned do hereby petition and apply to the Village Board of the Village of Germantown for the discontinuance of the Reserved Right-of-Way more particularly described as:

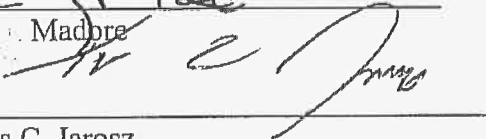
All of the unnamed public road right of way Reservation as originally platted and dedicated in Certified Survey Map No. 6183 recorded in the Office of the Register of Deeds for Washington County, Wisconsin, in Volume 46 on Page 163 through 165 as Document No. 1168522, being located in and part of the SE ¼ of the NE and the NE ¼ of the SE ¼ of Section 13, Town 9 North, Range 20 East, Village of Germantown, Washington County, Wisconsin.

Tax Key No. Part of GTNV 131965

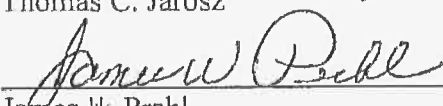
Dated this 11th day of April, 2014.



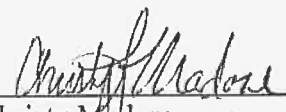
Jason Madore



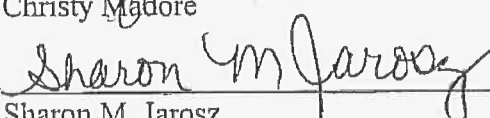
Thomas C. Jarosz



James W. Prah

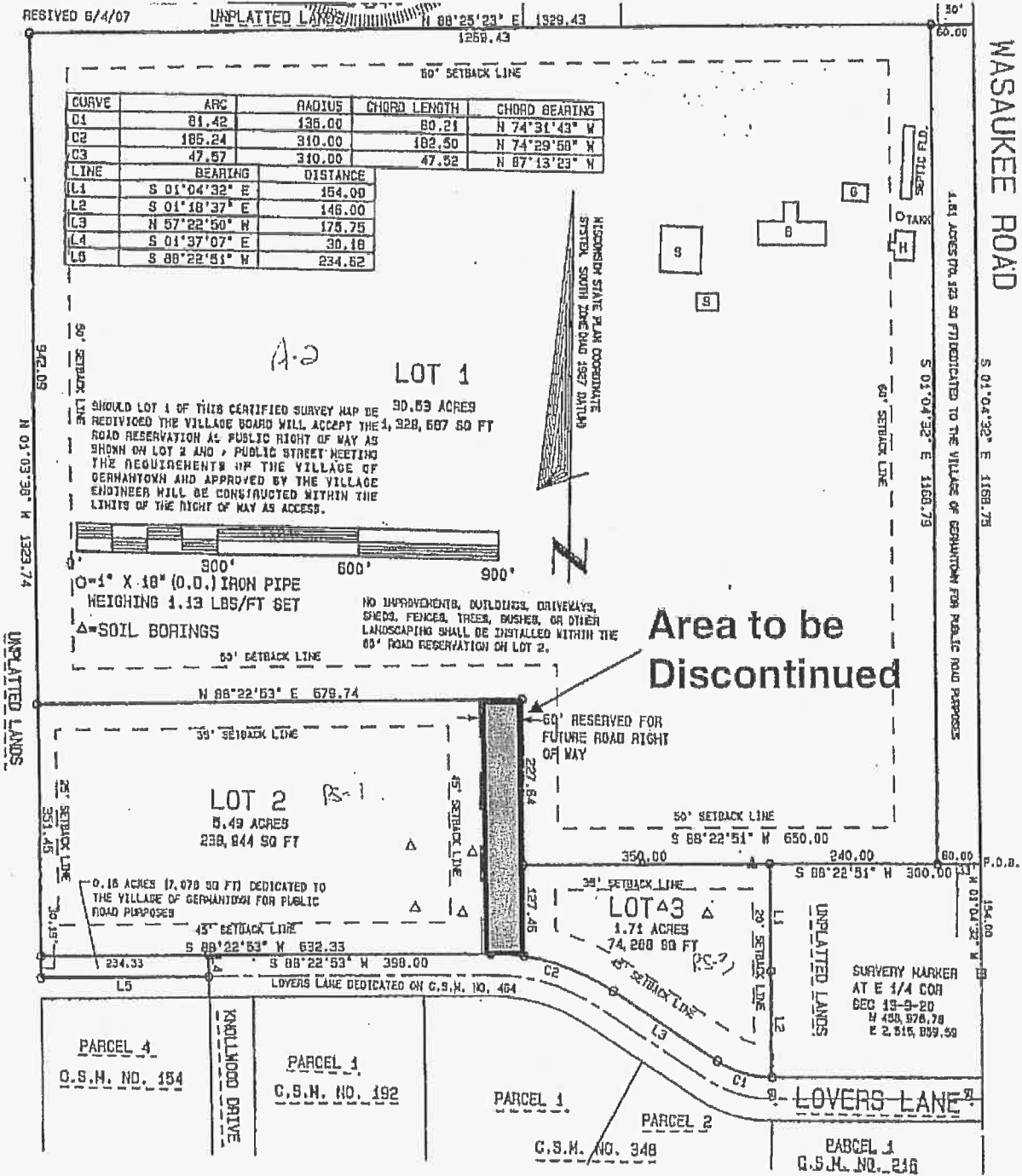


Christy Madore



Sharon M. Jarosz

EXHIBIT A



NOTICE OF PUBLIC HEARING

The Village of Germantown, Wisconsin (the "Village"), will hold a public hearing on May 5, 2014 at 7:00 p.m., or as soon thereafter as the matter may be heard, at Village Hall, N112 W17001 Mequon Road, Germantown, Wisconsin, regarding the proposed issuance of Village of Germantown, Wisconsin Industrial Development Revenue Bonds, Series 2014 (Ultra Tool & Mfg., Inc. Project), in an aggregate amount not to exceed \$9,000,000, pursuant to Section 66.1103 of the Wisconsin Statutes, to finance a project to be owned by Ultra Tool & Mfg., Inc., a Wisconsin corporation, and/or Ultra Joint Venture, LLP, a Wisconsin limited liability partnership, and/or Ultra Properties, LLC, a Wisconsin limited liability company, and/or a limited liability entity to be formed.

The project consists of financing the (i) purchase of land, (ii) acquisition and rehabilitation of an existing approximately 41,805 square foot facility and the construction of an approximately 85,000 square foot addition located at W194 N11811 McCormick Drive in the Village of Germantown, Wisconsin (the "Facility") which will be used by Ultra Tool & Mfg., Inc. to manufacture precision metal components, (iii) acquisition and installation of equipment at the Facility and (iv) payment of certain professional costs and costs of issuance (collectively, the "Project"). The bonds will be special, limited obligations of the Village and will not constitute an indebtedness of the Village within the meaning of any state constitutional provision or statutory limitation or a charge against its general credit or taxing powers.

At the hearing, all persons will be afforded a reasonable opportunity to express their views, both orally and in writing, on the proposed bonds and the location and nature of the Project proposed to be financed.

Published: April 17, 2014

Barbara K.D. Goeckner, Village Clerk
Village of Germantown, Wisconsin

STATE OF WISCONSIN VILLAGE OF GERMANTOWN WASHINGTON COUNTY

RESOLUTION NO. ____-14

RESOLUTION DISCONTINUING THE ENTIRITY OF
THE PUBLIC ROAD RIGHT OF WAY
DEDICATION SHOWN ON CSM NO. 6183

WHEREAS, the Jason and Christy Madore, James W. Pahl, and Thomas and Sharon Jarosz are the owners of all of the frontage and lots which abut the public road right of way shown on CSM No. 6183; and

WHEREAS, the owners have filed a written application pursuant to Wis. Stat. § 66.1003 in which it requests that the Village Board of the Village of Germantown vacate and discontinue all of the right of way; and

WHEREAS, the Village Board has determined that the public interest requires the vacation of the following right of way:

All of the unnamed public road right of way reservation as originally platted and dedicated in Certified Survey Map No. 6183 recorded in the Office of the Register of Deeds for Washington County, Wisconsin, in Volume 46 on Page 163 through 165 as Document No. 1168522, being located in and part of the SE ¼ of the NE ¼ and the NE ¼ of the SE ¼ of Section 13, Town 9 North, Range 20 East, Village of Germantown, Washington County, Wisconsin; and

WHEREAS, the public road right of way which is hereby to be vacated does not lie within one-quarter mile of any state trunk highway or connecting highway, and does not contain a railroad crossing within its boundaries;

NOW, THEREFORE, BE IT RESOLVED that the Village Board of the Village of Germantown, Wisconsin, do hereby vacate and discontinue the roadway right of way reservation as shown on CSM 6183 and as more specifically shown on the attached Exhibit A.

BE IT FURTHER RESOLVED, that the public road right of way so vacated and discontinued shall, upon passage and publication of this Resolution, forever vest in the owner of the lands which immediately abut thereto, and shall be annexed thereto, free and clear of any right, title or interest in the public as road right of way pursuant to the provisions of section 66.1003 of the Wisconsin Statutes.

Introduced by Trustee:

Adopted: _____, 2014 Vote: Ayes: Nays: Absent:

Dean Wolter, Village President

ATTEST:

Barbara K.D. Goeckner, Village Clerk

This is to certify that the foregoing resolution was adopted by the Village Board of the Village of Germantown, Wisconsin, at a meeting held on the 5th day of May, 2014.

Published: _____, 2014 _____
Barbara K.D. Goeckner, Village Clerk

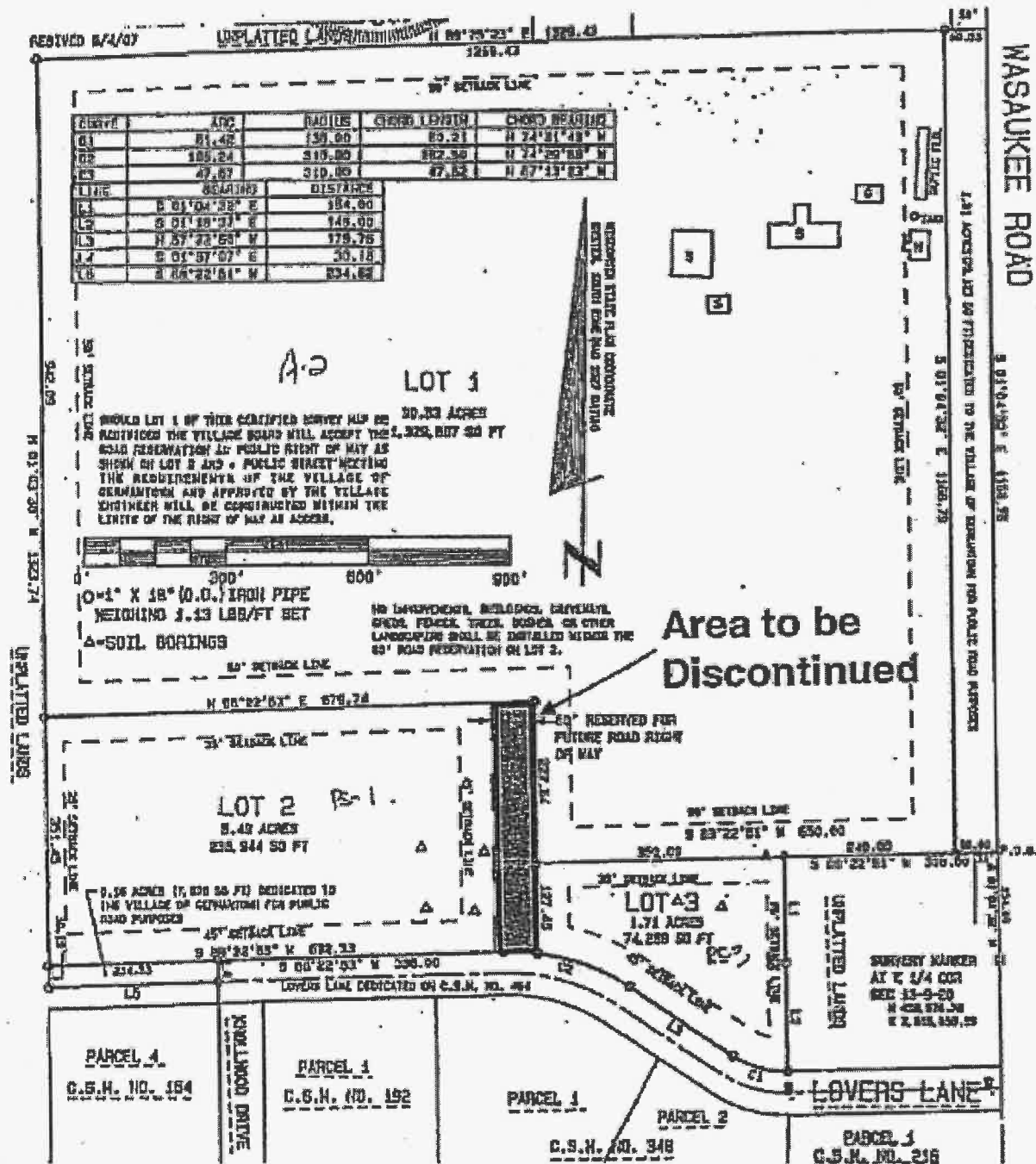
OFFICE OF THE VILLAGE CLERK
Germantown Village Hall
N112 W17001 Mequon Rd.
Germantown, WI 53092

I hereby certify that this document is a true and correct copy of Resolution No. _____-14, adopted by the Village Board of the Village of Germantown, Washington County, Wisconsin, at a meeting of said Village Board on the 5th day of May, 2014.

Barbara K.D. Goeckner, Village Clerk

This Document drafted by:
Brian C. Sajdak, Village Attorney
State Bar No. 1027287

TO RESOLUTION NO. _____-14



X. B

VILLAGE BOARD OF
VILLAGE OF GERMANTOWN, WISCONSIN

RESOLUTION NO. 2014 - _____

FINAL RESOLUTION REGARDING
INDUSTRIAL DEVELOPMENT REVENUE BOND FINANCING
FOR ULTRA TOOL & MFG., INC. PROJECT

BE IT RESOLVED by the Village Board of the Village of Germantown, Wisconsin (the "Issuer"), as follows:

Section 1 Recitals.

1.01 Under Wisconsin Statutes, Section 66.1103, as amended (the "Act"), the Issuer is authorized and empowered to issue revenue bonds to finance eligible costs of qualified "projects" (as defined in the Act), and to enter into "revenue agreements" (as defined in the Act) with "eligible participants" (as defined in the Act).

1.02 Pursuant to an Initial Resolution duly adopted on March 3, 2014, the Issuer expressed its intention to issue industrial development revenue bonds of the Issuer in an amount not to exceed \$9,000,000 (the "Bonds") to finance a project on behalf of Ultra Tool & Mfg., Inc., a Wisconsin corporation, and/or Ultra Joint Venture, LLP, a Wisconsin limited liability partnership, and/or Ultra Properties, LLC, a Wisconsin limited liability company, and/or limited liability entities to be formed consisting of financing the (i) purchase of land, (ii) acquisition and rehabilitation of an existing approximately 41,805 square foot facility and the construction of an approximately 85,000 square foot addition located at W194 N11811 McCormick Drive in the Village of Germantown, Wisconsin (the "Facility") which will be used by Ultra Tool & Mfg., Inc. to manufacture precision metal components, (iii) acquisition and installation of equipment at the Facility and (iv) payment of certain professional costs and costs of issuance (collectively, the "Project"). Notice of adoption of the initial resolution adopted on March 3, 2014 was published as provided in the Act, and no petition requesting a referendum upon the question of issuance of the revenue bonds has been filed.

1.03 Pursuant to Wisconsin Statutes, Section 66.1103, as amended, the Issuer may finance a project which is located entirely within the geographic limits of the Issuer.

1.04 Drafts of the following documents have been submitted to this Village Board and are ordered filed in the office of the Village Clerk:

- (a) a Bond Agreement (the "Bond Agreement"), proposed to be entered into among the Issuer, Ultra Tool & Mfg., Inc., a Wisconsin corporation, TH Ultra, LLC, a Wisconsin limited liability company, and MK Ultra, LLC, a Wisconsin limited liability company

(collectively, the "Borrower"), U.S. Bank National Association, as trustee (the "Trustee") and BMO Harris Bank N.A., as original purchaser (the "Original Purchaser");

(b) a Promissory Note from the Borrower to the Issuer, and assigned by the Issuer to the Trustee; and

(c) a No Arbitrage Certificate.

Section 2 Findings and Determinations.

It is hereby found and determined that:

(a) based on representations of the Borrower, the Project constitutes a "project" authorized by the Act;

(b) a public hearing has been duly held on May 5, 2014 in accordance with the provisions of Section 147(f) of the Internal Revenue Code of 1986, as amended, at which residents of the Village of Germantown, Wisconsin were given an opportunity to be heard in regard to the proposed issuance of the Bonds and the nature and location of the proposed Project;

(c) the purpose of the Issuer's financing costs of the Project is and the effect thereof will be to promote the public purposes set forth in the Act;

(d) it is desirable that a series of revenue bonds in the aggregate principal amount not to exceed \$9,000,000 be issued by the Issuer upon the terms set forth in the Bond Agreement, under the provisions of which the Issuer's interest in the Bond Agreement (except for certain rights as provided therein) and the loan repayments will be assigned to the Trustee as security for the payment of principal of and interest on and premium, if any, on all the Bonds outstanding under the Bond Agreement;

(e) the loan payments provided for in the Bond Agreement, and the formula set out for revising those payments under the Bond Agreement as required under the Act, are sufficient to produce income and revenue to provide for prompt payment of principal of and interest on and premium, if any, on Bonds issued under the Bond Agreement when due; the amount necessary in each year to pay the principal of and interest on the Bonds is the sum of the principal of, and interest on, the Bonds due in such year, whether on a stated payment date, a redemption date, or otherwise; the Bond Agreement provides that the Borrower shall provide for the maintenance of the Project in good repair, keeping it properly insured; and

(f) under the provisions of the Act, the Bonds shall be limited obligations of the Issuer and the Bonds do not constitute an indebtedness of the Issuer, within the meaning of any state constitutional or statutory provision, and do not constitute nor give rise to a charge against the Issuer's general credit or taxing powers or a pecuniary liability of the Issuer.

Section 3 Approvals and Authorizations; Authentication of Transcript.

3.01 This resolution shall constitute the approval of the Bonds within the meaning of Section 147 (f) of the Internal Revenue Code of 1986, as amended, and the Bonds are hereby

approved. There is hereby approved the issuance by the Issuer of its industrial development revenue bonds (specifically, the Bonds) in an aggregate principal amount not to exceed \$9,000,000 for the purpose of financing the Project.

The Issuer shall proceed to issue its Industrial Development Revenue Bonds, Series 2014 (Ultra Tool & Mfg., Inc. Project), in the aggregate principal amount not to exceed \$9,000,000, in the form and upon the terms set forth in the Bond Agreement, which terms, including without limitation, interest rates, redemption provisions and maturity, are for this purpose incorporated in this resolution and made a part hereof. The terms are hereby approved without further action by the Issuer, and the Village President and Village Clerk are authorized and directed to execute and deliver the documents listed in Section 1.04 herein which are hereby approved, together with such subsequent changes as may be requested and approved by bond counsel and the Issuer's attorney, and such other documents, agreements, instruments or certificates as are deemed necessary or desirable by the Issuer's attorney and bond counsel, including an Internal Revenue Service Form 8038.

The Village President and the Village Clerk are authorized and directed to execute and seal the Bonds as prescribed in the Bond Agreement and to deliver them to the Trustee (together with a certified copy of this resolution and any other documents required by the Bond Agreement) for authentication and delivery to the original purchaser.

3.02 The publication in the official newspaper of the Issuer of the notice for the public hearing referred to in Section 2(b) of this resolution, and such notice of public hearing as so published, are hereby ratified.

3.03 The Issuer hereby elects to have the provisions of Section 144(a)(4)(A) of the Internal Revenue Code of 1986, as amended, apply to the Bonds.

3.04 The Village President and the Village Clerk and other officers of the Issuer are authorized to prepare and furnish to the Trustee and bond counsel certified copies of all proceedings and records of the Issuer relating to the Bonds, and such other affidavits and certificates as may be required by the Trustee and bond counsel to show the facts relating to the legality and marketability of the Bonds as such facts appear from the books and records in the officers' custody and control or as otherwise known to them.

3.05 The approval hereby given to the various documents referred to in this resolution includes the approval of such additional details therein as may be necessary and appropriate for their completion and such modifications thereto, deletions therefrom and additions thereto as may be approved by the Issuer's attorney and bond counsel. The execution of any document by the appropriate officer or officers of the Issuer herein authorized shall be conclusive evidence of the approval by the Issuer of such document in accordance with the terms hereof.

3.06 U.S. Bank National Association shall initially assume and perform the duties of Trustee.

3.07 Notice of sale of the Bonds, in the form attached hereto as Exhibit A, shall be published in the official newspaper of the Issuer as a class 1 notice under Chapter 985 of the Wisconsin Statutes.

3.08 The Bonds shall be limited obligations of the Issuer payable by it solely from revenues and income derived by or for the account of the Issuer from or for the account of the Borrower pursuant to the terms of the Bond Agreement. As security for the payment of the principal of, premium, if any, and interest on the Bonds, the Issuer shall pledge and assign to the Trustee all of its right, title and interest in and to the trust estate described in the Bond Agreement.

3.09 All out-of-pocket costs of the Issuer, including attorneys' fees, in connection with the issuance and sale of the Bonds shall be paid from the proceeds of the Bonds or by the Borrower.

Passed and adopted at a regular meeting of the Village Board of the Village of Germantown this 5th day of May, 2014.

APPROVED:

Dean Wolter, Village President

ATTEST:

Barbara K.D. Goeckner, Village Clerk

CERTIFICATION BY VILLAGE CLERK

I, Barbara K.D. Goeckner, being first duly sworn, hereby certify that I am the duly qualified and acting Village Clerk of the Village of Germantown, Wisconsin (the "Issuer"), and as such I have in my possession, or have access to, the complete corporate records of the Issuer and of its Village Board; that I have carefully compared the transcript attached hereto with the aforesaid records; and that said transcript attached hereto is a true, correct and complete copy of all the records in relation to the adoption of Resolution No. ____ entitled:

FINAL RESOLUTION REGARDING
INDUSTRIAL DEVELOPMENT REVENUE BOND FINANCING
FOR ULTRA TOOL & MFG., INC. PROJECT

I hereby further certify as follows:

1. Said Resolution was considered for adoption by the Village Board of the Issuer at a meeting held at Village Hall, N112 W17001 Mequon Road, Germantown, Wisconsin at ____ p.m. on May 5, 2014 at a regular meeting of the Village Board and was held in open session.

2. Said Resolution was on the agenda for said meeting and public notice thereof was given not less than twenty-four (24) hours prior to the commencement of said meeting in compliance with Section 19.84 of the Wisconsin Statutes, including, without limitation, by posting on the bulletin board in the Village Hall, by notice to those news media who have filed a written request for notice of meetings, and by notice to the official newspaper of the Issuer.

3. Said meeting was called to order by _____, who chaired the meeting. Upon roll, I noted and recorded that the following trustees were present:

_____	_____
_____	_____
_____	_____
_____	_____

and that the following trustees were absent:

_____	_____
_____	_____

I noted and recorded that a quorum was present. Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was said Resolution, which was introduced, and its adoption was moved by _____ and seconded by _____. Following discussion and after all trustees who desired to do so had expressed their views for or against said Resolution, the question was called, and upon roll being called and the continued presence of a quorum being noted, the recorded vote was as follows:

AYE:

NAY:

ABSTAINED:

Whereupon the meeting chair declared said Resolution adopted, and I so recorded it.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Issuer hereto on this 5th day of May, 2014.

VILLAGE OF GERMANTOWN,
WISCONSIN

[SEAL]

By: _____
Barbara K.D. Goeckner, Village Clerk

EXHIBIT A

NOTICE TO THE ELECTORS

On May 5, 2014, a resolution was offered, read, approved and adopted whereby the Village of Germantown, Wisconsin authorized the issuance and sale of its Industrial Development Revenue Bonds, Series 2014 (Ultra Tool & Mfg., Inc. Project) in an amount not to exceed \$9,000,000 (the "Bonds"). The closing of this bond sale was held on May ____, 2014. A copy of all proceedings had to date with respect to the authorization and sale of said Bonds is on file and may be examined in the office of the Village Clerk, N112 W17001 Mequon Road, Germantown, Wisconsin.

This notice is given pursuant to Section 893.77, Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Barbara K.D. Goeckner, Village Clerk
Village of Germantown, Wisconsin

X.C

**Addendum to
original application
VILLAGE OF GERMANTOWN
APPLICATION FOR PUBLIC GRANT PROGRAM**

RECEIVED
APR 01 2014
OFFICE OF VILLAGE CLERK
VILLAGE OF GERMANTOWN

Application Date: March 27, 2014

Organization/Group Name: Germanatown Kiwanis

Applicant's Name: John Kraus, Sr.

Applicant's Address: P.O. Box 37, Germanatown, WI 53022

Telephone Number: 414-640-9008

Purpose or Mission Statement: Promote raising of funds for
the Performing Arts Pavilion

Event No. 1 Date: July 17, 2014 Event Description: Taste of
Germanatown

Estimated Attendance: 100 + Times of Event: 5 P.M. - 10 P.M.

Location of Event: Fireman's Park, in area of current picnic shelter.

Event No. 2 Date: _____ Event Description: _____

Estimated Attendance: _____ Times of Event: _____

Location of Event: _____

Event No. 3 Date: _____ Event Description: _____

Estimated Attendance: _____ Times of Event: _____

Location of Event: _____

How will the event(s) benefit the Village of Germantown: Pavilion to be used
for band concerts, Parks Rec activities, Art exhibitions, festivals
school district activities, corporate events

☒ Insurance submitted \$1,000,000 (minimum limit) – required for events having over 100 people in attendance.

Germantown Kiwanis organization or individual shall hold harmless, defend and indemnify the Village of Germantown and its officers, agents, officials, employees and volunteers from and against any and all liability, loss damage, expense, costs (including without limitation costs and fees of litigation) of every nature arising out of or in connection with the organization's or individual's performance or work related to the event(s), project(s) or gatherings which are the subject of the grant award or any failure to comply with any obligations or conditions contained in the Public Grant Program, except such loss or damage which was caused by the sole negligence or willful misconduct of the Village.

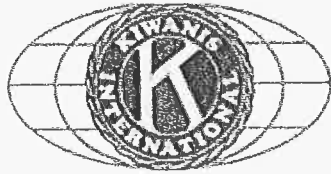
Date: March 27, 2014

John Krause
Signature

John Krause
Print Name of Signature

P.O. Box # 37
Street Address

Germantown, WI 53022
City, State & Zip Code



P. O. Box 531
Germantown, WI 53022

January 25, 2014

Kiwanis of
Germantown, WI

RECEIVED

JAN 29 2014

OFFICE OF VILLAGE CLERK
VILLAGE OF GERMANTOWN

Mission Statement:

*Kiwanis is a global organization of volunteers
dedicated to changing the world,
one child and one community at a time.*

*Kiwanians are volunteers changing the
world through service to
children and communities.*

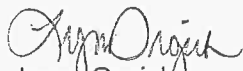
Attached please find an application for the PUBLIC Grant Program from the Kiwanis Club of Germantown. The application covers our three events on July 4, 2014, which include:

- 4th of July parade being held Friday, July 4, 2014, parade start at noon through downtown Germantown (Pilgrim Road; Main Street; Park Avenue); estimated attendance 5000*
- Festivities at Firemen's Park on Friday, July 4, 2014, festivities at park begin at 11am and continue through the fireworks display 10:45pm; estimated attendance throughout day 5000*
- Fireworks on Friday, July 4, 2014, held at dusk at Firemen's Park; estimated attendance 2500*

The purpose of the 4th of July Festivities is to bring together residents and visitors for one of the best hometown celebrations in the area at one of the Village's great park facilities.

*these attendance figures are truly estimates and vary from year to year.

Submitted by,


Lynn Grgich

4th of July Event Coordinator

262-347-9901 cell

VILLAGE OF GERMANTOWN
APPLICATION FOR PUBLIC GRANT PROGRAM

RECEIVED

JAN 29 2014

OFFICE OF VILLAGE CLERK
VILLAGE OF GERMANTOWN

Application Date: _____

Organization/Group Name: Kiwanis of Germantown

Applicant's Name: Lynn Grgich, July 4th Co-ordinator

Applicant's Address: P.O. Box 531, Germantown, WI 53022

Telephone Number: 262-424-4457 (July 4th hotline) 262-347-9901
Lynn's cell phone

Purpose or Mission Statement: Kiwanis is a global organization of volunteers
dedicated to changing the world, one child and one community at a time.
Kiwanians are volunteers changing the world through service to children &
Event No. 1 Date: July 4, 2014 Event Description: 4th of July communities,

Parade

Estimated Attendance: 5000 Times of Event: 12 noon - 1:30 pm

Location of Event: Downtown - Main Street to Park Avenue, Germantown

Event No. 2 Date: July 4, 2014 Event Description: 4th of July

Festivities at the Park

Estimated Attendance: 5,000 Times of Event: 11am - 10:45pm

Location of Event: Firemens Park, Germantown

Event No. 3 Date: July 4, 2014 Event Description: 4th of July

Fireworks

Estimated Attendance: 2500 Times of Event: dusk 9:45pm - 10:15pm

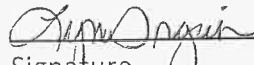
Location of Event: Firemens Park, Germantown

How will the event(s) benefit the Village of Germantown: The annual 4th of July
Parade, Festivities at the park and fireworks bring residents
of Germantown together to enjoy these activities with friends
and neighbors. The parade and park vendors feature community
residents, organizations and businesses.

☒ Insurance submitted \$1,000,000 (minimum limit) – required for events having over 100 people in attendance.

The Kiwanis of Germantown organization or individual shall hold harmless, defend and indemnify the Village of Germantown and its officers, agents, officials, employees and volunteers from and against any and all liability, loss damage, expense, costs (including without limitation costs and fees of litigation) of every nature arising out of or in connection with the organization's or individual's performance or work related to the event(s), project(s) or gatherings which are the subject of the grant award or any failure to comply with any obligations or conditions contained in the Public Grant Program, except such loss or damage which was caused by the sole negligence or willful misconduct of the Village.

Date: 1-25-14


Signature

Lynn Graich
Print Name of Signature

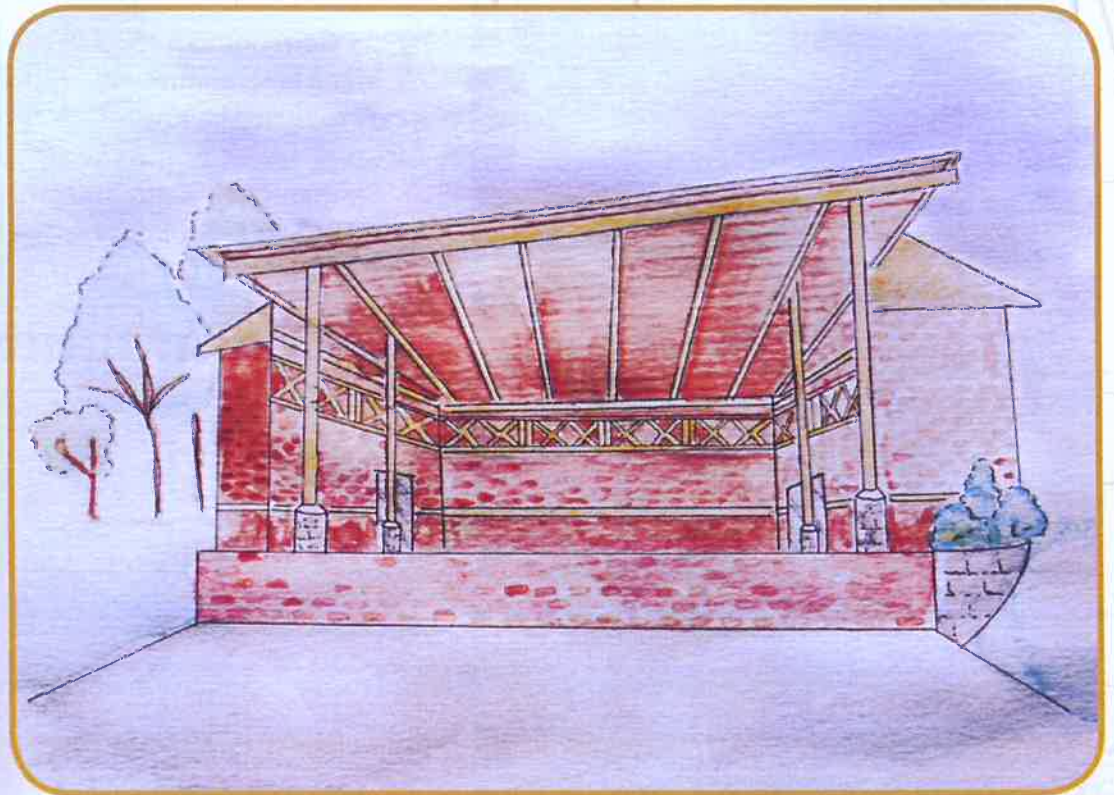
11062 Ashbury Circle #5
Street Address

Germantown, WI 53022
City, State & Zip Code

Kiwanis Performing Arts Pavilion

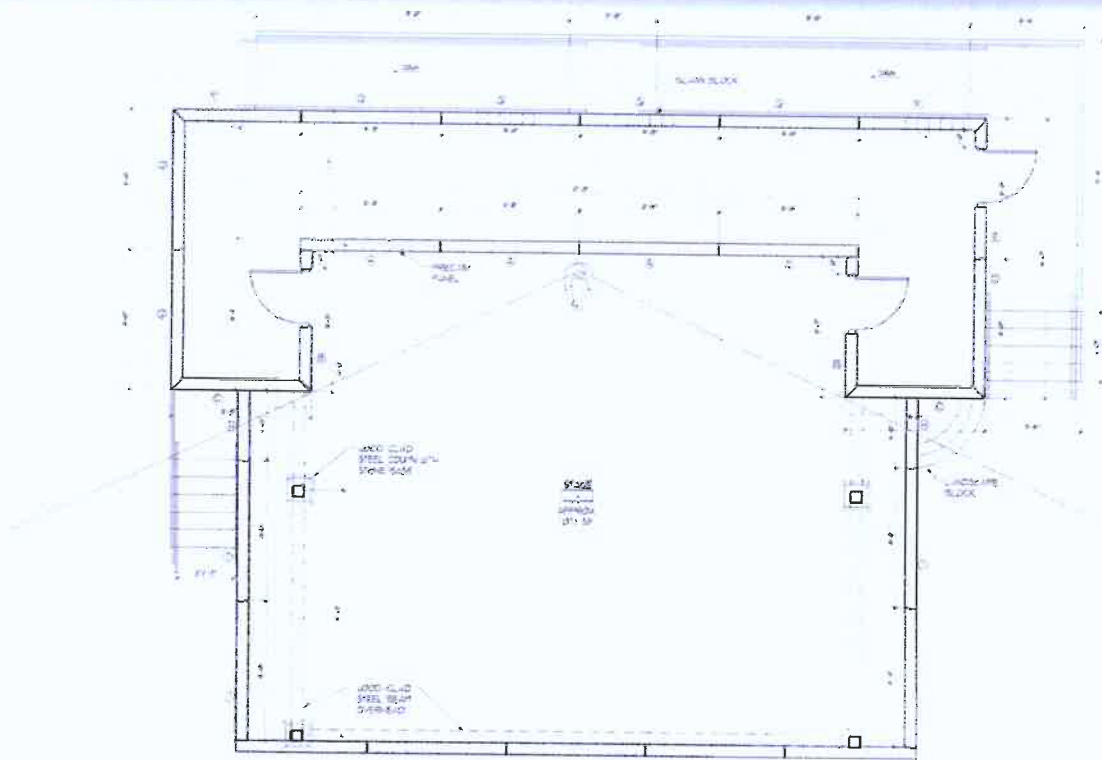


WE NEED! YOUR HELP!



**Artist's rendering of potential Performance Pavilion*

PERFORMANCE PAVILION



The Germantown Kiwanis, with the assistance of other important community groups, has begun to collect funds to build the Kiwanis Performing Arts Pavilion (KPAP). Assisting us with this fund raising will be The Village of Germantown, Germantown Friends of the Park, the Germantown Band Booster, The Germantown Arts Group, the Germantown Community Band and others.

●● Community Asset ●●

The new Performance Pavilion is proposed to be in Firemen's Park. The Performance Pavilion will be the perfect venue for a number of existing and new community arts programs. The summer community band concerts would now be held in this new stage area. Germantown's Fourth of July celebration, supported by the Germantown Kiwanis, would now have the opportunity to expand its all-day event with a variety of entertainment. This permanent Performance Pavilion will be designed and built to allow for the best possible sound reproduction.

GET INVOLVED

In-Kind Donations

The construction of the Germantown Kiwanis Performance Pavilion will be made possible not only through generous monetary donations, but also "in-kind" gifts of materials and services. If you, or someone you know, is able and willing to donate materials, or time, the project could greatly benefit from any of the following contributions:

- Landscaping
- Lumber
- Concrete
- Electrical Work
- Plumbing
- Masonry Work

Possible Future Activities

- Community Band
- Park and Rec Activities
- Performing Arts Events
- Art Exhibitions
- Festivals
- July 4th Festivities
- School District Activities
- Weddings
- Special Events
- Corporate Events
- Public Forums
- Worship Services



Please join us in Fireman's Park on Thursday, July 17 for the first annual **Taste of Germantown**. Guests will enjoy live music and samplings from Germantown's favorite restaurants! This great event will give you just a taste of future events that the Kiwanis Performing Arts Pavilion will be able to host. Proceeds will go towards the building of the Kiwanis Performing Arts Pavilion.

We need your help to make this dream a reality. Our efforts are to raise funds over the next several years to build this wonderful addition to Germantown's Firemen's Park. We need your help and are looking for contributors to make this happen. Please consider joining the community and step up to be a sponsor. **GET INVOLVED!**



WHAT IS KIWANIS?



Kiwani is a global organization of volunteers dedicated to changing the world, one child and one community at a time, through service to children and communities.

Membership:

About **8,000** clubs in **96** countries with more than **260,000** adult members and approximately **320,000** youth.

● ● ● ● **Germantown Kiwanis** ● ● ● ●

In Service To Our Community

Germantown Kiwanis has been serving the community for over 25 years. Its volunteers have raised funds to give back to the community and to help support Germantown youth with leadership programs in the Germantown schools at the elementary level with K-Kids, middle school level with Builders Club and high school level with Key Club. These clubs all help kids learn about volunteerism in the community. In addition, Kiwanis awards educational scholarships, sponsors youth sports teams, community events participation in Mai Fest, and presenter of Fourth of July events. To support these activities Kiwanis does a number of fund-raising events.

Contact Us

Community members interested in making a tax-deductible donation to the Kiwanis Performing Arts Pavilion can make checks payable to Kiwanis Band Shell/Friends of the Park, and send to:

For additional information on the Kiwanis Performing Arts Pavilion, stay connected:

Germantown Kiwanis
P.O. Box 531
Germantown, WI 53022

www.gtownkiwanis.org



Kiwanis of Germantown, WI