



City of Appleton

100 North Appleton Street
Appleton, WI 54911-4799
www.appleton.org

Meeting Agenda - Final Finance Committee

Wednesday, November 7, 2018

5:30 PM

Council Chambers, 6th Floor

Special

1. Call meeting to order
2. Roll call of membership
4. **Public Hearings/Appearances**
5. **Action Items**

[18-1636](#)

CRITICAL TIMING Request to enter into intergovernmental Agreement with Appleton Area School District to borrow short term cash in an amount not to exceed \$17,500,000 from time to time as needed. The note shall be dated as of date of issuance, shall bear interest at the rate of 2% above the average Federal Funds rate from its dated date until paid; and shall mature no later than June 30, 2019. Interest on the note shall be paid at maturity or redemption.

Attachments: [AASD Memo.pdf](#)
[AASD Note.pdf](#)

6. **Information Items**

None

7. **Adjournment**

Notice is hereby given that a quorum of the Common Council may be present during this meeting, although no Council action will be taken.

Reasonable Accommodations for Persons with Disabilities will be made upon Request and if Feasible.

For questions regarding this agenda, please contact Tony Saucerman at (920) 832-6440.



LEGAL SERVICES DEPARTMENT

Office of the City Attorney

100 North Appleton Street
Appleton, WI 54911-4799

Phone: 920/832-6423

Fax: 920/832-5962

October 22, 2018

Re: Appleton Area School District
Calumet, Outagamie and Winnebago Counties, Wisconsin ("Issuer")
\$17,500,000 Taxable Tax and Revenue Anticipation Promissory Note,
dated October 22, 2018 ("Note")

We have acted as bond counsel to the Issuer in connection with the issuance of the Note. In such capacity, we have examined such law and other certified proceedings, certifications, and other documents as we have deemed necessary to render this opinion.

Regarding questions of fact material to our opinion, we have relied on the certified proceedings and other certifications of public officials and others furnished to us without undertaking to certify the same by independent investigation.

We certify that we have examined a sample of the Note and find the same to be in proper form.

Based upon our examination, it is our opinion under existing law that:

1. The Note has been duly authorized by the Issuer and, when issued, would be a valid and binding special obligation of the Issuer.
2. The interest on the Note is included for federal income tax purposes in the gross income of the owners of the Note.

We express no opinion regarding the accuracy, adequacy, or completeness of any other offering material relating to the Note. Further, we express no opinion regarding tax consequences arising with respect to the Note other than as expressly set forth herein.

This opinion is not intended to be used, and cannot be used, to avoid federal tax penalties.

The rights of the owners of the Note and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and similar laws affecting creditors' rights and may be subject to the exercise of judicial discretion in accordance with general principles of equity, whether considered at law or in equity.

This opinion is given as of the date hereof, and we assume no obligation to revise or supplement this opinion to reflect any facts or circumstances that may hereafter come to our attention, or any changes in law that may hereafter occur.

Sincerely,

James P. Walsh
City Attorney

James P. Walsh
City Attorney

Christopher R. Behrens
Deputy City Attorney

Amanda Abshire
Assistant City Attorney

Darrin M. Glad
Assistant City Attorney

EXHIBIT A-1

**UNITED STATES OF AMERICA
STATE OF WISCONSIN
CALUMET, OUTAGAMIE, WINNEBAGO COUNTIES
SCHOOL DISTRICT OF APPLETON AREA**

TAXABLE TAX AND REVENUE ANTICIPATION PROMISSORY NOTE

DATED October 22, 2018

MASTER NOTE

For value received, the School District of Appleton, Wisconsin (the "District") hereby acknowledges itself to owe and promises to pay in lawful money of the United States of America to the City of Appleton, Wisconsin, or registered assigns (the "Purchaser"), on or before June 30, 2019, the sum of not to exceed SEVENTEEN MILLION FIVE HUNDRED THOUSAND DOLLARS (\$17,500,000) (but only so much as shall have been advanced and outstanding) together with interest on the unpaid principle balance from the respective dates the outstanding principle amounts were advanced at the rate of 2% above the average federal funds rate from its dated date until paid; and shall mature no later than June 30, 2019. Disbursements of the proceeds of this Note shall be made by the Purchaser to the District within two (2) business days after the receipt of one or more Disbursement Notes in the form attached hereto as Exhibit B-1. The Purchaser shall record such format shown on the attached Exhibit C-1.

The principle and interest on this Note will be paid by the District Clerk or District Treasurer at the City office: 100 N. Appleton Street, Appleton, Wisconsin 54911. Interest shall be paid on a 30/360 day basis at maturity.

This Note is prepayable by the District at any time.

This Note is issued pursuant to Section 67.12(8)(a)1, Wisconsin Statutes, for the public purpose of paying the immediate expenses of operating and maintaining the public instruction in the District during the current school year; does not exceed one half of the estimate receipts for the operation and maintenance of the District for the current school year and shall not extend beyond June 30, 2019 of the next school year as authorized by a resolution of the governing body of the District duly adopted at a lawful open meeting held on October 22, 2018. Said resolution is recorded in the official minutes of said governing body for said date.

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 District, 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 the District has irrevocably pledged taxes heretofore levied and other revenues, including state aids, sufficient to pay this Note, together with interest thereon, when and as payable.

IN WITNESS WHEREOF, the District, by its governing body, has caused this Note to be executed by its duly qualified officers and to be sealed with its official or corporate seal, if any, as of the day and year first above written.

(SEAL)

City Law A17-0618

By: Kay S. Eggert
Kay S. Eggert, District President

And: James R. Bowman
James R. Bowman, District Clerk