

**REDEVELOPMENT AUTHORITY
OF THE
CITY OF APPLETON, WISCONSIN**

January 31, 2018

Resolution No. _____

**RESOLUTION APPROVING A PROPOSAL FOR
THE ISSUANCE OF BONDS TO FINANCE THE
FOX CITIES EXHIBITION CENTER**

WHEREAS, the Redevelopment Authority of the City of Appleton, Wisconsin (the “**Authority**”) is a redevelopment authority organized by the City of Appleton, Wisconsin (the “**Municipality**”), under Section 66.1333 of the Wisconsin Statutes (the “**Redevelopment Act**”) and is authorized by the Redevelopment Act:

- (a) to acquire property necessary or incidental to an urban renewal program and to lease, sell, or otherwise transfer such property to a public body for use in accordance with a redevelopment plan;
- (b) to enter into contracts determined to be necessary to effectuate the purposes of the Redevelopment Act;
- (c) to issue revenue bonds to finance its activities; and
- (d) to issue refunding bonds for the payment or retirement of such bonds; and

WHEREAS, pursuant to an Exhibition Center Cooperation Agreement, dated as of November 24, 2015 (the “**Agreement**”), entered into by and among the Authority, the Fox Cities Room Tax Commission, the City of Appleton, Wisconsin, certain additional municipalities in the Fox Cities area, and the Fox Cities Performing Arts Center, Inc., certain facts and assumptions were made, including that the Authority would issue bonds to finance the construction of the Fox Cities Exhibition Center (the “**Exhibition Center**”); and

WHEREAS, the Authority has reviewed a financing plan proposed by Robert W. Baird & Co. Incorporated (“**Baird**”) for the issuance of bonds by the Authority to finance the Exhibition Center (the “**Proposal**”), which bonds are generally consistent with the bonds contemplated under the Agreement; and

WHEREAS, the Authority now wishes to proceed with the issuance of bonds contemplated by the Proposal;

NOW, THEREFORE, be it resolved by the Commissioners of the Authority as follows:

Section 1. Approval of Baird Plan.

The Authority hereby authorizes and approves the issuance of bonds as set forth in the Baird Proposal, subject to the negotiation and approval by the Authority of the final terms of such bonds.

Section 2. Effective Date; Conformity.

This Resolution shall be effective immediately upon its passage and approval. To the extent that any prior resolutions of this body are inconsistent with the provisions hereof, this Resolution shall control and such prior resolutions shall be deemed amended to such extent as may be necessary to bring them in conformity with this Resolution.

Adopted: January 31, 2018

Chairperson

Executive Director

CERTIFICATIONS BY EXECUTIVE DIRECTOR

I, _____, hereby certify that I am the duly qualified and acting Executive Director of the Redevelopment Authority of the City of Appleton, Wisconsin (the “**Authority**”), and as such I have in my possession, or have access to, the complete corporate records of the Authority and of its Commissioners (the “**Governing Body**”) and that attached hereto is a true, correct, and complete copy of the resolution (the “**Resolution**”) entitled:

RESOLUTION APPROVING A PROPOSAL FOR THE ISSUANCE OF BONDS TO FINANCE THE FOX CITIES EXHIBITION CENTER

I do hereby further certify as follows:

1. **Meeting Date.** On January 31, 2018, a meeting of the Governing Body was held commencing at ____ p.m.
2. **Posting.** On January ____, 2018 (and not less than 24 hours prior to the meeting), I posted, or caused to be posted, at the Authority’s offices in Appleton, Wisconsin a notice setting forth the time, date, place, and subject matter (including specific reference to the Resolution) of said meeting.
3. **Notification of Media.** On January ____, 2018 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the date, time, location, and subject matter (including specific reference to the Resolution) of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Authority.
4. **Open Meeting Law Compliance.** Said meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.
5. **Members Present.** Said meeting was duly called to order by the Chairperson (the “**Presiding Officer**”), who chaired the meeting. Upon roll call, I noted and recorded that there were ____ members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.
6. **Consideration of and Roll Call Vote on Resolution.** 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 the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved, and seconded, and after due consideration, upon roll call, ____ of the Governing Body members voted Aye, ____ voted Nay, and ____ Abstained.

7. **Adoption of Resolution.** The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then approved the Resolution and declared that the Resolution was adopted, and I recorded the adoption of the Resolution.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Authority hereto, if any, on January ____, 2018.

Executive Director

[SEAL]