

**FOREST COUNTY BOARD OF SUPERVISORS PROCEEDINGS**  
**AUGUST 20, 2024**

**CALL TO ORDER**

The Regular meeting of the Forest County Board of Supervisors was held on August 20, 2024, in the County Board Room at the Courthouse in Crandon, Wisconsin. Chair, Ron Skallerud called the meeting to order at 6:00 p.m. The Pledge of Allegiance was given by all present. Clerk, Nora Matuszewski, read the agenda.

**ROLL CALL**

Present: Augustin, Chaney, Dailey, Decorah, Dehart, Goode (present at 6:11 p.m.), Gretzinger, Karl, Landru (Teams), Lukas, Marvin, Miller, Peterson, Piasini, Skallerud, Tallier, Weber, Wirtz. Absent (2); Dewing & Moravec. Vacant Seats: (1). Dewing & Moravec present to vote on Bug Tussel bonding resolution.

**APPROVAL OF AGENDA**

Motion by Dailey to approve the agenda, second by Weber. All present voting AYE (18). Absent (2); Dewing & Moravec. Motion carried.

**APPROVE MINUTES FROM JULY 16, 2024 MEETING**

Motion by Chaney to approve the July 16, 2024 minutes, second by Weber. All present voting AYE (18). Absent (2); Dewing & Moravec. Motion carried.

**PUBLIC COMMENT ON AGENDA ITEMS**

There were several in attendance from the public to express their support for the Broadband bonding with Bug Tussel.

Barbara Barker – Armstrong Creek Town Chair expressed support for the bonding. Walter Leja, from Armstrong Creek also spoke about support for the bonding. His concern was the need for the high-speed broadband for the rescue units.

Jason Neilitz – Expressed the importance of fiber in Forest County and the need for the technology for the elderly (telehealth) and schools. He told the Board that the Sokaogon Chippewa has applied for a Broadband grant and they scored 91, which is good for possibly acquiring it; they will know in 60-90 days if they will be awarded the grant. They based this application on working with Forest County to expand the Broadband network and they will be working with Bug Tussel on this project as well if they obtain the grant. Several other tribal members spoke about the need for telehealth for the aging population in Forest County and the need for mental health (people are afraid to go to the doctor because of the stigma, with telehealth, no one would know they are reaching out for help). One parent explained that she has a special needs child and she to travel a great distance to access the help she needs. Another resident from Laona told the committee he has adult children that would move back here if they could because they are able to work remotely but, they are not able because of not having the broadband needed to work here.

**COMMUNICATIONS ON FILE WITH THE BOARD**

Motion by Weber to place all communications on file in the County Clerk's office, second by Dehart. All present voting AYE (18). Absent (2); Dewing & Moravec. Motion carried.

**APPOINTMENTS OR ELECTIONS**

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None

**PERSONAL APPEARANCES**

Steve Watson- Digital Navigator and James Whiteaker, Naunkca -Q&A – Not present

Visit Forest County – Chris Shafer (CEO) – Shafer thanked everyone for coming and told everyone this Broadband project is about business and personal. He has been working with the Sokaogon Chippewa on many projects. He had the Clerk distribute to the Board members a PSC Broadband map of Forest County which showed the under and unserved in Forest County. He told the committee other broadband providers do not want to come to Forest County. There is a need for the County to take the next step to build partnerships. Shafer spoke of several projects taking place right now, one being an apartment complex and a professional bass fisherman guide, with a 90-second commercial and a lot of ATV stuff going on.

Chairperson Report

Forestry – Chaney

The County bought another 33-acres of timber land, the park is doing well and the committee would like to possibly put up a flag pole this fall.

Health- Decorah

The Health Department is finally fully staffed.

Zoning – Karl

Zoning permits are up for the year along with revenues.

Highway – Marvin

The committee is working on Highway Office Manager interviews.

Building – Lukas

The building work is progressing well. The committee just received the bids for the Jail boilers for around \$325,000.

Finance – The committee is working on budget and the insurance agent was in and told the committee the premium increases will range from 8-10% for 2025,

Social Services – Gretzinger

The Department is doing good and the Director is doing a good job as well. The caseloads keep going up. The ADRC and Aging will be joining for a whole new make-up for the department.

Fair- Dehart

The Fair is going on as usual with dates set for the weekend after Labor Day, September 5,6,7,8.

Library – Augustin

The 5-year plan for the Library was updated.

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Transition – Skallerud

Skallerud updated all present on what has been going on with the Human Services Department dissolution and how the County got to where they are with the services, etc. He explained the dissolution of the ADRC and then the work being done to create a

Human Services Department within Forest County and the integration of the ADRC with the Commission on Aging. He talked about moving forward with the Department as a whole and the possibility of subcontracting out services with Oneida County for a year or so.

Skallerud told everyone the County decided to hire a County wide Finance Administrator, who is Danielle McLaughlin.

**RESOLUTIONS**

**Resolution 53-2024 Offered by Finance**

There were two board members absent from the meeting and there was concern that a decision like this needed all present for the vote. The two board members were called; Moravec attended by phone and Dewing attended via Teams for the vote to take place on the Bug Tussel Revenue Bond Financing. Both members were present for the vote at 7:16p.m.

Motion by Augustin to forego reading of the resolution, second by Dehart. All present voting AYE (20); Absent (0). Motion carried.

**FINAL RESOLUTION REGARDING UNCONDITIONAL COUNTY GUARANTY OF ITS  
PRO RATA SHARE, INTERGOVERNMENTAL AGREEMENT AND  
TAXABLE REVENUE BOND FINANCING  
FOR BUG TUSSEL 2, LLC PROJECT**

BE IT RESOLVED by the County Board of Forest County, Wisconsin, as follows:

**Recitals.**

1.01 Under Wisconsin Statutes, Section 66.1103, as amended (the “Act”), the Issuer (as hereinafter defined) 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 Bug Tussel 2, LLC, a Wisconsin limited liability company (the “Borrower”), Hilbert Communications, LLC, a Wisconsin limited liability company (the “Company” and the “Guarantor”) and/or one or more of its affiliates (including, without limitation, Bug Tussel Wireless, LLC and Cloud 1, LLC), whether existing on the date hereof or to be formed and whether owned directly or indirectly by the Company, desires to finance a project consisting of the acquisition, construction and installation of certain telecommunications infrastructure that includes, among other things (i) acquisition of tower sites by purchase or lease of land and equipping such sites with towers and electronics to provide broadband, high speed cellular, emergency communications and point to point (P2P) data communications; (ii) constructing fiberoptic data transmission facilities (cable and electronics) between towers, key community facilities, businesses and residential aggregation points; (iii) where appropriate, connecting individual premises into the broadband network including the cost of Consumer Premise Equipment (CPE); (iv) payment of capitalized interest; (v) funding of a debt service reserve

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fund; (vi) payment of such project costs located in the participating counties, which includes project costs located in Forest County to be financed with Series 2024 Bonds in an amount not to exceed \$11,000,000; and (vii) payment of professional fees (collectively, the “Project”), all of which will be for the purpose of providing wireless internet and telephone communications services to businesses, governmental units and residents of rural communities where such service is currently unavailable or is prohibitively expensive.

- 1.03 The Project will be constructed and installed in one or more of the following Wisconsin counties yet to be determined, with each respective county that has agreed to participate in the issuance of the Series 2024 Bonds to be evidenced by such participating county entering into the Intergovernmental Agreement (defined herein) in connection with the issuance of the Series 2024 Bonds (each a “2024 Participating County” and collectively, the “2024 Participating Counties”): (i) Fond du Lac County, (ii) Forest County, (iii) Iowa County, (iv) Jefferson County, (v) Lafayette County, (vi) Marathon County, (vii) Price County, (viii) Sawyer County, (ix) Taylor County, and (x) Waushara County.
- 1.04 The Act authorizes the Issuer to make loans to an eligible participant, in connection with financing a qualified project.
- 1.05 Pursuant to initial resolutions duly adopted by (i) the Fond du Lac County Board on May 21, 2024, (ii) the Forest County Board on June 18, 2024, (iii) the Iowa County Board on May 21, 2024, (iv) the Jefferson County Board on June 11, 2024, (v) the Lafayette County Board on June 18, 2024, (vi) the Marathon County Board on June 18, 2024, (vii) the Price County Board on June 18, 2024, (viii) the Sawyer County Board on July 18, 2024, (ix) the Taylor County Board on July 23, 2024, and (x) the Waushara County Board on July 16, 2024, the 2024 Participating Counties expressed their intention to enter into an Intergovernmental Agreement (the “Intergovernmental Agreement”), pursuant to which the Issuer would issue revenue bonds to be issued in one or more issues or series in an aggregate principal amount not to exceed \$250,000,000 to finance the Project. Notices of adoption of the initial resolutions adopted by the respective 2024 Participating Counties on May 21, 2024; June 11, 2024; June 18, 2024; July 16, 2024; July 18, 2024; and July 23, 2024 were published as provided in the Act, and no petition requesting a referendum upon the question of issuance of the revenue bonds has been filed in any 2024 Participating County as of the date of this resolution. The closing of the Series 2024 Bonds shall not occur until the 30-day petition period following publication has expired in all 2024 Participating Counties.
- 1.06 The 2024 Participating Counties shall enter into the Intergovernmental Agreement to appoint Fond du Lac County as the issuer (the “Issuer”) of the Series 2024 Bonds for the purpose of financing the Project on behalf of the Borrower, and as agent on behalf of the 2024 Participating Counties with respect to the Pledge of Membership Agreement to be dated the closing date of the Series 2024 Bonds, between Hilbert Communications, LLC, a Wisconsin limited liability company, and the Issuer for the benefit of the 2024 Participating Counties, and other counties as may be joined to the Intergovernmental Agreement after the date hereof by executing the Counterpart and Joinder to Intergovernmental Agreement.
- 1.07 The Borrower has requested that Forest County and each 2024 Participating County who will directly benefit from the Project provide an unconditional general obligation guaranty, to which the full faith and credit and taxing power of Forest County are pledged (the “County Guaranty”) to enhance the collateral position of the Borrower in an amount equal to Forest County’s or such 2024 Participating County’s (as applicable) pro rata share of the principal of and interest on the Series 2024 Bonds in an amount necessary to replenish the debt service reserve fund, including

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any compound interest payable on amounts paid by the Insurer (defined herein) for the Series 2024 Bonds, which for Forest County will be in an amount not to exceed \$11,000,000 (plus interest to accrue thereon annually over the life of the Series 2024 Bonds at a rate not to exceed 8.00%), including any compound interest payable on amounts paid by the Insurer for the Series 2024 Bonds.

1.08 The Guarantor will provide a guaranty (the “Hilbert Guaranty”) to Forest County, and each 2024 Participating County, guaranteeing the full and prompt payment to Forest County, and each 2024 Participating County, of amounts due from the Borrower pursuant to, and the performance of all other obligations, covenants and agreements of the Borrower under the Reimbursement Agreements by and between the Borrower and each of the 2024 Participating Counties, the Intergovernmental Agreement, and the Mortgage or Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Financing Statement referenced below.

1.09 The Borrower will have the primary obligation to make all scheduled principal and interest payments when due, and each 2024 Participating County’s Guaranty will apply only in the event that the Borrower does not pay such debt service as required and a draw is made on the debt service reserve fund for the Series 2024 Bonds (defined below) established under the Indenture.

1.10 In return for the County Guaranty by each 2024 Participating County, each 2024 Participating County shall receive a guaranty fee as further described in Section 3.02, and the Borrower and the Guarantor will pay any and all costs of each 2024 Participating County and all expenses incurred by each 2024 Participating County related to the Series 2024 Bonds.

1.11 As further security for the County Guaranty, Forest County and each 2024 Participating County shall receive a first fee or leasehold mortgage on all land, buildings, and improvements of the Borrower and a first security interest, subordinate only to the security interest of the State of Wisconsin, the Public Service Commission of Wisconsin, or similar agency, political subdivision, or instrumentality of the state (the “State”) to the extent required by the State as a condition of grant funding provided for financed assets, in all fixtures and equipment of the Borrower located in the applicable county in which the Project financed with proceeds of the Series 2024 Bonds is constructed.

1.12 The Project includes necessary infrastructure for essential services, including emergency response and public safety communications by and for Forest County and local units of government in Forest County and is in furtherance of the public purposes set forth in the Act, Wisconsin Statutes, Section 59.54, and promotes the economic development and well-being of Forest County.

1.13 The obligations of Forest County and each 2024 Participating County under its respective County Guaranty are expected to be insured by Build America Mutual Assurance Company (the “Insurer”) under its Municipal Bond Insurance Policy (the “Policy”) containing provisions consistent with the provisions of this resolution and the documents listed in Section 1.14 and approved by the Issuer's counsel, bond counsel, and the appropriate officer or officers of Forest County.

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

a Preliminary Limited Offering Memorandum;

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- (b) a Bond Purchase Agreement by and among Ramirez & Co., Inc., as representative, acting on behalf of itself, Robert W. Baird & Co. Incorporated, and Oppenheimer & Co. Inc., as underwriters, and the Issuer, with the Letter of Representations from the Borrower and accepted and agreed to by the Issuer;
- (c) an Indenture of Trust (the “Indenture”) by and between the Issuer and U.S. Bank Trust Company, National Association, as trustee (the “Trustee”);
- (d) a Loan Agreement (the “Loan Agreement”) by and between the Issuer and the Borrower;
- (e) a Series 2024 Promissory Note from the Borrower to the Issuer, and assigned to the Trustee;
- (f) a Reimbursement Agreement from the Borrower to Forest County;
- (g) a form of Facilities Access Agreement from the Borrower to Forest County;
- (h) a form of Mortgage or Leasehold Mortgage, Assignment of Leases and Rents, Security Agreement, and Fixture Financing Statement from the Borrower to Forest County;
- (i) a Continuing Disclosure Agreement;
- (j) a Guaranty Agreement (Hilbert Guaranty) from the Guarantor to Forest County;
- (k) a Borrower’s Closing Certificate;
- (l) an Intergovernmental Agreement to be signed by each 2024 Participating County; and
- (m) the unconditional County Guaranty from Forest County.

Findings and Determinations.

It is hereby found and determined that:

based on representations of the Borrower, the Project constitutes a “project” authorized by the Act; 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;

the Project includes necessary infrastructure for essential services by and for Forest County and local units of government in Forest County and is in furtherance of the public purposes set forth in the Act, Wisconsin Statutes, Section 59.54, and promotes the economic development and well-being of Forest County;

it is desirable that a series of taxable revenue bonds in an aggregate principal amount not to exceed \$109,000,000 (the “Series 2024 Bonds”) be issued by the Issuer upon the terms set forth in the Indenture and Loan Agreement, under the provisions of which the Issuer's interest in the Indenture and Loan 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 Series 2024 Bonds outstanding under the Indenture;

the loan payments provided for in the Loan Agreement, and the formula set out for revising those payments under the Loan 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 Series 2024 Bonds issued under the Indenture when due; the amount necessary in each year to pay the principal of and interest on the Series 2024 Bonds is the sum of the principal and interest on the Series 2024 Bonds due in such year, whether on a stated payment date, a redemption date, or otherwise; the Loan Agreement provides that the Borrower shall provide for the maintenance of the Project in good repair, keeping it properly insured; and

under the provisions of the Act, the Series 2024 Bonds shall be limited obligations of the Issuer and the Series 2024 Bonds do not constitute an indebtedness of the Issuer or the 2024 Participating Counties, within the meaning of any state constitutional or statutory provision, and do not constitute nor give rise to a charge against the Issuer's or the 2024 Participating Counties’ general credit or taxing powers or a pecuniary liability of the Issuer or the 2024 Participating Counties.

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Approvals and Authorizations.

There is hereby approved the issuance by the Issuer of its Taxable Revenue Bonds, Series 2024 (Bug Tussel 2, LLC Project) (Social Bonds) (specifically, the Series 2024 Bonds) in an aggregate principal amount not to exceed \$109,000,000, for the purpose of financing the Project.

In furtherance of the public purposes recited above:

- (a) Forest County shall provide an unconditional County Guaranty to enhance the collateral position of the Borrower in an amount equal to Forest County's pro rata share of the principal of and interest on the Series 2024 Bonds in an amount necessary to replenish the debt service reserve fund in an amount not to exceed \$11,000,000 (plus interest to accrue thereon annually over the life of the Series 2024 Bonds at a rate not to exceed 8.00%), including any compound interest payable on amounts paid by the Insurer for the Series 2024 Bonds. In return for its County Guaranty, Forest County shall receive either (i) an annual guaranty fee equal to 40 basis points (0.40%) of the outstanding par amount of the Series 2024 Bonds covered by its County Guaranty, payable on a semi-annual basis on each May 1 and November 1, or (ii) a discounted upfront guaranty fee as agreed to by the Borrower and Forest County. Prior to issuance of the Series 2024 Bonds, each 2024 Participating County on behalf of which Series 2024 Bonds are being issued shall have each authorized the execution and delivery of its respective County Guaranty.
- (b) There is hereby authorized the issuance by Forest County of general obligation promissory notes pursuant to Section 67.12(12), Wisconsin Statutes, to finance payment of the County Guaranty. The terms and provisions of any such notes shall be established pursuant to a subsequent resolution of this County Board.

Forest County hereby authorizes the execution and delivery of the Intergovernmental Agreement, the County Guaranty and the other documents listed in Section 1.14 above to which Forest County is a signatory.

Subject to the conditions set forth herein, the County Board Chairperson and the County Clerk are authorized and directed to execute and deliver the County Guaranty, the Intergovernmental Agreement and the other documents listed in Section 1.14 above to which Forest County is a signatory. In addition, Forest County hereby authorizes the execution and delivery of a commitment with the Insurer consistent with the provisions of this resolution and the documents listed in Section 1.14 above as well as any other agreements, certificates or documents necessary to obtain the Policy.

The County Board Chairperson and the County Clerk and other officers of Forest County are authorized to prepare and furnish to the Trustee and bond counsel certified copies of all proceedings and records of the Forest County of relating to the Series 2024 Bonds, and such other affidavits and certificates as may be required by the Trustee and bond counsel.

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

Motion by Lukas to approve the resolution as presented, second by Marvin. All present voting AYE (20); Absent (0). Motion carried.

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**Resolution 54-2024 Offered by County Board Chair**

NOW, THEREFORE, BE IT RESOLVED, by the Forest County Board of Supervisors that when a meeting of two or more committees meet each and every committee member shall have a right to vote.

BE IT FURTHER RESOLVED, that a majority of the members of a joint committee shall constitute a quorum.

Motion by Piasini to approve the resolution as presented, second by Tallier. All present voting AYE (18); Absent (2) Dewing, Moravec. Motion carried.

**Resolution 55-2024 Offered by Personnel**

NOW, THEREFORE, BE IT RESOLVED by the Forest County Board of Supervisors that a Public Health Nurse Intern with the duties and pay structure as set forth in the job description shall be employed by Forest County.

Motion by Chaney to approve the resolution as presented, second by Dailey. All present voting AYE (18); Absent (2) Dewing, Moravec. Motion carried.

**Resolution 56-2024 Offered by Finance**

NOW, THEREFORE, BE IT RESOLVED by the Forest County Board of Supervisors that the 2024 budget shall be amended to reflect that the Forestry and Recreation Department will not pay the Metonga Lake Association until further approval by the Board of Supervisors.

Motion by Weber to approve the resolution as presented, second by Peterson. All present voting AYE (19); Absent (2) Dewing, Moravec. Motion carried.

**Resolution 57-2024 Offered by Building/Public Property**

NOW THEREFORE, BE IT RESOLVED by the Forest County Board of Supervisors that if the Commission on Aging ceases to exist and/or if said committee fails to pay for the expenses, insurance, maintenance, repairs, and/or remodeling of the building for a period of 6 months, the use and ownership of said building will revert to the Forest County Highway Department.

Motion by Lukas to approve the resolution as presented, second by Miller. All present voting AYE (18); Absent (2) Dewing, Moravec. Motion carried.

**Resolution 58-2024 Offered by Personnel & Finance**

NOW, THEREFORE, BE IT RESOLVED by the Forest County Board of Supervisors that the Human Services Department positions with the duties and pay structure as set forth in the job descriptions attached hereto shall be employed by Forest County.

Motion by Wirtz to approve the resolution as presented, second by Peterson. All present voting AYE (18); Absent (2) Dewing, Moravec. Motion carried.

**ORDINANCES**

None

**ANNUAL REPORTS**



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None

**ADJOURNMENT**

There being no further business, Motion by Piasini to adjourn, second by Chaney. All present voting AYE (18); Absent (2) Dewing, Moravec. Motion carried. Meeting adjourned at 7:47p.m.

These minutes are not official and are subject to change. They will be officially approved at the September 17, 2024 Forest County Board of Supervisors meeting.

Nora Matuszewski  
Forest County Clerk