



411 East Wisconsin Avenue
Suite 2400
Milwaukee, Wisconsin 53202-4428
414.277.5000
Fax 414.271.3552
www.quarles.com

Attorneys at Law in
Chicago
Denver
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October 30, 2024

VIA EMAIL AND UPS

Ms. Mackenzie Reed
City Clerk-Deputy Treasurer
City of Manitowoc
900 Quay Street
Manitowoc, WI 54220

Re: Bond Resolution - \$13,774,848 City of Manitowoc Sewerage System Revenue Bonds, Series 2024 (Clean Water Fund Loan) (the "Revenue Bonds")

Dear Mackenzie:

Enclosed for consideration at the November 18, 2024 Common Council meeting is a copy of a **Resolution** authorizing the execution of the Financial Assistance Agreement and the issuance of the Revenue Bonds to the State of Wisconsin Clean Water Fund Program. A copy of the draft Financial Assistance Agreement provided by DNR should be distributed to the Common Council along with the Resolution.

If you have not already done so, please include this Resolution on the agenda for the meeting. Please then post the agenda in at least three public places and provide it to the official newspaper of the City (or if the City has no official newspaper, to a news medium likely to give notice in the area) and to any other requesting media at least twenty-four hours prior to the meeting (see Section 19.84(1)(b), Wisconsin Statutes). **If the meeting will be a virtual meeting, please be sure to include on the agenda and the notices the dial-in number or other information necessary for the public and the media to access and monitor the meeting.** The enclosed **Certificate of Compliance with Open Meeting Law** must be completed in connection with the meeting at which this Resolution is adopted.

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Ms. Mackenzie Reed
October 30, 2024
Page 2

Unless the Common Council has adopted special rules regarding the adoption of borrowing resolutions, a vote of at least a majority of the members of the Common Council is necessary to adopt this Resolution. We have enclosed an **Excerpts of Minutes** form for you to complete which records the vote on the Resolution.

We are also enclosing a **Tax Matters Questionnaire**. Please review, correct, if necessary, complete and return it to us.

Please return one executed copy of the Resolution, the Excerpts of Minutes, the Certificate of Compliance with Open Meeting Law and the Questionnaire to us by an overnight delivery service immediately after the meeting so that we receive them no later than **Wednesday, November 20**. A copy of the Resolution should be incorporated into the minutes of the November 18, 2024 meeting.

Finally, we are enclosing a **Notice** regarding the adoption of the resolution authorizing the issuance and sale of the Revenue Bonds which you should provide to the City's official newspaper to be published as a class 1 notice as soon as possible after adoption of the Resolution. Please forward an Affidavit of Publication (which must be signed by a representative of the newspaper) for the Notice to us once it has been published.

If you have any questions regarding these documents or any other matter, please do not hesitate to call me at (414) 277-5430.

Very truly yours,

QUARLES & BRADY LLP

Jacob Lichter/TAB

Jacob P. Lichter

JPL:TAB

Enclosures

#630561.00100

cc: Shawn M. Alfred (w/enc. via email)
Jennifer Swokowski (w/enc. via email)
Erika Beeman (w/enc. via email)
Eric G. Nycz, Esq. (w/enc. via email)
Michael Gerbitz (w/enc. via email)
Susan Wojtkiewicz (w/enc. via email)
Andrew Constant (w/enc. via email)
Brad Viegut (w/enc. via email)
Emily Timmerman (w/enc. via email)
Aaron Heintz (w/enc. via email)

Katherine C. Miller (w/enc. via email)
Jessica Fandrich (w/enc. via email)
Rachel Liegel (w/enc. via email)
Andrea Ceron (w/enc. via email)
Amy Johnson (w/enc. via email)
Blythe Cassidy (w/enc. via email)
Jeffrey D. Peelen (w/enc. via email)
Tracy A. Berrones (w/enc. via email)