

**Village of Holmen
Board Proceedings
October 10, 2013**

President Proctor called the Holmen Village Board meeting to order at 7:00 pm on October 10, 2013, at the Holmen Village Hall.

Board members present: Nancy Proctor, Doug Jorstad, Neal Forde, Dawn Kulcinski, Bill Ebner and Rich Anderson. Ryan Olson was excused. Also present were Administrator Heinig, Park & Recreation Director Brogan, Police Chief McHugh, Public Works Director Olson, Clerk/Treasurer Hornberg, Attorney Al Peterson, Brian Reilly, Boy Scout Troup #21, Marilyn Pedretti and La Crosse Tribune reporter.

Public Hearing

None.

Public Comment

President Proctor welcomed Boy Scout Troup #21 and asked the members to introduce themselves.

Minutes

Neal Forde/Bill Ebner motioned to approve the minutes of the September 12, 2013, Board meeting as presented. The motion carried unanimously.

Doug Jorstad/Rich Anderson motioned to approve the minutes of the September 30, 2013, Special Board meeting as presented. The motion carried unanimously.

Planning Commission

Rich Anderson/Bill Ebner motioned to approve Ordinance #11-2013, An Ordinance Amending the Official Zoning Map of the Village of Holmen. The proposed amendment is to rezone parcel 14-130-4 from B-2 General Business District to R-5 Multi-family Residential District. The motion carried unanimously.

Rich Anderson/Dawn Kulcinski motioned to approve Resolution #18-2013, Acceptance of a CSM – Extraterritorial Review – County Rd V. The motion carried unanimously.

Rich Anderson/Dawn Kulcinski motioned to approve Resolution #19-2013, Acceptance of a CSM – Extraterritorial Review – Amsterdam Prairie Road and Henry Court. The motion carried unanimously.

County Supervisor's Report

County Supervisor Pedretti commented on the La Crosse County Zoning issue brought up in public comment at the September Board meeting. Pedretti indicated that the County Zoning department would be looking into their policy regarding notification of property owners located in the Village. She also mentioned the County was busy working out the 2014 budget and potential relocation of the County Administration building.

Shared Ride Committee

Trustee Anderson reported that ridership had increased by 65 rides (from 1741 to 1806) from August 2012 to August 2013.

Park, Recreation and Library Committee

Informational items only.

Law Enforcement Committee

Informational items only.

Public Works Committee

Neal Forde/Bill Ebner motioned to approve Change Order – McHugh Excavation – Hwy 35 Utility Project in the amount of \$4,084.00. The motion carried unanimously.

Finance and Personnel Committee

Rich Anderson/Neal Forde motioned to recommend Item 12.1 be reviewed and approved directly at the Board due to lack of quorum for October Finance meeting. The motion carried unanimously.

Neal Forde/Dawn Kulcinski motioned to recommend payment of the claims as presented for a total amount of \$485,037.40. The motion carried unanimously.

Neal Forde/Dawn Kulcinski motioned to recommend Item 12.2 be reviewed and approved directly at the Board due to lack of quorum for October Finance meeting. The motion carried unanimously.

Dawn Kulcinski/Bill Ebner motioned to approve Temporary Class “B” license for Coulee Comets Snowmobile Club “Snow’s a Comin” Dance to be held on November 16, 2013, at Holmen Area Fire Department located at 710 S. Main Street, Holmen. The motion carried unanimously.

Dawn Kulcinski/Doug Jorstad motioned to approve Operator License for Kathleen F. Cook – Midway BP. The motion carried unanimously.

Rich Anderson/Dawn Kulcinski motioned to recommend Item 12.3 be reviewed and approved directly at the Board due to lack of quorum for October Finance meeting. The motion carried unanimously.

Brian Reilly from Ehlers & Associates presented the recently re-affirmed bond rating of AA- from Standard & Poor’s. He informed the Board about the bids received from the sale of bonds the morning of October 10, 2013. The winning bid went to BOSCO, Inc., a subsidiary of BOK Financial Corporation, Milwaukee, Wisconsin at a rate of 3.2187%; full amount of the sale of bonds will be adjusted to a reduced amount of \$4,965,000.00. The reduced amount is due to discounts on the bond sale.

Dawn Kulcinski/Bill Ebner motioned to approve Resolution #20-2013, A Resolution Awarding the Sale of \$4,965,000 General Obligation Corporate Purpose Bonds, Series 2013A, *see attached copy of Resolution #20-2013*. The motion carried unanimously.

Neal Forde/Dawn Kulcinski motioned to table Resolution Regarding La Crosse County Zoning for further review by Finance & Personnel Committee. The motion carried unanimously.

Municipal Court Update

Administrator Heinig indicated that Rockland has requested to participate in Joint Municipal Court.

Fire Board Report

Meeting will be held next week.

Other Items before the Board

Director Olson commented on the street reconstruction project, including the alley behind Village Hall, which is currently in process and is anticipated to be completed soon.

Director Brogan informed the Board that the gas installation project at Deer Wood Park has been completed.

Administrator Heinig complimented the Clerk/Treasurer's Department staff for their outstanding patience, grace and tact in response to questions regarding the third quarter sewer rate increase. He also congratulated the Board on the successful 2013 bond issue and 2014 budget process.

President Proctor commented that the collaborative community center project may potentially request a non-binding referendum be included in the 2014 November election to receive a clear indication of public interest in the project.

Closed Session

None.

Bill Ebner/Dawn Kulcinski motioned to adjourn. The motion carried unanimously. The meeting adjourned at 7:43 pm.

Angela A. Hornberg, Village Clerk/Treasurer

RESOLUTION NO. 20-2013

RESOLUTION AWARDING THE SALE OF
\$4,965,000 GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2013A

WHEREAS, on September 12, 2013, the Village Board of the Village of Holmen, LaCrosse County, Wisconsin (the "Village") adopted initial resolutions authorizing the issuance of general obligation bonds in the following amounts and for the following public purposes: \$2,765,000 for the public purpose of constructing police facilities (the "Project"); and \$2,355,000 to refund obligations of the Village, including interest on them;

WHEREAS, the obligations to be refunded are the General Obligation Promissory Notes, dated December 28, 2010 (the "Refunded Obligations") (hereinafter the refinancing of the Refunded Obligations shall be referred to as the "Refunding");

WHEREAS, on September 12, 2013, the Village Board of the Village also adopted a resolution providing that the general obligation bond issues authorized by the initial resolutions be combined, issued and sold as a single issue of bonds (the "Bonds") for the purpose of paying the cost of the Project and the Refunding;

WHEREAS, the Village Board hereby finds and determines that the Project is within the Village's power to undertake and therefore serves a "public purpose" as that term is defined in Section 67.04(1)(b), Wisconsin Statutes;

WHEREAS, the Village Board deems it to be necessary, desirable and in the best interest of the Village to refund the Refunded Obligations for the purpose of providing permanent financing for the projects financed by the Refunded Obligations;

WHEREAS, the Village has directed Ehlers & Associates, Inc. ("Ehlers") to take the steps necessary to sell the Bonds;

WHEREAS, Ehlers, in consultation with the officials of the Village, prepared a Notice of Sale (a copy of which is attached hereto as Exhibit A and incorporated herein by this reference) setting forth the details of and the bid requirements for the Bonds and indicating that the Bonds would be offered for public sale on October 10, 2013;

WHEREAS, the Village Clerk (in consultation with Ehlers) caused a form of notice of the sale to be published and/or announced and caused the Notice of Sale to be distributed to potential bidders offering the Bonds for public sale on October 10, 2013;

WHEREAS, the Village has duly received bids for the Bonds as described on the Bid Tabulation attached hereto as Exhibit B and incorporated herein by this reference (the "Bid Tabulation");

WHEREAS, it has been determined that the bid proposal (the "Proposal") submitted by the financial institution listed first on the Bid Tabulation fully complies with the bid requirements set forth in the Notice of Sale and is deemed to be the most advantageous to the Village. Ehlers has recommended that the Village accept the Proposal. A copy of said Proposal

submitted by such institution (the "Purchaser") is attached hereto as Exhibit C and incorporated herein by this reference; and

WHEREAS, the Village Board now deems it to be necessary, desirable and in the best interest of the Village that the Bonds be issued in the aggregate principal amount of \$4,965,000 for the following public purposes: \$2,720,000 for the public purpose of constructing police facilities (the "Project"); and \$2,245,000 to refund obligations of the Village, including interest on them.

NOW, THEREFORE, BE IT RESOLVED by the Village Board of the Village that:

Section 1A. Ratification of the Notice of Sale and Offering Materials. The Village Board of the Village hereby ratifies and approves the details of the Bonds set forth in Exhibit A attached hereto as and for the details of the Bonds. The Notice of Sale and any other offering materials prepared and circulated by Ehlers are hereby ratified and approved in all respects. All actions taken by officers of the Village and Ehlers in connection with the preparation and distribution of the Notice of Sale, and any other offering materials are hereby ratified and approved in all respects.

Section 1B. Award of the Bonds. The Proposal of the Purchaser offering to purchase the Bonds for the sum set forth on the Proposal, plus accrued interest to the date of delivery, resulting in a true interest cost as set forth on the Proposal is hereby accepted. The President and Village Clerk or other appropriate officers of the Village are authorized and directed to execute an acceptance of the Proposal on behalf of the Village. The good faith deposit of the Purchaser shall be retained by the Village Treasurer until the closing of the bond issue, and any good faith deposits submitted by unsuccessful bidders shall be promptly returned. The Bonds bear interest at the rates set forth on the Proposal.

Section 2. Terms of the Bonds. The Bonds shall be designated "General Obligation Corporate Purpose Bonds, Series 2013A"; shall be issued in the aggregate principal amount of \$4,965,000; shall be dated October 30, 2013; shall be in the denomination of \$5,000 or any integral multiple thereof; shall be numbered R-1 and upward; and shall bear interest at the rates per annum and mature on October 1 of each year, in the years and principal amounts as set forth on the Pricing Summary attached hereto as Exhibit D-1 and incorporated herein by this reference. Interest is payable semi-annually on April 1 and October 1 of each year commencing on April 1, 2014. Interest shall be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to the rules of the Municipal Securities Rulemaking Board. The schedule of principal and interest payments due on the Bonds is set forth on the Debt Service Schedule attached hereto as Exhibit D-2 and incorporated herein by this reference (the "Schedule").

Section 2A. Designation of Maturities. For purposes of State law, the Bonds of this issue which mature first are designated as being issued to refund the Refunded Obligations and the remaining balance of the Bonds is designated to pay the cost of the Project.

Section 3. Redemption Provisions. The Bonds maturing on October 1, 2023 and thereafter shall be subject to redemption prior to maturity, at the option of the Village, on October 1, 2022 or on any date thereafter. Said Bonds shall be redeemable as a whole or in part,

and if in part, from maturities selected by the Village and within each maturity, by lot, at the principal amount thereof, plus accrued interest to the date of redemption. If the Proposal specifies that any of the Bonds are subject to mandatory redemption, the terms of such mandatory redemption are set forth on an attachment hereto as Exhibit MRP and incorporated herein by this reference.

Section 4. Form of the Bonds. The Bonds shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit E and incorporated herein by this reference.

Section 5. Tax Provisions.

(A) Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Bonds as the same becomes due, the full faith, credit and resources of the Village are hereby irrevocably pledged, and there is hereby levied upon all of the taxable property of the Village a direct annual irrepealable tax in the years 2013 through 2032 for the payments due in the years 2014 through 2033 in the amounts set forth on the Schedule.

(B) Tax Collection. So long as any part of the principal of or interest on the Bonds remains unpaid, the Village shall be and continue without power to repeal such levy or obstruct the collection of said tax until all such payments have been made or provided for. After the issuance of the Bonds, said tax shall be, from year to year, carried onto the tax roll of the Village and collected in addition to all other taxes and in the same manner and at the same time as other taxes of the Village for said years are collected, except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus money in the Debt Service Fund Account created below.

(C) Additional Funds. If at any time there shall be on hand insufficient funds from the aforesaid tax levy to meet principal and/or interest payments on said Bonds when due, the requisite amounts shall be paid from other funds of the Village then available, which sums shall be replaced upon the collection of the taxes herein levied.

Section 6. Segregated Debt Service Fund Account.

(A) Creation and Deposits. There be and there hereby is established in the treasury of the Village, if one has not already been created, a debt service fund, separate and distinct from every other fund, which shall be maintained in accordance with generally accepted accounting principles. Debt service or sinking funds established for obligations previously issued by the Village may be considered as separate and distinct accounts within the debt service fund.

Within the debt service fund, there hereby is established a separate and distinct account designated as the "Debt Service Fund Account for \$4,965,000 General Obligation Corporate Purpose Bonds, Series 2013A, dated October 30, 2013" (the "Debt Service Fund Account") and such account shall be maintained until the indebtedness evidenced by the Bonds is fully paid or otherwise extinguished. The Village Treasurer shall deposit in the Debt Service Fund Account (i) all accrued interest received by the Village at the time of delivery of and payment for the

Bonds; (ii) any premium not used for the Refunding which may be received by the Village above the par value of the Bonds and accrued interest thereon; (iii) all money raised by the taxes herein levied and any amounts appropriated for the specific purpose of meeting principal of and interest on the Bonds when due; (iv) such other sums as may be necessary at any time to pay principal of and interest on the Bonds when due; (v) surplus monies in the Borrowed Money Fund as specified below; and (vi) such further deposits as may be required by Section 67.11, Wisconsin Statutes.

(B) Use and Investment. No money shall be withdrawn from the Debt Service Fund Account and appropriated for any purpose other than the payment of principal of and interest on the Bonds until all such principal and interest has been paid in full and the Bonds canceled; provided (i) the funds to provide for each payment of principal of and interest on the Bonds prior to the scheduled receipt of taxes from the next succeeding tax collection may be invested in direct obligations of the United States of America maturing in time to make such payments when they are due or in other investments permitted by law; and (ii) any funds over and above the amount of such principal and interest payments on the Bonds may be used to reduce the next succeeding tax levy, or may, at the option of the Village, be invested by purchasing the Bonds as permitted by and subject to Section 67.11(2)(a), Wisconsin Statutes, or in permitted municipal investments under the pertinent provisions of the Wisconsin Statutes ("Permitted Investments"), which investments shall continue to be a part of the Debt Service Fund Account. Any investment of the Debt Service Fund Account shall at all times conform with the provisions of the Internal Revenue Code of 1986, as amended (the "Code") and any applicable Treasury Regulations (the "Regulations").

(C) Remaining Monies. When all of the Bonds have been paid in full and canceled, and all Permitted Investments disposed of, any money remaining in the Debt Service Fund Account shall be transferred and deposited in the general fund of the Village, unless the Village Board directs otherwise.

Section 7. Proceeds of the Bonds; Segregated Borrowed Money Fund. The proceeds of the Bonds (the "Bond Proceeds") (other than any premium not used for the Refunding and accrued interest which must be paid at the time of the delivery of the Bonds into the Debt Service Fund Account created above) shall be deposited into a special fund separate and distinct from all other funds of the Village and disbursed solely for the purposes for which borrowed or for the payment of the principal of and the interest on the Bonds. Monies in the Borrowed Money Fund may be temporarily invested in Permitted Investments. Any monies, including any income from Permitted Investments, remaining in the Borrowed Money Fund after the purposes for which the Bonds have been issued have been accomplished, and, at any time, any monies as are not needed and which obviously thereafter cannot be needed for such purposes shall be deposited in the Debt Service Fund Account.

Section 8. No Arbitrage. All investments made pursuant to this Resolution shall be Permitted Investments, but no such investment shall be made in such a manner as would cause the Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Code or the Regulations and an officer of the Village, charged with the responsibility for issuing the Bonds, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the

date of delivery of the Bonds to the Purchaser which will permit the conclusion that the Bonds are not "arbitrage bonds," within the meaning of the Code or Regulations.

Section 9. Compliance with Federal Tax Laws. (a) The Village represents and covenants that the projects financed by the Bonds and by the Refunded Obligations and the ownership, management and use of the projects will not cause the Bonds or the Refunded Obligations to be "private activity bonds" within the meaning of Section 141 of the Code. The Village further covenants that it shall comply with the provisions of the Code to the extent necessary to maintain the tax-exempt status of the interest on the Bonds including, if applicable, the rebate requirements of Section 148(f) of the Code. The Village further covenants that it will not take any action, omit to take any action or permit the taking or omission of any action within its control (including, without limitation, making or permitting any use of the proceeds of the Bonds) if taking, permitting or omitting to take such action would cause any of the Bonds to be an arbitrage bond or a private activity bond within the meaning of the Code or would otherwise cause interest on the Bonds to be included in the gross income of the recipients thereof for federal income tax purposes. The Village Clerk or other officer of the Village charged with the responsibility of issuing the Bonds shall provide an appropriate certificate of the Village certifying that the Village can and covenanting that it will comply with the provisions of the Code and Regulations.

(b) The Village also covenants to use its best efforts to meet the requirements and restrictions of any different or additional federal legislation which may be made applicable to the Bonds provided that in meeting such requirements the Village will do so only to the extent consistent with the proceedings authorizing the Bonds and the laws of the State of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

Section 10. Designation as Qualified Tax-Exempt Obligations. The Bonds are hereby designated as "qualified tax-exempt obligations" for purposes of Section 265 of the Code, relating to the ability of financial institutions to deduct from income for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations.

Section 11. Execution of the Bonds; Closing; Professional Services. The Bonds shall be issued in printed form, executed on behalf of the Village by the manual or facsimile signatures of the President and Village Clerk, authenticated, if required, by the Fiscal Agent (defined below), sealed with its official or corporate seal, if any, or a facsimile thereof, and delivered to the Purchaser upon payment to the Village of the purchase price thereof, plus accrued interest to the date of delivery (the "Closing"). The facsimile signature of either of the officers executing the Bonds may be imprinted on the Bonds in lieu of the manual signature of the officer but, unless the Village has contracted with a fiscal agent to authenticate the Bonds, at least one of the signatures appearing on each Bond shall be a manual signature. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the Closing, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until the Closing. The aforesaid officers are hereby authorized and directed to do all acts and execute and deliver the Bonds and all such documents, certificates and acknowledgements as may be necessary and convenient to effectuate the Closing. The Village hereby authorizes the officers and agents of the Village to enter into, on its behalf, agreements and contracts in conjunction with the Bonds, including but not limited to agreements and

contracts for legal, trust, fiscal agency, disclosure and continuing disclosure, and rebate calculation services. Any such contract heretofore entered into in conjunction with the issuance of the Bonds is hereby ratified and approved in all respects.

Section 12. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Bond Trust Services Corporation, Roseville, Minnesota, which is hereby appointed as the Village's registrar and fiscal agent pursuant to the provisions of Section 67.10(2), Wisconsin Statutes (the "Fiscal Agent"). The Fiscal Agency Agreement between the Village and the Fiscal Agent shall be substantially in the form attached hereto as Exhibit F and incorporated herein by this reference.

Section 13. Persons Treated as Owners; Transfer of Bonds. The Village shall cause books for the registration and for the transfer of the Bonds to be kept by the Fiscal Agent. The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on any Bond shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

Any Bond may be transferred by the registered owner thereof by surrender of the Bond at the office of the Fiscal Agent, duly endorsed for the transfer or accompanied by an assignment duly executed by the registered owner or his attorney duly authorized in writing. Upon such transfer, the President and Village Clerk shall execute and deliver in the name of the transferee or transferees a new Bond or Bonds of a like aggregate principal amount, series and maturity and the Fiscal Agent shall record the name of each transferee in the registration book. No registration shall be made to bearer. The Fiscal Agent shall cancel any Bond surrendered for transfer.

The Village shall cooperate in any such transfer, and the President and Village Clerk are authorized to execute any new Bond or Bonds necessary to effect any such transfer.

Section 14. Record Date. The fifteenth day of each calendar month next preceding each interest payment date shall be the record date for the Bonds (the "Record Date"). Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the Village at the close of business on the Record Date.

Section 15. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the Village agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations previously executed on behalf of the Village and on file in the Village Clerk's office.

Section 16. Payment of Issuance Expenses. The Village authorizes the Purchaser to forward the amount of the proceeds of the Bonds allocable to the payment of issuance expenses to KleinBank, Chaska, Minnesota at Closing for further distribution as directed by Ehlers.

Section 17. Official Statement. The Village Board hereby approves the Preliminary Official Statement with respect to the Bonds and deems the Preliminary Official Statement as

"final" as of its date for purposes of SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule"). All actions taken by officers of the Village in connection with the preparation of such Preliminary Official Statement and any addenda to it are hereby ratified and approved. In connection with the Closing, the appropriate Village official shall certify the Preliminary Official Statement and any addenda. The Village Clerk shall cause copies of the Preliminary Official Statement and any addenda to be distributed to the Purchaser.

Section 18. Undertaking to Provide Continuing Disclosure. The Village hereby covenants and agrees, for the benefit of the owners of the Bonds, to enter into a written undertaking (the "Undertaking") if required by the Rule to provide continuing disclosure of certain customarily prepared and publicly available financial information and operating data and timely notices of the occurrence of certain events in accordance with the Rule. The Undertaking shall be enforceable by the owners of the Bonds or by the Purchaser on behalf of such owners (provided that the rights of the owners and the Purchaser to enforce the Undertaking shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the Village to comply with the provisions of the Undertaking shall not be an event of default with respect to the Bonds).

To the extent required under the Rule, the President and Village Clerk, or other officer of the Village charged with the responsibility for issuing the Bonds, shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth the details and terms of the Village's Undertaking.

Section 19. Redemption of the Refunded Obligations. The Refunded Obligations are hereby called for prior payment and redemption on October 30, 2013 at a price of par plus accrued interest to the date of redemption.

The Village hereby directs the Village Clerk to work with Ehlers to cause timely notice of redemption, in substantially the form attached hereto as Exhibit G and incorporated herein by this reference (the "Notice"), to be provided at the times, to the parties and in the manner set forth on the Notice. All actions heretofore taken by the officers and agents of the Village to effectuate the redemption of the Refunded Obligations are hereby ratified and approved.

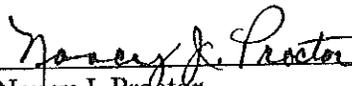
Section 20. Record Book. The Village Clerk shall provide and keep the transcript of proceedings as a separate record book (the "Record Book") and shall record a full and correct statement of every step or proceeding had or taken in the course of authorizing and issuing the Bonds in the Record Book.

Section 21. Bond Insurance. If the Purchaser determines to obtain municipal bond insurance with respect to the Bonds, the officers of the Village are authorized to take all actions necessary to obtain such municipal bond insurance. The President and Village Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the President and Village Clerk including provisions regarding restrictions on investment of Bond proceeds, the payment procedure under the municipal bond insurance policy, the rights of the bond insurer in the event of default and payment of the Bonds by the bond insurer and notices to be given to the bond insurer. In addition, any reference

required by the bond insurer to the municipal bond insurance policy shall be made in the form of Bond provided herein.

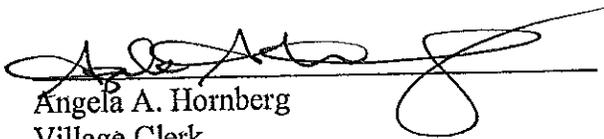
Section 22. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the Village Board or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Adopted, approved and recorded October 10, 2013.



Nancy J. Proctor
President

ATTEST:



Angela A. Hornberg
Village Clerk

(SEAL)

EXHIBIT A

Notice of Sale

To be provided by Ehlers & Associates, Inc. and incorporated into the Resolution.

(See Attached)

NOTICE OF SALE

\$5,085,000* GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2013A VILLAGE OF HOLMEN, WISCONSIN

Bids for the purchase of \$5,085,000 General Obligation Corporate Purpose Bonds, Series 2013A (the "Bonds") of the Village of Holmen, Wisconsin (the "Village") will be received at the offices of Ehlers & Associates, Inc. ("Ehlers"), 3060 Centre Pointe Drive, Roseville, Minnesota 55113-1105, Financial Advisors to the Village, until 10:00 A.M., Central Time, and **ELECTRONIC PROPOSALS** will be received via **PARITY**, in the manner described below, until 10:00 A.M. Central Time, on October 10, 2013, at which time they will be opened, read and tabulated. The bids will be presented to the Board of Trustees for consideration for award by resolution at a meeting to be held at 7:00 P.M., Central Time, on the same date. The bid offering to purchase the Bonds upon the terms specified herein and most favorable to the Village will be accepted unless all bids are rejected.

PURPOSE

The Bonds are being issued by the Village pursuant to Wisconsin Statutes, Section 67.04 for public purposes, including: (i) financing police facilities; and (ii) effecting a current refunding of certain outstanding general obligations of the Village as more fully described herein. The Bonds are valid and binding general obligations of the Village, and all the taxable property in the Village is subject to the levy of a tax to pay the principal of and interest on the Bonds as they become due which tax may, under current law, be levied without limitation as to rate or amount.

DATES AND MATURITIES

The Bonds will be dated October 30, 2013, will be issued as fully registered Bonds in the denomination of \$5,000 each, or any integral multiple thereof, and will mature on October 1 as follows:

<u>Year</u>	<u>Amount*</u>	<u>Year</u>	<u>Amount*</u>	<u>Year</u>	<u>Amount*</u>
2014	\$210,000	2021	\$225,000	2028	\$285,000
2015	200,000	2022	230,000	2029	295,000
2016	205,000	2023	235,000	2030	305,000
2017	205,000	2024	245,000	2031	320,000
2018	210,000	2025	255,000	2032	335,000
2019	215,000	2026	265,000	2033	350,000
2020	220,000	2027	275,000		

ADJUSTMENT OPTION

* The Village reserves the right to increase or decrease the principal amount of the Bonds on the day of sale, in increments of \$5,000 each. Increases or decreases may be made in any maturity. If any principal amounts are adjusted, the purchase price proposed will be adjusted to maintain the same gross spread per \$1,000.

TERM BOND OPTION

Bids for the Bonds may contain a maturity schedule providing for any combination of serial bonds and term bonds, subject to mandatory redemption, so long as the amount of principal maturing or subject to mandatory redemption in each year conforms to the maturity schedule set forth above. All dates are inclusive.

INTEREST PAYMENT DATES AND RATES

Interest will be payable on October 1 and April 1 of each year, commencing April 1, 2014, to the registered owners of the Bonds appearing of record in the bond register as of the close of business on the 15th day (whether or not a business day) of the immediately preceding month. Interest will be computed upon the basis of a 360-day year of twelve 30-day months and will be rounded pursuant to rules of the MSRB. **The rate for any maturity may not be more than 1.00% less than the rate for any preceding maturity. (For example, if a rate of 4.50% is proposed for the 2017 maturity, then the lowest rate that may be proposed for any later maturity is 3.50%).** All Bonds of the same maturity must bear interest from date of issue until paid at a single, uniform rate. Each rate must be expressed in an integral multiple of 5/100 or 1/8 of 1%.

BOOK-ENTRY-ONLY FORMAT

Unless otherwise specified by the purchaser, the Bonds will be designated in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Bonds, and will be responsible for maintaining a book-entry system for recording the interests of its participants and the transfers of interests between its participants. The participants will be responsible for maintaining records regarding the beneficial interests of the individual purchasers of the Bonds. So long as Cede & Co. is the registered owner of the Bonds, all payments of principal and interest will be made to the depository which, in turn, will be obligated to remit such payments to its participants for subsequent disbursement to the beneficial owners of the Bonds.

PAYING AGENT

The Village has selected Bond Trust Services Corporation, Roseville, Minnesota ("BTSC"), to act as paying agent (the "Paying Agent"). BTSC and Ehlers are affiliate companies. The Village will pay the charges for Paying Agent services. The Village reserves the right to remove the Paying Agent and to appoint a successor.

OPTIONAL REDEMPTION

At the option of the Village, Bonds maturing on or after October 1, 2023 shall be subject to redemption prior to maturity on October 1, 2022 and on any date thereafter, at a price of par plus accrued interest.

Redemption may be in whole or in part of the Bonds subject to prepayment. If redemption is in part, the selection of the amounts and maturities of the Bonds to be redeemed shall be at the discretion of the Village. If only part of the Bonds having a common maturity date are called for redemption, then the Village or Paying Agent, if any, will notify DTC of the particular amount of such maturity to be redeemed. DTC will determine by lot the amount of each participant's interest in such maturity to be redeemed and each participant will then select by lot the beneficial ownership interest in such maturity to be redeemed.

Notice of such call shall be given by sending a notice by registered or certified mail, facsimile or electronic transmission, or overnight delivery service not fewer than 30 days prior to the date fixed for redemption to the registered owner of each Bond to be redeemed at the address shown on the registration books.

DELIVERY

On or about October 30, 2013, the Bonds will be delivered without cost to the winning bidder at DTC. On the day of closing, the Village will furnish to the winning bidder the opinion of bond counsel hereinafter described, an arbitrage certification, and certificates verifying that no litigation in any manner questioning the validity of the Bonds is then pending or, to the best knowledge of officers of the Village, threatened. Payment for the Bonds must be received by the Village at its designated depository on the date of closing in immediately available funds.

LEGAL OPINION

An opinion as to the validity of the Bonds and the exemption from federal taxation of the interest thereon will be furnished by Quarles & Brady LLP, bond counsel to the Village, and will accompany the Bonds. The legal opinion will be issued on the basis of existing law and will state that the Bonds are valid and binding general obligations of the Village; provided that the rights of the owners of the Bonds and the enforceability of the Bonds may be limited by bankruptcy, insolvency, reorganization, moratorium, and other similar laws affecting creditors' rights and by equitable principles (which may be applied in either a legal or equitable proceeding).

SUBMISSION OF BIDS

Bids must not be for less than \$5,018,895 plus accrued interest on the principal sum of \$5,085,000 from date of original issue of the Bonds to date of delivery. A signed bid form must be submitted to Ehlers prior to the time established above for the opening of bids as follows:

- 1) In a sealed envelope as described herein; or
- 2) A facsimile submission to Ehlers, Facsimile Number (651) 697-8555; or
- 3) Electronically via **PARITY** in accordance with this Notice of Sale until 10:00 A.M. Central Time, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in **PARITY** conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about **PARITY**, potential bidders may contact Ehlers or i-Deal LLC at 1359 Broadway, 2nd Floor, New York, New York 10018, Telephone (212) 849-5021.

Bids must be submitted to Ehlers via one of the methods described above and must be received prior to the time established above for the opening of bids. Each bid must be unconditional except as to legality. Neither the Village nor Ehlers shall be responsible for any failure to receive a facsimile submission.

A good faith deposit (the "Deposit") in the amount of \$101,700, complying with the provisions below, must be submitted with each bid. The Deposit must be in the form of a certified or cashier's check, or a financial surety bond or a wire transfer of funds to **KleinBank, 1550 Audubon Road, Chaska, Minnesota, ABA No. 091915654 for credit: Ehlers & Associates Good Faith Account No. 3208138**. The Deposit will be retained by the Village as liquidated damages if the bid is accepted and the bidder fails to comply therewith. The Deposit will be returned to the winning bidder at the closing for the Bonds.

The Deposit, payable to the Village, shall be retained in the offices of Ehlers with the same effect as if delivered to the Village. Alternatively, bidders may wire the Deposit to **KleinBank, 1550 Audubon Road, Chaska, Minnesota, ABA No. 091915654 for credit: Ehlers & Associates Good Faith Account No. 3208138**. The Village and any bidder who chooses to so wire the Deposit hereby agree irrevocably that Ehlers shall be the escrow holder of the Deposit wired to such account subject only to these conditions and duties: 1) All income earned thereon shall be retained by the escrow holder as payment for its expenses; 2) If the bid is not accepted, Ehlers shall, at its expense, promptly return the Deposit amount to the losing bidder; 3) If the bid is accepted, the Deposit shall be returned to

the winning bidder at the closing; 4) Ehlers shall bear all costs of maintaining the escrow account and returning the funds to the bidder; 5) Ehlers shall not be an insurer of the Deposit amount and shall have no liability hereunder except if it willfully fails to perform, or recklessly disregards, its duties specified herein; and 6) FDIC insurance on deposits within the escrow account shall be limited to \$250,000 per bidder.

If a financial surety bond is used, it must be from an insurance company licensed to issue such a bond in the State of Wisconsin, and preapproved by the Village. Such bond must be submitted to Ehlers prior to the opening of the bids. Such bond must identify each bidder whose Deposit is guaranteed by such financial surety bond. If the Bonds are awarded to a bidder using a financial surety bond, then that bidder is required to submit its Deposit to Ehlers in the form of a certified or cashier's check or wire transfer as instructed by Ehlers not later than 3:00 P.M., Central Time, on the next business day following the award. If such Deposit is not received by that time, the financial surety bond may be drawn by the Village to satisfy the Deposit requirement. The amount securing the successful bid will be retained as liquidated damages if the bid is accepted and the bidder fails to comply therewith. No bid can be withdrawn after the time set for receiving bids unless the meeting of the Village scheduled for award of the Bonds is adjourned, recessed, or continued to another date without award of the Bonds having been made.

AWARD

The Bonds will be awarded to the bidder offering the lowest interest rate to be determined on a True Interest Cost (TIC) basis. The Village's computation of the interest rate of each bid, in accordance with customary practice, will be controlling. In the event of a tie, the sale of the Bonds will be awarded by lot. The Village reserves the right to reject any and all bids and to waive any informality in any bid.

BOND INSURANCE

If the Bonds are qualified for any bond insurance policy, the purchase of such policy shall be at the sole option and expense of the winning bidder. Any cost for such insurance policy is to be paid by the winning bidder, except that, if the Village requested and received a rating on the Bonds from a rating agency, the Village will pay that rating fee. Any rating agency fees not requested by the Village are the responsibility of the winning bidder.

Failure of the municipal bond insurer to issue the policy after the Bonds are awarded to the winning bidder shall not constitute cause for failure or refusal by the winning bidder to accept delivery of the Bonds.

CUSIP NUMBERS

The Village will assume no obligation for the assignment or printing of CUSIP numbers on the Bonds or for the correctness of any numbers printed thereon, but will permit such numbers to be printed at the expense of the winning bidder, if the winning bidder waives any delay in delivery occasioned thereby.

QUALIFIED TAX-EXEMPT OBLIGATIONS

The Village will designate the Bonds as qualified tax-exempt obligations for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

CONTINUING DISCLOSURE

In order to assist bidders in complying with SEC Rule 15c2-12, as amended, the Village will covenant to undertake (pursuant to a Resolution to be adopted by the Board of Trustees), to provide certain customarily prepared and publicly available financial information and operating data relating to the Village annually to the Municipal Securities Rulemaking Board (the "MSRB") and to provide notices of the occurrence of certain events enumerated in the Rule electronically or in the manner otherwise prescribed by the MSRB to the MSRB. The details and terms of the undertaking are set forth in a Continuing Disclosure Certificate to be executed and delivered by the Village, a form of which is included in the Preliminary Official Statement.

INFORMATION FROM WINNING BIDDER

The winning bidder will be required to provide, in a timely manner, certain information relating to the initial offering prices of the Bonds necessary to compute the yield on the Bonds pursuant to the provisions of the Internal Revenue Code of 1986, as amended.

PRELIMINARY OFFICIAL STATEMENT

Bidders may obtain a copy of the Preliminary Official Statement relating to the Bonds prior to the bid opening by request from Ehlers at www.ehlers-inc.com by connecting to the link to the Bond Sales. The Syndicate Manager will be provided with an electronic copy and up to 10 printed copies upon request of the Final Official Statement within seven business days of the bid acceptance. Additional copies of the Final Official Statement will be available at a cost of \$10.00 per copy.

Information for bidders and bid forms may be obtained from Ehlers at 3060 Centre Pointe Drive, Roseville, Minnesota 55113-1105, Telephone (651) 697-8500.

By Order of the Board of Trustees

Village of Holmen, Wisconsin

EXHIBIT B

Bid Tabulation

To be provided by Ehlers & Associates, Inc. and incorporated into the Resolution.

(See Attached)

BID TABULATION

\$5,085,000* General Obligation Corporate Purpose Bonds, Series 2013A

VILLAGE OF HOLMEN, WISCONSIN

SALE: October 10, 2013

AWARD: BOSC, INC., A SUBSIDIARY OF BOK FINANCIAL CORPORATION

RATING: Standard & Poor's Credit Markets "AA-"

BBI: 4.53%

NAME OF BIDDER	MATURITY (October 1)	RATE	REOFFERING YIELD	PRICE	NET INTEREST COST	TRUE INTEREST RATE
BOSC, INC., A SUBSIDIARY OF BOK FINANCIAL CORPORATION	2014	2.000%	0.350%	\$5,128,884.75	\$1,915,776.65	3.2334%
Milwaukee, Wisconsin	2015	2.000%	0.550%			
STERNE, AGEE & LEACH, INC.	2016	2.000%	0.800%			
SUNTRUST ROBINSON HUMPHREY	2017	2.000%	1.050%			
RIVER BANK	2018	2.000%	1.400%			
Stoddard, Wisconsin	2019	2.000%	1.650%			
	2020	2.250%	1.850%			
	2021	2.250%	2.100%			
	2022	2.250%	2.250%			
	2023	2.400%	2.400%			
	2024	3.000%	2.600%			
	2025**	3.250%	2.900%			
	2026**	3.250%	2.900%			
	2027***	3.500%	3.200%			
	2028***	3.500%	3.200%			
2029****	3.750%	3.500%				
2030****	3.750%	3.500%				
2031*****	4.000%	3.800%				
2032*****	4.000%	3.800%				
2033	3.900%	3.900%				

*Subsequent to bid opening the Issue size was decreased to \$4,965,000.

Adjusted Price - \$5,008,144.44

Adjusted Net Interest Cost - \$1,844,818.79

Adjusted TIC - 3.2187%

**\$520,000 Term Bond due 2026 with mandatory redemption in 2025 (Adjusted par amount \$505,000)

***\$560,000 Term Bond due 2028 with mandatory redemption in 2027 (Adjusted par amount \$540,000)

****\$600,000 Term Bond due 2030 with mandatory redemption in 2029 (Adjusted par amount \$580,000)

*****\$655,000 Term Bond due 2032 with mandatory redemption in 2031 (Adjusted par amount \$620,000)

www.ehlers-inc.com



Minnesota
Offices also in Wisconsin and Illinois

phone 651-697-8500
fax 651-697-8555

3060 Centre Pointe Drive
Roseville, MN 55113-1122

\$5,085,000 General Obligation Corporate Purpose Bonds, Series 2013A
Village of Holmen, Wisconsin

NAME OF BIDDER	MATURITY (October 1)	RATE	REOFFERING YIELD	PRICE	NET INTEREST COST	TRUE INTEREST RATE
BAIRD Milwaukee, Wisconsin	2014	2.000%		\$5,153,917.05	\$1,959,343.16	3.3014%
	2015	2.000%				
	2016	2.000%				
	2017	2.000%				
	2018	2.000%				
	2019	2.000%				
	2020	3.000%				
	2021	3.000%				
	2022	3.000%				
	2023	3.000%				
	2024	3.000%				
	2025	3.000%				
	2026	3.250%				
	2027	3.250%				
	2028	3.500%				
2029	4.000%					
2030	4.000%					
2031	4.000%					
2032	4.000%					
2033	4.000%					

EXHIBIT C

Winning Bid

To be provided by Ehlers & Associates, Inc. and incorporated into the Resolution.

(See Attached)

BID FORM

The Board of Trustees
Village of Holmen, Wisconsin

October 10, 2013

RE: **\$5,085,000* General Obligation Corporate Purpose Bonds, Series 2013A**

DATED: October 30, 2013

For all or none of the above Bonds, in accordance with the Notice of Sale and terms of the Global Book-Entry System (unless otherwise specified by the Purchaser) as stated in this Preliminary Official Statement, we will pay you \$5,128,884.75 (not less than \$5,018,895) plus accrued interest to date of delivery for fully registered Bonds bearing interest rates and maturing in the stated years as follows:

<u>2.00</u> % due 2014	<u>2.25</u> % due 2021	<u>Term 2 3.50</u> % due 2028
<u>2.00</u> % due 2015	<u>2.25</u> % due 2022	<u>Term 3 3.75</u> % due 2029
<u>2.00</u> % due 2016	<u>2.40</u> % due 2023	<u>Term 3 3.75</u> % due 2030
<u>2.00</u> % due 2017	<u>3.00</u> % due 2024	<u>Term 4 4.00</u> % due 2031
<u>2.00</u> % due 2018	<u>Term 1 3.25</u> % due 2025	<u>Term 4 4.00</u> % due 2032
<u>2.00</u> % due 2019	<u>Term 1 3.25</u> % due 2026	<u>3.90</u> % due 2033
<u>2.25</u> % due 2020	<u>Term 2 3.50</u> % due 2027	

* The Village reserves the right to increase or decrease the principal amount of the Bonds on the day of sale, in increments of \$5,000 each. Increases or decreases may be made in any maturity. If any principal amounts are adjusted, the purchase price proposed will be adjusted to maintain the same gross spread per \$1,000.

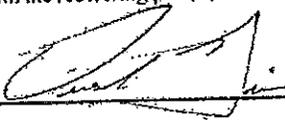
The rate for any maturity may not be more than 1.00% less than the rate for any preceding maturity. (For example, if a rate of 4.50% is proposed for the 2017 maturity, then the lowest rate that may be proposed for any later maturity is 3.50%). All Bonds of the same maturity must bear interest from date of issue until paid at a single, uniform rate. Each rate must be expressed in an integral multiple of 5/100 or 1/8 of 1%.

We enclose our good faith deposit in the amount of \$101,700, to be held by you pending delivery and payment. Alternatively, we have provided a financial surety bond or have wired our good faith deposit to the KleinBank, 1550 Audubon Road, Chaska, Minnesota, ABA No. 091915654 for credit; Ehlers & Associates Good Faith Account No. 3208138. If our bid is not accepted, said deposit shall be promptly returned to us. If the good faith deposit is wired to such escrow account, we agree to the conditions and duties of Ehlers & Associates, Inc., as escrow holder of the good faith deposit, pursuant to the Preliminary Official Statement dated September 27, 2013. This bid is for prompt acceptance and is conditional upon deposit of said Bonds to The Depository Trust Company, New York, New York, in accordance with the Notice of Sale. Delivery is anticipated to be on or about October 30, 2013.

This bid is subject to the Village's agreement to enter into a written undertaking to provide continuing disclosure under Rule 15c2-12 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934 as described in the Preliminary Official Statement for this Issue.

We have received and reviewed the Preliminary Official Statement and have submitted our requests for additional information or corrections to the Final Official Statement. As Syndicate Manager, we agree to provide the Village with the reoffering price of the Bonds within 24 hours of the bid acceptance.

Account Manager: BOSCH, INC. A SUBSIDIARY OF BOK FINANCIAL CORPORATION

By: 

Account Members: STERNE, AGEE & LEACH, INC., SUNTRUST ROBINSON HUMPHREY, and RIVER BANK

Award will be on a true interest cost basis. According to our computations (the correct computation being controlling in the award), the total dollar interest cost (including any discount or less any premium) computed from October 30, 2013 of the above bid is \$1,915,776.65 and the true interest cost (TIC) is 3.2334%.

The foregoing offer is hereby accepted by and on behalf of the Board of Trustees of the Village of Holmen, Wisconsin, on October 10, 2013.

By: _____ Title: _____
By: _____ Title: _____

*Subsequent to bid opening the issue size was decreased to \$4,965,000.
Adjusted Price - \$5,008,144.44 Adjusted Net Interest Cost - \$1,844,818.79 Adjusted TIC - 3.2187%

EXHIBIT D-1

Pricing Summary

To be provided by Ehlers & Associates, Inc. and incorporated into the Resolution.

(See Attached)

Village of Holmen, WI

\$4,965,000 G.O. Corporate Purpose Bonds, Series 2013A

Issue Summary

Pricing Summary

Maturity	Type of Bond	Coupon	Yield	Maturity Value	Price	Dollar Price
10/01/2014	Serial Coupon	2.000%	0.350%	205,000.00	101.513%	208,101.65
10/01/2015	Serial Coupon	2.000%	0.550%	200,000.00	102.764%	205,528.00
10/01/2016	Serial Coupon	2.000%	0.800%	205,000.00	103.455%	212,082.75
10/01/2017	Serial Coupon	2.000%	1.050%	205,000.00	103.638%	212,457.90
10/01/2018	Serial Coupon	2.000%	1.400%	210,000.00	102.842%	215,968.20
10/01/2019	Serial Coupon	2.000%	1.650%	215,000.00	101.965%	219,224.75
10/01/2020	Serial Coupon	2.250%	1.850%	220,000.00	102.586%	225,689.20
10/01/2021	Serial Coupon	2.250%	2.100%	225,000.00	101.088%	227,448.00
10/01/2022	Serial Coupon	2.250%	2.250%	230,000.00	100.000%	230,000.00
10/01/2023	Serial Coupon	2.400%	2.400%	235,000.00	100.000%	235,000.00
10/01/2024	Serial Coupon	3.000%	2.600%	240,000.00	103.164%	247,593.60
10/01/2026	Term 1 Coupon	3.250%	2.900%	505,000.00	102.731%	518,791.55
10/01/2028	Term 2 Coupon	3.500%	3.200%	540,000.00	102.310%	552,474.00
10/01/2030	Term 3 Coupon	3.750%	3.500%	580,000.00	101.899%	591,014.20
10/01/2032	Term 4 Coupon	4.000%	3.800%	620,000.00	101.498%	629,287.60
10/01/2033	Serial Coupon	3.900%	3.900%	330,000.00	100.000%	330,000.00
Total	-	-	-	\$4,965,000.00	-	\$5,060,661.40

Bid Information

Par Amount of Bonds	\$4,965,000.00
Reoffering Premium or (Discount)	95,661.40
Gross Production	\$5,060,661.40
Total Underwriter's Discount (1.058%)	\$(52,516.96)
Bid (100.869%)	5,008,144.44
Total Purchase Price	\$5,008,144.44
Bond Year Dollars	\$56,180.04
Average Life	11.315 Years
Average Coupon	3.360586%
Net Interest Cost (NIC)	3.2837619%
True Interest Cost (TIC)	3.2187655%

EXHIBIT D-2

Debt Service Schedule and Irrepealable Tax Levies

To be provided by Ehlers & Associates, Inc. and incorporated into the Resolution.

(See Attached)

Village of Holmen, WI

\$4,965,000 G.O. Corporate Purpose Bonds, Series 2013A

Issue Summary

Debt Service Schedule

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
10/30/2013	-	-	-	-	-
04/01/2014	-	-	61,893.23	61,893.23	-
10/01/2014	205,000.00	2.000%	73,780.00	278,780.00	340,673.23
04/01/2015	-	-	71,730.00	71,730.00	-
10/01/2015	200,000.00	2.000%	71,730.00	271,730.00	343,460.00
04/01/2016	-	-	69,730.00	69,730.00	-
10/01/2016	205,000.00	2.000%	69,730.00	274,730.00	344,460.00
04/01/2017	-	-	67,680.00	67,680.00	-
10/01/2017	205,000.00	2.000%	67,680.00	272,680.00	340,360.00
04/01/2018	-	-	65,630.00	65,630.00	-
10/01/2018	210,000.00	2.000%	65,630.00	275,630.00	341,260.00
04/01/2019	-	-	63,530.00	63,530.00	-
10/01/2019	215,000.00	2.000%	63,530.00	278,530.00	342,060.00
04/01/2020	-	-	61,380.00	61,380.00	-
10/01/2020	220,000.00	2.250%	61,380.00	281,380.00	342,760.00
04/01/2021	-	-	58,905.00	58,905.00	-
10/01/2021	225,000.00	2.250%	58,905.00	283,905.00	342,810.00
04/01/2022	-	-	56,373.75	56,373.75	-
10/01/2022	230,000.00	2.250%	56,373.75	286,373.75	342,747.50
04/01/2023	-	-	53,786.25	53,786.25	-
10/01/2023	235,000.00	2.400%	53,786.25	288,786.25	342,572.50
04/01/2024	-	-	50,966.25	50,966.25	-
10/01/2024	240,000.00	3.000%	50,966.25	290,966.25	341,932.50
04/01/2025	-	-	47,366.25	47,366.25	-
10/01/2025	250,000.00	3.250%	47,366.25	297,366.25	344,732.50
04/01/2026	-	-	43,303.75	43,303.75	-
10/01/2026	255,000.00	3.250%	43,303.75	298,303.75	341,607.50
04/01/2027	-	-	39,160.00	39,160.00	-
10/01/2027	265,000.00	3.500%	39,160.00	304,160.00	343,320.00
04/01/2028	-	-	34,522.50	34,522.50	-
10/01/2028	275,000.00	3.500%	34,522.50	309,522.50	344,045.00
04/01/2029	-	-	29,710.00	29,710.00	-
10/01/2029	285,000.00	3.750%	29,710.00	314,710.00	344,420.00
04/01/2030	-	-	24,366.25	24,366.25	-
10/01/2030	295,000.00	3.750%	24,366.25	319,366.25	343,732.50
04/01/2031	-	-	18,835.00	18,835.00	-
10/01/2031	305,000.00	4.000%	18,835.00	323,835.00	342,670.00
04/01/2032	-	-	12,735.00	12,735.00	-
10/01/2032	315,000.00	4.000%	12,735.00	327,735.00	340,470.00
04/01/2033	-	-	6,435.00	6,435.00	-
10/01/2033	330,000.00	3.900%	6,435.00	336,435.00	342,870.00
Total	\$4,965,000.00	-	\$1,887,963.23	\$6,852,963.23	-

Yield Statistics

Bond Year Dollars	\$56,180.04
Average Life	11.315 Years
Average Coupon	3.360586%
Net Interest Cost (NIC)	3.2837619%
True Interest Cost (TIC)	3.2187655%
Bond Yield for Arbitrage Purposes	3.0817953%
All Inclusive Cost (AIC)	3.3059454%

IRS Form 8038

Net Interest Cost	3.1365271%
Weighted Average Maturity	11.292 Years

Series 2013 - Bonds | Issue Summary | 10/10/2013 | 1:58 PM

EXHIBIT MRP

Mandatory Redemption Provision

The Bonds due on October 1, 2026, 2028, 2030 and 2032 (the "Term Bonds") are subject to mandatory redemption prior to maturity by lot (as selected by the Depository) at a redemption price equal to One Hundred Percent (100%) of the principal amount to be redeemed plus accrued interest to the date of redemption, from debt service fund deposits which are required to be made in amounts sufficient to redeem on October 1 of each year the respective amount of Term Bonds specified below:

For the Term Bonds Maturing on October 1, 2026

<u>Redemption Date</u>	<u>Amount</u>	
10/01/2025	\$250,000	
10/01/2026	255,000	(maturity)

For the Term Bonds Maturing on October 1, 2028

<u>Redemption Date</u>	<u>Amount</u>	
10/01/2027	\$265,000	
10/01/2028	275,000	(maturity)

For the Term Bonds Maturing on October 1, 2030

<u>Redemption Date</u>	<u>Amount</u>	
10/01/2029	\$285,000	
10/01/2030	295,000	(maturity)

For the Term Bonds Maturing on October 1, 2032

<u>Redemption Date</u>	<u>Amount</u>	
10/01/2031	\$305,000	
10/01/2032	315,000	(maturity)

EXHIBIT E

(Form of Bond)

REGISTERED UNITED STATES OF AMERICA DOLLARS
STATE OF WISCONSIN
LACROSSE COUNTY
NO. R- VILLAGE OF HOLMEN \$ _____
GENERAL OBLIGATION CORPORATE PURPOSE BOND, SERIES 2013A

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
October 1, _____ October 30, 2013 _____% _____

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: _____ THOUSAND DOLLARS
(\$ _____) **COPY**

FOR VALUE RECEIVED, the Village of Holmen, LaCrosse County, Wisconsin (the "Village"), hereby acknowledges itself to owe and promises to pay to the Depository or its Nominee Name (the "Depository") identified above (or to registered assigns), on the maturity date identified above, the principal amount identified above, and to pay interest thereon at the rate of interest per annum identified above, all subject to the provisions set forth herein regarding redemption prior to maturity. Interest is payable semi-annually on April 1 and October 1 of each year commencing on April 1, 2014 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Bond are payable to the registered owner in lawful money of the United States. Interest payable on any interest payment date shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by Bond Trust Services Corporation, Roseville, Minnesota (the "Fiscal Agent") or any successor thereto at the close of business on the 15th day of the calendar month next preceding the semi-annual interest payment date (the "Record Date"). This Bond is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

For the prompt payment of this Bond together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the Village are hereby irrevocably pledged.

This Bond is one of an issue of Bonds aggregating the principal amount of \$4,965,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the Village pursuant to the provisions of Section 67.04, Wisconsin Statutes, for the following public purposes: \$2,720,000 for the public purpose of constructing police facilities; and \$2,245,000 to refund certain outstanding obligations of the

Village, all as authorized by resolutions of the Village Board duly adopted by said governing body at meetings held on September 12, 2013 and October 10, 2013. Said resolutions are recorded in the official minutes of the Village Board for said dates.

The Bonds maturing on October 1, 2023 and thereafter are subject to redemption prior to maturity, at the option of the Village, on October 1, 2022 or on any date thereafter. Said Bonds are redeemable as a whole or in part, and if in part, from maturities selected by the Village and within each maturity, by lot (as selected by the Depository), at the principal amount thereof, plus accrued interest to the date of redemption.

The Bonds maturing in the years 2026, 2028, 2030 and 2032 are subject to mandatory redemption by lot as provided in the resolution awarding the Bonds at the redemption price of par plus accrued interest to the date of redemption and without premium.

In the event the Bonds are redeemed prior to maturity, as long as the Bonds are in book-entry-only form, official notice of the redemption will be given by mailing a notice by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by the Depository, to the Depository not less than thirty (30) days nor more than sixty (60) days prior to the redemption date. If less than all of the Bonds of a maturity are to be called for redemption, the Bonds of such maturity to be redeemed will be selected by lot. Such notice will include but not be limited to the following: the designation, date and maturities of the Bonds called for redemption, CUSIP numbers, and the date of redemption. Any notice provided as described herein shall be conclusively presumed to have been duly given, whether or not the registered owner receives the notice. The Bonds shall cease to bear interest on the specified redemption date provided that federal or other immediately available funds sufficient for such redemption are on deposit at the office of the Depository at that time. Upon such deposit of funds for redemption the Bonds shall no longer be deemed to be outstanding.

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 Bond have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the Village, including this Bond and others issued simultaneously herewith, does not exceed any limitation imposed by law or the Constitution of the State of Wisconsin; and that a direct annual irrepealable tax has been levied sufficient to pay this Bond, together with the interest thereon, when and as payable.

This Bond has been designated by the Village Board as a "qualified tax-exempt obligation" pursuant to the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

This Bond is transferable only upon the books of the Village kept for that purpose at the office of the Fiscal Agent, only in the event that the Depository does not continue to act as depository for the Bonds, and the Village appoints another depository, upon surrender of the Bond to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, upon

surrender of this Bond together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent duly executed by the registered owner or his duly authorized attorney. Thereupon a new fully registered Bond in the same aggregate principal amount shall be issued to the new depository in exchange therefor and upon the payment of a charge sufficient to reimburse the Village for any tax, fee or other governmental charge required to be paid with respect to such registration. The Fiscal Agent shall not be obliged to make any transfer of the Bonds (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the date of any publication of notice of any proposed redemption of the Bonds, or (iii) with respect to any particular Bond, after such Bond has been called for redemption. The Fiscal Agent and Village may treat and consider the Depository in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever. The Bonds are issuable solely as negotiable, fully-registered Bonds without coupons in the denomination of \$5,000 or any integral multiple thereof.

No delay or omission on the part of the owner hereof to exercise any right hereunder shall impair such right or be considered as a waiver thereof or as a waiver of or acquiescence in any default hereunder.

IN WITNESS WHEREOF, the Village of Holmen, LaCrosse County, Wisconsin, by its governing body, has caused this Bond to be executed for it and in its name by the manual or facsimile signatures of its duly qualified President and Village Clerk; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

VILLAGE OF HOLMEN,
LACROSSE COUNTY, WISCONSIN

By: _____
Nancy J. Proctor
President

(SEAL)

By: _____
Angela A. Hornberg
Village Clerk

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto

(Name and Address of Assignee)

(Social Security or other Identifying Number of Assignee)

the within Bond and all rights thereunder and hereby irrevocably constitutes and appoints _____, Legal Representative, to transfer said Bond on the books kept for registration thereof, with full power of substitution in the premises.

Dated: _____

Signature Guaranteed:

COPY

(e.g. Bank, Trust Company
or Securities Firm)

(Depository or Nominee Name)

NOTICE: This signature must correspond with the name of the Depository or Nominee Name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)

EXHIBIT F

FISCAL AGENCY AGREEMENT

THIS AGREEMENT, made as of the 30th day of October, 2013 between the Village of Holmen, Wisconsin ("Municipality"), and Bond Trust Services Corporation, Roseville, Minnesota, a wholly owned subsidiary of Ehlers & Associates, Inc. ("Bank" or "Fiscal Agent"), a corporation duly organized and existing as a limited purpose trust company under the laws of the State of Minnesota, Section 48A.03 and authorized by the Department of Financial Institutions of the State of Wisconsin to operate in Wisconsin pursuant to Wisconsin Statutes Section 223.12.

WITNESSETH:

WHEREAS, the Municipality has duly authorized the issuance of its \$4,965,000 General Obligation Corporate Purpose Bonds, Series 2013A, dated October 30, 2013 (the "Obligations") pursuant to the applicable provisions of the Wisconsin Statutes and the resolutions adopted by the Municipality on September 12, 2013 and October 10, 2013, (collectively, the "Resolution"); and

WHEREAS, the Municipality is issuing the Obligations in registered form pursuant to Section 149 of the Internal Revenue Code of 1986, as amended, and applicable Treasury Regulations promulgated thereunder; and

WHEREAS, pursuant to the Resolution and Section 67.10(2), Wisconsin Statutes the Municipality has authorized the appointment of the Fiscal Agent as agent for the Municipality for any or all of the following responsibilities: payment of principal and interest on, registering, transferring and authenticating the Obligations as well as other applicable responsibilities permitted by Section 67.10(2), Wisconsin Statutes.

NOW, THEREFORE, the Municipality and the Fiscal Agent hereby agree as follows:

I. APPOINTMENT

The Fiscal Agent is hereby appointed agent for the Municipality with respect to the Obligations for the purpose of performing such of the responsibilities stated in Section 67.10(2), Wisconsin Statutes as are delegated herein or as may be otherwise specifically delegated in writing to the Fiscal Agent by the Municipality.

II. INVESTMENT RESPONSIBILITY

The Fiscal Agent shall not be under any obligation to invest funds held for the payment of interest or principal on the Obligations.

III. PAYMENTS

At least one business day before each interest payment date (commencing with the interest payment date of April 1, 2014 and continuing thereafter until the principal of and interest on the Obligations should have been fully paid or prepaid in accordance with their terms) the Municipality shall pay to the Fiscal Agent, in good funds immediately available to the Fiscal

Agent on the interest payment date, a sum equal to the amount payable as principal of, premium, if any, and interest on the Obligations on such interest payment date. Said interest and/or principal payment dates and amounts are outlined on Schedule A which is attached hereto and incorporated herein by this reference.

IV. CANCELLATION

In every case of the surrender of any Obligation for the purpose of payment, the Fiscal Agent shall cancel and destroy the same and deliver to the Municipality a certificate regarding such cancellation. The Fiscal Agent shall be permitted to microfilm or otherwise photocopy and record said Obligations.

V. REGISTRATION BOOK

The Fiscal Agent shall maintain in the name of the Municipality a Registration Book containing the names and addresses of all owners of the Obligations and the following information as to each Obligation: its number, date, purpose, amount, rate of interest and when payable. The Fiscal Agent shall keep confidential said information in accordance with applicable banking and governmental regulations.

VI. INTEREST PAYMENT

Payment of each installment of interest on each Obligation shall be made to the registered owner of such Obligation whose name shall appear on the Registration Book at the close of business on the 15th day of the calendar month next preceding the interest payment date and shall be paid by check or draft of the Fiscal Agent mailed to such registered owner at his address as it appears in such Registration Book or at such other address as may be furnished in writing by such registered owner to the Fiscal Agent.

VII. PAYMENT OF PRINCIPAL AND NOTICE OF REDEMPTION

(a) Principal Payments. Principal shall be paid to the registered owner of an Obligation upon surrender of the Obligation on or after its maturity or redemption date.

Term Bonds [The Obligations due on October 1, 20__ and October 1, 20__ (the "Term Bonds") are subject to mandatory redemption prior to maturity by lot at a redemption price equal to One Hundred Percent (100%) of the principal amount to be redeemed plus accrued interest to the date of redemption, from deposits which are required to be made in amounts sufficient to redeem on October 1 of each year the respective amount of Term Bonds specified on the attached Schedule MRP.

The Municipality hereby directs and the Fiscal Agent hereby agrees to select the Term Bonds to be redeemed on the dates set forth above and to give notice of such redemption as set forth in substantially the form attached hereto as Schedule B by registered or certified mail, facsimile transmission, overnight express delivery or electronic transmission at least thirty (30) days prior to the date fixed for redemption to the registered owner of each Obligation selected to be redeemed, in whole or in part, at the address shown on the registration books as of the Record Date.

The Municipality, in accordance with Section III hereof, shall make payments sufficient for the Fiscal Agent to pay the amounts due on the Term Bonds subject to mandatory redemption.]

(b) Official Notice of Redemption. In the event the Municipality exercises its option to redeem any of the Obligations, the Municipality shall, at least 35 days prior to the redemption date, direct the Fiscal Agent to give official notice of such redemption by sending an official notice thereof by registered or certified mail, facsimile transmission, overnight express delivery or electronic transmission at least 30 days prior to the date fixed for redemption to the registered owner of each Obligation to be redeemed in whole or in part at the address shown in the Registration Book. Such official notice of redemption shall be dated and shall state (i) the redemption date and price; (ii) an identification of the Obligations to be redeemed, including the date of original issue of the Obligations; (iii) that on the redemption date the redemption price will become due and payable upon each such Obligation or portion thereof called for redemption, and that interest thereon shall cease to accrue from and after said date; and (iv) the place where such Obligations are to be surrendered for payment of the redemption price, which place of payment shall be the principal office of the Fiscal Agent. **Term Bonds** [Official notice of the redemption of Obligations subject to mandatory redemption shall be given in the same manner.]

(c) Additional Notice of Redemption. In addition to the official notice of redemption provided in (b) above, further notice of any redemption shall be given by the Fiscal Agent on behalf of the Municipality to the Municipal Securities Rulemaking Board and The Depository Trust Company of New York, New York but neither a defect in this additional notice nor any failure to give all or any portion of such additional notice shall in any manner defeat the effectiveness of a call for redemption.

Each further notice of redemption given hereunder shall be sent at least 30 days before the redemption date by registered or certified mail, overnight delivery service, facsimile transmission or email transmission and shall contain the information required above for an official notice of redemption.

(d) Redemption of Obligations. The Obligations to be redeemed **Term Bonds** [at the option of the Municipality] shall be selected by the Municipality and, within any maturity, shall be selected by lot by the Depository described in Section VIII hereof. **Term Bonds** [Obligations subject to mandatory redemption shall be selected as described in (a) above.] The Obligations or portions of Obligations to be redeemed shall, on the redemption dates, become due and payable at the redemption price therein specified, and from and after such date such Obligations or portions of Obligations shall cease to bear interest. Upon surrender of such Obligations for redemption in accordance with the official notice of redemption, such Obligations shall be paid by the Fiscal Agent at the redemption price. Installments of interest due on or prior to the redemption date shall be payable as herein provided for payment of interest. Upon surrender for any partial redemption of any Obligation, there shall be prepared for the registered owner a new Obligation or Obligations of the same maturity in the amount of the unpaid principal. Each check or other transfer of funds issued in payment of the redemption price of Obligations being

redeemed shall bear the CUSIP number identifying, by issue and maturity, the Obligations being redeemed with the proceeds of such check or other transfer.

VIII. UTILIZATION OF THE DEPOSITORY TRUST COMPANY

The Depository Trust Company's Book-Entry-Only System is to be utilized for the Obligations. The Fiscal Agent, as agent for the Municipality, agrees to comply with the provisions of The Depository Trust Company's Operational Arrangements, as they may be amended from time to time referenced in the Blanket Issuer Letter of Representations executed by the Municipality. The provisions of the Operational Arrangements and this Section VIII supersede and control any and all representations in this Agreement.

IX. OBLIGATION TRANSFER AND EXCHANGE

The Fiscal Agent shall transfer Obligations upon presentation of a written assignment duly executed by the registered owner or by such owner's duly authorized representative. Upon such a transfer, new registered Obligation(s) of the same maturity, in authorized denomination or denominations in the same aggregate principal amount for each maturity shall be issued to the transferee in exchange therefor, and the name of such transferee shall be entered as the new registered owner in the Registration Book. No Obligation may be registered to bearer. The Fiscal Agent may exchange Obligations of the issue for a like aggregate principal amount of Obligations of the same maturity in authorized whole multiples of \$5,000.

The Obligations shall be numbered R-1 and upward. Upon any transfer or exchange, the Obligation or Obligations issued shall bear the next highest consecutive unused number or numbers.

The Municipality shall cooperate in any such transfer, and the appropriate officers of the Municipality are authorized to execute any new Obligation or Obligations necessary to effect any such transfer.

X. STATEMENTS

The Fiscal Agent shall furnish the Municipality with an accounting of interest and funds upon reasonable request.

XI. FEES

The Municipality agrees to pay the Fiscal Agent fees for its services hereunder in the amounts set forth on Schedule [B/C] hereto.

XII. MISCELLANEOUS

(a) Nonpresentment of Checks. In the event the check or draft mailed by the Fiscal Agent to the registered owner is not presented for payment within five years of its date, then the monies representing such nonpayment shall be returned to the Municipality or to such board, officer or body as may then be entitled by law to receive the same together with the name of the registered owner of the Obligation and the last mailing address of record and the Fiscal Agent shall no longer be responsible for the same.

(b) Resignation and Removal; Successor Fiscal Agent. (i) Fiscal Agent may at any time resign by giving not less than 60 days written notice to Municipality. Upon receiving such notice of resignation, Municipality shall promptly appoint a successor fiscal agent by an instrument in writing executed by order of its governing body. If no successor fiscal agent shall have been so appointed and have accepted appointment within 60 days after such notice of resignation, the resigning fiscal agent may petition any court of competent jurisdiction for the appointment of a successor fiscal agent. Such court may thereupon, after such notice, if any, as it may deem proper and prescribes, appoint a successor fiscal agent. The resignation of the fiscal agent shall take effect only upon appointment of a successor fiscal agent and such successor fiscal agent's acceptance of such appointment.

(ii) The Fiscal Agent may also be removed by the Municipality at any time upon not less than 60 days' written notice. Such removal shall take effect upon the appointment of a successor fiscal agent and such successor fiscal agent's acceptance of such appointment.

(iii) Any successor fiscal agent shall execute, acknowledge and deliver to Municipality and to its predecessor fiscal agent an instrument accepting such appointment hereunder, and thereupon the resignation or removal of the predecessor fiscal agent shall become effective and such successor fiscal agent, without any further act, deed or conveyance, shall become vested with all the rights, powers, trusts, duties and obligations of its predecessor, with like effect as if originally named as fiscal agent herein; but nevertheless, on written request of Municipality, or on the request of the successor, the fiscal agent ceasing to act shall execute and deliver an instrument transferring to such successor fiscal agent, all the rights, powers, and trusts of the fiscal agent so ceasing to act. Upon the request of any such successor fiscal agent, Municipality shall execute any and all instruments in writing for more fully and certainly vesting in and confirming to such successor fiscal agent all such rights, powers and duties. Any predecessor fiscal agent shall pay over to its successor fiscal agent any funds of the Municipality.

(iv) Any corporation, association or agency into which the Fiscal Agent may be converted or merged, or with which it may be consolidated, or to which it may sell or transfer its corporate trust business and assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, ipso facto, shall be and become successor fiscal agent under this Agreement and vested with all the trusts, powers, discretions, immunities and privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of any of the parties hereto, anything herein to the contrary notwithstanding.

(v) Any successor fiscal agent shall be qualified pursuant to Sec. 67.10(2), Wisconsin Statutes, as amended.

(c) Termination. This Agreement shall terminate on the earlier of (i) the payment in full of all of the principal and interest on the Obligations to the registered owners of the Obligations or (ii) five years after (aa) the last principal payment on the Obligations is due (whether by maturity or earlier redemption) or (bb) the Municipality's responsibilities for payment of the Obligations are fully discharged, whichever is later. The parties realize that any funds hereunder as shall remain upon termination shall, except as may otherwise by law, be turned over to the Municipality after deduction of any unpaid fees and disbursements of Fiscal Agent or, if required by law, to such officer, board or body as may then be entitled by law to

receive the same. Termination of this Agreement shall not, of itself, have any effect on Municipality's obligation to pay the outstanding Obligations in full in accordance with the terms thereof.

(d) Execution in Counterparts. This Agreement may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties have executed this Agreement, being duly authorized so to do, each in the manner most appropriate to it, on the date first above written.

VILLAGE OF HOLMEN, LACROSSE
COUNTY, WISCONSIN

By _____
Nancy J. Proctor
President

(SEAL)

Angela A. Hornberg
Village Clerk

BOND TRUST SERVICES
CORPORATION, ROSEVILLE,
MINNESOTA
Fiscal Agent

(SEAL)

By _____
Paying Agent Administrator

Attest _____
Paying Agent Administrator

SCHEDULE A

Debt Service Schedule
\$4,965,000 General Obligation Corporate Purpose Bonds, Series 2013A
of the Village of Holmen, Wisconsin
dated October 30, 2013

(SEE ATTACHED)

COPY

[SCHEDULE MRP

Mandatory Redemption Provision

The Obligations due on October 1, _____, _____, _____ and _____ (the "Term Bonds") are subject to mandatory redemption prior to maturity by lot (as selected by the Depository) at a redemption price equal to One Hundred Percent (100%) of the principal amount to be redeemed plus accrued interest to the date of redemption, from debt service fund deposits which are required to be made in amounts sufficient to redeem on October 1 of each year the respective amount of Term Bonds specified below:

For the Term Bonds Maturing on October 1, _____

<u>Redemption</u> <u>Date</u>	<u>Amount</u>
_____	\$ _____
_____	_____ (maturity)

For the Term Bonds Maturing on October 1, _____

<u>Redemption</u> <u>Date</u>	<u>Amount</u>
_____	\$ _____
_____	_____ (maturity)

For the Term Bonds Maturing on October 1, _____

<u>Redemption</u> <u>Date</u>	<u>Amount</u>
_____	\$ _____
_____	_____ (maturity)

For the Term Bonds Maturing on October 1, _____

<u>Redemption</u> <u>Date</u>	<u>Amount</u>
_____	\$ _____
_____	_____ (maturity)]

[SCHEDULE B

NOTICE OF MANDATORY SINKING FUND REDEMPTION*

Village of Holmen, Wisconsin
General Obligation Corporate Purpose Bonds, Series 2013A
Dated October 30, 2013

NOTICE IS HEREBY GIVEN that a portion of the Bonds of the above-referenced issue which mature on October 1, 20__ shall be subject to mandatory sinking fund redemption on October 1 of the year set forth below, in the amount set forth below, at a redemption price equal to One Hundred Percent (100%) of the principal amount redeemed plus accrued interest to the date of redemption.

<u>Redemption Date</u>	<u>Principal Amount</u>	<u>CUSIP Number</u>
October 1, ____	\$ _____	_____

COPY

Such portion of the Bonds will cease to bear interest on the redemption date set forth above.

BY THE ORDER OF THE
VILLAGE BOARD

VILLAGE OF HOLMEN, WISCONSIN

Dated: _____

* To be provided by registered or certified mail, facsimile transmission, overnight express delivery or electronic transmission to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 55 Water Street, 50th Floor, New York, New York 10041-0099, not less than thirty (30) days nor more than sixty (60) days prior to the call date. At least thirty (30) days prior to the call date notice shall also be provided to the Municipal Securities Rulemaking Board.]

SCHEDULE [B/C]

COPY

EXHIBIT G

Notice of Redemption*

The First National Bank of Bangor
1798 Commercial Street
Bangor, WI 54614

Re: Village of Holmen, Wisconsin
General Obligation Promissory Notes
Date of Original Issue - December 28, 2010

Notice is hereby given that the Notes of the above-described issue which mature on the date, in the principal amount and bear interest at the rate set forth below have been called for prior payment on October 30, 2013.

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
02/01/14	\$2,500,000	2.85%

Upon presentation and surrender of said Notes, at the Village's Office located at 421 South Main Street, Holmen, Wisconsin 54636, you will be paid the principal amount of such Notes and accrued interest to the date of redemption. Please also provide a fully-executed W-9 Taxpayer Identification Number Certificate.

Such Notes will cease to bear interest on October 30, 2013.

Very truly yours,

Village of Holmen

* Unless waived by the registered owner, this Notice must be sent by registered or certified mail at least 30 days prior to October 30, 2013 to the registered owner of the Notes at the address shown on the registration books.

**CERTIFICATE OF COMPLIANCE WITH
OPEN MEETING LAW PUBLIC NOTICE REQUIREMENTS**

I, Angela A. Hornberg, Village Clerk/Treasurer
(name) (title)

of Village of Holmen
(official name of municipality)

hereby certify that:

1. **Meeting Date.** On the 10th day of October, 2013 a

Village Board meeting was held commencing
(County Board, Common Council, etc.)

at 7:00 o'clock pm. at the Village Hall.

(location)

2. **Posting.** On the 1st day of October, 2013 at approximately 10:00 o'clock a.m., I

posted or caused to be posted a notice setting forth the time, date, place and subject matter

(including specific reference to the borrowing) of said meeting in the following public places

(attach an extra sheet if necessary):

Village Hall bulletin board and outdoor display case

Post Office display case

Public Library bulletin board

AND/OR

Publication. The _____
(County, City, etc.)

caused a notice setting forth the time, date, place and subject matter (including specific reference

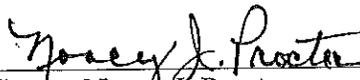
to the borrowing) of said meeting to be published on the ____ day of _____, 20__

by the following news medium or media (attach an extra sheet if necessary):

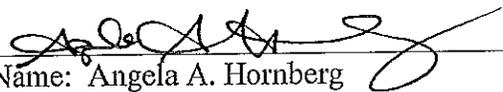
(If notice was published rather than posted, attach copy
of published notice).

3. **Notification of Media.** On the 1st day of October, 2013 at approximately 10:00 o'clock a.m., I communicated or caused to be communicated, the time, date, place and subject matter (including specific reference to the borrowing) of said meeting to those news media who have filed a written request for such notice, and to the official newspaper of the Onalaska-Holmen Courier-Life, or, if none exists, to a news medium (County, City, etc.) likely to give notice in the area.

4. **Open Meeting Law Compliance.** Said meeting was a regular meeting of the (regular, special, adjourned annual, etc.) Village Board which was called, noticed, held and (County Board, Common Council, etc.) conducted in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and State statutes.


Name: Nancy J. Proctor
Title: Village President

Attest:


Name: Angela A. Hornberg
Title: Village Clerk/Treasurer

(SEAL)

(Note: Questions regarding this form or open meeting law compliance generally should be directed to local counsel or Quarles & Brady LLP.)

Excerpts of Minutes of Meeting
of the
Village Board of the
Village of Holmen

A regular meeting of the Village Board of the Village of Holmen, LaCrosse County, Wisconsin, was duly called, noticed, held and conducted in the manner required by the Village Board and the pertinent Wisconsin Statutes on October 10, 2013. The President called the meeting to order at 7:00 p.m.

The following members were present:

Nancy Proctor

Neal Forde

Bill Ebner

Doug Jorstad

Dawn Kulcinski

Rich Anderson

The following members were absent:

Ryan Olson

(Here occurred business not pertinent to the financing.)

The following resolution was then moved by Dawn Kulcinski and seconded by Bill Ebner:

RESOLUTION NO. 20-2013

RESOLUTION AWARDING THE SALE OF \$4,965,000 GENERAL OBLIGATION
CORPORATE PURPOSE BONDS, SERIES 2013A

(A true copy of the resolution as adopted is attached hereto and incorporated herein by reference.)

Upon the vote being taken, the following voted

Aye: 6

Nay: 0

Abstaining: 0

and the resolution was declared adopted.

(Here occurred business not pertinent to the financing.)

Upon motion made and seconded, the Village Board adjourned.

Certification of Minutes Excerpt

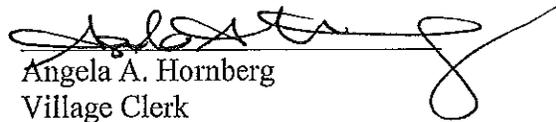
I, Angela A. Hornberg, am the duly qualified and acting Village Clerk of the Village of Holmen, LaCrosse County, Wisconsin.

I hereby certify that the foregoing is a true and correct excerpt of the official minutes of the Village Board meeting of October 10, 2013 with respect to Village Board action to award the sale of \$4,965,000 General Obligation Corporate Purpose Bonds, Series 2013A.

I further certify that the attached is a true and correct copy of the resolution adopted by the Village Board at such meeting.

IN WITNESS WHEREOF, I have executed this Certificate in my official capacity on October 10, 2013.

(SEAL)


Angela A. Hornberg
Village Clerk