Village of HARRISON
WHERE OPPORTUNITY LIVES

NOTICE OF VILLAGE BOARD MEETING

DATE: Tuesday, September 01, 2020
TIME: 6:00pm
PLACE: Harrison Municipal Building
W5298 State Road 114
Harrison, WI 54952

Pursuant to Wis. Stats. §19.84, NOTICE is hereby given to the public that a Village of Harrison Board Meeting will be held on Tuesday, September 01, 2020 at 6:00pm. The agenda is listed below. This is a public meeting.

1. Call to Order

2. Pledge of Allegiance

3. Roll Call of Village Board

4. Correspondence or Communications from Board and Staff

5. Public Comments
   Please be advised per State Statute section 19.84(2), information will be received from the public; be further advised that there may be limited discussion on the information received; however, no action will be taken under public comments. It is the policy of the Village that there is a three-minute time limit per person. Time extensions may be granted by the President. Please register your name on the sign-in sheet prior to the start of the meeting.

6. New Business for Consideration or Action
   a) Create Administrative Committee
   b) Approve Engagement Letter with Baird for General Obligation Refunding Bonds in the amount of $1,645,000.00
   c) Discuss 2021 Budget

7. Future Agenda Items

8. Closed Session: As allowed under Sec. 19.85(1)(c), the board will meet in closed session to consider the employment, promotion, compensation, or performance evaluation data of an employee- Village Manger Evaluation Performance. The board may reconvene in open session under Sec. 19.85(2).

9. Adjournment

Agenda posted 08/28/2020 and posted at www.harrison-wi.org and Municipal Building lobby.

August 28, 2020

Village of Harrison
Mr. Travis Parish, Village Manager
W5298 State Road 114
Harrison, WI 54952

Dear Mr. Parish:

On behalf of Robert W. Baird & Co. Incorporated ("we" or "Baird"), we wish to thank you for the opportunity to serve as managing underwriter for the Village of Harrison ("you" or the "Issuer") on your proposed offerings, as described below (the "Securities"):

- Approximately $1,645,000 General Obligation Refunding Bonds, 2020-21

This letter will confirm the terms of our engagement; however, it is anticipated that this letter will be replaced and superseded by a bond purchase agreement to be entered into by the parties (the "Purchase Agreement") if and when the Securities are priced following successful completion of the offering process. The Purchase Agreement will set forth the terms and conditions on which Baird will purchase or place the Securities and will contain provisions that are consistent with those stated in this letter.

1. Services to be Provided by Baird. Baird is hereby engaged to serve as managing underwriter of the proposed offering and issuance of the Securities, and in such capacity Baird agrees to provide the following services:

- Review and evaluate the proposed terms of the offering and the Securities
- Develop a marketing plan for the offering, including identification of potential purchasers of the Securities
- Assist in the preparation of the preliminary official statement and final official statement and other offering documents
- Contact potential purchasers of the Securities and provide them with copies of the offering materials and related information
- Respond to inquiries from potential purchasers and, if requested, coordinate their due diligence calls and meetings
- If the Securities are to be rated, assist in the preparation of information and materials to be provided to securities rating agencies and in the development of strategies for meetings with the rating agencies
- Consult with counsel and other service providers about the offering and the terms of the Securities
- Inform the Issuer of the marketing and offering process
- Negotiate the pricing, including the interest rate, and other terms of the Securities
- Obtain CUSIP number(s) for the Securities and arrange for their DTC book-entry eligibility
- Submit documents and other information about the offering to the MSRB's EMMA website
- Plan and arrange for the closing and settlement of the issuance and the delivery of the Securities

- Such other usual and customary underwriting services as may be requested by the Issuer

2. Disclosures Concerning Baird's Role as Underwriter as Required by MSRB Rules: At the Issuer's request, Baird may provide incidental financial advisory services, including advice as to the structure, timing, terms and other matters concerning the issuance of the Securities. Please note that Baird would be providing such advisory services in its capacity as underwriter and not as a municipal advisor or financial advisor to the Issuer. As underwriter, Baird's primary role is to purchase, or arrange for the placement of, the Securities in an arm's length commercial transaction between the Issuer and Baird. Baird has financial and other interests that differ from those of the Issuer. Municipal Securities Rulemaking Board Rule G-17 requires an underwriter to deal fairly at all times with both municipal issuers and investors. However, unlike a municipal advisor or financial advisor, Baird as an underwriter does not have a fiduciary duty to the Issuer under the federal securities laws and is, therefore, not required by federal law to act in the best interests of the Issuer without regard to its own financial or other interests. As part of its services, Baird will review the official statement applicable to the proposed offering in accordance with, and as part of, its responsibilities to investors under the federal securities laws, as applied to the facts and circumstances of the proposed offering.

As underwriter, Baird will not be required to purchase the Securities except pursuant to the terms of the Purchase Agreement, which will not be signed until successful completion of the pre-sale offering period and satisfaction of various conditions. This letter does not obligate Baird to purchase any of the Securities. If all of the conditions to its obligation to purchase any securities have been satisfied, Baird as underwriter has a duty to purchase securities from the Issuer at a fair and reasonable price but must balance that duty with its duty to sell those securities to investors at prices that are fair and reasonable.

Baird is registered with the Municipal Securities Rulemaking Board ("MSRB") and the SEC. The MSRB website is www.msrb.org. Two investor brochures, Information for Municipal Securities Investors and Information for Municipal Advisory Clients, describe the protections that may be provided by the MSRB's rules. The brochures are available on the MSRB website. The MSRB website also contains information about how to file a complaint with an appropriate regulatory authority.

3. Fees and Expenses; Conflicts of Interest. Baird's proposed underwriting fee/spread is 1.25% of the principal or par amount of each issue. The underwriting fee/spread will represent the difference between the price that Baird pays for the Securities and the public offering price stated on the cover of the final official statement. The underwriting fee/spread will be contingent upon the closing of the proposed offering and the amount of the fee/spread will be based on the principal or par amount of the Securities. While this form of compensation is customary in the municipal securities market, it presents a conflict of interest because the underwriter may have an incentive to recommend to the Issuer a transaction that is unnecessary or to recommend that the size of the transaction be larger than is necessary. Other firms that provide services in connection with the proposed offering may also have fees that are contingent on the closing of the offering.

In addition to the underwriting fee/spread, the Issuer shall pay to Baird a fee equal to $4,800 as compensation for its services in assisting in the preparation of the official statements and providing various financial analyses, and for the use of Baird's capital to advance certain costs prior to settlement. The Issuer shall be responsible for paying or reimbursing Baird for all other costs of issuance, including without limitation, CUSIP, DTC, IPREO (electronic book-running/sales order system), and Municipal Advisory Council (Ohio MAC, Texas MAC, etc.) fees and charges; a day loan charge (currently at the rate of 1% per annum of the par amount); official statement printing and mailing/distribution charges; bond counsel, disclosure counsel and underwriter's counsel fees; municipal advisory and other consultant fees; ratings agency fees and expenses and travel expenses directly related thereto; auditor and other expert fees; trustee, registrar and paying agent fees; and all other expenses incident to the performance of the Issuer's obligations under the proposed offering. However, Baird will be responsible for paying any fees to the MSRB in connection with the issuance of the Securities.

In the ordinary course of fixed income trading business, Baird may purchase, sell, or hold a broad array of investments and may actively trade securities and other financial instruments, including the Securities and other municipal bonds, for its own account and for the accounts of customers, with respect to which Baird may receive a mark-up or mark-down, commission or other remuneration. Such investment and trading activities may involve or relate to the offering or other assets, securities and/or instruments of the Issuer and/or persons and entities with relationships with the Issuer. Spouses and other family members of Baird associates may be employed by the Issuer.

Baird has not identified any additional potential or actual material conflicts that require disclosure. If potential or actual conflicts arise in the future, we will provide you with supplemental disclosures about them.

4. Term and Termination. The term of this engagement shall extend from the date of this letter to the closing of the offering of the Securities. Notwithstanding the forgoing, either party may terminate Baird's engagement at any time without liability or penalty upon at least 30 days' prior written notice to the other party. If Baird's engagement is terminated by the Issuer, the Issuer agrees to compensate Baird for the services provided and to reimburse Baird for its out-of-pocket expenses incurred until the date of termination.

5. Indemnification; Limitation of Liability. The Issuer agrees that neither Baird nor its employees, officers, agents or affiliates shall have any liability to the Issuer for the services provided hereunder except to the extent it is judicially determined that Baird engaged in gross negligence or willful misconduct. In addition, to the extent permitted by applicable law, the Issuer shall indemnify, defend and hold Baird and its employees, officers, agents and affiliates harmless from and against any losses claims, damages and liabilities that arise from or otherwise relate to this Agreement, actions taken or omitted in connection herewith, or the transactions and other matters contemplated hereby, except to the extent such losses, claims, damages or liabilities are judicially determined to be the result of Baird's gross negligence or willful misconduct.

6. Miscellaneous. This letter shall be governed and construed in accordance with the laws of the State of Wisconsin. This Agreement may not be amended or modified except by means of a written instrument executed by both parties hereto. This Agreement may not be assigned by either party without the prior written consent of the other party. The Issuer acknowledges that Baird may, at its option and expense and after announcement of the offering, place announcements and advertisements or otherwise publicize a description of the offering and Baird's role in it on Baird's website and/or other marketing material and in such financial and other newspapers and journals as it may choose, stating that Baird has acted as underwriter for the offering. The Issuer also agrees that Baird may use the Issuer's name and logo or official seal for these purposes.

7. Disclosures of Material Financial Characteristics and Material Financial Risks. Accompanying this letter is a disclosure document describing the material financial characteristics and material financial risks of the Securities as required by MSRB Rule G-17.

If there is any aspect of this Agreement that requires further clarification, please do not hesitate to contact us. In addition, please consult your own financial and/or municipal, legal, accounting, tax and other advisors as you deem appropriate. We understand that you have the authority to bind the Issuer by contract with us, and that you are not a party to any conflict of interest relating to the proposed offering. If our understanding is not correct, please let us know.

Please evidence your receipt and agreement to the foregoing by signing and returning this letter.

Again, we thank you for the opportunity to assist you with your proposed financing and the confidence you have placed in us.

Very truly yours,

ROBERT W. BAIRD & CO. INCORPORATED

Justin A. Fischer

Justin A. Fischer, Director

Accepted this ___ day of _________, 20__

VILLAGE OF HARRISON

____

Mr. Travis Parish, Village Manager

Disclosures of Material Financial Characteristics
and Financial Risks of Proposed Offering of General Obligation Bonds

Robert W. Baird & Co. Incorporated ("Baird") has been engaged as underwriter for the proposed offering by you (or the "Issuer") of fixed rate bonds, notes or other debt securities (the "Securities"), to be sold on a negotiated basis. The Securities to be issued will be general obligation notes or bonds. The following is a general description of the financial characteristics and security structures of general obligation bonds, as well as a general description of certain financial risks that you should consider before deciding whether to issue general obligation bonds.

This document is being provided to an official of the Issuer who has the authority to bind the Issuer by contract with Baird, who does not have a conflict of interest with respect to the offering.

Financial Characteristics

The Securities will be general obligations of the Issuer. The Issuer's full faith and credit and unlimited taxing powers will be pledged to the payment of principal of and interest on the Securities when due. Under current law, taxes may be levied by the Issuer on all taxable property in the county without limitation as to rate or amount.

Maturity and Interest. The Securities are interest-bearing debt securities that the Issuer will issue. Maturity dates for the Securities will be fixed at the time of issuance and may include serial maturities (specified principal amounts are payable on the same date in each year until final maturity) or one or more term maturities (specified principal amounts are payable on each term maturity date) or a combination of serial and term maturities. Maturity dates, including the final maturity date, are subject to negotiation and will be reflected in the official statement. The state may impose limitations on the final maturity date. At each maturity, the scheduled principal or par amount of the Securities will have to be repaid.

The Securities will pay fixed rates of interest typically semi-annually on scheduled payment dates. The interest rates to be paid on the Securities may differ for each series or maturity date of the Securities. The specific interest rates will be determined based on market conditions and investor demand and reflected in the official statement for the Securities. Securities with longer maturity dates will have interest rates that are greater than securities with shorter maturity dates.

Redemption. The Securities may be subject to optional redemption, which allows the Issuer, at its option, to redeem some or all of the Securities on a date prior to scheduled maturity, such as in connection with the issuance of refunding bonds to take advantage of lower interest rates. The Securities will be subject to optional redemption only after the passage of a specified period of time, to be negotiated with investors and reflected in the official statement. The amount and maturities of the Securities to be redeemed will be selected by the Issuer. The redemption price will be equal to 100% of the principal amount being redeemed, plus accrued interest. The Issuer will be required to send out a notice of optional redemption to the holders of the Securities at a certain period of time prior to the redemption date.

The Securities may also be subject to mandatory sinking fund redemption, which requires the Issuer to redeem specified principal amounts of the Securities annually in advance of the term maturity date, at a redemption price equal to 100% of the principal amount of the Securities to be redeemed. The Securities may also be subject to extraordinary or mandatory redemption upon the occurrence of certain events, authorizing or requiring you to redeem the Fixed Income Bonds at their par amount (plus accrued interest).

Credit Enhancements. Fixed Rate Bonds may feature credit enhancements, such as an insurance policy provided by a municipal bond insurance company that guarantees the payment of principal of an interest on the bonds when due in the event of default. Other credit enhancements could include a letter of credit provided by a financial institution, or financial support from a state agency.

Tax Status. If the Securities are tax-exempt, counsel will provide an opinion that the interest on the Securities will be excluded from gross income for federal income tax purposes. If the Securities (or a portion thereof) are taxable, interest on the Securities will be included in gross income for federal and state income tax purposes.

Security

The Securities are general obligations of the Issuer. "General obligations" are debt securities to which your full faith and credit is pledged to pay principal and interest when due. The basic security for payment of the Securities is the requirement that the Issuer levy ad valorem (property) taxes, which taxes are unlimited as to rate and amount, as needed to pay the debt service on the Securities. The Issuer's full faith and credit pledge also means that other funds of the Issuer may be used to pay debt service, except if such funds are prohibited from use by state or federal law or specifically limited to another use.

The description above regarding "Security" is only a brief summary of certain possible security provisions for the Bonds and is not intended as legal advice. You should consult with your bond counsel for further information regarding the security for the Securities.

Financial Risk Considerations

Certain risks may arise in connection with your issuance of the Securities, including some or all of the following:

Issuer Default Risk

You may be in default if the funds pledged to secure the Securities are not sufficient to pay debt service on the Securities when due. The consequences of a default may be serious for you and, depending on applicable state law and the terms of the authorizing documents, the holders of the Securities may be able to exercise a range of available remedies against you. For example, you may be ordered by a court to raise taxes. Other budgetary adjustments also may be necessary to enable you to provide sufficient funds to pay debt service on the Securities. Further, if you are unable to provide sufficient funds to remedy the default, subject to applicable state law and the terms of the authorizing documents, you may find it necessary to consider available alternatives under state law, including bankruptcy or receivership. Bond holders will also have the right of mandamus or other actions to require you to levy, collect and apply taxes to pay principal and interest on the Securities.

The State of Wisconsin may impose debt and/or revenue limits on the Issuer. The Issuer's payment of debt service on the Securities may be subject to such limits.

This description is only a brief summary of issues relating to defaults and is not intended as legal advice. You should consult with your bond counsel for further information regarding defaults and remedies.

Redemption Risk

Your ability to redeem the Securities prior to maturity may be limited, depending on the terms of any optional redemption provisions. In the event that interest rates decline, you may be unable to take advantage of the lower interest rates to reduce future debt service. In addition, if the Securities are subject to extraordinary or mandatory redemption, you may be required to redeem the bonds at times that are disadvantageous.

Refinancing Risk

If your financing plan contemplates refinancing some or all of the Securities at maturity (for example, if you have term maturities or if you choose a shorter final maturity than might otherwise be permitted under the applicable federal tax rules), market conditions or changes in law may limit or prevent you from refinancing those Securities when required. Further, limitations in the federal tax rules on advance refunding of bonds (an advance refunding of bonds occurs when tax-exempt bonds are refunded more than 90 days prior to the date on which those bonds may be retired) may restrict your ability to refund the Securities to take advantage of lower interest rates.

Reinvestment Risk

You may have proceeds to invest prior to the time that you are able to spend those proceeds for the authorized purpose. Depending on market conditions, you may not be able to invest those proceeds at or near the rate of interest that you are paying on the Securities, which is referred to as "negative arbitrage".

Tax Compliance Risk (applicable if the Securities are tax-exempt bonds)

The issuance of tax-exempt bonds is subject to a number of requirements under the United States Internal Revenue Code, as enforced by the Internal Revenue Service (IRS), and applicable state tax laws. You must take certain steps and make certain representations prior to the issuance of tax-exempt bonds. You also must covenant to take certain additional actions after issuance of the tax-exempt bonds. A breach of your representations or your failure to comply with certain tax-related covenants may cause the interest on the Securities to become taxable retroactively to the date of issuance of the Securities, which may result in an increase in the interest rate that you pay on the Securities or the mandatory redemption of the Securities. The IRS also may audit you or the Securities or your other bonds, in some cases on a random basis and in other cases targeted to specific types of bond issues or tax concerns. If the Securities are declared taxable, or if you are subject to audit, the market price of the Securities and/or your other bonds may be adversely affected. Further, your ability to issue other tax-exempt bonds also may be limited.

This description of tax compliance risks is not intended as legal advice and you should consult with your bond counsel regarding tax implications of issuing the Securities.

Continuing Disclosure Risk.
In connection with the issuance of the Securities, you may be subject to continuing disclosures which require dissemination of annual financial and operating information and notices of material events. Compliance with these continuing disclosure requirements is important and facilitates an orderly secondary market. Failure to comply with continuing disclosure requirements may affect the liquidity and marketability of the Securities, as well as your other outstanding securities. Because instances of material non-compliance with previous continuing disclosure requirements must be disclosed in an official statement, failure to comply with continuing disclosure requirements may also make it more difficult or expensive for you to market and sell future bonds.

BAIRD

Village of Harrison

2020 Refinancing Discussion

August 3, 2020

Justin A. Fischer, Director

jfischer@rwbaird.com
777 East Wisconsin Avenue
Milwaukee, WI 53202
Phone 414.765.3635
Fax 414.298.7354

Village of Harrison

2020 Refinancing Discussion

August 3, 2020

Borrowing Amount / Structure / Purpose

Issue:	**General Obligation Refunding Bonds**
Estimated Size:	$1,645,000
Purpose:	• Refinancing of 2015 State Trust Fund Loan (TID #1) • Refinancing of 2016 GO Promissory Notes
Structure:	Matures annually March 1, 2021-2035
First Interest:	March 1, 2021
Callable:	March 1, 2027 or any date thereafter
Estimated Interest Rate:	1.60%
Estimated Savings (Includes Est. COI):	$233,512

Timeline

- Village Board considers [illegible] Proceed .... January 28, 2020
- Village Board considers Initial Resolution .... August 2020
  - Preparations are made for issuance
    - ✓ Official Statement
    - ✓ Bond Rating
    - ✓ Marketing
- Village Board Considers Award Resolutions (finalizes terms and interest rate) .... September 2020
- Closing of Notes/Bonds (funds available) .... October 2020

Village of Harrison

2020 Refinancing Discussion

August 3, 2020

2020 Refinancing Illustration

	BEFORE REFINANCING							AFTER REFINANCING								
	$1,500,000 State Trust Fund Loan Dated May 27, 2015			$450,000 G.O. Promissory Note Dated April 27, 2016			TOTAL DEBT SERVICE	$1,500,000 State Trust Fund Loan Dated May 27, 2015		$450,000 G.O. Promissory Note Dated April 27, 2016		$1,645,000 ( ) G.O. Refunding Bonds (CR) Dated October 1, 2020 [1]			TOTAL NEW DEBT SERVICE	POTENTIAL DEBT SERVICE SAVINGS
Calendar Year	PRINCIPAL (3/15)	RATE	INTEREST (3/15)	PRINCIPAL (4/1)	RATE	INTEREST (4/1 & 10/1)		PRINCIPAL (3/15)	INTEREST (3/15)	PRINCIPAL (4/1)	INTEREST (4/1 & 10/1)	PRINCIPAL (3/1)	INTEREST (3/1 & 9/1) TIC= 1.60%	TOTAL		
2020	***$51,200***	3.750%	$52,960	***$45,000***	2.900%	$8,624	$157,784	***$51,200***	$52,960	***$45,000***	$8,624				$157,784	***$0***
2021	***$55,300***	3.750%	$50,895	***$45,000***	2.900%	$7,275	$158,470	***		***		$110,000	$29,058	$139,058	$139,058	***$19,412***
2022	***$59,300***	3.750%	$48,821	***$45,000***	2.900%	$5,952	$159,074	***		***		$115,000	$29,550	$144,550	$144,550	***$14,524***
2023	***$63,600***	3.750%	$46,598	***$45,000***	2.900%	$4,629	$159,827	***		***		$115,000	$27,250	$142,250	$142,250	***$17,577***
2024	***$68,000***	3.750%	$44,334	***$45,000***	2.900%	$3,317	$160,651	***		***		$120,000	$24,900	$144,900	$144,900	***$15,751***
2025	***$72,800***	3.750%	$41,663	***$45,000***	2.900%	$1,983	$161,445	***		***		$125,000	$22,450	$147,450	$147,450	***$13,995***
2026	***$77,700***	3.750%	$38,933	***$45,000***	2.900%	$660	$162,292	***		***		$125,000	$19,950	$144,950	$144,950	***$17,342***
2027	***$82,800***	3.750%	$36,019				$118,819	***				$85,000	$17,850	$102,850	$102,850	***$15,969***
2028	***$88,100***	3.750%	$33,004				$121,104	***				$90,000	$16,100	$106,100	$106,100	***$15,004***
2029	***$93,800***	3.750%	$29,610				$123,410	***				***$95,000***	$14,250	$109,250	$109,250	***$14,160***
2030	***$99,700***	3.750%	$26,093				$125,793	***				***$100,000***	$12,300	$112,300	$112,300	***$13,493***
2031	***$105,800***	3.750%	$22,354				$128,154	***				***$105,000***	$10,250	$115,250	$115,250	***$12,904***
2032	***$112,100***	3.750%	$18,437				$130,537	***				***$110,000***	$8,100	$118,100	$118,100	***$12,437***
2033	***$118,900***	3.750%	$14,183				$133,083	***				***$115,000***	$5,850	$120,850	$120,850	***$12,233***
2034	***$126,000***	3.750%	$9,724				$135,724	***				***$115,000***	$3,550	$118,550	$118,550	***$17,174***
2035	***$133,300***	3.750%	$4,999				$138,299	***				***$120,000***	$1,200	$121,200	$121,200	***$17,099***
	$1,408,400		$518,623	$315,000		$32,440	$2,274,463	$51,200	$52,960	$45,000	$8,624	$1,645,000	$242,608	$1,887,608	$2,045,392	***$229,071***

TID #1 Supported
Maturities callable 1/1 -8/31 each year.

TID #1 Supported

CALLABLE MATURITIES

*** *REFINANCED WITH 2020 ISSUE.*

(1) This illustration represents a mathematical calculation of potential interest cost savings (cost), assuming hypothetical rates based on current rates for municipal bonds +15bps as of 7/29/20. Actual rates may vary. If actual rates are higher than those assumed, the interest cost savings would be lower. This illustration provides information and is not intended to be a recommendation, proposal or suggestion for a refinancing or otherwise to be considered as advice.

ROUNDING AMOUNT.. ***$4,441***
POTENTIAL GROSS SAVINGS.................................... ***$233,512***

(2) *POTENTIAL PRESENT VALUE SAVINGS $*.................. ***$204,720***
POTENTIAL PRESENT VALUE SAVINGS %.................. ***15.084%***

(2) Present value calculated using the All Inclusive Cost (AIC) of 1.87% as the discount rate. Inclusive of estimated investment earnings calculated at an estimated rate of 0.15%.

Interest Rate Sensitivity		
Change in Rates	Est. PV % Savings	Est. PV $ Savings
-0.30%	17.932%	$243,367
-0.20%	16.975%	$230,380
-0.10%	16.038%	$217,666
+0.10%	14.149%	$192,031
+0.20%	13.218%	$179,390
+0.30%	12.312%	$167,095