Resolution No. _____

RESOLUTION PROVIDING FOR THE SALE OF APPROXIMATELY $20,260,000 GENERAL OBLIGATION PROMISSORY NOTES

WHEREAS the City of Waukesha, Waukesha County, Wisconsin (the "City") is presently in need of approximately $20,260,000 for public purposes, including paying costs of projects included in the City's 2015 capital improvement program, financing storm sewer projects in Tax Incremental District No. 22 and refunding obligations of the City, including interest on them, specifically, the General Obligation Refunding Bonds, dated February 15, 2004, the General Obligation Refunding Bonds, dated April 1, 2005, the General Obligation Refunding Bonds, dated May 21, 2007 and the General Obligation Promissory Notes, dated August 9, 2011; and

WHEREAS it is desirable to borrow said funds through the issuance of general obligation promissory notes pursuant to Section 67.12(12), Wis. Stats.;

NOW, THEREFORE, BE IT RESOLVED that:

1.   The City shall issue approximately $20,260,000 in principal amount of its General Obligation Promissory Notes (the "Notes") for the purposes above specified.

2.   The Common Council hereby authorizes and directs the officers of the City to take all actions necessary to negotiate the sale of the Notes with Robert W. Baird & Co. Incorporated ("Baird"). The appropriate officers of the City are hereby authorized to execute such agreements or other documents as are necessary to engage Baird to act as underwriter of the Notes. At its meeting on April 21, 2015 or a subsequent meeting, the Common Council shall take further action to approve the details of the Notes and authorize the sale of the Notes.

3.   The City Clerk shall cause an Official Statement concerning this issue to be prepared by Baird. The appropriate City officials shall determine when the Official Statement is final for purposes of Securities and Exchange Commission Rule 15c2-12 and shall certify said Statement, such certification to constitute full authorization of such Statement under this resolution.

Passed this 19th day of February, 2015.

Approved this 19th day of February, 2015.

_____
Mayor

Attest:

_____
City Clerk