

JOINT MEETING OF TOWN OF WILLIAMSTOWN AND  
VILLAGE OF KEKOSKEE  
DODGE COUNTY, WISCONSIN

**Workshop Minutes**  
**June 20, 2017**

**CALL TO ORDER**

The joint meeting of the Town of Williamstown and the Village of Kekoskee was called to order by Don Hilgendorf for the Town and Lloyd Lechner for the Village. Quorums of the Town Board and the Village Board were present. Messrs. Hilgendorf and Lechner confirmed open meeting notice to the public. Also present were Town attorney John St. Peter, Town Clerk, Mary Dessereau, Town Treasurer, Cindy Fredrick, Town Planning Consultant, Ken Jaworski, Village Clerk, Bonnie Hoyt, and Village Treasurer, Steve Bachhuber. The meeting was conducted as a workshop without any actions being taken. Various members of the public were in attendance and, from time to time, were allowed to speak to the respective Boards. No third party municipalities or counties appeared.

**DUE DILIGENCE  
UPDATE**

Mr. St. Peter began his report by expressing appreciation for the work performed by Mary Dessereau and Bonnie Hoyt in compiling dozens of documents for filing in the joint Dropbox. Mr. St. Peter next provided his legal comments regarding the various documents that have been provided by the Village to the Town. Attached and incorporated by reference is a memorandum distributed to the Town and Village Boards. There was discussion among the parties throughout this presentation. This discussion included the following topics:

- “Class B” Liquor Licenses. The Village has three authorized “Class B” liquor licenses. Two have been issued. (The Town also has three authorized “Class B” liquor licenses with none issued.) Mr. St. Peter confirmed that the three authorized Village licenses will be transferred to the Town. The respective Boards also agreed that there will be no extra charge to the license holders when the licenses are transferred from the Village to the Town.
- Ordinance Integration. Mr. St. Peter expressed the opinion that the Town’s ordinances are adequate to manage the post-dissolution combined municipality. However, the Village’s parking and sewer use ordinances will have to be

added to the Town's Code. Ken Jaworski, the Town's land use consultant from Martenson & Eisele, recommended the establishment of a new zoning district, which for convenience, will be referred to as "Concentrated Development District." This Concentrated Development District would encompass substantially all of the developed portions of the Village. This concept will allow flexibility in addressing existing land uses, setbacks, etc. Mr. Jaworski also confirmed that DATCP will not require a recertification of any Farmland Preservation zoning.

- Dodge County. Mr. Jaworski will be meeting with the appropriate representatives of Dodge Co. to discuss mailing addresses, road descriptions, and land use issues.
- Updated Village Financial Statement. The financial statement prepared by Steve Bachhuber is amended to reflect that the Village has satisfied the loan with Mayville Savings Bank. As for the USDA note, the current balance is \$813,200. During the course of this conversation Mr. St. Peter confirmed that the USDA will consent to the assignment of the existing note without requiring the Town to commit its full faith in credit toward the repayment of the USDA loan. As for the DNR loan, it will likely be fully satisfied by December 31, 2017.
- Village Employees. The Village Board confirmed that it has three part-time employees on its payroll: Wilfred Lehner, Steve Hoyt and Tess Schraufnagel. Each of these employees works on an at-will basis without written contracts.
- Insurance Renewal. Steve Bachhuber confirmed that all Village insurance policies have been renewed.
- Park Fund. The Village informed the Town that it has approximately \$1,650 in donations for the park. The Town Board expressed no objection to the Village using all or a portion of these funds to improve the park in 2017. However, the Town Board did request advance notice of expenditures so that the Town can offer its input.
- Garbage Arrangements. Various Village citizens have expressed concern about changes to the current Village "dumping" arrangements at the dump site. It was also noted

that Village residents have paid \$100 for dumping privileges through March 2018. Don Hilgendorf and Lloyd Lechner will meet to discuss garbage dumping arrangements post-dissolution.

- Special Land Use Issues. Among the land use issues that need to be addressed are differences between the Town ordinances and Village ordinances relating to keeping chickens. Ken Jaworski will provide his recommendations on how best to integrate the current ordinances. There was also discussion regarding the status of the Town's comprehensive planning process. It was generally agreed that the Town should continue with its process so that a comprehensive plan can be available to implement the revised Town zoning and subdivision ordinances.
- Village Properties. Mr. St. Peter's due diligence memorandum, attached, describes the results of the letter reports that were ordered by the Town. The Town and Village clerks noted that Parcel No. 143-1216-1011-040 is the Village park and that Parcel No. 143-1216-0344-009 is the Joint Commission lift station. Mr. St. Peter also noted that Parcel No. 143-1216-1011-040 contains a deed restriction that may require certain consents from the DNR and the federal Department of the Interior. The history of this deed restriction is unknown. Every reasonable attempt will be made to avoid delays that could be caused by this consent.

#### NEXT MEETINGS

The Town Board agreed to confer among itself on June 23, 2017 at 3:00 p.m. The Town will attempt to communicate its proposal to the Village Board in time for the Village to consider the proposal at the Village Board's Wednesday, July 12 monthly meeting. The next joint meeting of the Town and Village Boards will be held on Monday, July 17 at 4:30 p.m. at the Town Hall.

#### ADJOURNMENT

No other business coming before the Town Board and the Village Board, there were motions made, seconded and approved by both Boards to adjourn the meeting.

Respectfully submitted,

  
\_\_\_\_\_  
Mary Dessereau, Town Clerk

  
\_\_\_\_\_  
Bonnie Hoyt, Village Clerk

LAW OFFICES  
**EDGARTON, ST. PETER, PETAK & ROSENFELDT**

10 Forest Avenue  
P. O. Box 1276  
FOND DU LAC, WISCONSIN 54936-1276  
FAX NUMBER: (920) 922-9091  
920-922-0470

A.D. (DAN) EDGARTON  
ROBERT V. EDGARTON  
RONALD L. PETAK  
JOHN A. ST. PETER  
PAUL W. ROSENFELDT  
-----  
MATTHEW PARMENTIER

ALLAN L. EDGARTON (1908-1994)  
GEORGE M. ST. PETER (1910-2005)  
NEIL HOBBS (1922-2001)  
THOMAS L. MASSEY (1935-1995)

MEMORANDUM

---

TO: Town and Village Boards

FROM: John A. St. Peter

DATE: June 20, 2017

SUBJECT: Status of Due Diligence Review

---

**INTRODUCTION**

Between our last meeting and now, Mary Dessereau and Bonnie Hoyt have been working together to gather all relevant Village records so that we can review them to determine their impact on the dissolution. This memorandum summarizes the noteworthy documents and describes follow-up work that must be performed.

**REVIEW COMMENTS**

**I. Ordinances**

We have received several Village of Kekoskee ordinances, including ordinances related to the following topics: economic development grants for establishments with reserve "Class B" liquor licenses, junked vehicles and nuisances, parking, sewer use, franchises for Cablevision and Wisconsin Power & Light, the Kekoskee Pond bulkhead line, floodplain zoning, parking and location of house trailers, dog licensing, emergency government, land division, treasurer tax non-payment liability, enforcement and penalties, and various annexation ordinances.

The process will culminate with a single, fully-integrated Code of Ordinances. In order to create the final Code, it will be necessary to review all current Town and Village ordinances. Some will be duplicative, in which case we must determine which version is better suited to the surviving municipality's purposes. We should also identify ordinances that can be eliminated, either because they are obsolete or because they are unnecessary for the surviving municipality. We can also use this process to perform a general review of other ordinances to determine whether it is necessary to make additional modifications to existing ordinances or to adopt any new

ordinances. Our preliminary opinion is that but for the Village's parking and sewer use ordinances, the Town's ordinances are adequate to manage the post-dissolution combined municipality.

## **II. Rural Development and DNR Involvement.**

At the last meeting, we discussed whether USDA Rural Development and the DNR would have to approve the dissolution due to their roles in connection with the loans for the Village's sewer system.

I spoke with both entities and learned that they must both approve any assignment of the various Village agreements. The current loan documents do not require the Village to pledge its full faith and credit tax levy powers to guaranty the Village's obligations to the Joint Commission. Instead, the Village agreed to adopt a rate structure that is sufficient to amortize the principal and interest of the Rural Development loan. The Rural Development representative originally said that Rural Development may require the guaranty of the Town as a condition of assignment. But upon my objection, Rural Development agreed not to insist on a Town-wide guaranty.

I also mentioned during the conversation that a dissolution by the Village might violate other restrictions related to the sanitary sewer system, including any easements that the County may have granted to the Joint Commission for the force main connecting the Village to Mayville. Although a violation is doubtful, Rural Development is looking into this.

Rural Development also explained that the loan documents require the Village to apply any proceeds it receives from the sale of the old sewer plant to the Rural Development loan. The Village cannot retain the proceeds for other purposes.

Finally, the DNR also has what is known as a Principal Forgiveness Agreement in the amount of approximately \$650,000. The proceeds are being used to fund certain repairs to the Village-owned lift station, the construction of the new lift station owned by the Joint Commission, and a portion of the force main. The DNR expects this Agreement to be closed out by the end of the year; therefore, its consent is likely moot.

Overall, we can expect cooperation from both Rural Development and the DNR.

## **III. Village Properties.**

Title records show that the Village has ownership interests in six properties. The properties are: N9490 Rockvale Road (owned jointly with the LeRoy Sanitary District), 51 Valley Street (there are two separate properties identified with this address), 21 Valley Street, and properties with no street addresses that are identified as Tax Parcel Numbers 143-1216-1011-040 and 143-1216-0344-009.

One of the properties at 51 Valley Street and the property at 21 Valley Street are subject to previously-recorded orders establishing Town of Williamstown sanitary districts. The orders are from 1944 and 1952, respectively. Presumably, these orders ceased to be in effect upon

incorporation of the Village. There are also utility easements on the two Valley Street properties and the property on Rockvale Road.

More importantly for our purposes is a deed restriction on the property with Tax Parcel Number 143-1216-1011-040 that says, "by acceptance of this deed the grantee, for itself and its successors and assigns, hereby covenants and agrees not to sell, lease, assign, or mortgage the premises herein described without the prior written approval of the Secretaries of the Department of Natural Resources and the Department of the Interior, their designee or any successor." It appears these consents will be necessary.

#### **IV. Service Contracts.**

The Village has agreements in place with Dodge County for emergency services, with Mayville for ambulance services, and with Advanced Disposal for waste hauling and recycling. These service contracts must be compared with the service contracts the Town has with its providers so that we can complete the consolidation process with all necessary service contracts in the name of the surviving municipality.

#### **V. Assets and Liabilities.**

Attached as Exhibit A is a list of the Village's assets and liabilities as of April 2017. The exhibit does not include valuations for assets but does identify approximately \$844,000 in liabilities, the vast majority of which is attributable to the Village's USDA note.

#### **VI. Other Records.**

Additional Village records identify a private cemetery within the Village, a municipal dump site, a Village insurance package provided by the LWM, Chubb, and CNA, general transportation aid of \$3,369.06 for the Village's 1.53 miles of local roads, and 7-8 Village employees.

Records also include communications from the County and the Elections Commission asking to be periodically notified of developments so that they can determine the impact of the merger on their functions. We have also received confirmation that upon merger, the surviving municipality will have a quota of six "Class B" liquor licenses, with two of them having been issued.

143034400009.00

**Assets**

Lift Station In Lower Park  
Lift Station On Elm Street  
Hockey Building In Lower Park  
Village Hall  
40% Interest In New Sewer Infrastructure (To be transferred to Mayville after note paid)  
Sewer Infrastructure In Kekoskee  
Playground Equipment  
Picnic Tables  
Laptop Computer  
Tables/Chairs At Village Hall  
Electric Motor  
40% Interest In Old Sewer System  
Parcels of Land

**Liabilities**

USDA Note	800,000.00
Mayville Savings Bank Note	35,800.00
Sewer Bill	225.00
Dodge County Pioneer	98.81
Kekoskee Fire Department	4,422.87
Advanced Disposal	389.83 approx
Alliant Energy	239.10 approx
April 2017 Election Expenses	542.88 approx
Village Employees	415.58 approx

**EXHIBIT**



Elected Officials  
IRS - 941 Employees

1,478.76  
550.00 approx  
844,162.88  
\$