The Town of Cedarburg, Wisconsin

IN THE NAME AND BY THE AUTHORITY OF THE TOWN OF CEDARBURG, WISCONSIN

RESOLUTION #2017-10

"RESOLUTION AUTHORIZING THE REDEMPTION OF GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2009A, DATED APRIL 15, 2009 AND TAXABLE GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2009B, DATED APRIL 15, 2009"

WHEREAS, the Town of Cedarburg, Ozaukee County, Wisconsin (the "Town") has outstanding its General Obligation Promissory Notes, Series 2009A, dated April 15, 2009 (the "2009A Notes") and Taxable General Obligation Promissory Notes, Series 2009B, dated April 15, 2009 (the "2009B Notes");

WHEREAS, the Town Board has determined that it is necessary and desirable to call the 2009A Notes maturing in the year 2018 and the 2009B Notes maturing in the year 2019 for redemption on June 7, 2017 with funds of the Town on hand;

NOW, THEREFORE, BE IT RESOLVED by the Town Board of the Town of Cedarburg, Ozaukee County, Wisconsin, that the 2009A Notes maturing in the year 2018 and the 2009B Notes maturing in the year 2019 are called for prior payment on June 7, 2017 at the price of par plus accrued interest to the date of redemption.

The Town hereby directs the Assistant Administrator/Clerk to work with Ehlers & Associates, Inc. to cause timely notice of redemption, in substantially the forms attached hereto as Exhibit A and Exhibit B and incorporated herein by this reference (collectively, the "Notices"), to be provided at the times, to the parties and in the manner set forth on the Notices.

Adopted, approved and recorded May 3, 2017.

David Salvaggio Chairperson

ATTEST:

Assistant Administrator/Clerk

SEAL)

EXHIBIT A

NOTICE OF FULL CALL*

Regarding

TOWN OF CEDARBURG OZAUKEE COUNTY, WISCONSIN GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2009A, DATED APRIL 15, 2009

NOTICE IS HEREBY GIVEN that the Notes of the above-referenced issue which mature on the date and in the amount; bear interest at the rate; and have a CUSIP No. as set forth below have been called by the Town for prior payment on June 7, 2017 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

Maturity Date	Principal Amount	Interest Rate	CUSIP No.
4/1/2018	\$150,000	3.70%	150645PA1

The Town shall deposit federal or other immediately available funds sufficient for such redemption at the office of The Depository Trust Company on or before June 7, 2017.

Said Notes will cease to bear interest on June 7, 2017.

By Order of the Town Board Town of Cedarburg Assistant Administrator/Clerk

Dated	5-	-3-	-201	?



^{*} To be provided by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to June 7, 2017 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.

EXHIBIT B

NOTICE OF FULL CALL*

TOWN OF CEDARBURG OZAUKEE COUNTY, WISCONSIN TAXABLE GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2009B, DATED APRIL 15, 2009

NOTICE IS HEREBY GIVEN that the Notes of the above-referenced issue which mature on the date and in the amount; bear interest at the rate; and have a CUSIP No. as set forth below have been called for prior payment on June 7, 2017 at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the date of prepayment:

Maturity Date	Principal Amount	Interest Rate	CUSIP No.
4/1/2019	\$475,000	5.00%	150645NX3

Upon presentation and surrender of said Notes to Associated Trust Company, National Association, Green Bay, Wisconsin, the registrar and fiscal agent for said Notes, the registered owners thereof will be paid the principal amount of the Notes plus accrued interest to the date of prepayment.

Said Notes will cease to bear interest on June 7, 2017.

By Order of the Town Board Town of Cedarburg Assistant Administrator/Clerk

Dated <u>5-3-2017</u>

^{*} To be provided to Associated Trust Company, National Association at least thirty-five (35) days prior to June 7, 2017. The registrar and fiscal agent shall be directed to give notice of such prepayment by registered or certified mail, overnight express delivery, facsimile transmission, electronic transmission or in any other manner required by The Depository Trust Company, to The Depository Trust Company, Attn: Supervisor, Call Notification Department, 570 Washington Blvd., Jersey City, NJ 07310, not less than thirty (30) days nor more than sixty (60) days prior to June 7, 2017 and to the MSRB electronically through the Electronic Municipal Market Access (EMMA) System website at www.emma.msrb.org.