WESTERN TECHNICAL COLLEGE DISTRICT BOARD
Minutes to Regular Meeting
August 19, 2014

ATTENDANCE
Mr. Dan Hanson, District Board Chair, called the regular meeting of the Board of Western Technical College District to order at 4:00pm on Tuesday, August 19, 2014 in Room 408 of the Western Technical College Administrative Center, 111 Seventh Street North, La Crosse, Wisconsin. Board members present were: Dan Hanson, Dave Laehn, Ed Lukasek, Joanne Sandwick, Joan Sosalia, Dennis Treu, and Lee Rasch, President. Excused District Board members: Angie Lawrence, Sally Lister and Tom Smith.

PUBLIC NOTICE OF MEETING
Notice of the meeting was posted publicly on Thursday, August 14, at 3:30pm with the agenda being distributed to interested persons, sent to the District’s official newspaper (The La Crosse Tribune), and distributed to other news media throughout the District in compliance with Wisconsin Statutes, Sections 19.81 through 19.98.

OTHERS PRESENT
Others Present: Staff from Western Technical College: John Heath, Wade Hackbarth, Mike Swenson, Amy Schmidt, Bill Brendel, Peg Boudreau, Patti Balacek, Tracy Dryden, Scott Finn, Denise Vujnovich, Amy Thornton and Janice Strupp.

CLOSED SESSION
2:00pm: Motion Sosalla, second Lukasek, that the Western Technical College District Board convene into closed session for the purpose of discussing personnel, property, and bargaining matters under the provisions of Wisconsin Statutes, Sec. 19.85 (1)(c)(e). On roll call, the motion carried unanimously.

3:37pm: Motion Treu, second Lukasek, to adjourn from closed session. On roll call, the motion carried unanimously.

OPEN SESSION
At 4:00pm Mr. Hanson called the business meeting of the Western Technical College District Board to order.

APPROVAL OF MINUTES
Motion Treu, second Sandwick that the Western Technical College District Board approve the minutes as presented to the July 14, 2014 Organizational Meeting. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously.

APPROVAL OF FINANCIAL REPORTS
Motion Lukasek, second Sandwick, that the Western Technical College District Board approve revenue and expenditure reports as printed for July 2014 – 1) Schedule of Payments; and 2) Vendor Over $2500. Votes: Ayes 6; Opposed, 0. Motion carried unanimously.

RESOLUTION OF COMMENDATION
Motion Sosalla, second Treu that the Western Technical College District Board adopt the resolution of commendation honoring Dr. Peg Boudreau, Vice President of Academic Affairs on her retirement from Western Technical College. Votes: Ayes 6; Opposed 0. Motion carried unanimously. A copy of the resolution in its entirety is attached to and incorporated in these minutes as Attachment A.

PRESIDENT'S REPORT
Dr. Rasch reminded District Board members of the August 26 New Directions luncheon which will be attended by Lieutenant Governor Rebecca Kleefisch. In addition, several letters of support have been received for the Wisconsin Technical College System by organizations statewide.

DISTRICT BOARD CHAIRPERSON'S REPORT
Mr. Hanson reminded District Board members of the upcoming retreat scheduled for Tuesday, October 28, 2014. Also, there will be a pre-retreat dinner on Monday, October 27 at 5:30pm. TIF Updates – Mr. Treu advised the City of Elroy is amending an existing TIF and seeking permission to shift funds from three TIFs into two. Mr. Hanson indicated the City of La Crosse TIF #16 was approved. City of Holmen will be updating a TIF also.
DISTRICT BOARD PLANNING, POLICY AND INSTRUCTION COMMITTEE REPORT
Mr. Hanson reported that the committee was provided a report on the health insurance partnership/MOU. Board support is sought to assist with engaging staff and faculty to be proactive with their health care. Brenda Parmenter provided an update on the Title III grant. A revision to Policy E0102 Protection of Student Information was presented by Shelley McNeely, which will be coming to the District Board for first reading.

DISTRICT BOARD BUDGET AND FACILITIES COMMITTEE REPORT
Mr. Lukasek reported that 1) A Budget and Facilities Subcommittee update was provided; 2) Wade Hackbarth and Lee Rasch provided a Vision 2020 update; and the committee approved the IT contract – capital planning for the Viroqua Regional Learning Center.

WESTERN TECHNICAL COLLEGE FOUNDATION UPDATE
Mike Swenson, Foundation Director, reported: 1) contributions revenue for FY14 totaled more than $773,000, which was 119% of our budget goal. Combined with investment returns, the change in net assets for FY14 was more than $1.3 million which put total assets over $7 million; 2) the Franke Foundation provided $11,000 for GED testing fees and scholarships for Project Proven students. The Otto Bremer Foundation awarded $56,600 for Pathway Scholarships for students in Welding, Health Office Assistant, and Customer Service Representative programs; and 3) for the Fall term of 2014, $126,600 will be awarded in Pathway Scholarships to nearly 100 students.

ENROLLMENT UPDATE
Denise Vujnovich reported that 1) one week out from beginning of Fall classes credit enrollment is down - 9.77%. However, when combined with the +60% increase in summer (as a result of the first trimester summer), the enrollment for the year is only down -1.65%. If Spring enrollment comes in at -10% down, then the year would end at about -5.2%; and 2) Enrollment Management comments and suggestions from Chris Bell (Maguire Associates) were shared. Tracy Dryden provided a brief update on the Blueprint for Prosperity grant enrollment figures.

APPRENTICESHIP CIRCUIT CONTRACT FOR 2014-15
Motion Sandvick, second Lukasek to approve the Apprenticeship Circuit Contract for 2014-15. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously.

POLICY REVISION FOR FIRST READING
Motion Lukasek, second Sosalla, that the Western Technical College District Board approve policy revisions to E0102 Protection of Student Information as presented for first reading. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously.

Resolution Approving the Issuance of General Obligation Promissory Notes to Finance Improvements to the Weaver Building for Purposes of Section 147(f) of the Internal Revenue Code of 1986, As Amended
Motion Lukasek, second Treu, that the Western Technical College District Board adopt the Resolution Approving the Issuance of General Obligation Promissory Notes to Finance Improvements to the Weaver Building for Purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended. Roll call: Laehn, yes; Lukasek, yes; Sandvick, yes; Sosalla, yes; Treu, yes; and Hanson, yes. Motion carried unanimously. A copy of the resolution in its entirety is attached to and incorporated in these minutes as Attachment B.

Resolution Authorizing the Issuance and Establishing Parameters for the Sale of $2,500,000 General Obligation Promissory Notes, Series 2014E, of Western Technical College District, Wisconsin
Motion Sosalla, second Lukasek, that the Western Technical College District Board adopt the Resolution Authorizing the Issuance and Establishing Parameters for the Sale of $2,500,000 General Obligation Promissory Notes, Series 2014E, of Western Technical College District, Wisconsin. Roll call: Treu, yes; Sosalla, yes; Sandvick, yes; Lukasek, yes; Laehn, yes; and Hanson, yes. Motion carried unanimously. A copy of the resolution in its entirety is attached to and incorporated in these minutes as Attachment C.

GEOTHERMAL WELLS ADDITION – INTEGRATED TECHNOLOGY CENTER – NEW FOOTPRINT
Motion Sandvick, second Lukasek, to approve the Geothermal Wells project as outlined and submit same to the WTCS Board for approval at its September 9-10, 2014 meeting. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously.

KUMM CENTER LOWER LEVEL REMODEL
Motion Sosalla, second Sandvick to approve the Kumm Center lower level remodel as outlined and submit same to the WTCS Board for approval at its September 9-10, 2014 meeting. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously.
CONSENT AGENDA

Motion Lukasek, second Sandvick, that the Western Technical College District Board approve the following consent items as presented. Votes: Ayes, 6; Opposed, 0. Motion carried unanimously. A) Personnel:
1) Notice of Employment:
   a) Theresa Frost, Instructional Technologist, Academic Excellence, Academic Affairs
   b) Pam Knowles, Nursing Instructor, Health & Public Safety Division, Academic Affairs
   c) Jay McHenry, Director of Facilities, Physical Plant, Finance and Operations
   d) Nancee Nelson, Pre-College/Adult Basic Education Instructor, Learner Support and Transition, Student Development & Success
   e) De Anne Otto, Purchasing and Accounts Payable Manager, Business Services, Finance and Operations
   f) Cynthia Prindle, Computer Support Specialist Instructor, Business Division, Academic Affairs
   g) Christopher Stierman, PC Support Technician, Information Services, Finance and Operations
   h) Bethany Wemette, K-12 Relations Assistant, Recruitment, Strategic Effectiveness and Engagement
   i) Chelsey Willms, High School Relations Associate, Recruitment, Strategic Effectiveness
   j) Mary Anderson, Nursing Instructor, Health & Public Safety Division, Academic Affairs Unit
   k) Robert Mattson, Welding Instructor, Limited, Full-Time, Industrial Technologies Division, Academic Affairs
2) Notice of Retirement of a) Lynn Adams, Admissions Data Assistant, Registration/Admissions, Student Development & Success
3) Notice of Resignation:
   a) Dawn Fread, IT Computer Instructor, Business Education Division, Academic Affairs
   b) Doug Harpenau, IT Computer Instructor, Business Education Division, Academic Affairs
   c) Elizabeth Wood, Instructor – CL Nursing, Health and Public Safety Division, Academic Affairs
   d) Becky Paroubek, IT Computer Instructor, Business Education Division, Academic Affairs
4) Notice of Promotion of a) Amy Thornton, Vice President, Strategic Effectiveness & Engagement
5) Notice of Temporary Assignment of a) Tracy Dryden, Interim Vice President of Academic Affairs

ADJOURNMENT

4:52pm: Motion Sosalla, second Laehn, that with no further business to come before the Western Technical College District Board, the meeting be adjourned. Votes: Ayes 6; Opposed, 0. Motion carried unanimously.

Ed Lukasek, District Board Secretary
Resolution of Commendation
Margaret (Peg) Boudreau

Whereas, Peg Boudreau, Vice President of Academic Affairs, will retire from Western Technical College on September 30, 2014, after completing 14+ years of loyal and dedicated service to the students, staff, and the District Board of the Western Technical College District; and

Whereas, Peg has been instrumental in helping the college with its mission to provide relevant, high quality education, in a collaborative and sustainable environment that changes the lives of students and grows our communities; and

Whereas, she has helped lead the development of statewide curriculum improving transferability between colleges; and

Whereas, Peg championed improved articulation with the University of Wisconsin – La Crosse and Viterbo University; including the approval of the Associate of Science Liberal Arts degree and the collaborative Associate of Arts degree with Viterbo University, the first of its kind in the nation; and

Whereas, she was actively involved in the development and administration of the La Crosse Medical Health Science Consortium, a national model of collaboration between higher education and healthcare organizations, and

Whereas, Peg’s leadership on many innovative projects on behalf of Western and the Wisconsin Technical College System has elevated and promoted the value of technical education on a local, state and national levels resulting in her selection for the 2014 Wisconsin Technical College System Eagle Management Leadership Award, and

Whereas, her nursing instincts for compassion and caring have served her well throughout her administrative career, and

Whereas, Peg has provided true guidance and leadership during times of change, even when things seemed “discombobulated” and,

Whereas, her distinctive laugh, friendly conversations, collegial spirit and endless supply of Butterfinger candy bars will be missed; therefore, be it

Resolved, that the Board of the Western Technical College District hereby expresses its appreciation and gives a special commendation to Peg Boudreau for her years of service and her commitment to excellence; and be it

Resolved that the Western Technical College District Board, Administration, Faculty, Staff, and Students all wish Peg many happy and satisfying years in her retirement.
RESOLUTION NO. ______

RESOLUTION APPROVING THE ISSUANCE OF
GENERAL OBLIGATION PROMISSORY NOTES
TO FINANCE IMPROVEMENTS TO THE WEAVER BUILDING FOR PURPOSES OF SECTION 147(f)
OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED

WHEREAS, Western Technical College District, Wisconsin (the "District") intends to issue general obligation promissory notes in the aggregate principal amount of $2,100,000 for the public purpose of financing building remodeling and improvement projects at the Weaver Building (the "Weaver Building Project");

WHEREAS, because the Weaver Building is owned by the Western Technical College Foundation Incorporated (the "Foundation"), and the Foundation is a nonprofit corporation organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), the notes to be issued to finance the Weaver Building Project are to be issued as qualified 501(c)(3) bonds pursuant to Section 145 of the Code;

WHEREAS, pursuant to Section 147(f)(2)(B)(i) of the Code, on July 14, 2014, after reasonable public notice (a copy of such notice is attached hereto as Exhibit A and incorporated herein by this reference), the District held a public hearing on the issuance of general obligation promissory notes in one or more series in an aggregate principal amount not to exceed $2,100,000 for the public purpose of financing the Weaver Building Project; and

WHEREAS, it is now necessary for the District Board to approve the issuance of general obligation promissory notes for the Weaver Building Project within the meaning of Section 147(f) of the Code and to designate the portion of the District's General Obligation Promissory Notes, Series 2014D (the "Series 2014D Notes") being issued for that purpose as qualified 501(c)(3) bonds.

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

Section 1. Public Approval. The issuance of general obligation promissory notes in an aggregate principal amount not to exceed $2,100,000 for the Weaver Building Project is approved for purposes of Section 147(f) of the Code.

Section 2. Election to Treat Certain Series 2014D Notes as Qualified 501(c)(3) Bonds. The District elects to treat that portion of the Series 2014D Notes (not to exceed $1,100,000) which is to be used to finance the Weaver Building Project as qualified 501(c)(3) bonds under Section 145 of the Code.

Adopted, approved and recorded August 19, 2014.

Chairperson
(SEAL)

Attest:

Secretary
ATTACHMENT C

Resolution No. _____

RESOLUTION AUTHORIZING THE ISSUANCE AND ESTABLISHING PARAMETERS FOR THE SALE OF $2,500,000 GENERAL OBLIGATION PROMISSORY NOTES, SERIES 2014E, OF WESTERN TECHNICAL COLLEGE DISTRICT, WISCONSIN

WHEREAS, Western Technical College District, Wisconsin (the "District") is presently in need of an amount not to exceed $1,500,000 for the public purpose of financing building remodeling and improvement projects at the Weaver Building and other District facilities; an amount not to exceed $250,000 for the public purpose of financing the acquisition of movable equipment; and an amount not to exceed $750,000 for the public purpose of financing the construction of buildings at the LaCrosse campus; and

WHEREAS, the District Board deems it necessary and in the best interest of the District to borrow the monies needed for such purposes through the issuance of general obligation promissory notes pursuant to the provisions of Section 67.12(12), Wis. Stats., upon the terms and conditions hereinafter provided;

NOW, THEREFORE, BE IT:

RESOLVED, that the District shall issue general obligation promissory notes in an amount not to exceed $1,500,000 for the public purpose of financing building remodeling and improvement projects; and be it further

RESOLVED, that the District shall issue general obligation promissory notes in an amount not to exceed $250,000 for the public purpose of financing the acquisition of movable equipment; and be it further

RESOLVED, that the District shall issue general obligation promissory notes in an amount not to exceed $750,000 for the public purpose of financing the construction of buildings at the LaCrosse campus; and be it further

RESOLVED, that:

Section 1. Notice to Electors. The District Secretary shall, within ten (10) days hereafter, cause public notice of the adoption of the above resolutions to be given to the electors of the District by publishing notices thereof in the LaCrosse Tribune, the official District newspaper published and having general circulation in the District, which newspaper is found and determined to be likely to give notice to the electors, such notices to be in the forms set forth on Exhibits A, B and C hereto.

Section 2. Sale of Notes. Subject to satisfaction of the conditions set forth in Section 14 of this Resolution, the District shall sell and deliver its General Obligation Promissory Notes, Series 2014E, in a principal amount not to exceed $2,500,000 (the "Notes"), issued for the purposes above stated, to Robert W. Baird & Co. Incorporated (the "Underwriter"). The purchase price to be paid for the Notes shall be such that the difference between the issue price of the Notes and the purchase price to be paid to the District by the Underwriter does not exceed 2.00% of the principal amount of the Notes, with an amount not to exceed 1.00% of the principal amount of the Notes representing Underwriter's compensation and an amount not to exceed 1.00% of the principal amount of the Notes representing costs of issuance and bond insurance premium paid by the Underwriter with respect to the Notes.

Section 3(A). The Notes. The Chairperson and Secretary shall make, execute and deliver the Notes to the Purchaser, for and on behalf of the District. The Notes shall be negotiable, general obligation promissory
notes of the District, registered as to both principal and interest, in the denomination of Five Thousand Dollars ($5,000) each or whole multiples thereof, numbered from R-1 upward and dated their date of issuance.

The Notes shall mature on April 1 of each of the years and in the amounts set forth below (subject to adjustment as provided below):

<table>
<thead>
<tr>
<th>Year</th>
<th>Amount</th>
</tr>
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<tbody>
<tr>
<td>2015</td>
<td>$215,000</td>
</tr>
<tr>
<td>2016</td>
<td>225,000</td>
</tr>
<tr>
<td>2017</td>
<td>230,000</td>
</tr>
<tr>
<td>2018</td>
<td>240,000</td>
</tr>
<tr>
<td>2019</td>
<td>245,000</td>
</tr>
<tr>
<td>2020</td>
<td>255,000</td>
</tr>
<tr>
<td>2021</td>
<td>260,000</td>
</tr>
<tr>
<td>2022</td>
<td>270,000</td>
</tr>
<tr>
<td>2023</td>
<td>275,000</td>
</tr>
<tr>
<td>2024</td>
<td>285,000</td>
</tr>
</tbody>
</table>

The principal amounts due in each year may be increased or decreased by up to $100,000 per maturity. The aggregate principal amount of the Notes may be decreased but shall not be increased.

The Notes shall bear interest at rates per annum which will produce a true interest cost on the Notes not in excess of 3.00% (computed taking the Underwriter's compensation into account). Interest on the Notes shall be payable on April 1 and October 1 of each year, commencing on April 1, 2015.

The Notes shall not be subject to optional redemption or, if callable, shall be subject to redemption prior to maturity, at the option of the District, on a date approved by the Vice President of Finance and Operations of the District. In the event the Notes are subject to optional redemption, the Notes shall be redeemable as a whole or in part, and if in part, from maturities selected by the District and within each maturity, by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 3(B). Mandatory Redemption of Term Notes. The Notes may consist of a combination of serial notes and term notes, subject to mandatory redemption (the "Term Notes"), so long as the amount of the principal maturing or subject to mandatory redemption in each year conforms to the maturity schedule set forth in Section 3(A).

The Term Notes to be so redeemed in each such year shall be selected by lot from among the Term Notes then outstanding. Notice of each such redemption shall be given in the manner and at the times specified in the note form established in Section 4 hereof.

Section 4. Form of Notes. The Notes shall be in substantially the form attached hereto as Exhibit D and incorporated herein by this reference.

Section 5. Tax Provisions.

(A) Direct, Annual Irrepealable Tax. For the purpose of paying the principal of and interest on the Notes as the same become due, the full faith, credit and resources of the District are hereby irrevocably pledged and there be and there hereby is levied on all the taxable property in the District a direct, annual,
irrepealable tax in such years and in such amounts as are sufficient to meet such principal and interest payments when due.

(B) Tax Collection. The District 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 Notes, said tax shall be, from year to year, carried into the tax rolls of the District and collected as other taxes are collected, provided that the amount of tax carried into said tax rolls may be reduced in any year by the amount of any surplus money in the Debt Service Account created in Section 5(A) hereof.

(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 Notes when due, the requisite amounts shall be paid from other funds of the District then available, which sums shall be replaced upon the collection of the taxes herein levied.

Section 6. Debt Service Fund and Account.

(A) Creation and Deposits. Within the debt service fund previously established in the treasury of the District, there be and there hereby is established a separate and distinct account designated as the "Debt Service Account for General Obligation Promissory Notes, Series 2014E" (the "Debt Service Account") and such account shall be maintained until the indebtedness evidenced by the Notes is fully paid or otherwise extinguished. The District Treasurer shall deposit in such Debt Service Account (i) all accrued interest received by the District at the time of delivery of and payment for the Notes; (ii) the taxes herein levied for the specific purpose of meeting principal of and interest on the Notes when due; (iii) such other sums as may be necessary at any time to pay principal of and interest on the Notes when due; (iv) any premium which may be received by the District above the par value of the Notes and accrued interest thereon; (v) surplus monies in the Borrowed Money Fund as specified in Section 6 hereof; and (vi) such further deposits as may be required by Sec. 67.11, Wis. Stats.

(B) Use and Investment. No money shall be withdrawn from the Debt Service Account and appropriated for any purpose other than the payment of principal of and interest on the Notes until all such principal and interest has been paid in full and canceled; provided (i) the funds to provide for each payment of principal of and interest on the Notes 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 Notes may be used to reduce the next succeeding tax levy, or may, at the option of the District, be invested by purchasing the Notes as permitted by and subject to Section 67.11(2)(a), Wis. Stats., in interest-bearing obligations of the United States of America, in other obligations of the District or in other investments permitted by law, which investments shall continue to be a part of the Debt Service Account.

(C) Remaining Monies. When all of the Notes have been paid in full and canceled, and all permitted investments disposed of, any money remaining in the Debt Service Account shall be deposited in the general fund of the District, unless the District Board directs otherwise.

Section 7. Proceeds of the Notes. All monies received by the District upon the delivery of the Notes to the purchaser thereof, except for accrued interest and premium, if any, shall be deposited by the District Treasurer into a special fund (the "Borrowed Money Fund") which shall be maintained separate and distinct from all other funds of the District and shall be used for no purpose other than the purposes for which the Notes are issued. Monies in the Borrowed Money Fund may be temporarily invested as provided in Section 66.0603(1m), Wis. Stats. Any monies, including any income from permitted investments, remaining in the Borrowed Money Fund after the purposes for which the Notes 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 Account.

Section 8. No Arbitrage. All investments permitted by this resolution shall be legal investments, but no such investment shall be made in such a manner as would cause the Notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), or the Regulations of the Commissioner of Internal Revenue thereunder (the "Regulations"); and an officer of the District, charged with the responsibility for issuing the Notes, shall certify as to facts, estimates, circumstances and reasonable expectations in existence on the date of closing which will permit the conclusion that the Notes are not "arbitrage bonds," within the meaning of the Code or Regulations.

Section 9. Fiscal Agent. The District will enter into a contract with U.S. Bank National Association, St. Paul, Minnesota (the "Fiscal Agent") to serve as its fiscal agent with respect to the Notes pursuant to Wis. Stats. Sec. 67.10(2). The Chairperson and Secretary are hereby authorized and directed to enter into such contract on the District's behalf. Such contract may provide, among other things, for the performance by the Fiscal Agent of the functions listed in Wis. Stats. Sec. 67.10(2)(a) to (j), where applicable, with respect to the Notes.

Section 10. Persons Treated as Owners; Transfer of Notes. The District shall cause books for the registration and for the transfer of the Notes to be kept by the Fiscal Agent. The person in whose name any Note 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 Note 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 Note to the extent of the sum or sums so paid.

Any Note may be transferred by the registered owner thereof by surrender of the Note 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 Fiscal Agent shall deliver in the name of the transferee or transferees a new Note or Notes of a like aggregate principal amount, series and maturity and shall record the name of each transferee in the registration book. No registration shall be made to bearer. The Fiscal Agent shall cancel any Note surrendered for transfer.

The District shall cooperate in any such transfer, and the Chairperson and Secretary are authorized to execute any new Note or Notes necessary to effect any such transfer.

The fifteenth day of each calendar month next preceding each interest payment date shall be the record dates for the Notes. Payment of interest on the Notes on any interest payment date shall be made to the registered owners of the Notes as they appear on the registration book of the Fiscal Agent at the close of business on the corresponding record date.

Section 11. Compliance with Federal Tax Laws. (a) The District represents and covenants that it will not use or permit the projects financed by the Notes to be used in a manner which (i) would cause the Notes (other than the Qualified 501(c)(3) Bonds described in Section 13 below) to be "private activity bonds" within the meaning of Section 141 of the Code or (ii) would cause the Qualified 501(c)(3) Bonds not to be qualified 501(c)(3) bonds under Section 145 of the Code. The District 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 Notes including, if applicable, the rebate requirements of Section 148(f) of the Code. The District 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 Notes) if taking, permitting or omitting to take such action would cause any of the Notes to be an arbitrage bond or a private activity bond (other than, with respect to the Qualified 501(c)(3) Bonds, a qualified 501(c)(3) bond) within the
meaning of the Code, would cause the Qualified 501(c)(3) Bonds not to be qualified 501(c)(3) bonds or would otherwise cause interest on the Notes to be included in the gross income of the recipients thereof for federal income tax purposes. The Secretary or other officer of the District charged with the responsibility of issuing the Notes shall provide an appropriate certificate of the District certifying that the District can and covenanting that it will comply with the provisions of the Code and Regulations.

(b) The District 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 Notes provided that in meeting such requirements the District will do so only to the extent consistent with the proceedings authorizing the Notes and the laws of Wisconsin and to the extent that there is a reasonable period of time in which to comply.

Section 12. Utilization of The Depository Trust Company Book-Entry-Only System. In order to make the Notes eligible for the services provided by The Depository Trust Company, New York, New York, the District agrees to the applicable provisions set forth in the Blanket Issuer Letter of Representations previously executed on behalf of the District and on file in the District office.

Section 13. Election to Treat Certain Notes as Qualified 501(c)(3) Bonds. The District elects to treat that portion of the Notes (not to exceed $1,000,000) which is to be used to finance building remodeling and improvement projects at the Weaver Building (the "Qualified 501(c)(3) Bonds") as qualified 501(c)(3) bonds under Section 145 of the Code.

Section 14. Conditions on Issuance and Sale of the Notes. The issuance of the Notes and the sale of the Notes to the Underwriter are subject to satisfaction of the following conditions:

(a) Expiration of the petition period provided for under Section 67.12(12)(e)5, Wis. Stats., without the filing of a sufficient petition for a referendum with respect to the resolutions authorizing the issuance of Notes to finance building remodeling and improvement projects and the acquisition of movable equipment; and

(b) Approval by the Vice President of Finance and Operations of the District of the definitive principal amount, maturities, interest rates, redemption provision and purchase price for the Notes.

Upon his approval of the terms of the Notes as described in (b) above, the Vice President of Finance and Operations of the District is authorized to execute a Note Purchase Agreement with the Underwriter providing for the sale of the Notes to the Underwriter. The Notes shall not be delivered until this approval is obtained and the referendum petition period expires as provided in (a) above.

Section 15. Official Statement. The District Board hereby approves the preparation of a Preliminary Official Statement with respect to the Notes and authorizes the Vice President of Finance and Operations of the District to deem 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 District in connection with the preparation of such Preliminary Official Statement and any addenda to it or Final Official Statement are hereby ratified and approved. In connection with the Closing, the appropriate District official shall certify the Preliminary Official Statement and any addenda or Final Official Statement. The Secretary shall cause copies of the Preliminary Official Statement and any addenda or Final Official Statement to be distributed to the Purchaser.

Section 16. Undertaking to Provide Continuing Disclosure. The District covenants and agrees, for the benefit of the holders of the Notes, to enter into a written undertaking (the "Undertaking") required by SEC Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934 (the "Rule") to provide continuing disclosure of certain 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 holders of the Notes or by the original purchaser(s) of the Notes on
behalf of such holders (provided that the rights of the holders and the purchaser(s) to enforce the Undertaking
shall be limited to a right to obtain specific performance of the obligations thereunder and any failure by the
District to comply with the provisions of the Undertaking shall not be an event of default with respect to the
Notes).

The Secretary, or other officer of the District charged with the responsibility for issuing the Notes,
shall provide a Continuing Disclosure Certificate for inclusion in the transcript of proceedings, setting forth
the details and terms of the District’s Undertaking.

Section 17. Records. The Secretary shall provide and keep a separate 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
these Notes.

Section 18. Bond Insurance. If the purchaser of the Notes determines to obtain municipal bond
insurance with respect to the Notes, the officers of the District are authorized to take all actions necessary to
obtain such municipal bond insurance. The Chairperson and Secretary are authorized to agree to such
additional provisions as the bond insurer may reasonably request and which are acceptable to the Chairperson
and Secretary including provisions regarding restrictions on investment of Note 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 Notes by the bond insurer and notices to be given to the bond insurer. In addition, appropriate
reference to the municipal bond insurance policy shall be made in the form of Note provided herein.

Section 19. Closing. The Chairperson and Secretary of the District are hereby authorized and directed
to execute and deliver the Notes to the purchaser upon receipt of the borrowed funds, accrued interest to date
of delivery and premium, if any. The Chairperson and Secretary may execute the Notes by manual or
facsimile signature, but at least one of said officers shall sign the Notes manually.

The officers of the District are hereby directed and authorized to take all steps necessary or convenient
to close this issue as soon as practicable hereafter, in accordance with the terms of sale thereof; and said
officers are hereby authorized and directed to execute and deliver such documents, certificates and
acknowledgments as may be necessary or convenient in accordance therewith.

Adopted, approved and recorded August 19, 2014.

______________________________
Chairperson

(SEAL)

Attest:

______________________________
Secretary
EXHIBIT A

NOTICE

TO THE ELECTORS OF:

Western Technical College District, Wisconsin

NOTICE IS HEREBY GIVEN that the District Board of the above-named District, at a meeting duly called and held on August 19, 2014, adopted pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes, a resolution providing that the sum of $1,500,000 be borrowed through the issuance of general obligation promissory notes of the District for the public purpose of financing building remodeling and improvement projects.

A copy of said Resolution is on file in the District Office, Administrative Center, Room 207, 111 North 7th Street, LaCrosse, Wisconsin, and is available for public inspection weekdays, except holidays, between the hours of 8:00 A.M. and 4:00 P.M.

The District Board need not submit said Resolution to the electors for approval unless within 30 days after the publication of this Notice there is filed with the Secretary of the District Board a petition meeting the standards set forth in Sec. 67.12(12)(e)5, Wis. Stats., requesting a referendum thereon at a special election.

Dated August 19, 2014.

BY ORDER OF THE DISTRICT BOARD

District Secretary
EXHIBIT B

NOTICE

TO THE ELECTORS OF:

Western Technical College District, Wisconsin

NOTICE IS HEREBY GIVEN that the District Board of the above-named District, at a meeting duly called and held on August 19, 2014 adopted pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes, a resolution providing that the sum of $250,000 be borrowed through the issuance of general obligation promissory notes of the District for the public purpose of financing the acquisition of movable equipment.

A copy of said Resolution is on file in the District Office, Administrative Center, Room 207, 111 North 7th Street, LaCrosse, Wisconsin, and is available for public inspection weekdays, except holidays, between the hours of 8:00 A.M. and 4:00 P.M.

The District Board need not submit said Resolution to the electors for approval unless within 30 days after the publication of this Notice there is filed with the Secretary of the District Board a petition meeting the standards set forth in Sec. 67.12(12)(e)5, Wis. Stats., requesting a referendum thereon at a special election.

Dated August 19, 2014.

BY ORDER OF THE DISTRICT BOARD

District Secretary
EXHIBIT C
NOTICE

TO THE ELECTORS OF:

Western Technical College District, Wisconsin

NOTICE IS HEREBY GIVEN that the District Board of the above-named District, at a meeting duly called and held on August 19, 2014 adopted pursuant to the provisions of Section 67.12(12) of the Wisconsin Statutes, a resolution providing that the sum of $750,000 be borrowed through the issuance of general obligation promissory notes of the District for the public purpose of financing the construction of buildings at the LaCrosse campus.

A copy of said Resolution is on file in the District Office, Administrative Center, Room 207, 111 North 7th Street, LaCrosse, Wisconsin, and is available for public inspection weekdays, except holidays, between the hours of 8:00 A.M. and 4:00 P.M.

Dated August 19, 2014.

BY ORDER OF THE DISTRICT BOARD

District Secretary
EXHIBIT D
(Form of Note)

UNITED STATES OF AMERICA
DOLLARS
STATE OF WISCONSIN

WESTERN TECHNICAL COLLEGE DISTRICT

GENERAL OBLIGATION PROMISSORY NOTE, SERIES 2014E

NO. R-__

MATURITY DATE: ORIGINAL DATE OF ISSUE: INTEREST RATE: CUSIP:
April 1,_____ __________, 2014 ___%

DEPOSITORY OR ITS NOMINEE NAME: CEDE & CO.

PRINCIPAL AMOUNT: ___________________ THOUSAND DOLLARS ($_______)

FOR VALUE RECEIVED, Western Technical College District, Wisconsin (the "District"), 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, 2015 until the aforesaid principal amount is paid in full. Both the principal of and interest on this Note 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 Note is registered on the Bond Register maintained by U.S. Bank National Association, St. Paul, 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 Note is payable as to principal upon presentation and surrender hereof at the office of the Fiscal Agent.

For the prompt payment of this Note together with interest hereon as aforesaid and for the levy of taxes sufficient for that purpose, the full faith, credit and resources of the District are hereby irrevocably pledged.
This Note is one of an issue of Notes aggregating the principal amount of $2,500,000, all of which are of like tenor, except as to denomination, interest rate, maturity date and redemption provision, issued by the District pursuant to the provisions of Section 67.12(12), Wisconsin Statutes, for the public purposes of financing building remodeling and improvement projects ($1,500,000), the acquisition of movable equipment ($250,000) and construction of buildings and building additions on the LaCrosse campus ($750,000), all as authorized by a resolution of the District Board duly adopted by said governing body at a meeting held on August 19, 2014. Said resolution is recorded in the official minutes of the District Board for said date.

This Note is not subject to optional redemption. **OR** The Notes maturing on April 1, ____ and thereafter are subject to redemption prior to maturity, at the option of the District, on April 1, ____ or on any date thereafter. Said Notes are redeemable as a whole or in part, and if in part, from maturities selected by the District 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 Notes maturing in the years ______, ______ and ______ are also subject to mandatory redemption by lot as provided in the resolution authorizing the issuance and sale of the Notes at the redemption price of par plus accrued interest to the date of redemption and without premium.]

In the event the Notes are redeemed prior to maturity, as long as the Notes 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 Notes of a maturity are to be called for redemption, the Notes 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 Notes 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 Notes 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 Notes 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 Note have been done, have existed and have been performed in due form and time; that the aggregate indebtedness of the District, including this Note 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 Note, together with the interest thereon, when and as payable.
This Note is transferable only upon the books of the District 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 Notes, and the District appoints another depository, upon surrender of the Note to the Fiscal Agent, by the registered owner in person or his duly authorized attorney, 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 Note 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 District 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 Notes (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 Notes, or (iii) with respect to any particular Note, after such Note has been called for redemption. The Fiscal Agent and District may treat and consider the Depository in whose name this Note 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 Notes are issuable solely as negotiable, fully-registered Notes 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.

This Note shall not be valid or obligatory for any purpose until the Certificate of Authentication hereon shall have been signed by the Fiscal Agent.
IN WITNESS WHEREOF, Western Technical College District, Wisconsin, by its governing body, has caused this Note to be executed for it and in its name by the manual or facsimile signatures of its duly qualified Chairperson and Secretary; and to be sealed with its official or corporate seal, if any, all as of the original date of issue specified above.

WESTERN TECHNICAL COLLEGE DISTRICT,
WISCONSIN

By: ____________________________
   Chairperson

(SEAL)

By: ____________________________
   Secretary

Date of Authentication: ____________, 2014

CERTIFICATE OF AUTHENTICATION

This Note is one of the Notes of the issue authorized by the within-mentioned resolution of Western Technical College District, Wisconsin.

U.S. BANK NATIONAL ASSOCIATION,
ST. PAUL, MINNESOTA

By ____________________________
   Authorized Signatory
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 Note and all rights thereunder and hereby irrevocably constitutes and appoints

, Legal Representative, to transfer said Note on the books kept for registration thereof, with full power of substitution in the premises.

Dated: ________________

Signature Guaranteed:

(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 Note in every particular, without alteration or enlargement or any change whatever.

(Authorized Officer)