

AGENDA
Eau Claire County
Broadband Committee
Thursday, July 15, 2021
4:00 P.M.
Remote Meeting via Webex Events

Those wishing to make public comments must submit their name and address no later than 30 minutes prior to the meeting to Dave.Hayden@co.eau-claire.wi.us.

Comments are limited to 3 minutes; you will be called on during the public comment section of the meeting. Written comments will also be accepted and should be submitted to the e-mail address listed above.

Join WebEx Meeting: <https://eauclairecounty.webex.com> Meeting ID: 167 775 1184, Password: qMPYqiCn574

*Meeting audio can be listened to using this Audio conference dial in information.

Public Access: Dial in Number: 1-415-655-0001 Access Code: 1677751184 ##

**mute your device upon entry*

1. Call to order and confirmation of meeting notice.
2. Roll Call
3. Public Comment (limit to 3 minutes per person)
4. Rural Resilience Presentation – **Discussion**
5. SpaceX Starlink Pilot Project Update – **Discussion/Action**
6. Letter of Support for the 24/7 Telcom Inc.’s PSC/ARPA Broadband Grant Application in the Town of Brunswick - **Discussion/Action**
7. Policy recommendation to the County’s ARPA Task Force regarding use of ARPA funds to expand broadband infrastructure in Eau Claire County – **Discussion/Action**
 - a. Town of Brunswick PSC Grant Application
 - b. Town of Drammen PSC Grant Award
8. Town Board Broadband Checklist Guide – **Discussion/Action**
9. Committee Meeting Frequency – **Discussion/Action**
10. Governor Evers Task Force on Broadband Access Report – **Discussion**
11. Review/Approval of June 24, 2021, Committee Minutes – **Discussion/Action**
12. Next Steps and future meetings – **Discussion/Action**
 - a. Future Meeting: August 19, 2021, additional meeting dates maybe set as needed.
13. Adjourn

PLEASE NOTE: Upon reasonable notice, efforts will be made to accommodate the needs of individuals with disabilities through sign language, interpreters or other auxiliary aids. For additional information or to request the service, contact the County ADA Coordinator at 839-4710, (FAX) 839-1669 or 839-4735, TTY: use Relay (711) or by writing to the ADA Coordinator, Human Resources, Eau Claire County Courthouse, 721 Oxford Avenue, Eau Claire, WI 54703.

bugtussel
WIRELESS

The
R.O.A.D
to Digital Equality

The Rural Open Access Design to Digital Equality
Bond Project



IMPORTANT: BUG TUSSEL WIRELESS CAN

Who are we?

Bug Tussel Wireless is the largest wholesale provider of wireless rural telecommunication services in the Upper Midwest. We are the catalyst to energize communities, inspire commerce and increase opportunities for personal and professional development.



01

Provide **broadband** quickly

02

Install **fiber infrastructure** for the middle mile

03

Provide **ubiquitous cellular** service

04

Provide support for **economic development** through community education

05

Provide evergreen high-capacity Internet and electronic access at **ever-increasing speeds**

How Can We Provide These Services?

Plan Components

Cellular for all - Now

25 Mbps download for all - Now

Fiber optic middle mile to communities' aggregation points and critical community facilities - Soon

Premise access at speeds of greater than 25 Mbps or up to 100 Gbps or higher - 5 years

Comprehensive Plan

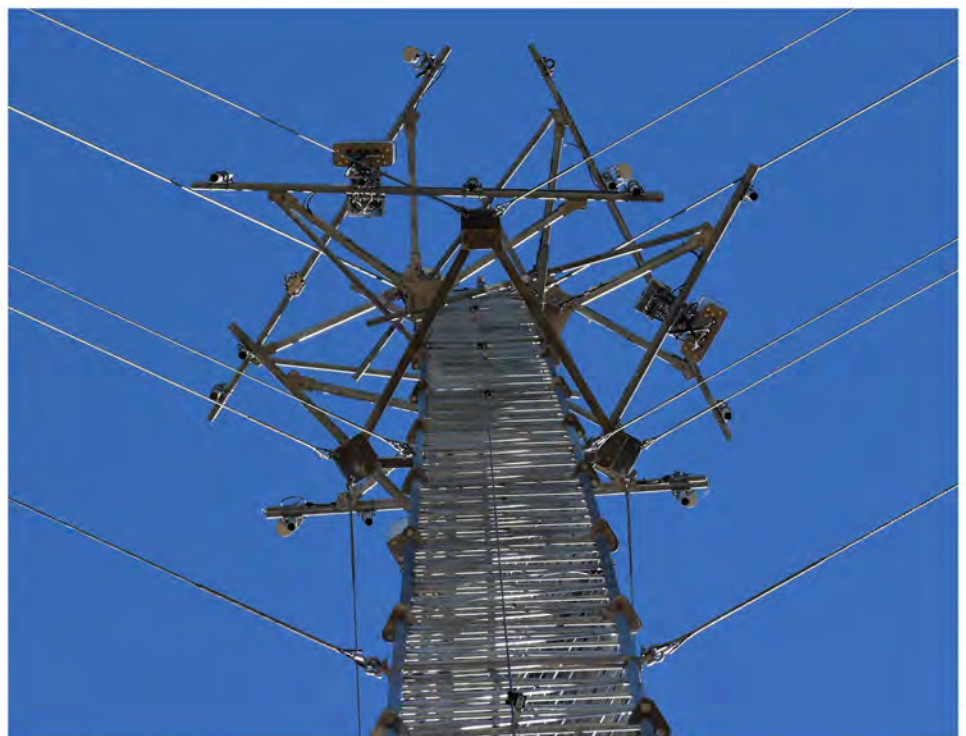
Bug Tussel Wireless will provide a comprehensive broadband plan, prepared upfront, covering 10 years along with design and financing.

Financing Plan

To ensure financial sustainability, Bug Tussel Wireless will finance this project through WPSC Grants, RDOF coordination, and statewide opt-in bond issuance. **This will lead to a net positive budget impact to the county.**

Open Access

Bug Tussel will provide an open network and collaborate with other providers, RDOF winners, critical community institutions and local and state governments.



Specifics on Financing Sources

WPSC Grants

State of Wisconsin WPSC	25% to 50%
Bug Tussel Wireless, LLC	25% to 75%
Community Loan to Bug Tussel Wireless, LLC (Provider receives 50 basis point premium)	25% to 50%

Rural Digital Opportunity Fund

RDOF Winners

Private Equity Firms

Cooperative Partnerships with RDOF

Public Bond Issuances

One county serves as issuer and receives 10 basis points

Each county guarantees the assets in its county for
40 basis points

Each county receives assets in its county as collateral

Other Sources

Senior Bug Tussel Debt

Private Equity

Provider Investments

\$200,000,000 Issuance: \$15,000,000 Guarantee:
Issuing County = \$200,000/yr Guarantor County = \$60,000/yr

The Timeline

Month by Month Timeline

May - June 2021

- ▶ Business Planning
- ▶ County Committees
- ▶ Finalize County Participation

June - August 2021

- ▶ County Board Approvals

September - October 2021

- ▶ TEFRA Hearings
- ▶ Bond Issuance

November - December 2021

- ▶ Community Kickoff

Year to Year Timeline

2021 - 2023

- ▶ Cellular and Fixed Wireless Implementation

2021 - 2025

- ▶ Fiber Optic Middle Mile Implementation

2021 - 2030

- ▶ Last Mile 1 Gbps High-Capacity Fiber to Premise



COMPANY
CONTACT :

Steve Schneider

Phone :
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Email :
Steve.Schneider@bugtusselwireless.com

Jason Wied

Phone :
(920) 737-7016

Email :
Jason.Wied@bugtusselwireless.com

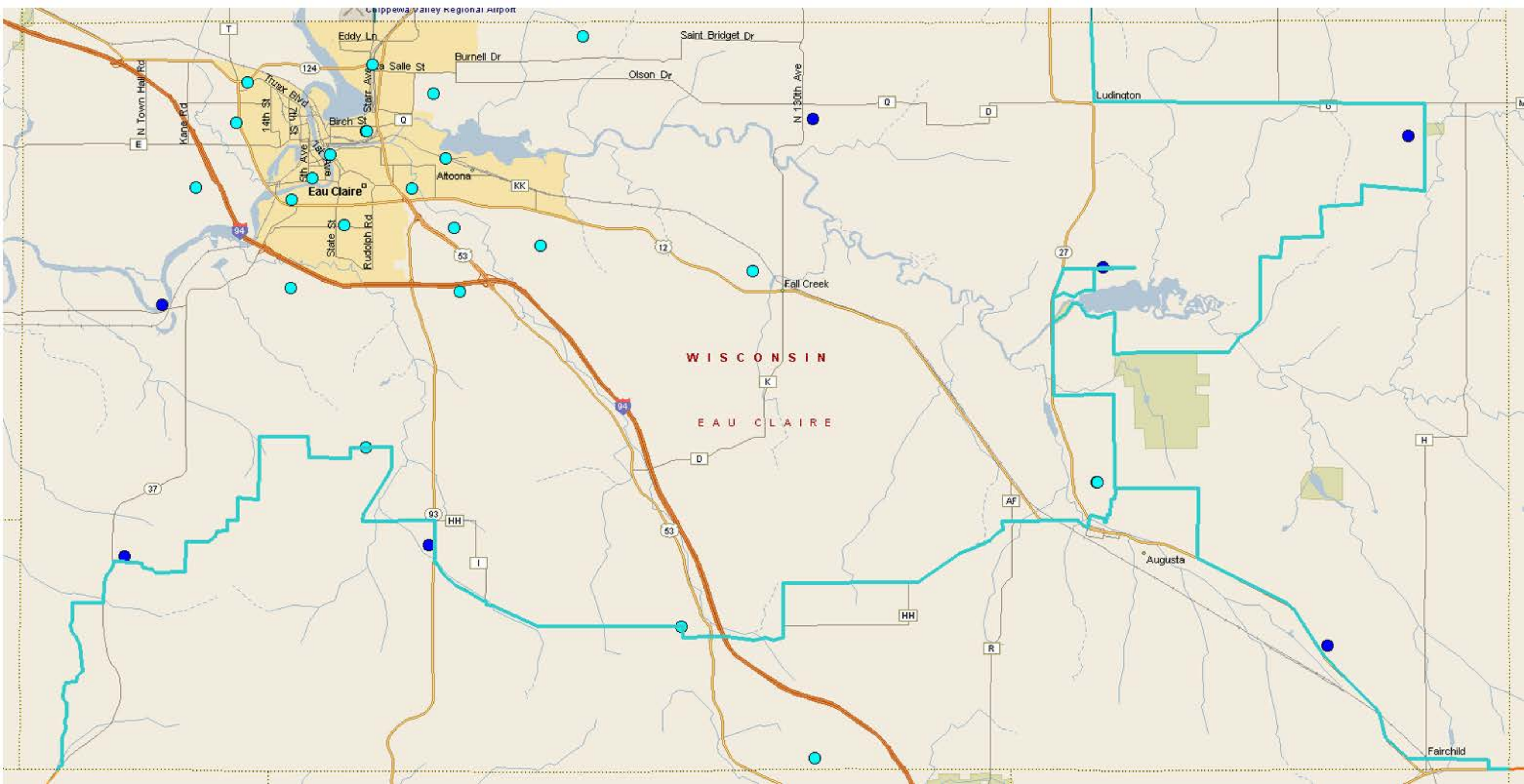
Mitchel Olson

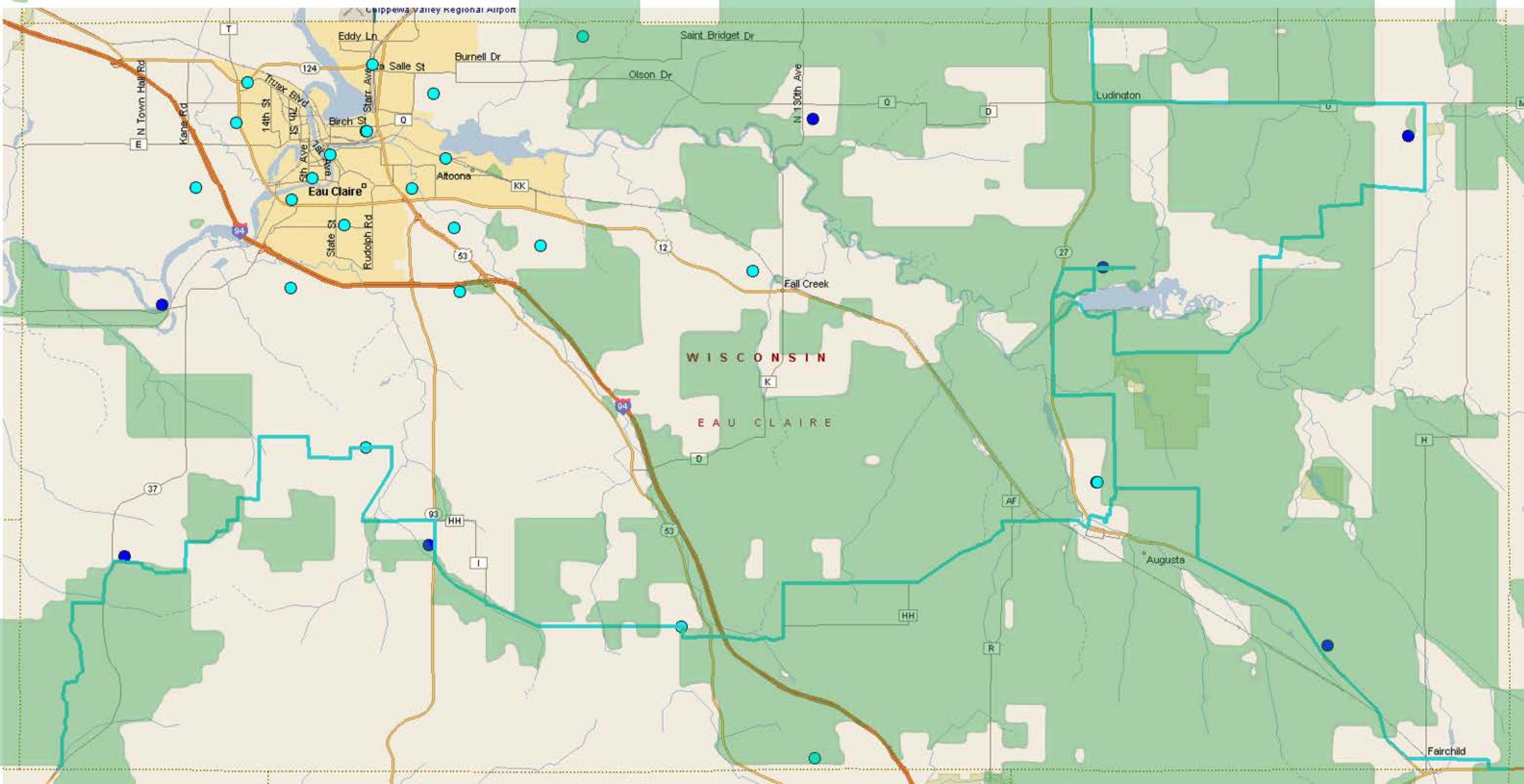
Phone :
(715) 820-2504

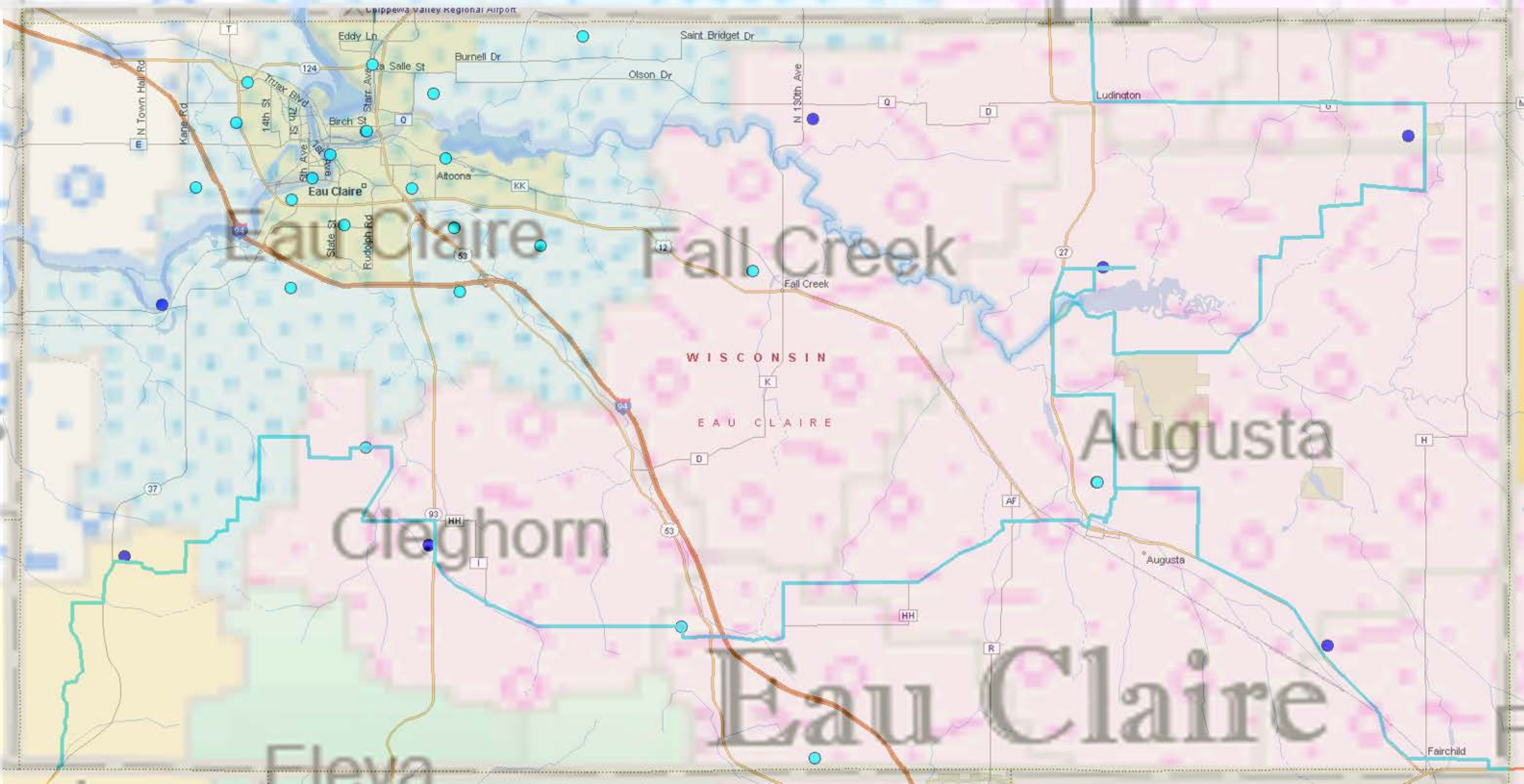
Email :
Mitchel.Olson@bugtusselwireless.com

Website :
www.bugtusselwireless.com

Main Office :
417 Pine St, Green Bay, WI 54301







EAU CLAIRE

Population	98,736
Square Miles	637.98
Density	154.76

WISCONSIN

(Preliminary -- for management review)

National Carrier Existing Towers	20 towers	\$	-	\$	-
National Carrier Future Towers	7 towers	\$	250,000 per tower	\$	1,750,000.00
Broadband Existing Towers	0 towers	\$	- per tower	\$	-
Broadband Towers	0 towers	\$	250,000 per tower	\$	-
TOWER ASSETS	27 towers			\$	1,750,000
FIBER ASSETS	92.7 miles	\$	60,000 per mile	\$	5,562,000
TRANSPORT ASSETS	4	\$	30,000 per microwave	\$	120,000
BROADBAND ASSETS	15	\$	65,000 per base station	\$	975,000
CUSTOMER PREMISE	1200	\$	240 per home	\$	288,000
TOTAL BUG TUSSEL BOND				\$	8,695,000

	Homes	Per home	Cost		
Households	42,151	4,000	168,604,000		
RDOF	-3,214	4,000	(12,856,000)	\$	7,065,236
Existing	-36,095	4,000	(144,380,000)		
RDOF FUNDING					\$ (5,790,764.00)

TO BE FUNDED BY PROVIDERS **2,842** **4,000** **11,368,000** To be funded for Fiber to the Home

30 YEAR 3.35% MONTHLY FINANCE COST (\$41,218.37)

FIBER REVENUE National Carriers	\$	26,325.00
Bug Tussel	\$	6,825.00
RDOF (estimated)	\$	20,000.00

UNFUNDED (OVERFUNDED) \$ **11,931.63**

BUG TUSSEL	Broadband	\$	62.00	Avg revenue per subscriber, 80/tow	\$	74,400.00
EST REVENUE	Towers (National Carriers)	\$	1,900.00	Monthly rent, 2% escalator	\$	13,300.00
	Towers (Other)	\$	1,950.00	Monthly rent, 3% escalator	\$	13,650.00
	Tower OpX		600		\$	(9,000.00)
	OpX		45%		\$	(33,480.00)

MARGIN UPON COMPLETE BUILDOUT AND TURNUP \$ **58,870.00**

YEAR	BALANCE	PAYMENT
2021	\$ 8,695,000.00	\$ 34,780.00
2022	\$ 8,522,366.60	\$ 33,620.67
2023	\$ 8,343,949.98	\$ 32,461.33
2024	\$ 8,159,556.40	\$ 31,302.00
2025	\$ 7,968,985.63	\$ 30,142.67
2026	\$ 7,772,030.75	\$ 28,983.33
2027	\$ 7,568,477.88	\$ 27,824.00
2028	\$ 7,358,105.98	\$ 26,664.67
2029	\$ 7,140,686.63	\$ 25,505.33
2030	\$ 6,915,983.73	\$ 24,346.00
2031	\$ 6,683,753.28	\$ 23,186.67
2032	\$ 6,443,743.11	\$ 22,027.33
2033	\$ 6,195,692.60	\$ 20,868.00
2034	\$ 5,939,332.40	\$ 19,708.67
2035	\$ 5,674,384.14	\$ 18,549.33
2036	\$ 5,400,560.10	\$ 17,390.00
2037	\$ 5,117,562.96	\$ 16,230.67
2038	\$ 4,825,085.42	\$ 15,071.33
2039	\$ 4,522,809.88	\$ 13,912.00
2040	\$ 4,210,408.10	\$ 12,752.67
2041	\$ 3,887,540.87	\$ 11,593.33
2042	\$ 3,553,857.59	\$ 10,434.00
2043	\$ 3,208,995.92	\$ 9,274.67
2044	\$ 2,852,581.38	\$ 8,115.33
2045	\$ 2,484,226.95	\$ 6,956.00
2046	\$ 2,103,532.65	\$ 5,796.67
2047	\$ 1,710,085.09	\$ 4,637.33
2048	\$ 1,303,457.04	\$ 3,478.00
2049	\$ 883,206.94	\$ 2,318.67
2050	\$ 448,878.47	\$ 1,159.33
TOTAL:	\$	539,090.00



FOR IMMEDIATE RELEASE

June 30, 2021

Contact: Jerel Ballard, 608-266-9600

jerel.ballard@wisconsin.gov

Governor's Task Force on Broadband Access Releases Broadband Report

Report details strategies to connect all of Wisconsin to high-speed internet by 2025

MADISON – Governor Tony Evers today received the release of the Governor's Task Force on Broadband Access Report. The report details strategies for successfully expanding high-speed internet access to every residence, business, and institution in the state by 2025, including solutions to make broadband affordable for all communities. In July 2020, Governor Evers signed [Executive Order #80](#) creating the Governor's Task Force on Broadband Access and directed it to:

- Research and recommend forward-looking broadband policies and initiatives that address state broadband goals and needs;
- Promote the efficient, strategic expansion of the broadband facilities and adoption across the state;
- Explore strategic expansion opportunities in partnership with stakeholders across the state;
- Work collaboratively with the Public Service Commission of Wisconsin (PSC), State Broadband Office to promote and identify reliable and unique broadband goals and solutions; and
- Present its findings to the Governor and state legislature by June 30, 2021.

The report can be reviewed [here](#).

“I declared 2021 as the 'Year of Broadband Access' because getting Wisconsinites access to high-speed internet is critical for our state's continued economic recovery,” said Governor Evers. “It's why I proposed nearly \$200 million for broadband in our Badger Bounceback agenda and am putting \$100 million in federal recovery dollars for expansion, and the recommendations included in this report will help us take the next steps toward getting folks connected.”

The Task Force, created during the COVID-19 pandemic, consisted of experts, stakeholders, and public officials who met virtually between August 2020 and June 2021. Brittany Beyer, Executive Director of Grow North Regional Economic Development Corporation, served as chairperson of the Task Force. Throughout the process, the Task Force received presentations from outside experts and comments from the public, which helped identify forward-looking broadband policies and initiatives that aim to close the digital divide in the state.

“The COVID-19 pandemic has amplified the evidence that, without broadband, our families, businesses, and schools in both rural and urban communities cannot reach their full potential,” said Brittany Beyer, Chairperson of the Governor's Task Force on Broadband Access. “I want to thank the Governor for the opportunity to serve and my fellow Task Force members for their hard work and commitment. The Task Force has done a phenomenal job researching opportunities to get as many people connected to broadband as quickly as possible.”

Among others, the Task Force report included recommendations to:

- Increase funding for the Broadband Expansion Grant Program to help offset the costs for internet service providers and other applicants to serve difficult to reach areas;
- Establish a State Internet Assistance Program to lower the cost to obtain service and aid low-income families in sustaining internet service;
- Create a Planning and Implementation Grants Program to help regions and communities plan for broadband expansion;
- Increase construction and permitting coordination to streamline the process for providers to expand in a community;
- Collect internet access data from all ISPs at a household and business level of granularity to clarify who has reliable, high-speed access;
- Increase broadband consumer protections and pricing transparency so that people know what service they should expect and get what they are paying for; and
- Develop and fund a Statewide Digital Navigator program to assist people who are underserved due to inadequate service and solve a wide range of internet adoption issues.

“Since 2019, our state has allocated nearly \$60 million for broadband expansion, which, once built will connect or improve service to tens of thousands of families and businesses,” said Rebecca Cameron Valeq, Chairperson of the Public Service Commission. “Over the next few years, we stand to more than quadruple that number. Our state’s continued investments, along with the recommendations in this report, will help make sure Wisconsinites get connected and reach our full potential.”

According to the [2021 Broadband Deployment Report](#) by the Federal Communications Commission (FCC), roughly 394,900 people in Wisconsin lack access to quality broadband service. Wisconsin ranks 36th nationwide for broadband access in rural areas with 21.8% being unserved or underserved.

The Governor has a strong commitment to the continued equitable expansion and use of broadband services to meet the needs of all Wisconsin communities and residents. In the Governor’s first budget, signed in 2019, \$48 million was included for expansion grants. While the Governor’s original budget proposal included over \$78 million in broadband funding, \$48 million remained an historic investment. In the most recent budget, the Governor’s Badger Bounceback Agenda included roughly \$200 million for broadband expansion and adoption.

Through the Coronavirus, Aid, Relief and Economic Security (CARES) Act the Governor provided \$5.3 million for broadband expansion projects, which connected more than 20,000 locations to high-speed internet by the end of 2020. Recently, the Governor provided \$100 million through the Federal American Rescue Plan (ARPA) Act Funds for Broadband Expansion Grants. Applications for the ARPA Broadband Access Grants are due on July 27, 2021. The PSC expects to make award decisions in early fall 2021.

To learn more about the work of the Governor’s Task Force on Broadband Access and its recommendations, visit [here](#). For more information regarding the Wisconsin Broadband Office and its current initiatives or grant programs, visit [here](#).

###

Wisconsin Public Service Commission | PSC of WI, 4822 Madison Yards Way, P.O. Box 7854,
MADISON, WI 53707-7854

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The following checklist may prove helpful if a town wishes to apply for a grant for broadband improvement programs.




1. Develop a partnership agreement with a telecommunications business.
Charter Spectrum – Mike Hill
24-7 Telcomm
TriCounty Communications
Astoria Communications
2. Seek out financial and verbal support from other business sponsors.
3. Look at the broadband survey on the Eau Claire County Planning and Development site.
 - a. See if you have sufficient data collected from the survey
 - b. If you do not have enough from the area you wish to improve, send out requests for the residents to fill it out.
 - c. <https://broadband-internet-survey-eccounty.hub.arcgis.com/>
4. Is your entity Telecommuter Forward or Broadband Forward(The county has set up the Broadband forward Resolution. The Town should be at least Telecommuter Forward)
5. Would service be available to Lifeline customers and access to the Emergency Broadband Benefit Program(<https://www.usac.org/about/emergency-broadband-benefit-program>) ?
6. Are programs available for low income households to help pay for the service?
7. Number of residents and businesses to be served
8. Letters of Support
 - a. From the Town
 - b. Schools
 - c. Businesses in the community
 - d. Businesses which are helping fund the project
 - e. Elected officials
9. Community surveys for support evidence.

10. All funds must be obligated within the statutory period between March 3, 2021 and December 31, 2024, and expended to cover such obligations by December 31, 2026.
11. Investments in Water, Sewer, and Broadband – Recipients may use Coronavirus State and Local Fiscal Recovery Funds to make necessary investments in water, sewer, and broadband. See FAQ Section 6. Recipients may use Coronavirus State and Local Fiscal Recovery Funds to cover costs incurred for eligible projects planned or started prior to March 3, 2021, provided that the project costs covered by the Coronavirus State and Local Fiscal Recovery Funds were incurred after March 3, 2021.
12. A Town cannot receive more than 75% of its most recent budget in ARP funds or use Coronavirus State and Local Fiscal Recovery Funds to make necessary investments in water, sewer, and broadband. The Department of Treasury has not yet commented on the use of county funds given to towns if that would affect the amount of funds a town could use from the county.

Folders

- Inbox (13)
- Drafts
- Sent
- Junk (5)**
- Trash

Subject FW: ARP funds

From Regenauer, Sara M - DOR 
To mkzuber 
Cc DOR Local Recovery Funds 
Date Thu 06:49

Mark,

Thank you for your inquiry. DOR reviewed the Section B Line 1 amount that was submitted on your SL-330 and ensured the ARPA allocation for your municipality did not exceed 75% of this budget number. Therefore, if in the future a county gives a town some of the allocated funds the county is to receive, that would not have impacted the Section B Line 1 number that you provided on the already-submitted SL-330 which DOR already reviewed.

However, I would advise exploring impacts of this exchange with Treasury. I've provided a link below to their frequently asked questions that you can review as well and I know they are regularly updating this document as new questions are provided. Please submit any questions not addressed in this document to SLFRP@treasury.gov

<https://home.treasury.gov/system/files/136/SLFRPFAQ.pdf>

Sincerely,

Sara M. Regenauer
 Director, Local Government Services
 Wisconsin Department of Revenue
 608-261-5360
saram.regenauer@wisconsin.gov

-----Original Message-----

From: mkzuber <mkzuber@tcc.coop>
Sent: Wednesday, June 30, 2021 2:53 PM
To: Regenauer, Sara M - DOR <saram.regenauer@wisconsin.gov>
Subject: ARP funds

If a county gives a town some of the allocated funds the county is to receive does that count against the 75% of the budget restriction?

Mark Zuber
 clerk
 Town of Drammen

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Husch Blackwell LLP
DRAFT
FORM OF PARTICIPATING
COUNTY RESOLUTION

RESOLUTION NO. 2021-_____

INITIAL RESOLUTION APPROVING INDUSTRIAL DEVELOPMENT
REVENUE BOND FINANCING FOR BUG TUSSEL WIRELESS, LLC,
APPROVING INTERGOVERNMENT AGREEMENT, AND
APPROVING LIMITED GUARANTY OF [_____] COUNTY

INTRODUCED BY: Administrative/Finance Committee

INTENT & SYNOPSIS: To provide (i) approval of an Initial Resolution of [_____] County to participate with other counties in accordance with an Intergovernmental Agreement pursuant to which Fond du Lac County, Wisconsin will serve as the conduit bond issuer for Taxable Revenue Bond Financing for Bug Tussel Wireless, LLC to finance a project for acquisition, construction and installation of certain telecommunications infrastructure, for the purpose of providing wireless internet and telephone communication services to businesses, governmental units and residents of rural communities where such service is currently unavailable or prohibitively expensive (the "Project"), which includes Project costs located in [_____] County in an amount not to exceed [\$_____] and (ii) approval of a limited guaranty by [_____] County which shall not exceed [\$_____] equal to the amount of improvements for said infrastructure made within [_____] County.

FISCAL NOTE: None.

WHEREAS, Section 66.1103 of the Wisconsin Statutes (the "Act") authorizes municipalities to authorize the issuance and sale of bonds to construct, equip, re-equip, acquire by gift, lease or purchase, install, reconstruct, rebuild, rehabilitate, improve, supplement, replace, maintain, repair, enlarge, extend or remodel industrial projects; and

WHEREAS, Bug Tussel Wireless, LLC, a Wisconsin limited liability company (the "Company"), and/or one or more of its subsidiaries (including, without limitation, Hilbert Communications, LLC and Cloud 1, LLC), whether existing on the date hereof or to be formed and whether owned directly or indirectly by the Company, to finance a project consisting of the acquisition, construction and installation of certain telecommunications infrastructure that includes, among other things (i) acquisition of tower sites by purchase or lease of land and equipping such sites with towers and electronics to provide broadband, high speed cellular, emergency communications and point to point (P2P) data communications; (ii) constructing fiberoptic data transmission facilities (cable and electronics) between towers, key community facilities, businesses and residential aggregation points; (iii) where appropriate, connecting individual premises into the broadband network including the cost of Consumer Premise Equipment (CPE); (iv) payment of capitalized interest; (v) funding of a debt service reserve fund; (vi) payment

of project costs located in [_____] County in an amount not to exceed [\$_____]; and (vii) payment of professional fees (collectively, the "Project"), all of which will be for the purpose of providing wireless internet and telephone communications services to businesses, governmental units and residents of rural communities where such service is currently unavailable or is prohibitively expensive; and

WHEREAS, [_____] County, Wisconsin is a political subdivision of the State within whose boundaries a portion of the Project is located; and

WHEREAS, pursuant to Sections 66.1103 and 66.0301 of the Wisconsin Statutes, individual counties or two or more counties, each a "Participating County", acting pursuant to an Intergovernmental Agreement may serve as the conduit issuer for such financing; and

WHEREAS, (i) the aggregate cost of the Project in [_____] County and the Participating Counties is presently estimated to be not greater than \$300,000,000, (ii) the aggregate amount of the Project proposed to be financed with one or more series of taxable revenue bonds does not exceed **[\$240,000,000]** (the "Bonds") to be issued by Fond du Lac County, Wisconsin (the "Issuing County") acting pursuant to intergovernmental powers, and (iii) the portion of the Project located in [_____] County does not exceed [\$_____]; and

WHEREAS, Section 66.1103(3)(f) of the Wisconsin Statutes provides that a municipality also may finance an industrial project which is located entirely outside the geographic limits of the municipality, but only if the revenue agreement for the project also relates to another project of the same eligible participant, part of which is located within the geographic limits of the municipality; and

WHEREAS, the Project includes necessary infrastructure for essential services by and for [_____] County and local units of government in [_____] County and is in furtherance of the public purposes set forth in the Act; and

WHEREAS, the proposed Project is a multi-jurisdictional project which is located in multiple counties to be identified, and the Company has requested that each of the Participating Counties approve an initial resolution (the "Initial Resolution") providing for the financing of the Project in an aggregate amount not to exceed **[\$240,000,000]**; and

WHEREAS, pursuant to the Intergovernmental Agreement, Fond du Lac County shall be the Issuing County of said revenue Bonds, and it shall be determined at a future date which county or counties shall be Participating Counties; and

WHEREAS, the Company has requested that [_____] County and other Participating Counties who will directly benefit from the Project to each provide a limited guaranty to enhance the collateral position of the Company in an amount equal to the pro rata portion of the Project costs incurred and essential services benefits derived in such Participating County; and

WHEREAS, the limited guaranty by [_____] County shall not exceed [\$_____] (the "Guaranty") which is equal to the amount of Project improvements for said infrastructure made within [_____] County; and

WHEREAS, the Company will have the primary obligation to make all scheduled principal and interest payments when due on the Bonds, and [_____] County's Guaranty will apply only in the event that the Company does not make the required payments due on the Bonds; and

WHEREAS, in return for [_____] County's Guaranty, [_____] County shall receive an annual guaranty fee of [___ basis points] (based upon the amount of its Guaranty) and the Company will pay all costs to [_____] County and all expenses by [_____] County related to the bond issue; and

WHEREAS, as further security for its Guaranty, [_____] County shall receive a first mortgage on all land, buildings, and improvements of the Company located in [_____] County which are financed with proceeds of the Bonds.

NOW, THEREFORE, BE IT RESOLVED by the [_____] County Board of Supervisors as follows:

1. The Intergovernmental Agreement is hereby approved, and [_____] County approves that Fond du Lac County shall be the Issuing County for the Bonds. The County Chairman of [_____] County is authorized to execute and deliver the Intergovernmental Agreement.

2. [_____] County hereby approves that Fond du Lac County, as the Issuing County, acting pursuant to the Intergovernmental Agreement, shall:

(a) Finance the Project in an aggregate amount not to exceed **[\$240,000,000]** which includes Project costs located in [_____] County in an amount not to exceed [\$_____]; and

(b) Acting pursuant to the Intergovernmental Agreement by and among one or more Participating Counties, Fond du Lac County shall issue industrial development revenue bonds in one or more series of taxable bonds in an aggregate amount not to exceed **[\$240,000,000]** in order to finance costs of the Project located in the Participating Counties, pursuant to Section 66.1103(3)(f) of the Wisconsin Statutes.

3. [_____] County approves the Guaranty in an amount not to exceed [\$_____], subject to such conditions and other terms as shall be identified by the Company and the underwriter, and approved by [_____] County.

4. The aforesaid plan of financing contemplates, and is conditioned upon, the following:

(a) The Bonds shall be limited obligations of the Issuing County, acting pursuant to the Intergovernmental Agreement, and are payable solely from revenues provided by the Company and are secured in part by the limited Guaranty of [_____] County;

(b) The Bonds shall never constitute an indebtedness of [_____] County, the Issuing County or the Participating Counties within the meaning of any state constitutional provision or statutory limitation;

(c) The Project shall be subject to property taxation in the same amount and to the same extent as though the Project were not financed with industrial development revenue bonds;

(d) The Company shall find a purchaser for all of the Bonds; and

(e) All out-of-pocket costs, including but not limited to legal fees, incurred by [_____] County in connection with the issuance and sale of the Bonds shall be paid by the Company, whether or not the Issuing County or another Participating County ultimately issues the Bonds; and

(f) [_____] County shall be paid an annual guaranty fee of [_____] basis points (_____%)] (based upon the amount of [_____] County's Guaranty).

5. The aforesaid plan of financing shall not be legally binding upon [_____] County nor be finally implemented unless and until:

(a) The details and mechanics of the bond financing are authorized and approved by a further resolution of Fond du Lac County, as the Issuing County. Such approval shall be solely within the discretion of the Issuing County, acting pursuant to the Intergovernmental Agreement and approval of the Board of Supervisors of the Issuing County;

(b) Said approval and Guaranty are further conditioned upon terms and conditions of one or more written agreements between [_____] County and the various parties involved, ensuring that all of the proceeds from the sale of the Bonds shall be administered by a duly appointed independent trustee, that the bond proceeds shall be used exclusively for the development of the Project and for no other purpose, and that the project funds shall be paid over to the Company by the trustee only as they become needed for completion of the Project;

(c) The County Clerk of [_____] County shall cause notice of adoption of this Initial Resolution, in the form attached hereto as Exhibit A, to be published once in a newspaper of general circulation in [_____] County, and the electors of [_____] County shall have been given the opportunity to petition for a referendum on the matter of the aforesaid bond issue, all as required by law;

(d) Either no such petition shall be timely filed or such petition shall have been filed and said referendum shall have approved the bond issue;

(e) The county clerks of [_____] County and the Participating Counties shall each have received an employment impact estimate issued under Section 560.034 of the Wisconsin Statutes;

(f) The Bonds shall be limited obligations of the Issuing County, acting pursuant to the Intergovernmental Agreement and are payable solely from revenues provided by the Company and secured in part by a limited guaranty of each Participating County;

(g) All Participating Counties have entered into the Intergovernmental Agreement and identified Fond du Lac County as the Issuing County;

(h) All Participating Counties shall approve their respective guaranties; and

(i) All documents required to consummate the financing have been duly authorized and delivered.

6. Pursuant to the Act, all requirements that the Project be subject to the contracting requirements contained in Section 66.1103 are waived, the Company having represented that it is able to negotiate satisfactory arrangements for completing the Project and that [_____] County's interests are not prejudiced thereby.

7. The County Clerk of [_____] County is directed following adoption of this Initial Resolution (i) to publish notice of such adoption not less than one time in the official newspaper of [_____] County, such notice to be in substantially the form attached hereto as Exhibit A and (ii) to file a copy of this Initial Resolution, together with a statement indicating the date the Notice to Electors was published, with the Wisconsin Economic Development Corporation within twenty (20) days following the date of publication of such notice.

8. This Initial Resolution is an "initial resolution" within the meaning of the Act and official action toward issuance of the Bonds. Furthermore, it is the reasonable expectation of [_____] County that proceeds of the Bonds may be used to reimburse expenditures made on the Project prior to the issuance of the Bonds. The maximum principal amount of debt expected to be issued for the Project on the date hereof is **[\$240,000,000]**.

9. [_____] County Corporation Counsel shall forthwith negotiate and confer with all interested parties, draft, edit, or approve and deliver the contracts or other documents necessary to carry out the provisions of this Initial Resolution; provided, however, that if so required by [_____] County, Corporation Counsel shall present the same to the Board of Supervisors for the Board's final review, ratification, and approval of

all of the specific terms and conditions contained in said documents prior to the issuance of the Bonds on behalf of the Company.

DRAFT

Recommended for adoption this ____ day of _____, 2021.

Adopted _____
Defeated _____ by the [_____] County Board of Supervisors this
Tabled _____ day of _____, 2021.

County Board Chair

County Clerk

I, the undersigned, the duly appointed and qualified Clerk of [_____] County, Wisconsin do hereby certify that the foregoing resolution was duly adopted by the County Board of Supervisors at a meeting of said County held in open session in accordance with the requirements of Subchapter V of Chapter 19 of the Wisconsin Statutes on _____, 2021.

[_____] COUNTY, WISCONSIN

[_____] County Clerk

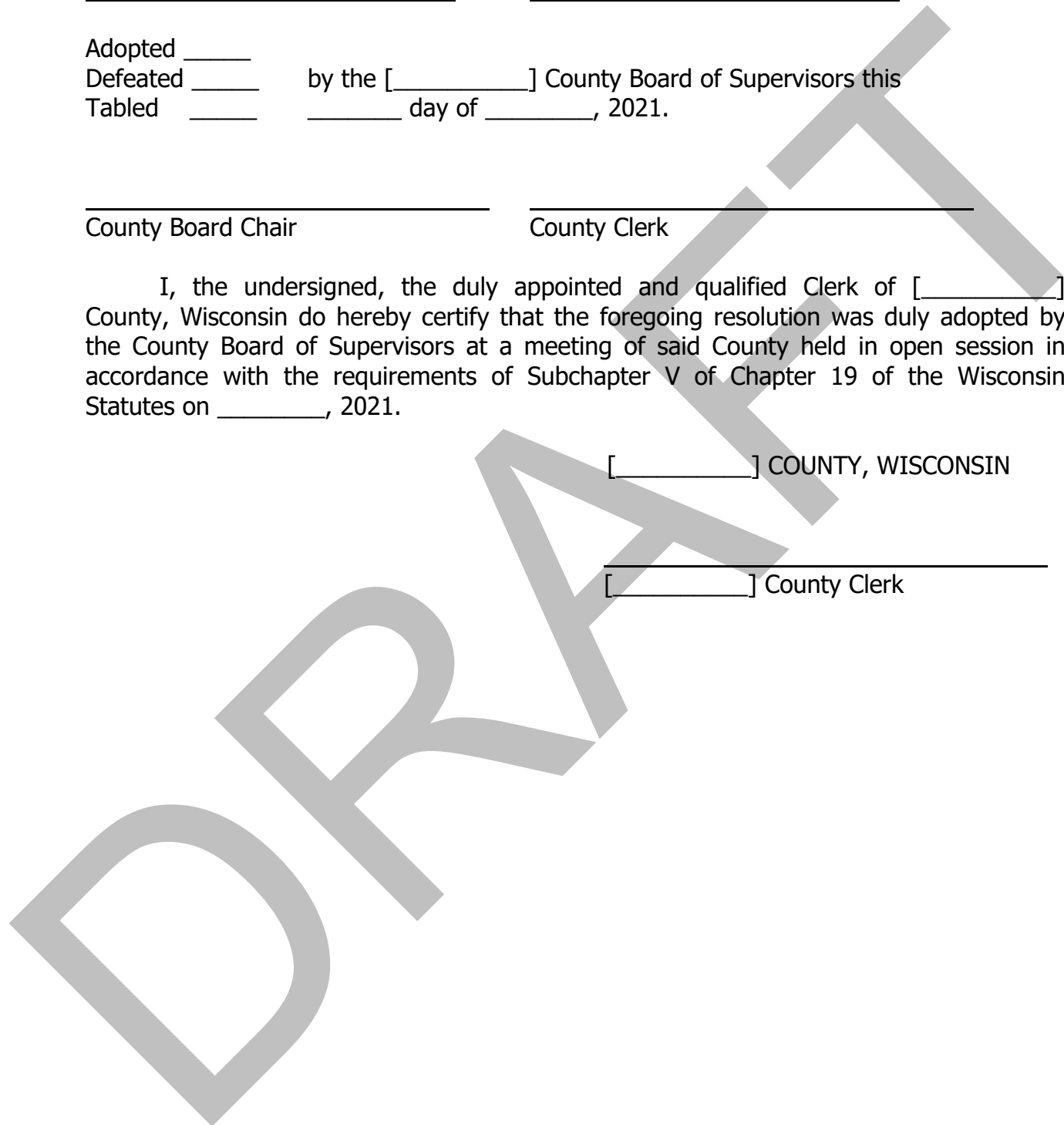


EXHIBIT A

NOTICE TO ELECTORS OF
[] COUNTY, WISCONSIN

TAKE NOTICE that the Board of Supervisors of [] County, Wisconsin (the "[] County"), at a meeting held at [], Wisconsin, on _____, 2021, adopted an initial resolution (the "Initial Resolution") pursuant to Section 66.1103 of the Wisconsin Statutes, as amended, expressing the intention to issue not to exceed **[\$240,000,000]** of industrial development revenue bonds (the "Bonds") on behalf of Bug Tussel Wireless, LLC, a Wisconsin limited liability company (the "Company"), and/or one or more of its subsidiaries (including, without limitation, Hilbert Communications, LLC and Cloud 1, LLC), to finance a project consisting of the acquisition, construction and installation of certain telecommunications infrastructure that includes, among other things (i) acquisition of tower sites by purchase or lease of land and equipping such sites with towers and electronics to provide broadband, high speed cellular, emergency communications and point to point (P2P) data communications; (ii) constructing fiberoptic data transmission facilities (cable and electronics) between towers, key community facilities, businesses and residential aggregation points; (iii) where appropriate, connecting individual premises into the broadband network including the cost of Consumer Premise Equipment (CPE); (iv) payment of capitalized interest; (v) funding of a debt service reserve fund; (vi) payment of project costs located in [] County in an amount not to exceed [\$]; and (vii) payment of professional fees (collectively, the "Project"), all of which will be for the purpose of providing wireless internet and telephone communications services to businesses, governmental units and residents of rural communities. The Company has represented that the net number of full-time equivalent jobs which will be created in [] County is [].

Pursuant to the terms of Section 66.1103 of the Wisconsin Statutes, all requirements that the Project be subject to the contracting requirements contained in Section 66.1103 are waived, the Company having represented that it is able to negotiate satisfactory arrangements for completing the Project and that [] County's interests are not prejudiced thereby.

THE BONDS SHALL NEVER CONSTITUTE AN INDEBTEDNESS OF [] COUNTY, NOR SHALL THE BONDS GIVE RISE TO ANY PECUNIARY LIABILITY OF [] COUNTY, NOR SHALL THE BONDS BE A CHARGE AGAINST THE GENERAL CREDIT OR TAXING POWERS OF [] COUNTY. RATHER, THE BONDS SHALL BE PAYABLE SOLELY FROM THE REVENUES AND OTHER AMOUNTS TO BE DERIVED PURSUANT TO THE REVENUE AGREEMENT RELATING TO SAID PROJECT TO BE ENTERED INTO BETWEEN THE ISSUING COUNTY OR ISSUING COUNTIES AND THE COMPANY.

The Initial Resolution may be inspected in the office of the [_____] County Clerk at [_____] , Wisconsin, during business hours.

TAKE FURTHER NOTICE THAT THE ELECTORS OF [_____] COUNTY MAY PETITION FOR A REFERENDUM ON THE QUESTION OF THE BOND ISSUE. Unless within thirty (30) days from the date of the publication of this Notice a petition signed by not less than five percent (5%) of the registered electors of the [_____] County is filed with the County Clerk requesting a referendum on the question of the issuance of the Bonds, the Issuing County will issue the Bonds without submitting the proposition for the electors' approval. If such petition is filed as aforesaid, then the Bonds shall not be issued until approved by a majority of the electors of [_____] County voting thereon at a general or special election.

[_____] , County Clerk
[_____] County, Wisconsin

DRAFT

INTERGOVERNMENTAL AGREEMENT

(By and between [_____ **List all Counties**])

THIS INTERGOVERNMENTAL AGREEMENT (the “Agreement”) is made this ____ day of _____, 2021 by and among the Participating Counties (defined below) located in the State of Wisconsin (the “State”) which, through their duly authorized representatives, have signed this Agreement.

WHEREAS, Section 66.1103 of the Wisconsin Statutes (the “Act”) authorizes Wisconsin counties to authorize the issuance and sale of bonds by the county to construct, equip, re-equip, acquire by gift, lease or purchase, install, reconstruct, rebuild, rehabilitate, improve, supplement, replace, maintain, repair, enlarge, extend or remodel industrial projects; and

WHEREAS, Bug Tussel Wireless, LLC, a Wisconsin limited liability company (the “Borrower”), and/or one or more of its subsidiaries (including, without limitation, Hilbert Communications, LLC and Cloud 1, LLC whether existing on the date hereof or to be formed and whether owned directly or indirectly by the Borrower , to finance a project consisting of (i) acquisition of tower sites by purchase or lease of land and equipping such sites with towers and electronics to provide broadband, high speed cellular, emergency communications and point to point (P2P) data communications; (ii) constructing fiberoptic data transmission facilities (cable and electronics) between towers, key community facilities, businesses and residential aggregation points; (iii) where appropriate, connecting individual premises into the broadband network including the cost of Consumer Premise Equipment (CPE); (iv) payment of capitalized interest; (v) funding of a debt service reserve fund; and (vi) payment of professional fees (collectively, the “Project”), all of which will be for the purpose of providing wireless internet and telephone communications services to businesses, governmental units and residents of rural communities where such service is currently unavailable or is prohibitively expensive; and

WHEREAS, the Project will be constructed and installed in the rural areas of Wisconsin counties, to wit: the counties of [_____ **List all Counties**] (each a “Participating County” and collectively, the “Participating Counties”); and

WHEREAS, each of the Participating Counties is a political subdivision of the State within whose boundaries a portion of the Project is located; and

WHEREAS, pursuant to the Act and Section 66.0301 of the Wisconsin Statutes, a county or two or more counties acting pursuant to an intergovernmental agreement may serve as the conduit issuer for such financing; and

WHEREAS, the aggregate cost of the Project is presently estimated to be not greater than \$ _____, and the amount proposed to be financed with one or more series of taxable bonds does not exceed \$ _____ (the “Bonds”); and

WHEREAS, Section 66.1103(3)(f) of the Act provides that a municipality also may finance an industrial project which is located entirely outside the geographic limits of the municipality, but only if the revenue agreement for the project also relates to another project of the same eligible participant, part of which is located within the geographic limits of the municipality; and

WHEREAS, the proposed Project is a multi-jurisdictional project which is located in the counties of [_____ **List all Counties**] and each of the counties of [_____ **List all Counties**] have approved an initial resolution providing for the financing of the Project in an aggregate amount not to exceed \$_____; and

WHEREAS, the Participating Counties wish to enter into this Agreement providing that _____ County, Wisconsin (the “Issuing County”) shall be the issuer of said revenue bonds; and

WHEREAS, the Issuing County is a county organized and existing under and pursuant to the laws of the State, and is authorized to enter into revenue agreements with eligible participants with respect to the Project whereby eligible participants agree to cause said Project to be constructed and to pay the Issuing County an amount of funds sufficient to provide for the prompt payment when due of the principal and interest on said Bonds; and

WHEREAS, in consideration of the increased tax revenue that will accrue to each Participating County as a result of the Project and the new jobs and other economic benefits for residents of each Participating County that will result from the Project, each Participating County has agreed to guarantee the payment of its pro rata share of the principal of and interest on the Bonds in an amount necessary to replenish the debt service reserve fund (each a “County Guaranty”).

NOW, THEREFORE, it is hereby agreed by and among the Participating Counties as follows:

1. Purpose. The Participating Counties, acting pursuant to the Act and Section 66.0301 of the Wisconsin Statutes, hereby agree to cooperate and exercise their municipal powers jointly for the purpose of appointing Fond du Lac County to act as the Issuing County and conduit issuer for the Bonds. Each Participating County shall take such action as deemed necessary to facilitate the issuance of the Bonds by the Issuing County.

2. Authorization. Each Participating County shall authorize the execution, delivery and performance of the Agreement and any other agreements requested to be executed and delivered by the Issuing County hereunder or under the Bond documents by all necessary corporate action of the Participating County. Each Participating County shall have the right to make reasonable objections to the same. If disagreement occurs, the decision shall be made by a majority of the Counties by their respective governing bodies.

3. Records. The Issuing County will maintain and be the custodian of all records associated with the administering and performance of this Agreement and the Bonds, and will make those records available to all Participating Counties upon request.

4. Reporting. The Borrower shall meet with the Issuing County and the Participating Counties on a semi-annual basis commencing in _____ of 20__ and continuing until _____, 20__ (the “Project Period”) for the purpose of presenting an oral report on the status of the Project(s) and the financial strength of the Borrower and the Guarantor. The date, time and place

of such meeting shall be determined cooperatively among the parties. After the Project Period for so long as the Bonds remain outstanding, the Borrower shall meet with the Issuing County and the Participating Counties at least semi-annually and shall continue to provide to the Issuing County and each Participating County written reports regarding the continued economic strength of the Borrower and the Guarantor. Such report shall be due not less than seven (7) days prior to each such semi-annual meeting.

5. Effective Date. This Agreement shall become effective upon its adoption by all Participating Counties. Any county entering into this Agreement shall adopt an authorizing resolution, and provide a certified copy of the resolution to all other Participating Counties. This Agreement shall remain in full force and effect until terminated as provided herein.

6. New Members. After the effective date of this Agreement, additional counties may join in this Agreement upon application to, and approval by the Participating Counties. Approval shall be conditioned upon the adoption by the governing body of the new member of the terms and provision of this Agreement by resolution, a certified copy of which is to be provided to each Participating County.

7. Termination and Disposition of Funds.

(a) This Agreement shall be deemed terminated when (i) all of the outstanding Bonds have been paid in full or redeemed and (ii) all Participating Counties have received a release of their obligations pursuant to the terms of their respective County Guaranty.

(b) A Participating County (other than the Issuing County) shall be released from its obligations under this Agreement if such Participating County has received a release of its obligations under its respective County Guaranty. The Issuing County's responsibility shall continue until all of the requirements of (a)(i) and (a)(ii) of this section are met.

8. Severability. The terms of this Agreement are severable and any determination by any court or agency having jurisdiction over the subject matter of this Agreement that results in the invalidity of any part shall not affect the remainder of the Agreement.

9. Amendments. The terms of this Agreement shall not be amended without the written authorization of the governing bodies of all Participating Counties.

10. Governing Law. This Agreement shall be governed by the laws of the State of Wisconsin.

11. Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

12. Entire Agreement. This Agreement constitutes the entire agreement among the parties hereto with respect to the subject matter hereof. All prior and contemporaneous agreements, representations and understandings of the parties with respect to the subject matter of this Agreement, oral or written, are superseded by this Agreement; provided however, that this Agreement shall not cover the exercise by any Participating County of its rights and remedies under any reimbursement

agreement between the Borrower and such Participating County or under any guaranty agreement with the Guarantor.

13. Assignment. The rights and obligations of the parties to this Agreement may not be assigned without the express written consent of all parties.

[SIGNATURE PAGE TO FOLLOW]

DRAFT

_____ COUNTY, WISCONSIN,
as Issuing County, and a Participating County

By: _____
_____, County Chairperson

By: _____
_____, County Clerk

[Each Participating County]

_____ COUNTY, WISCONSIN,
a Participating County

By: _____
_____, County Chairperson

By: _____
_____, County Clerk

Acknowledged:

BUG TUSSEL WIRELESS, LLC

By: _____
Steven J. Schneider, President/CEO

HILBERT COMMUNICATIONS, LLC

By: _____
Steven J. Schneider, President/CEO

MEETING MINUTES
Eau Claire County
Broadband Committee
Thursday, June 24, 2021
4:00 P.M.
Remote Meeting via Webex Events

Those wishing to make public comments must submit their name and address no later than 30 minutes prior to the meeting to rod.eslinger@co.eau-claire.wi.us. Comments are limited to 3 minutes; you will be called on during the public comment section of the meeting. Written comments will also be accepted and should be submitted to the e-mail address listed above.

Join WebEx Meeting: <https://eauclairecounty.webex.com> Meeting ID: 145 911 2462 Password: Broadband6242021

*Meeting audio can be listened to using this Audio conference dial in information.

Public Access: Dial in Number: 1-415-655-0001 Access Code: 145 911 2462 ##

**mute your device upon entry*

Members Present: Donald Mowry, Tom Lange, Joe Alf, Lynn Thompson, Luke Hanson, Tim Laubach, and Mark Zuber.

Staff Present: Rodney J. Eslinger – Director of Planning and Development, Dave Hayden – Director of Information Systems

Others Present: Doug Carlson, Jim Kusilek, Buck Webb, Janelle Henning, Jennifer Meyer, Mitch Olson, Steve Schneider, John LeBrun

Press: Ryan Patterson

1. Call to order and confirmation of meeting notice.

Lynn Thompson motioned to recommend Mark Zuber serve as vice chair of the Broadband Committee, Tom Lange seconded the motion: motion carried on a voice vote with all in favor of the motion. Chairperson Mowry was not able to join the meeting at this time due to technical difficulties.

Vice Chairperson Zuber call to order the meeting at 4:15 p.m. and he confirmed that the meeting was properly noticed.

2. Roll Call - Members present are noted above.

3. Public Comment (limit to 3 minutes per person)

Doug Carlson, Town of Brunswick citizen, indicated that the Town of Brunswick broadband committee is working with WWT and Charter on options to expand broadband in the town. Mr. Carlson mentioned the Washburn County Board committed one million dollars to the Town of Sarona to build out the broadband infrastructure there.

4. Internet Service Provider updates - **Discussion**. (10 min. each)

- a. TCC – Buck Webb, Chief Operating Officer – Mr. Webb gave an update on the broadband project in the Town of Drammen. He stated that the construction in the WWT territory was set to begin soon.

Chairperson Mowry joined the meeting.

- b. Bug Tussel – Mitch Olson, Network Real Estate Manager – Mr. Olson presented background information to the committee about Bug Tussel Wireless and the company's plan to build out its network in Eau Claire County. He noted that the company would start with potentially seven towers providing wireless service offering download speeds of 25 mpbs and upload speeds of 3 mpbs. Next

steps involve the middle mile fiber build out within the RDOF areas. The company works with AT&T and Charter/Spectrum. Mr. Olson also gave a brief overview on the financial plan for Bug Tussel, which includes a statewide opt-in bond issuance. This opt-in option offers a 30-year financial pay back to the county if the county chose to participate.

- c. Astrea – R. Cory Heigl, Vice President and General Manager – Was not available for the meeting.
- d. 24/7 Telcom – Jim Kusilek, Operations Manager – Jim Kusilek gave an update to their Drammen and Brunswick PSC Broadband projects. He also noted that WWT/24/7 Telcom is considering making another grant application for ARPA funds for the remaining unserved locations in Brunswick. The applications are due to the State on July 27, 2021, but he said that his board would need to approve the project before making application.

5. SpaceX Starlink Pilot Project Update – **Discussion/Action**

Dave Hayden gave an update of the Starlink project. He said that 48 of the 50 participants' emails have been forwarded to SpaceX. He said we should expect the Starlink equipment boxes to be shipped shortly. He noted that a selected participant withdrew from the project and Dave was going to contact the next one on the waiting list.

6. Rural Resilience Presentation – **Discussion** – Item to be moved to the July Broadband Committee meeting.

7. Broadband Map Review – **Discussion/Action**

Rod Eslinger reviewed the Broadband Map that was sent to the committee. The map representative the RDOF areas while displaying the remaining unserved areas. He noted that for planning purposes we can display various layers from wired and wireless providers, underserved and unserved areas, RDOF areas and other combinations. This map can be used to guide when supporting future broadband grant applications.

8. 2021 Assembly Bill 371 – **Information/Discussion**

The committee reviewed Assembly Bill 371. Rod Eslinger indicated that the AB 371 was sent to the committee for informational purposes.

9. Healthcare position vacancy on the committee – **Discussion / Action**

- a. Applicants: Ann Nielsen and Katherine Sideri

The committee reviewed the applicants' materials and discussed each applicant. Mark Zuber motioned to recommend appointing Ann Nielsen to the Broadband Committee, Luke Hanson seconded the motion; motion carried on a voice vote with all in favor of the motion.

10. Review/Approval of May 20, 2021, Committee Minutes – **Discussion/Action**

The committee reviewed the meeting minutes of May 20, 2021. Mark Zuber motioned to approve the minutes as presented, Lynn Thompson seconded the motion; motion carried on a voice vote with all in favor of the motion.

11. Next Steps and future meetings – **Discussion/Action**

- a. Future Meeting: July 15, 2021

12. Adjourn

Adjourn Action: Meeting adjourned by unanimous consent at 5:25 p.m.

Respectively submitted by,

Rodney J. Eslinger
Director of Planning and Development