

**COMMON COUNCIL
OF THE
CITY OF BRILLION, WISCONSIN**

September 26, 2005

Resolution No. 05-10

**RESOLUTION APPROVING REVENUE BONDS
TO BE ISSUED BY THE WISCONSIN MUNICIPALITIES
PRIVATE SCHOOL FINANCE COMMISSION
ON BEHALF OF
TRINITY EVANGELICAL LUTHERAN CHURCH OF BRILLION, WISCONSIN,
INCORPORATED**

WHEREAS, the City of Brillion, Wisconsin (the “Municipality”) and certain other municipalities in the State of Wisconsin (the “Members”) have entered into an Intergovernmental Charter-Contract, dated as of March 21, 2003 (the “Charter-Contract”), creating the Wisconsin Municipalities Private School Finance Commission (the “Commission”); and

WHEREAS, pursuant to the Charter-Contract, the Commission is authorized to issue revenue obligations pursuant to the provisions of Sections 66.0301 and 66.0621 of the Wisconsin statutes (the “Bonds”) in its own name, on behalf of the Members, for the purpose of financing private regional educational facilities; and

WHEREAS, Bonds may be issued only to finance a qualified educational facility a substantial portion of which is located in the geographic jurisdiction of a Member that has approved the issuance of Bonds to finance such qualified educational facility; and

WHEREAS, Trinity Evangelical Lutheran Church of Brillion, Wisconsin, Incorporated, a nonstock, nonprofit Wisconsin corporation (the “Operator”) operating a qualified educational facility located at 601 East National Avenue in the Municipality and consisting of a 35,915 square-foot preschool and elementary facility (the “Educational Facility”), desires to obtain financing through the Commission; and

WHEREAS, this body has found and determined that the operation of the Educational Facility serves a public purpose, including by providing choices in education for residents of the Municipality, by reducing the burden on the taxpayers of the Municipality to provide public education facilities, and by providing employment opportunities within the Municipality, thereby enhancing the Municipality’s environment and economy, and that the financing of the Educational Facility will serve a public purpose.

NOW, THEREFORE, BE IT RESOLVED:

1. It is the finding and determination of this body that the financing of the Educational Facility through the issuance of Bonds serves a public purpose.

2. The issuance of Bonds by the Commission to finance the Educational Facility is hereby approved for purposes of Section 5.02 of the Charter-Contract.

3. All actions required for the issuance of the Bonds by the Commission, including but not limited to all transfers of interests in property, are hereby approved, and, to the fullest extent permitted by law, all provisions of ordinances, codes, rules, regulations, and other laws and requirements of the Municipality, to the extent in conflict or inconsistent therewith, are hereby waived.

* * * * *

Adopted: September 26, 2005

Approved: September 26, 2005

Mayor

City Administrator/Clerk-Treasurer

CERTIFICATIONS BY CITY ADMINISTRATOR/CLERK-TREASURER

I, Lori Gosz, hereby certify that I am the duly qualified and acting City Administrator/Clerk-Treasurer of the City of Brillion, Wisconsin (the "Municipality"), and as such I have in my possession, or have access to, the complete corporate records of said Municipality and of its Common Council (the "Governing Body") and that attached hereto is a true, correct and complete copy of the resolution (the "Resolution") entitled:

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PRIVATE SCHOOL FINANCE COMMISSION
ON BEHALF OF
TRINITY EVANGELICAL LUTHERAN CHURCH OF BRILLION, WISCONSIN,
INCORPORATED**

I do hereby further certify as follows:

1. Meeting Date. On the 26th day of September, 2005, a meeting of the Governing Body was held commencing at 7:00 p.m.

2. Posting. On the 23rd day of September, 2005 (and not less than 24 hours prior to the meeting), I posted or caused to be posted at the Municipality's offices in Brillion, Wisconsin a notice setting forth the time, date, place and subject matter (including specific reference to the Resolution) of said meeting.

3. Notification of Media. On the 23rd day of September, 2005 (and not less than 24 hours prior to the meeting), I communicated or caused to be communicated, the time, date, place and subject matter (including specific reference to the Resolution) of said meeting to those news media who have filed a written request for such notice and to the official newspaper of the Municipality.

4. Open Meeting Law Compliance. Said meeting was a regular meeting of the Governing Body that was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes and any other applicable local rules and state statutes.

5. Members Present. Said meeting was duly called to order by the Mayor (the "Presiding Officer"), who chaired the meeting. Upon roll I noted and recorded that there were 9 members of the Governing Body present at the meeting, such number being a quorum of the Governing Body.

6. Consideration of and Roll Call Vote on Resolution. Various matters and business were taken up during the course of the meeting without intervention of any closed session. One of the matters taken up was the Resolution. A proper quorum of the Governing Body was present for the consideration of the Resolution, and each member of the Governing Body had received a copy of the Resolution. All rules of the Governing Body that interfered with the consideration of the Resolution, if any, were suspended by a two-thirds vote of the Governing Body. The Resolution was then introduced, moved and seconded, and after due

consideration, upon roll call, 9 of the Governing Body members voted Aye, 0 voted Nay and 0 Abstained.

7. Adoption of Resolution The Resolution was supported by the affirmative vote of a majority of a quorum of the members of the Governing Body in attendance. The Presiding Officer then declared that the Resolution was adopted, and I so recorded it.

8. Approval of Presiding Officer The Resolution was approved by the Presiding Officer on September 26, 2005, and I have so recorded. Such approval is evidenced by the signature of the Presiding Officer on the copy of said Resolution attached hereto.

IN WITNESS WHEREOF, I have signed my name and affixed the seal, if any, of the Municipality hereto on this 27th day of September, 2005.

City Administrator/Clerk- Treasurer

[Seal]