VILLAGE OF THIENSVILLE
Board of Trustees
AGENDA

DATE: Wednesday, March 9, 2022

LOCATION: 250 Elm Street, Thiensville, WI
SPECIAL BOARD OF TRUSTEES AGENDA

TIME: 4:00 PM

I. CALL TO ORDER

II. ROLL CALL

PRESIDENT:	VAN MOBLEY
TRUSTEES:	JENNIFER ABRAHAM ANGELINA APOSTOLOS KRISTINA ECKERT ROB HOLYOKE KENNETH KUCHARSKI DAVID LANGE
ADMINISTRATOR:	COLLEEN LANDISCH-HANSEN
STAFF:	DIRECTOR OF COMMUNITY SERVICES/PUBLIC WORKS ANDY LAFOND VILLAGE CLERK AMY LANGLOIS

III. PLEDGE OF ALLEGIANCE

A. Trustee Lange to lead the recitation of the Pledge of Allegiance

IV. BUSINESS

A. Review and action regarding Resolution 2022-03 a Resolution Awarding the Sale of $4,500,000 Taxable General Obligation Corporate Purpose Bonds, Series 2022A (att)

V. ADJOURNMENT

Amy L. Langlois, Village Clerk

March 4, 2022

Please advise the Thiensville Municipal Hall, 250 Elm Street (242-3720) at least 24 hours prior to the start of this meeting if you have disabilities and desire special accommodations.

VILLAGE OF THIENSVILLE, WISCONSIN

RESOLUTION NO. 2022-03

RESOLUTION AWARDING THE SALE OF $4,500,000 TAXABLE GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2022A

WHEREAS, the Village of Thiensville, Wisconsin (the "Village") is in need of funds aggregating $4,500,000 for the following public purposes:

(a) Capital improvement projects located in TID No. 2 including but not limited to land purchase and demolition, water main projects, street lights, streetscape, and phase I pedestrian connection;

(b) Refunding the $1,255,000 Village of Thiensville, Wisconsin Taxable Bond Anticipation Note, Series 2021A (the "Series 2021A BAN");

(c) Refunding the $375,000 Port Washington State Bank promissory note dated December 15, 2020 (the "2020 Note" and collectively with the Series 2021A BAN, the "Prior Obligations");

(d) Payment of capitalized interest; and

(e) Professional financing fees (collectively, the "Public Purpose"); and

WHEREAS, the Village Board of the Village (the "Governing Body") has determined that current refunding the Prior Obligations is in the best interests of the Village; and

WHEREAS, for the purpose of providing funds for the Public Purpose, the Village has determined that it is necessary and desirable to authorize and sell its $4,500,000 Village of Thiensville, Wisconsin Taxable General Obligation Corporate Purpose Bonds, Series 2022A (the "Bonds"); and

WHEREAS, the Village Administration (in consultation with the Village's financial advisor, Ehlers & Associates, Inc.) caused a Notice of Sale to be distributed offering the Bonds for public sale on March 9, 2022; and

WHEREAS, pursuant to Chapter 67 of the Wisconsin Statutes, as amended, the Village is authorized to issue taxable general obligation bonds of the Village for the Public Purpose; and

WHEREAS, it has been determined that the bid proposal submitted by __________ (the "Purchaser") fully complies with the bid requirements set forth in the Notice of Sale and is deemed to be the most advantageous to the Village. A copy of said bid is attached hereto as Exhibit A and incorporated herein by this reference.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY THAT:

Section 1. Award of the Bonds. The bid proposal of the Purchaser is hereby accepted, said proposal offering to purchase the Bonds, for the sum of $_________ ($4,500,000.00 par amount of Bonds, plus reoffering premium of $________, less underwriter's discount of $___________). The Bonds mature and bear interest as follows:

MATURITY SCHEDULE

Maturity Date	Principal Amount	Interest Rate
October 1, 2025		
October 1, 2026		
October 1, 2027		
October 1, 2028		
October 1, 2029		
October 1, 2030		
October 1, 2031		
October 1, 2032		
October 1, 2033		
October 1, 2034		
October 1, 2035		
October 1, 2036		
October 1, 2037		
October 1, 2038		
October 1, 2039		
October 1, 2040		
October 1, 2041		

[The term Bonds are subject to partial mandatory redemption through the operation of a sinking fund on the dates and in the amounts specified below at a price equal to 100% of the principal amount of the Bonds being redeemed, plus accrued interest to the redemption date:

Term Bond 1

Mandatory Sinking Fund Payment Date	Mandatory Sinking Fund Payment Amount
October 1, 20___	$________
October 1, 20___ (maturity)	$________

Term Bond 2

Mandatory Sinking Fund Payment Date	Mandatory Sinking Fund Payment Amount
October 1, 20___	$________
October 1, 20___ (maturity)	$________

Term Bond 3

Mandatory Sinking Fund Payment Date	Mandatory Sinking Fund Payment Amount
October 1, 20___	$________
October 1, 20___ (maturity)	$________]

The Village President and Village Clerk are authorized and directed to do any and all acts necessary to conclude delivery of the Bonds to the Purchaser, as soon after adoption of this Resolution as is convenient.

Section 2. Designation of Purchaser as Agent; Approval of Official Statement. The Village hereby designates the Purchaser as its agent for purposes of distributing the Final Official Statement relating to the Bonds to any participating underwriter in compliance with Rule 15c2-12 of the Securities and Exchange Commission.

The preparation of the Preliminary Official Statement and the Final Official Statement are hereby approved. The Preliminary Official Statement is "deemed final" as of its date, except for omissions or subsequent modifications permitted under Rule 15c2-12 of the Securities and Exchange Commission.

Section 3. Terms of the Bonds. The Bonds shall be designated "Taxable General Obligation Corporate Purpose Bonds, Series 2022A;" shall be dated March 30, 2022; shall be in the denomination of $5,000 or any integral multiple thereof; and shall mature serially on October 1 of each year, in the years and principal amounts as set forth above. Interest is payable on April 1 and October 1 of each year, commencing on April 1, 2023.

Section 4. Redemption Provisions. At the option of the Village, the Bonds maturing on October 1, 2035 and thereafter shall be subject to redemption prior to maturity on October 1, 2034 or on any date thereafter. Said Bonds shall be redeemable as a whole or in part, from maturities selected by the Village and within each maturity by lot, at the principal amount thereof, plus accrued interest to the date of redemption.

Section 5. Form of the Bonds. The Bonds shall be issued in registered form and shall be executed and delivered in substantially the form attached hereto as Exhibit B and incorporated herein by this reference.

Section 6. Direct Annual Irrepealable Tax Levy. For the purpose of paying the principal of and interest on the Bonds as the same becomes due, the full faith, credit and resources of the Village are hereby irrevocably pledged and there is hereby levied upon all of the taxable property of the Village a direct annual irrepealable tax in the years and amounts as follows:

(a) Levy for the year 2022 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2023; and
$________ for interest due on October 1, 2023.

(b) Levy for the year 2023 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2024; and
$________ for interest due on October 1, 2024.

(c) Levy for the year 2024 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2025;
$________ for principal due on October 1, 2025; and
$________ for interest due on October 1, 2025.

(d) Levy for the year 2025 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2026;
$________ for principal due on October 1, 2026; and
$________ for interest due on October 1, 2026.

(e) Levy for the year 2026 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2027;
$________ for principal due on October 1, 2027; and
$________ for interest due on October 1, 2027.

(f) Levy for the year 2027 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2028;
$________ for principal due on October 1, 2028; and
$________ for interest due on October 1, 2028.

(g) Levy for the year 2028 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2029;
$________ for principal due on October 1, 2029; and
$________ for interest due on October 1, 2029.

(h) Levy for the year 2029 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2030;
$________ for principal due on October 1, 2030; and
$________ for interest due on October 1, 2030.

(i) Levy for the year 2030 in the amount of $________, being the sum of:

$________ for interest due on April 1, 2031;
$________ for principal due on October 1, 2031; and
$________ for interest due on October 1, 2031.

(j) Levy for the year 2031 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2032;
$________	for principal due on October 1, 2032; and
$________	for interest due on October 1, 2032.

(k) Levy for the year 2032 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2033;
$________	for principal due on October 1, 2033; and
$________	for interest due on October 1, 2033.

(l) Levy for the year 2033 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2034;
$________	for principal due on October 1, 2034; and
$________	for interest due on October 1, 2034.

(m) Levy for the year 2034 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2035;
$________	for principal due on October 1, 2035; and
$________	for interest due on October 1, 2035.

(n) Levy for the year 2035 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2036;
$________	for principal due on October 1, 2036; and
$________	for interest due on October 1, 2036.

(o) Levy for the year 2036 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2037;
$________	for principal due on October 1, 2037; and
$________	for interest due on October 1, 2037.

(p) Levy for the year 2037 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2038;
$________	for principal due on October 1, 2038; and
$________	for interest due on October 1, 2038.

(q) Levy for the year 2038 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2039;
$________	for principal due on October 1, 2039; and
$________	for interest due on October 1, 2039

(r) Levy for the year 2039 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2040;
$________	for principal due on October 1, 2040; and
$________	for interest due on October 1, 2040

(s) Levy for the year 2040 in the amount of $________, being the sum of:

$________	for interest due on April 1, 2041; and
$________	for principal due on October 1, 2041.

The aforesaid direct annual irrepealable tax hereby levied shall be collected in addition to all other taxes and in the same manner and at the same time as other taxes of the Village levied in said years are collected. So long as any part of the principal of or interest on the Bonds remains unpaid, the tax herein above levied shall be and continues irrepealable except that the amount of tax carried onto the tax roll may be reduced in any year by the amount of any surplus in the Debt Service Fund Account created herein.

Section 7. Debt Service Fund Account. There is hereby established in the Village treasury a fund account separate and distinct from every other Village fund or account designated "Debt Service Fund Account for $4,500,000 Village of Thiensville Taxable General Obligation Corporate Purpose Bonds, Series 2022A dated March 30, 2022." There shall be deposited in said fund account any premium plus accrued interest paid on the Bonds at the time of delivery to the Purchaser, all money raised by taxation pursuant to Section 6 hereof and all other sums as may be necessary to pay interest on the Bonds when the same shall become due and to retire the Bonds at their respective maturity dates. Said fund account shall be used for the sole purpose of paying the principal of and interest on the Bonds and shall be maintained for such purpose until such indebtedness is fully paid or otherwise extinguished.

Section 8. Borrowed Money Fund. The proceeds of the Bonds (the "Bond Proceeds") (other than any premium and accrued interest paid at the time of delivery which must be paid into the Debt Service Fund Account created above) shall be deposited into an account separate and distinct from all other funds and disbursed solely for the purposes for which borrowed or for the payment of the principal of and interest on the Bonds.

Section 9. Persons Treated as Owners; Transfer of Bonds. The Village Clerk shall keep books for the registration and for the transfer of the Bonds. The person in whose name any Bond 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 Bond 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 Bond to the extent of the sum or sums so paid.

Any Bond may be transferred by the registered owner by surrender of the Bond at the office of the Village Clerk, 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 Village Clerk shall deliver in the name of the transferee or transferees a new Bond or Bonds of a like aggregate principal amount, series and maturity and the Village Clerk shall record the name of each transferee in the registration book. No registration shall be made to bearer. The Village Clerk shall cancel any Bond surrendered for transfer.

The Village shall cooperate in any such transfer, and the Village President and Village Clerk are authorized to execute any new Bond or Bonds necessary to effect any such transfer.

The 15th day of each calendar month next preceding each interest payment date shall be the record date for the Bonds. Payment of interest on the Bonds on any interest payment date shall be made to the registered owners of the Bonds as they appear on the registration book of the Village maintained by the Village Clerk at the close of business on the corresponding record date.

Section 10. Utilization of The Depository Trust Company Book-Entry-Only-System. In order to make the Bonds eligible for the services provided by The Depository Trust Company, New York, New York ("DTC"), the Village has heretofore agreed to the applicable provisions set forth in the DTC Blanket Issuer Letter of Representation and the Village Clerk has executed such Letter of Representation and delivered it to DTC on behalf of the Village.

Section 11. Defeasance. When all Bonds have been discharged, all pledges, covenants and other rights granted to the owners thereof by this Resolution shall cease. The Village may discharge all Bonds due on any date by depositing into a special account on or before that date a sum sufficient to pay the same in full; or if any Bonds should not be paid when due, it may nevertheless be discharged by depositing into a special account a sum sufficient to pay it in full with interest accrued from the due date to the date of such deposit. The Village, at its option, may also discharge all Bonds called for redemption on any date when they are prepayable according to their terms, by depositing into a special account on or before that date a sum sufficient to pay them in full, with the required redemption premium, if any, provided that notice of redemption has been duly given as required by this Resolution. The Village, at its option, may also discharge all Bonds of said issue at any time by irrevocably depositing in escrow with a suitable bank or trust company a sum of cash and/or bonds or securities issued or guaranteed as to principal and interest of the U.S. Government, or of a commission, board or other instrumentality of the U.S. Government, maturing on the dates and bearing interest at the rates required to provide funds sufficient to pay when due the interest to accrue on each of said Bonds to its maturity or, at the Village's option, if said Bond is prepayable to any prior date upon which it may be called for redemption, and to pay and redeem the principal amount of each such Bond at maturity, or at the Village's option, if said Bond is prepayable, at its earliest redemption date, with the premium required for such redemption, if any, provided that notice of the redemption of all prepayable Bonds on such date has been duly given or provided for.

Section 12. Execution of the Bonds. The Bonds shall be issued in typewritten form, one Bond for each maturity, executed on behalf of the Village by the manual or facsimile signatures of the Village President and Village Clerk (except that one of the foregoing signatures shall be manual), sealed with its official or corporate seal, if any, and delivered to the Purchaser upon payment to the Village of the purchase price thereof, plus accrued interest to the date of delivery. In the event that either of the officers whose signatures appear on the Bonds shall cease to be such officers before the delivery of the Bonds, such signatures shall, nevertheless, be valid and sufficient for all purposes to the same extent as if they had remained in office until such delivery. The aforesaid officers are hereby authorized to do all acts and execute and deliver all documents as may be necessary and convenient to effectuate the closing.

Section 13. Payment of the Bonds; Fiscal Agent. The principal of and interest on the Bonds shall be paid by Bond Trust Services Corporation which is hereby appointed as the Village's registrar, paying agent and fiscal agent pursuant to the provisions of Section 67.10(2) of the

Wisconsin Statutes. The Fiscal Agency Agreement to be entered into between the Village and Bond Trust Services Corporation is hereby approved.

Section 14. Continuing Disclosure. The Village hereby covenants and agrees that it will comply with and carry out all of the provisions of its Continuing Disclosure Agreement which the Village will execute and deliver on the closing date. Any Bondholder may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order to cause the Village to comply with its obligations under this Section.

Section 15. Conflicting Resolutions; Severability; Effective Date. All prior resolutions, rules or other actions of the Village or any parts thereof in conflict with the provisions hereof shall be, and the same are, hereby rescinded insofar as the same may so conflict. In the event that any one or more provisions hereof shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions hereof. The foregoing shall take effect immediately upon adoption and approval in the manner provided by law.

Section 16. Bond Insurance. If the purchaser of the Bonds obtains municipal bond insurance with respect to the Bonds, the Village President and Village Clerk are authorized to agree to such additional provisions as the bond insurer may reasonably request and which are acceptable to the Village President and Village Clerk, including provisions regarding restrictions on investment of Bond Proceeds, the rights of the bond insurer in the event of default and payment of the Bonds by the bond insurer and notices to be given and information to be provided to the bond insurer. In addition, appropriate reference to the municipal bond insurance policy shall be made in the form of Bond provided herein.

Section 17. Section 893.77 Notice. Notice of sale of the Bonds, in the form attached hereto as Exhibit C, shall be published in the official newspaper of the Village as a class 1 notice under Chapter 985 of the Wisconsin Statutes.

Section 18. Redemption of Series 2021A BAN. The Village hereby calls the Series 2021A BAN for redemption on April 9, 2022. Bond Trust Services Corporation, without any further authorization or direction from the Village, shall provide notice of the redemption of the Series 2021A BAN in substantially the form attached hereto as Exhibit D to be prepared and delivered to The Depository Trust Company, New York, New York not less than 30 days and not more than 60 days prior to April 9, 2022.

Adopted this 9th day of March, 2022.

____
Van A. Mobley, Village President

ATTEST:

____
Amy L. Langlois, Village Clerk

CERTIFICATION

I, Amy L. Langlois, being first duly sworn, do hereby depose and certify that I am the duly appointed, qualified and acting Village Clerk of the Village of Thiensville, in the County of Ozaukee, State of Wisconsin (the "Village"), and as such I have in my possession, or have access to, the complete corporate records of said Village; that I have carefully compared the transcript hereto attached with the aforesaid corporate records; that said transcript hereto attached is a true, correct and complete copy of all the corporate records in relation to the adoption of a Resolution entitled:

RESOLUTION NO. _______

RESOLUTION AWARDING THE SALE OF $4,500,000
TAXABLE GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2022A

I do hereby further depose and certify as follows:

1. Said resolution was considered for adoption by the Village Board at a _________ *(insert regular or special)* meeting held at 250 Elm Street, Thiensville, Wisconsin at ____ p.m. on March 9, 2022. Said meeting of the Village was held in open session in compliance with Subchapter V of Chapter 19 of the Wisconsin Statutes.

2. Said resolution was on the agenda for said meeting and public notice thereof was given not less than 24 hours prior to the commencement of said meeting in compliance with Section 19.84 of the Wisconsin Statutes, including, without limitation, by posting on the bulletin board in the Village Hall, by notice to those news media who have filed a written request for notice of meetings and by notice to the official newspaper of the Village Board.

3. Said meeting was called to order by __________________, who chaired the meeting. Upon roll I noted and recorded that the following trustees were present:

_________________________ _________________________

_________________________ _________________________

_________________________ _________________________

_________________________ _________________________

and that the following trustees were absent:

_________________________ _________________________

HB: 4886-9747-0480.1

I noted and recorded that a quorum was present. 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 said resolution which was introduced and its adoption was moved by ___________________, and seconded by ____________________. Following discussion and after all trustees who desired to do so had expressed their views for or against said resolution, the question was called and upon roll being called and the continued presence of a quorum being noted, the recorded vote was as follows:

AYE:

__________________________ __________________________

__________________________ __________________________

__________________________ __________________________

__________________________ __________________________

NAY:

__________________________ __________________________

ABSTAINED:

__________________________ __________________________

Whereupon the chairperson of the meeting declared said resolution adopted, and I so recorded it.

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the Village hereto on this 9th day of March, 2022.

VILLAGE OF THIENSVILLE, WISCONSIN

[SEAL]

By:____

Amy L. Langlois, Village Clerk

HB: 4886-9747-0480.1

EXHIBIT A

BID FORM

[To be Attached]

EXHIBIT B

[FORM OF BOND]

REGISTERED No. R-____	UNITED STATES OF AMERICA STATE OF WISCONSIN OZAUKEE COUNTY VILLAGE OF THIENSVILLE	REGISTERED $____________

TAXABLE GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2022A

Maturity Date	Dated Date	Interest Rate	CUSIP
October 1, ______	March 30, 2022	____%	

REGISTERED OWNER: CEDE & CO.

KNOW ALL MEN BY THESE PRESENTS that the Village of Thiensville, Ozaukee County, Wisconsin (the "Village") hereby acknowledges itself to owe and for value received promises to pay to the registered owner shown above, or registered assigns, solely from the fund hereinafter specified, the principal sum of ____________________________________ DOLLARS ($___________) on the maturity date identified above, together with interest thereon from the Dated Date, if any, or the most recent payment date to which interest has been paid, at the rate of _________% per annum, calculated on the basis of a 360 day year made up of twelve 30 day months, such interest being payable semiannually on each April 1 and October 1, commencing on April 1, 2023, and thereafter at maturity.

Both principal and interest hereon are hereby made payable to the registered owner in lawful money of the United States of America. Prepayment of any principal hereunder shall be noted on the margin of this Bond. On the maturity date, principal of this Bond shall be payable only upon presentation and surrender of this Bond at the principal office of Bond Trust Services Corporation (the "Fiscal Agent"). Interest hereon shall be paid by wire transfer to the Depository in whose name this Bond is registered on the Bond Register maintained by the Fiscal Agent at the close of business on the fifteenth day of the calendar month next preceding such interest payment date.

Bonds maturing on October 1, 2035 and thereafter are subject to call and prior redemption on October 1, 2034 and on any date thereafter, at par, in whole or in part, from maturities selected by the Village, and by lot within each maturity, at par plus accrued interest to the date of redemption.

[Bonds maturing on October 1, 20____, October 1, 20____, and October 1, 20____, are also subject to partial mandatory redemption by lot as provided in the resolution authorizing the Bonds at the redemption price of par plus accrued interest to the date of redemption and without premium.]

Notice of the call for any redemption of Bonds prior to maturity shall be given by mailing a copy of the redemption notice by First Class Mail, not less than thirty (30) nor more than sixty (60) days prior to the redemption date to the Owner of each Bond to be redeemed at the address shown on the Bond Register; provided, however, that failure to give any such notice as aforesaid, or any defect therein with respect to any particular Bond shall not affect the validity of any proceedings for the redemption of any other Bond.

Each redemption notice shall (i) identify the particular Bond, publication date, redemption date, redemption agent name and address, date of issue, interest rate, maturity date, and other descriptive information, if any that accurately identifies the particular Bonds called for redemption, (ii) identify the provisions pursuant to which the Bonds are being redeemed, (iii) identify the place of payment, (iv) state the applicable redemption price, including the premium, if any, and (v) state that interest on the Bonds or portions thereof thus called for redemption will cease to accrue from and after the Redemption Date specified therein.

As long as the Bonds are in book entry form, the Bonds are payable as to principal by wire transfer to the Depository or its nominee upon their presentation and surrender to the Fiscal Agent. Payment of each installment of interest shall be made by wire transfer to the Depository or its nominee shown in the registration books on the Record Date on the payment date in lawful money of the United States of America by the Fiscal Agent. The Fiscal Agent shall not be obliged to make any transfer of the Bonds (i) after the Record Date, (ii) during the fifteen (15) calendar days preceding the Record Date, or (iii) with respect to any particular Bonds, after such Bond has been called for redemption. With respect to (iii) above, in the event that less than all of the principal amount of a specific interest rate is redeemed, the Village shall execute and the Village Clerk shall issue a new Bond in the principal amount outstanding after redemption on the redemption date.

This Bond is transferable only upon the books of the Village kept for that purpose at the office of the Fiscal Agent by the registered owner in person or its duly authorized attorney, upon surrender of this Bond, together with a written instrument of transfer (which may be endorsed hereon) satisfactory to the Fiscal Agent, duly executed by the registered owner or its duly authorized attorney. Thereupon a replacement Bonds shall be issued to the transferee in exchange therefor. The Village may deem and treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of or on account of the principal or interest hereof and for all other purposes. This Bond is issuable solely as a negotiable, fully registered bond, without coupons.

This Bond is issued for the public purpose of paying the following costs:

(a) Capital improvement projects located in TID No. 2 including but not limited to land purchase and demolition, water main projects, street lights, streetscape, and phase I pedestrian connection;

(b) Refunding the $1,255,000 Village of Thiensville, Wisconsin Taxable Bond Anticipation Note, Series 2021A;

(c) Refunding the $375,000 Port Washington State Bank promissory note dated December 15, 2020;

(d) Payment of capitalized interest; and

(e) Professional financing fees;

and is authorized pursuant a resolution adopted by the Village Board on March 9, 2022, entitled, "RESOLUTION AWARDING THE SALE OF $4,500,000 TAXABLE GENERAL OBLIGATION CORPORATE PURPOSE BONDS, SERIES 2022A."

It is hereby certified, recited and declared that all acts, conditions and things required to exist, happen, and be performed precedent to and in the issuance of this Bond have existed, have happened and have been performed in due time, form and manner as required by law; and that sufficient of the income and revenue to be received by said Village from the levy of a non repealable, direct annual tax has been pledged to and will be set aside into a special fund for the payment of the principal of and interest on this Bond.

IN WITNESS WHEREOF, the Village of Thiensville, Wisconsin, has caused this Bond to be signed by the signatures of its Village President and its Village Clerk, and its corporate seal (or a true facsimile thereof) to be impressed (or imprinted) hereon, all as of the date of original issue specified above.

VILLAGE OF THIENSVILLE
OZAUKEE COUNTY, WISCONSIN

[SEAL]

By: ____________________________________
Van A. Mobley, Village President

By: ____________________________________
Amy L. Langlois, Village Clerk

(Form of Assignment)

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

____

____

____

(Please print or typewrite name and address,
including zip code, of Assignee)

____

(Please print or typewrite name and address,
other identifying number of Assignee)

the within Bond and all rights thereunder, hereby irrevocably constituting and appointing

____

(Please print or typewrite name of Attorney)

Attorney to transfer said Bond on the books kept for the registration thereof with full power of substitution in the premises.

Dated: ______________________

____

NOTICE: The signature to this assignment must correspond with the name as it appears upon the face of the within Bond in every particular without alteration or enlargement or any change whatever.

Signature(s) guaranteed by:

____

EXHIBIT C

NOTICE TO THE ELECTORS

On March 9, 2022, a resolution was offered, read, approved and adopted whereby the Village of Thiensville, Wisconsin authorized the issuance and sale of its Taxable General Obligation Corporate Purpose Bonds, Series 2022A in an amount not to exceed $4,500,000 (the "Bonds"). The closing of this bond sale was held on March 30, 2022. A copy of all proceedings had to date with respect to the authorization and sale of said Bonds is on file and may be examined in the office of the Village Clerk, 250 Elm Street, Thiensville, Wisconsin.

This notice is given pursuant to Section 893.77, Wisconsin Statutes, which provides that an action or proceeding to contest the validity of such financing, for other than constitutional reasons, must be commenced within 30 days after the date of publication of this notice.

Amy L. Langlois, Village Clerk
VILLAGE OF THIENSVILLE, WISCONSIN

EXHIBIT D-1

[FORM OF REDEMPTION NOTICE FOR SERIES 2021A BAN]

NOTICE OF REDEMPTION

$1,255,000
Village of Thiensville, Ozaukee County, Wisconsin,
Taxable Bond Anticipation Note, Series 2021A

NOTICE IS HEREBY GIVEN that the Village of Thiensville, Ozaukee County, Wisconsin (the "Village"), has designated for redemption and will redeem and pay on April 9, 2022 (the "Redemption Date") the following Taxable Bond Anticipation Note, Series 2021A, dated October 7, 2021 (the "Series 2021A BAN"):

Interest Rate	Maturity Date	Dated Date	Principal Amount	CUSIP
0.450%	October 1, 2022	October 7, 2021	$1,255,000	884051 DX8

The Series 2021A BAN specified above will be redeemed on the Redemption Date at a redemption price of 100% of the principal amount thereof plus accrued interest to the Redemption Date, upon presentation and surrender of such Series 2021A BAN at the office of Village Treasurer, 250 Elm Street, Thiensville, Wisconsin, 53092. On and after the Redemption Date, interest will cease to accrue on the Series 2021A BAN specified herein.

Dated: ____________, 2022.

VILLAGE OF THIENSVILLE, WISCONSIN

By: Bond Trust Services Corporation

The CUSIP Number as stated herein is included solely for the convenience of the holders. Neither the Village nor the Fiscal Agent shall be responsible for the use of the CUSIP Number, nor is any representation made as to its correctness on the Series 2021A BAN or as indicated in this Notice.