WISCONSIN RIVER RAIL TRANSIT COMMISSION
COMMISSION MEETING - FRIDAY, JANUARY 6TH, 2016 @ 10AM
DANE COUNTY HWY GARAGE, 2302 FISH HATCHERY RD, MADISON, WI

1. 10: 01 AM **Call to Order** – *Alan Sweeney, Chair*

2. Roll Call. **Establishment of Quorum** – *Troy Maggied*

Crawford	Tom Cornford, *2nd Vice Chair*	x	Rock		
	Rocky Rocksford	x		Wayne Gustina	x
	Derek Flansburgh	x		Alan Sweeney, *Chair*	x
Dane	Gene Gray, *Treasurer*	x		Terry Thomas	absent
	Jim Flemming	x	Sauk	Marty Krueger, Alternate	x
	Chris James, *Vice Secretary*	x		Chuck Spencer	x
Grant	Gary Ranum	x		Craig Braunschweig	x
	Mike Lieurance	x		Dave Riek, *3rd Vice Treasurer*	x
	Robert Scallon, *1st Vice Chair*	x	Walworth	Eric Nitschke	x
Iowa	Charles Anderson, *Secretary*	excused		Richard Kuhnke, *2nd Vice Treasurer*	x
	William G Ladewig	x		Allan Polyock	x
	Jack Demby	x	Waukesha	Karl Nilson, *4th Vice Chair*	x
Jefferson	Jeni Quimby	x		Dick Mace	x
	Gary Kutz	x		Richard Morris	x
	Augie Tietz, *3rd Vice Chair*	x			

Commission met quorum.

Others present for all or some of the meeting:

- Troy Maggied, WRRTC Administrator
- Ken Lucht, WSOR
- Alan Anderson, Pink Lady RTC
- Rob Phillips, City of Madison
- Kim Tollers, Rich Kedzior, Dave Simon, WisDOT
- Eileen Brownlee, Boardman & Clark
- Jim Matzinger, Dane County
- Christopher Hughes, MG&E
- Greg Murrey, MG&E

3. Action Item. **Certification of Meeting's Public Notice** – *Noticed by Penn*
- *Motion to approve meeting's public notice – Laedwig/Spencer Passed Unanimously*

4. Action Item. **Approval of Agenda** – *Prepared by Penn*
- *Motion to approve January agenda – Cornford/Kuhnke Passed Unanimously*

5. Action Item. **Approval of draft December 2016 Meeting Minutes**– *Prepared by Penn*
- *Motion to approve December 2016 meeting minutes with minor corrections – Mace/Laedwig Passed Unanimously*

Mace provided Maggied with minor editorial corrections for inclusion to the minutes.

6. Updates. **Public Comment** – *Time for public comment may be limited by the Chair*
There was no public comment.

7. Updates. **Announcements by Commissioners** – *No Discussion Permitted*
There were no announcements by Commissioners.

REPORTS & COMMISSION BUSINESS

8. **WRRTC Financial Report** – *Jim Matzinger, Accountant*
Matzinger provided the December Treasurer's Report to the Commissioners. He stated that not all expenses for 2016 are in, and he will have a final 2016 financial report at the February meeting. The last two invoices for 2016 are the administration fee and the fee for accounting services. Matzinger reported a cash balance of approximately $8,200. The unanticipated expenditures for bridge work and associated legal expenses drew down the cash balances this year. The Net Income shows a shortfall of approximately $30,000, exclusive of the two outstanding expenses previously mentioned. He will generate a projection to determine where 2016 will end.

Matzinger stated that the February meeting will need to include a discussion to amend the 2017 budget, and maybe the 2018 budget, to make up for the overages in 2016. The Commission will need to spend less to make up for this deficit and get the cash balance back where it should be. Income for 2016 was on target overall, but permits were above target. These are hard to project, and he is conservative when setting the budget. The total expense for administration and accounting is underbudget due to a lack of Quarter 4 invoice. The Bridge Inspection item was added back in to the budget for a cost of $45,000, but this total wasn't spent. Rail projects for 2015 and 2016 have been paid, which is one reason the cash is low. Matzinger will be billing each county for their assessment this month to bring in approximately $250,000. Sweeney stated he'll ask for input and discussion on the 2017 and 2018 budgets during the February meeting.

Tietz asked if there should be reserves for these kinds of unanticipated expenses, in the same way cities and counties operate. Matzinger stated this would be a Commission decision. He could set up the budget for a surplus for a specific time to allow the budget to build up. This could be done either by increasing revenue from county contributions or the WSOR lease, or through reducing expenditures from the Commission back to WSOR for projects. Matzinger stated he guested the final billings would be $39,158 more than was brought in. This is the amount that would need to be made up in the future. The Commission will also need to budget more for legal expenses. The Commission knew this was coming in, but it wasn't anticipated in the budget. Ranum asked why the budget expense is twice as much as budgeted this year. Matzinger stated the actual cost was $5,100, but that he's only paid $2,400 so far.

Matzinger reported on cash disbursements for approval of payment of December bills. These included an accounting invoice for $168.19 and an invoice from DL Anderson associated with installation of signage for the Sauk Bridge for $2,100.

- *Motion to approve the Treasurer Report as presented and payment of bills – Gray/Gustina, Passed Unanimously*

9. Discussion and Possible Action on Amending 2017 WRRTC Budget – *Jim Matzinger, WRRTC Accountant*
Matzinger presented a draft amended 2017 budget. The major differences, identified in the "Amendment" column, are the inclusion of an additional $6,000 in legal fees and a reduction in Rail Project expenses by $45,000. This results in a total reduction in Capital Disbursements of $39,000 to account for the overages in 2016 related to the Sauk bridge. Matzinger stated the Commission could look at revenue options as well, but this draft gives an idea the scope needing addressed.

Mace asked when the county charges were last changed. Matzinger stated they were increased in 2013 from $26,500 to $28,000. The WSOR lease was $45,000 until 2013, when it increased to $48,150. Sweeney thanked Matzinger for his efforts and stated there will be further discussion at the February meeting.

10. Wisconsin & Southern Railroad's Report on Operations – *WSOR*
Lucht reported that the weather was taking a toll on WSOR's engines. There are currently ten out of service, and this is a big challenge right now. They are looking to hire three people to get caught up. The lack of snowfall is fortunate, but the cold presents challenges to productivity. They're repairing trucks and preparing vehicles for next season.

The Spring Green river project is mobilized. WSOR is currently building a road in the river from the Spring Green side. The depth to bedrock is 144', not 150' as anticipated. Once complete, the bridge will be stable for over 100 years. The old piers were friction piles, 10-15 feet under the ground. WSOR appreciates the support for this project. They are also working on the steel bridge in Black Earth, and bridge 348 in Wauzeka. Contractors recently completed projects in Arena and Cross Plains. Lucht wants the Commission to know that in 3-4 months, the Prairie sub work will be visible. They are committed to the connection at Prairie. The investment there is working well and meeting expectations. The operator and the customer are both happy. This work was funded entirely through Watco. Upcoming construction season on the Prairie subdivision starts on the island, repairing rail there and moving towards Wauzeka, then moving east. The 90# rail at that location is over 100 years old and showing defects, and will be upgraded. This needs replaced to avoid derailing. Past derailed trains were going less than 10 mph. Lucht also reported that the second phase of the Watertown tie project, from Sun Prairie to Marshall, will occur this spring. The Marshall to Watertown project is scheduled for 2018. WSOR hopes to start the Fox Lake sub and Waukesha sub projects this summer. WSOR appreciates county support for all these projects.

Tietz asked why the Watertown sub keeps getting moved out. Lucht responded this was due to available funds. They have a grant award to perform the Watertown work. There is little traffic between Marshall and Watertown, and they need to perform a benefit/cost analysis for this bridge. Riek asked how much of the Spring Green project is state funded. Lucht reported this project is 80% state funded. There are no federal funds on this project, and WSOR has never received federal funds despite submitting multiple grant applications. Kedzior stated that the last time federal funds were spent on this system was in the late 80s or 90s. Nilson asked if the signs on the Sauk bridge are visible. Lucht reported they are placed on diamond-shaped timber piles. The language is strong and visible. Lucht stated the last time a train was on this bridge was in 1997. There are also three buoys in the Johnson Street yard that will be installed once the ice thaws. The signs are 4'x4', with very big black lettering on white background, typical of navigation signs.

Ranum asked if the Wauzeka bridge is a Wisconsin River crossing or if it's entirely in Crawford County. Kedzior replied that the bridge goes through a slough in the Crawford side, and is not a long bridge or one that passes over deep water.

11. WisDOT Report – *Kim Tollers, Rich Kedzior, WisDOT*

Kedzior reported that WisDOT is putting out a new system map this month. He has small versions, and large versions will be available soon. He also reported on a recent hyrail outing on the Prairie sub, during which he noticed excessive erosion along the track bed along mileposts 226 and 227. He discussed the situation with Roger Schaalma of WSOR, who told him it had been happening for a few years with an estimated loss of about 1" per year. The location is east of Bridgeport and west of Wauzeka. DOT discussed this internally, and is looking to hire an engineer consultant to investigate the erosion situation and develop recommendations. They are concerned the Wisconsin River is eroding away and threatening the embankment. They have a 20-year old video taken in 1995 after a rip rap project on the Prairie sub in 1994. This rip rap is all lost to the river, and it appears as though several feet had been lost since 1995. Sweeney asked how they're measuring the water's edge to gauge erosion. Kedzior stated we could tell something was lost from the video. Judging by the currents, the river is deep at that part by the track. Trees are falling into the river. The current is strong. The river may be trying to move, but the track embankment is preventing this. They are looking at aerial photos, and historically the track and river are straight. There's lots of energy against the embankment. The length of track affected is between ½ to one mile. Gray asked if there had ever been a washout. Lucht reported the location of the Kickapoo and Wisconsin has been the site of numerous washouts. There are lots of new culverts installed there, mostly on the Kickapoo side. Simon stated the Prairie sub looks excellent. WSOR is taking care of business, and doing great work there. The rehab work looks great. Kedzior stated there will be lots of ballast dumping between Avoca and Crawford next year as a follow-up to the tie project.

Ladewig asked about the status of the digital map. Tollers said she had just met with SWWRPC. The Monroe sub pilot project is about a month from completion. The users will analyze it for a month or so, then an estimate will be prepared to fund the entire project. Once the analysis is complete, the project will be presented to the Commission.

Kedzior stated he has concerns regarding the position of Administrator, following the resignation of Mary Penn, whom he has known personally for 45 years. He said he thought there had been lots of turnover in this position, and WisDOT would like to see long-term stability in this position. He asked for a future agenda item to to discuss improved stability in this position and suggested this could be discussed further between WisDOT, WRRTC, and SWWRPC once the parameters are set. Simon clarified that this is a personal suggestion, and that WisDOT isn't a Commissioner. He also said WSOR should be included in the discussion. The administrator position is institutional memory. Sweeney stated that he had correspondence with Penn 3 weeks out of 4, and that the work takes more time than anticipated, both by him and Mary. Sweeney stated he would like the Commission to pass a Resolution at the February meeting thanking Mary for her service.

Simon stated that WisDOT Secretary Gottlieb retired, effective today. The new secretary, Dave Ross, is coming from the Department of Safety and Professional Services. Simon will meet Secretary Ross, but hasn't yet. Ross's start date is Monday. Simon also reported that the Deputy Secretary has also resigned, effective today. He is stepping down but staying with WisDOT. Ross will name the new deputy secretary. Ross used to run an upholstery business, was the mayor of Superior, and the head of DSPS. Sweeney extended an open invitation to Secretary Ross.

12. WRRTC Correspondence/Communications and Administrator's Report – *Maggied, Admin.*

Maggied stated SWWRPC is working to restaff the administrator position as quickly as possible. The position is posted and applications are due on February 3rd. He anticipates this position being filled in March.

13. Discussion and Acknowledgment of 2015 Audit – *Maggied, Admin.*

Sweeney stated that the Commission has approved the audits in the past, however it is more appropriate to acknowledge the audit. The Draft Audit has been received and presented to Commissioners.

- *Motion to acknowledge the draft 2015 Audit – Ladewig/Cornford, Passed Unanimously*

14. Discussion and Possible Action on Revenue Memorandum of Understanding By and Between the PRTC and the WRRTC – *Alan Sweeney, WRRTC Chair*

Sweeney and Brownlee presented the draft MOU for discussion. Brownlee stated that several counties were members of more than one Commission. Green County has been considering joining WRRTC, however they don't want to have to pay assessments to more than one Commission. Currently they are the only paying member of the PRTC. As a matter of practice, counties that are members of more than one Commission have only ever paid for one Commission's assessment. This is the case for Iowa and Rock counties, however it has never been memorialized in writing. Green county is looking to have something in writing before they address joining the WRRTC that states this is the practice. The MOU is designed to describe in writing the practice that has been in place since the inception of

both Commissions. Since the PRTC starts and ends on WRRTC track, Sweeney wanted the document to allow for the PRTC to contribute to the WRRTC if there is a need for capital investment.

Sweeney's concern is with the payment obligation and cycle. The last sentence states that each county belonging to more than one Commission will pay an assessment every other year. This is not the current practice, since Iowa and Rock pay to WRRTC. Sweeney stated that Iowa and Rock should be able to choose who they pay, and recommended changing language to read that counties can pay to the Commission of their choice. It should clarify that they pay to one Commission or the other, not both. Tietz asked if new members could pay to the Commission of their choice, since this could mean that Green county would be a voting member of the WRRTC without being a paying member. Sweeney stated that the funding benefits both systems, and the tonnage on the PRTC benefits the WRRTC end users.

Ladewig asked if the MOU should state that Green county is the only paying member of the PRTC. If Green decides to pay to the WRRTC, there would then be no funding going to the PRTC. Lafayette has not been paying, but has just now agreed to make some financial contribution. Lafayette county has said they don't pay since there is no active rail in their county. Nilson stated that Lafayette county has a large network of rails-to-trails on old rail bed. Tollers stated that this trail is owned by the PRTC, just as SCWRTC owns the Badger State Trail.

Tietz asked how the fees compare between WRRTC and PRTC. Sweeney stated Green county pays $26,500 to the PRTC, and these weren't increased when WRRTC fees increased to $28,000. The reason for this was that WRRTC is much larger, and PRTC is largely rails-to-trails. Ranum asked if there was a logical reason not to join the Commissions. Sweeney stated his opinion is no. It was recognized that Green county is very protective of the PRTC.

Nilson asked what happens to overages, and if these go into project funds. It was reported that the PRTC railroad starts in Janesville and goes to Monroe, a distance of approximately 33 miles. From Monroe to Mineral Point the PRTC is rails-to-trails, known as the Cheese Country Trail. Approximately ½ of the PRTC is rail and ½ is trail. The Fox Lake sub is part of WRRTC, and about 90% of the traffic originating on the PRTC goes to the Fox Lake sub down to the Chicago market where it interchanges with the Class 1 railroads. There has been around $3 million of shared investment from WSOR and WRRTC on three bridges on this sub, none of which was eligible for grants or loans in Wisconsin or Illinois. Lucht stated he hopes to get the Commission on a high rail truck to see these this year. These bridges were sinking and speed was down to 5 or 10 mph. Without this investment, the connection to Chicago could have been lost. These bridges will now hold 286 thousand pounds and last for 100 years. Lucht stressed that the network is regional, and doesn't stop at any one Commission's borders. It is only fitting to provide a tool for the coordination of RTCs. PRTC and WRRTC both contributed two years of funding for these bridges.

Mace asked why Iowa county contributes to the PRTC when there is no PRTC in Iowa county. Ladewig stated they only contribute to WRRTC, however the PRTC owns trail land into Mineral Point. WisDOT sold them this property.

Brownlee stated she is trying to address the current practice, which differs from the payment obligations outlined on the RTC charters. The charters state that each county will contribute to the assessment of each Commission to which they belong. She stated this is probably not necessary since the PRTC is less active, and since the RTCs can enter into agreement with each other. The MOU is an attempt to formalize the practice that has been going on, and which has been working out fine. Nitschke commented that under this agreement, the payments from counties could change and skew the budgets. It works fine now with each county having their choice. He asked if there was a way to memorialize this structure so there is no shift in where the funding goes. Otherwise, the potential for one of the Commissions to lose revenue exits. Mace asked of the PRTC has spoken about this. Brownlee stated it is on their agenda for later this month, but they haven't taken any action. Gray recognized the need to be sympathetic to other Commissions, but noted the huge burden of infrastructure on the WRRTC.

James asked if there's language on whether counties need to give notice before they switch funding from one Commission to another. Brownlee said the counties are not signing the MOU, and cautioned to be careful of saying what the counties will do. There is nothing right now that prohibits Iowa or Rock from giving contributions to the PRTC. The language addresses the concern Green county has that they could receive an assessment from each RTC. She said that if there's no interest in Green county joining the PRTC, then there's no need to do anything. If the WRRTC is interested in Green county joining, they will need to address the county's concern. Ranum suggested adding language that requires counties to contribute to the Commission that has the most mileage in their county. He said there could be difficulty in the future in getting Green county to continue pay for bridges leading to Chicago. Demby was concerned about a non-paying county having voting rights in the WRRTC. It was pointed out that Iowa county is a voting non-paying member to the PRTC. Brownlee stated that this is ultimately a referendum on whether WRRTC wants Green county as a member or not, since an agreement of this type is their condition to joining. She added that if this isn't the document you want, she can go back to the drawing board or add Sweeney's recommended language.

- *Motion to Approve the Revenue Memorandum of Understanding By and Between the PRTC and the WRRTC as written – Nilson/Gustina. Chair Sweeney requested a roll call.*
    - *Votes in favor of approving: Cornford, Rocksford, Flansbaugh, Gray, Flemming, James, Gustina, Nilson*
    - *Votes in opposition of approving: Ranum, Lieurance, Scallon, Laedwig, Demby, Quimby, Kutz, Tietz, Sweeney, Spencer, Braunschweig, Riek, Nitschke, Kuhnke, Polyock, Mace, Morris*
- *Motion Fails*

Sweeney will take the MOU to the PRTC and potentially have an amended version on the February WRRTC agenda.

15. Discussion and Possible Action on the Release of Interest and the Resolution to Affirm the Release of Rights in Industrial Spur Tracks on Property Owned by Madison Gas & Electric property in Madison, WI - *Madison Gas & Electric*

Lucht introduced Christopher Hughes and Greg Murrey from Madison Gas & Electric. Murrey summarized the issue, stating there is an industrial spur previously owned by Chicago Northwestern Railroad. WSOR has operating rights to this spur, and it is not being used. MG&E previously used this spur to ship coal to their main operations in downtown Madison, but there is no coal going there now. There has been no use on this spur since 2005 and MG&E wants to explore using the rest of this parcel and remove the track to do so. They are here today to ask the Commission to release their interest in this track spur. WSOR would remove and recycle the track, and MGE would put the track parcel to better use for their operations. Lucht provided slides of the location of the proposed track removal, and said they are being asked to terminate their operating rights on a small section of track on land owned by MG&E. They also need to get concurrence from the Commission to remove the infrastructure from the track.

WSOR has already agreed to release their operating rights to this track. Lucht pointed out Block 146 on the handouts, and noted this site is between Patterson and Livingston, on land owned by MG&E. WSOR has operating rights by way of a warranty deed to provide service to MG&E and any other customers needing rail service. There is currently no other rail based customers and Lucht doesn't see any in the foreseeable future. This land is no longer marketable in MG&E's business plans, and MG&E and the City of Madison have other non-rail use plans for this land. Lucht reiterated that the only land in discussion is the section of track between Patterson and Livingston.

Based on the warranty deed, WSOR is responsible for removing all materials. The scope of work and estimated valuation were provided, and Lucht noted that $240 per ton is the current price for scrap rail steel as seen over the past 6 months. WSOR estimates just over $10,000 for the steel and a $3,600 fee for tie disposal, for a net valuation of approximately $6,600. WSOR has received two bids for this work, the lowest of which is $16,000 to remove the steel and ties. The work would need to be completed by May 31, 2017. WSOR would reuse the steel on other parts of the WRRTC system.

Tollers noted that this is not unlike an industrial track, where you'd enter into an agreement. WSOR takes these in and out of service as they get contracts with industry. The manner of acquisition of this track spur is a bit more complicated, but not wholly unlike how the Commission would approach an industry track today. Kedzior reported the Watertown and Reedsburg sub as being the two most prominent places on the system for potential reuse of this steel.

- *Motion to release the Interest and approve the Resolution to Affirm the release of Rights in Industrial Spur Tracks on Property Owned by Madison Gas & Electric property in Madison, WI – Ladewig/Spencer*

Nilson asked who gets any savings from the project. Lucht stated that any savings would be in the rail, which will be reused elsewhere on the system. The lowest bid was $16,000, which means WSOR is operating in the red on this removal. Brownlee asked for confirmation that the tie removal was not being paid for by MG&E. Lucht confirmed MG&E was not paying for removal.

- *Motion passed unanimously*

16. Discussion and Possible Action on approving an exchange of permanent easements between the City of Madison and the State of Wisconsin Department of Transportation - *Dave Simon, WisDOT*

Simon stated the City of Madison would like to construct a pedestrian and bike overpass over John Nolan Drive and the railroad tracks. WSOR operates on WRRTC infrastructure at this location. Simon provided images of the site, and noted the location of a proposed future development, adjacent to which WisDOT would like to construct a pedestrian bridge to allow crossing of the railroad tracks and John Nolan Drive, connecting to the multi-use path on the opposite side of John Nolan. The DOT is in favor of this since it separates the bike and pedestrian traffic from the railroad traffic, thereby improving safety. Currently pedestrians and bikers cross at Blair Street or cut across at Hancock and Hudson. This bridge would also cut down on trespassers on the railroad. He noted that John Nolan is also Highway 151 at this location, and received heavy traffic. In order for the city to build the bike/ped overpass, the

developer would need to dedicate a fire lane to the city to allow bike and pedestrian traffic to reach the bridge, however doing this would reduce car access to parking in the new building. The developer wants rear access, and is proposing a drive showing the land they would need in order to accomplish this. Approximately 1,878 square feet of this area, or 0.04 acres, are in the state-owned railroad right-of-way. The City needs this land in order to move forward with the development of the overpass, and is willing to exchange two parcels of land for this piece of land.

The first parcel, found on page 4 of the handout, is 0.05 acres located near the Central Park at Baldwin Street. There is a long building there currently, and the city is working to acquire this. WSOR desires land in this area to increase the right-of-way width that narrows at this location to around 10 or 15 feet. This acquisition would increase the ROW width to a consistent 25 feet. Discussions between WisDOT, the city, and WSOR have defined what exactly is needed here.

Page 5 of the handout shows the second parcel, which at 0.5 acres is 10 times as large as the area in question at the proposed overpass. This location is at the end of the Vita spur, serving Vitaplus, near the beltline and adjacent to an existing bike path. Acquisition of this land would clear up the issue of the railroad tracks on the City of Madison property. City council has passed a resolution to proceed with this exchange. There is trespassing going on at this location, and WSOR has asked the city to provide fencing and a berm at the end of the railroad track.

Lucht stated there was initially a little concern by WSOR due to the location and proximity of the proposed development to the main line, however after further conversation realized could be value provided back to the system in other areas. The value of the Central Park acquisition is the increase in the ROW width to 25 feet. This is unique in this area due to the park. The land at the end of the Vita spur has been in operation for a long time. After the sale from Union Pacific to Madison, there was 305 feet of additional track in that transaction. He doesn't know how it happened, but they've been operating on it. Vitaplus is growing. There are three tracks in this area – the spur, a passing track, and a main line. They are thinking of extending the passing track further east due to the capacity in this area. Lucht took a site visit to each site. There is tremendous trespassing at the Vitaspur site between Badger Road and the bike path. People are going over three tracks. There is a courtyard at the end of Badger Road that accumulates people, and footprints in the snow indicate they are crossing the track to access the bike path. VitaPlus reports trespassing from the bike path and tagging of their property and cars. Fencing would protect from the trespassing on three sets of tracks. WSOR has spoken with WisDOT and all three parties are in agreement.

Rob Phillips from the City of Madison engineering department said he views this as a win for all parties. The pedestrian bridge isn't scheduled, but could be enabled to be built in the future. The pedestrian bridge has benefit to the DOT, railroad, and the city since it reduces crossings at John Nolan, Blair, and the railroad. The other land exchanges clean up issues for the railroad.

Sweeney asked who would pay for the recording and surveying. Phillis said the survey was performed by the developer on the Wilson street development site, and by the city at the other locations. All costs are covered. There had been no discussion on the recording fee, but he thought it would be minimal. Sweeney asked who would pay for fencing. Lucht stated that it wouldn't be WSOR, and probably wouldn't be WisDOT. Either the city or the developer would need to pay. Simon stated the parties had agreed on the idea in concept, but the details hadn't been worked out yet. Brownlee said she could not see a reason the Commission would want to acquire the land at the Vitaplus location, but they did have the right of first refusal. This arrangement seems like a good resolution. The Commission needs to take action to waive their right. Sweeney stated that waiving the right of first refusal isn't stated in the agenda. Brownlee said it could be included in the motion since its necessary. It will ultimately need to be a written instrument at a later date.

Sweeney said the agenda is to approve the exchange, but that they instead need concurrence with the exchange. Simon agreed, and said once the Commission concurs they will work out the details. It was brought here so there's an awareness and to get a waiver on the right of first refusal. There is an urgency to the development and they hope to help the city move along as quick as possible. Phillips said the developer has approval to build, but this doesn't include the back parking area. The developer is willing to make the change to put an entrance in the back to allow the overpass, but also has a contractor lined up to start work. They are already behind the deadline given by the developer. If this isn't wrapped up in two weeks or so it won't happen. Sweeney said concurrence of the exchange is more appropriate, since it gives WSOR and WisDOT latitude.

- *Motion to concur with the project as presented, and to waive any right of first refusal the Commission may have by contract – Nilson/Nitschke, Passed Unanimously*

17. Adjournment

- *Motion to Adjourn – Gustina/Cornford, Passed Unanimously*