

RESOLUTION ACCEPTING DONATION
(Dive Team Trailer)

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, the Manitowoc County Sheriff's Office Dive Team requires officers on the
2 team to respond to water rescue calls in various locations at all hours of the day and night; and
3

4 WHEREAS, officers on the Dive Team are equipped with and must transport a variety of
5 equipment required for water rescue; and
6

7 WHEREAS, the Sheriff's Office received a donation of a specially modified trailer valued
8 at \$13,461.68 from A. H. Stock Manufacturing Corporation of Newton, WI; and
9

10 WHEREAS, pursuant to Manitowoc County Code § 4.16 any donation with a value of
11 more than \$5,000.00 may only be accepted by resolution of the county board; and
12

13 WHEREAS, after careful consideration and review the Public Safety Committee
14 recommends that the county board accept the donation;
15

16 NOW, THEREFORE, BE IT RESOLVED that the Manitowoc County Board of
17 Supervisors accept the A. H. Stock donation of a specially modified trailer for the Dive Team
18 valued at \$13,461.68;

Dated this 21st day of December 2021.

Respectfully submitted by the
Public Safety Committee

Dave Nickels, Chair

FISCAL IMPACT: None.

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: Reviewed and approved as to form by Corporation Counsel. _____

APPROVED:

Bob Ziegelbauer, County Executive

Date

RESOLUTION AMENDING 2021 BUDGET

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, the Greater Wisconsin Agency on Aging Resources, Inc., the Department of
 2 Health Services, and the Wisconsin Institute for Healthy Aging have changed their formulas to
 3 allocate Older Americans Act grant funds, COVID Vaccine Outreach funding, and state funds to
 4 the Aging and Disability Resource Center (ADRC); and
 5

6 WHEREAS, after careful consideration and review, the ADRC Board recommends that
 7 Manitowoc County amend the 2021 budget to reflect the following changes in revenue and
 8 expenditures for the Title III programs, the COVID Vaccine Outreach grant, the Nutrition Services
 9 Incentive Program (NSIP), the Alzheimer’s Family Caregiver Support Program (AFCSP), and
 10 ADRC programs to reflect the following changes:
 11

12	Revenue or	Account		
13	<u>Expense</u>	<u>Number</u>	<u>Description</u>	<u>Amount</u>
14				
15	Revenue	46325.43566.05	IIIB Information & Assistance	\$295
16	Expenses	46325.53005	Operating Supplies	(\$295)
17				
18	Revenue	46100.43566.01	C1 Congregate Meals	\$129,991
19	Expenses	46100.52940	Contracted Food	(\$129,991)
20				
21	Revenue	46250.43566.16	Emrg Food & Shelter IIIC2	(\$10,055)
22	Expenses	46250.52940	Contracted Food	\$10,055
23				
24	Revenue	46250.43566.03	IIIC2 Home Delivered Meals	(\$142,376)
25	Expenses	46250.52940	Contracted Food	\$142,376
26				
27	Revenue	46250.43566.04	NSIP IIIC2	(\$1,222)
28	Expenses	46250.52940	Contracted Food	\$1,222
29				
30	Revenue	46430.43566.14	IIIE Family Caregiver	\$811
31	Expenses	46430.52999	Contracted Services	(\$811)
32				
33	Revenue	46400.43566.18	Aging & Disb Resource	\$3,750
34	Expenses	46400.53033	Training/Conf Fee’s	(\$2,000)
35	Expenses	46400.53038	Mileage Reimb	(\$1,750)
36				
37	Revenue	46400.43520.35	ADRC Vaccine Grant	(\$20,887)
38	Expenses	46400.53023	Marketing	\$20,887
39				
40	Revenue	46425.43566.08	Alzheimer Care Support	(\$1,724)

41 Expenses 46425.52338 Respited Services \$1,724

42

43 NOW, THEREFORE, BE IT RESOLVED by the county board of supervisors of the county
44 of Manitowoc that the 2021 Budget is amended by the amounts stated above; and

45

46 BE IT FURTHER RESOLVED, that any funds remaining at the end of 2021 be carried
47 over to 2022 and applied accordingly; and

48

49 BE IT FURTHER RESOLVED, that the Finance Director is directed to record such
50 information in the official books of the County for the year ending December 31, 2021 as may be
51 required.

Dated this 21st day of December 2021.

Respectfully submitted by the
Aging and Disability Resources Center
Board

Catherine Wagner, Chair

FISCAL IMPACT: No levy impact. Increases budgeted revenue and expenses by \$41,417.

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: This resolution amends the budget and requires a two-thirds vote of the
entire county board. Reviewed and approved as to form by Corporation
Counsel. _____

APPROVED:

Bob Ziegelbauer, County Executive

Date

**RESOLUTION ADOPTING PROCUREMENT POLICY FOR
EXPENDITURE OF FEDERAL FUNDS**

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, on March 11, 2021, President Joseph R. Biden signed into law the American
2 Rescue Plan Act of 2021 (the “ARPA”); and
3

4 WHEREAS, on May 10, 2021, the United States Department of the Treasury published
5 guidance regarding the allowable usage of the Coronavirus State and Local Fiscal Recovery Funds
6 to be disseminated to local governments in accordance with the ARPA; and
7

8 WHEREAS, MANITOWOC COUNTY is allocated that certain amount of Local Fiscal
9 Recovery (“LFR”) Funds as published by the United States Department of the Treasury; and
10

11 WHEREAS, one of the requirements for expending LFR Funds is having a procurement
12 policy in compliance with federal regulations; and
13

14 WHEREAS, a copy of the proposed Procurement Policy for Expenditure of Federal Funds
15 is attached to this Resolution and incorporated as if fully set forth herein; and
16

17 WHEREAS, after careful consideration and review, the Finance Committee recommends
18 adoption of the following Procurement Policy for Expenditure of Federal Funds;
19

20 NOW THEREFORE BE IT RESOLVED that the county board of supervisors of the county
21 of Manitowoc adopts the following Procurement Policy for Expenditure of Federal Funds:
22

**PROCUREMENT POLICY FOR
EXPENDITURE OF FEDERAL FUNDS
MANITOWOC COUNTY, WISCONSIN**

PURPOSE

23
24
25
26
27
28
29 The purpose of this Policy is to establish guidelines that meet or exceed the procurement
30 requirements for purchases of goods, services, and construction or repair projects when federal
31 funds are being used in whole or in part to pay for the cost of the contract.
32

GENERAL PROCUREMENT STANDARDS

[§ 200.318]

33
34
35
36 **A. Responsibility and Oversight** *[§ 200.318(b)]*. Manitowoc County staff is responsible
37 for developing all contracts in accordance with the policy, applicable state statutes, and in
38 conformance with applicable Federal Law and Uniform Guidance Standards, to ensure a full
39 awareness and understanding by affected employees. The department head in charge of any

40 approved contract will oversee that contractors perform in accordance with the terms, conditions,
41 and specifications of their contracts and purchase orders.

42
43 **B. Conflicts of Interest** [§ 200.318(c)(1)]. No employee, officer, or agent of Manitowoc
44 County shall participate in the selection, award, or administration of a contract supported by a
45 federal award if he or she has a real or apparent conflict of interest. Such a conflict of interest
46 would arise when the employee, officer, or agent, any member of his or her immediate family, his
47 or her partner, or an organization that employs or is about to employ any of the parties indicated
48 herein, has a financial or other interest in or a tangible personal benefit from a firm considered for
49 a contract. The officers, employees, and agents of Manitowoc County shall neither solicit nor
50 accept gratuities, favors, or anything of monetary value from contractors or parties to subcontracts,
51 unless the financial interest is not substantial or the gift is an unsolicited item of nominal value.
52 Disciplinary actions shall be applied for violations of such standards by officers, employees, or
53 agents of Manitowoc County.

54
55 **C. Procurement Under Federal Awards** [§ 200.318(d) through (k)]. Procurement of
56 goods and services whose costs are charged to federal awards received by Manitowoc County shall
57 be subject to the following policies:

58
59 1. Manitowoc County shall avoid acquisition of unnecessary or duplicative items.
60 When feasible, consideration should be given to consolidating or breaking out procurements to
61 obtain a more economical purchase. [§ 200.318(d)].

62
63 2. Where appropriate, Manitowoc County will make an analysis of lease versus
64 purchase alternatives, and any other appropriate analysis to determine the most economical
65 approach. [§ 200.318(d)].

66
67 3. Manitowoc County may consider entering into state and local intergovernmental
68 agreements where appropriate for procurement or use of common or shared goods and services.
69 [§ 200.318(e)].

70
71 4. Manitowoc County may use federal excess and surplus property in lieu of
72 purchasing new equipment and property whenever such use is feasible and reduces project costs.
73 [§ 200.318(f)].

74
75 5. Manitowoc County may use value engineering clauses in contracts for construction
76 projects of sufficient size to offer reasonable opportunities for cost reduction. [§ 200.318(g)].

77
78 6. Manitowoc County shall award contracts only to responsible contractors possessing
79 the ability to perform successfully under the terms and conditions of a proposed procurement.
80 Consideration will be given to such matters as contractor integrity, compliance with public policy,
81 record of past performance, and financial and technical resources. [§ 200.318(h)].

82
83 7. Manitowoc County shall maintain records sufficient to detail the history of
84 procurement. These records will include, but are not necessarily limited to, the following:

85 rationale for the method of procurement, selection of contract type, contractor selection or
86 rejection, and the basis for the contract price. [§ 200.318(i)].
87

88 8. Manitowoc County may use time and material type of contracts only after the
89 department director determines that no other contract is suitable. Time and material contracts
90 shall have a “not to exceed price” where the contractor exceeds at its own risk. Further, the
91 department director shall assert a high degree of oversight to obtain reasonable assurance that the
92 contractor is using efficient methods and effective cost controls. [§ 200.318(j)(1) and (2)].
93

94 9. Manitowoc County shall be responsible, in accordance with good administrative
95 practice and sound business judgment, for the settlement of all contractual and administrative
96 issues arising out of procurements. These issues include, but are not limited to, source evaluation,
97 protests, disputes, and claims. [§ 200.318(k)].
98

99 **COMPETITION**
100 [§ 200.319]
101

102 **A. Full and Open Competition** [§ 200.319(a) and (b)]. Manitowoc County shall conduct
103 all procurement transactions in a manner providing full and open competition and which is
104 consistent with the standards of 2 C.F.R. § 200.319 and 320. Situations considered to be
105 restrictive of competition include, but are not limited to:
106

- 107 1. Placing unreasonable requirements on firms in order for them to qualify to do
108 business;
- 109 2. Requiring unnecessary experience and excessive bonding;
- 110 3. Noncompetitive pricing practices between firms or between affiliated companies;
- 111 4. Noncompetitive contracts to consultants that are on retainer contracts;
- 112 5. Organizational conflicts of interest;
- 113 6. Specifying only a “brand name” product instead of allowing “an equal” product to
114 be offered and describing the performance or other relevant requirements of the procurements; and
115 7. Any arbitrary action in the procurement process.

116 **B. Contractor’s Conflict of Interest** [§ 200.319(b)]. Contractors that develop or draft
117 specifications, requirements, statements of work, or invitations for bids or requests for proposals
118 shall be excluded from competing for such procurements.
119
120

121 **C. Geographic Preference** [§ 200.319(c)]. When federal funds are involved, Manitowoc
122 County prohibits the use of statutorily or administratively imposed state or local geographical
123 preferences in the evaluation of bids or proposals, except in those cases where applicable federal
124 statutes expressly mandate or encourage geographic preference. Nothing in this section preempts
125
126
127
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129
130

131 state licensing laws. Notwithstanding the foregoing, when contracting for architectural and
132 engineering (A/E) services, geographic location may be a selection criterion provided its
133 application leaves an appropriate number of qualified firms, given the nature and size of the
134 project, to compete for the contract.

135
136 **D. Procurement Standards** [§ 200.319(d)]. As applicable, all solicitation for projects using
137 federal funds shall:

138
139 1. Incorporate a clear and accurate description of the technical requirements for the
140 material, product, or service to be procured. Such description shall not, in competitive
141 procurements, contain features that unduly restrict competition. The description may include a
142 statement of the qualitative nature of the material, product, or service to be procured and, when
143 necessary, shall set forth those minimum essential characteristics and standards to which it must
144 conform if it is to satisfy its intended use. Detailed product specifications should be avoided if at
145 all possible. When it is impractical or uneconomical to make a clear and accurate description of
146 the technical requirements, a “brand name or equivalent” description may be used as a means to
147 define the performance or other salient requirements of procurement. The specific features of the
148 named brand that must be met by offers must be clearly stated; and

149
150 2. Identify all requirements that offerors must fulfill and all other factors to be used in
151 evaluating bids or proposals.

152
153 **E. Prequalification Lists** [§ 200.319(e)]. All prequalified lists of persons, firms, or
154 products used in acquiring goods and services shall be current and include enough qualified
155 sources to ensure maximum open and free competition. Manitowoc County shall not preclude
156 potential bidders from qualifying during the solicitation period.

157
158 **F. Noncompetitive Procurements** [§ 200.319(f)]. Manitowoc County shall only award
159 noncompetitive procurements in accordance with 2 C.F.R. § 200.320 and the “Methods of
160 Procurement” section of this policy.

161
162 **METHODS OF PROCUREMENT**
163 [§ 200.320]
164

165 Manitowoc County shall use one of the following methods of procurement for the
166 acquisition of property or services required under a federal award or sub-award.

167
168 **A. Informal Procurement Methods** [§ 200.320(a)].

169
170 1. Micro-purchases [§ 200.320(a)(1)]. Procurement by micro-purchase is the
171 acquisition of supplies or services, the aggregate dollar amount of which does not exceed \$10,000
172 or \$2,000 in the case of acquisitions for construction subject to the Davis-Bacon Act.
173 Procurement by micro-purchase shall meet the following guidelines:

174
175 i. Distribution [§ 200.320(a)(1)(i)]. To the extent practicable, Manitowoc
176 County will distribute micro-purchases equitably among qualified suppliers.

177
178 ii. Micro-purchase Awards [*§ 200.320(a)(1)(ii)*]. Micro-purchases may be
179 awarded without soliciting competitive quotations if Manitowoc County considers the price to be
180 reasonable based on research, experience, purchase history, or other applicable information.
181

182 2. Small Purchases [*§ 200.320(a)(2)*]. Procurement by small purchase is the
183 acquisition of supplies or services where the aggregate dollar amount is more than the micro-
184 purchase threshold (*i.e.* \$10,000) but does not exceed \$250,000 or \$750,000 in the case of
185 acquisitions used to facilitate defense against or recovery from cyber-attack. Procurement by
186 small purchase shall meet the following guideline:
187

188 i. When using the small purchase method of procurement, Manitowoc County
189 shall obtain price or rate quotations from an adequate number of qualified sources.
190 [*§ 200.320(a)(2)(i)*].
191

192 **B. Formal Procurement Methods** [*§ 200.320(b)*]. When the value of the procurement for
193 property or services under a federal financial assistance award exceeds the small purchase
194 threshold, Manitowoc County shall use one of the formal procurement methods below.
195

196 1. Sealed Bids [*§ 200.320(b)(1)*]. The sealed bid procurement method is one in
197 which bids are publicly solicited and a firm fixed-price contract (lump sum or unit price) is
198 awarded to the lowest responsible bidder whose bid conforms with all the material terms and
199 conditions of the invitation for bids. Generally, the sealed bid method is the preferred method for
200 procuring construction.
201

202 i. For sealed bidding to be feasible, the following conditions should be present
203 [*§ 200.320(b)(1)(i)*]:
204

205 (a) A complete, adequate, and realistic specification or purchase
206 description;

207 (b) Two or more responsible bidders that are willing and able to
208 compete effectively for the business; and
209

210 (c) The procurement lends itself to a firm fixed price contract and the
211 selection of the successful bidder can be made principally on the basis of price.
212

213 ii. If sealed bids are used, the following requirements shall apply
214 [*§ 200.320(b)(1)(ii)*]:
215

216 (a) Bids shall be solicited from an adequate number of qualified
217 sources, providing sufficient response time before the date set for opening the bids;
218

219 (b) The invitation for bids shall be publicly advertised;
220
221

222 (c) The invitation for bids, which shall include any specifications and
223 pertinent attachments, shall define the items or services for the bidder to properly respond;

224
225 (d) All bids shall be publicly opened at the time and place prescribed in
226 the invitation for bids;

227
228 (e) A firm fixed price contract award shall be made in writing to the
229 lowest responsive and responsible bidder. Where specified in bidding documents, factors such as
230 discounts, transportation cost, and life cycle costs shall be considered in determining which bid is
231 lowest. Payment discounts shall only be used to determine the low bid when prior experience
232 indicates that such discounts are usually taken advantage of; and

233
234 (f) Any or all bids may be rejected if there is a sound documented
235 reason.

236
237 2. Proposals [§ 200.320(b)(2)]. The proposal procurement method is one in which
238 either a fixed price or cost-reimbursement type contract is awarded. Proposals are generally used
239 when conditions are not appropriate for the use of sealed bids. If sealed bids are used, the
240 following requirements shall apply:

241
242 (i) Requests for proposals shall be publicized and identify all evaluation factors
243 and their relative importance [§ 200.320(b)(2)(i)];

244
245 (ii) Proposals shall be solicited from an adequate number of qualified sources
246 [§ 200.320(b)(2)(i)];

247
248 (iii) Any response to publicized requests for proposals shall be considered to the
249 maximum extent practical [§ 200.320(b)(2)(i)];

250
251 (iv) The department responsible for issuing the request for proposal shall have
252 a written method for conducting technical evaluations of the proposals received and for selecting
253 recipients [§ 200.320(b)(2)(ii)];

254
255 (v) Contracts shall be awarded to the responsible firm whose proposal is most
256 advantageous to Manitowoc County, with price and other factors considered
257 [§ 200.320(b)(2)(iii)]; and

258
259 (vi) Manitowoc County may use the competitive proposal procedure for
260 qualifications-based procurement of architectural/engineering (“A/E”) professional services,
261 whereby competitors’ qualifications are evaluated and the most qualified competitor is selected,
262 subject to negotiation of fair and reasonable compensation. This method, where price is not used
263 as a selection factor, can only be used in the procurement of A/E professional services. It cannot
264 be used to purchase other types of services though A/E firms that are a potential source to perform
265 the proposed project [§ 200.320(b)(2)(iv)].
266

267 **C. Noncompetitive Procurement.** [*§ 200.320(c)*]. Noncompetitive procurement shall be
268 used only if one or more of the following circumstances apply:

- 269
- 270 1. The item is available only from a single source;
 - 271
 - 272 2. Public exigency or emergency will not permit a delay resulting from competitive
273 solicitation;
 - 274
 - 275 3. The federal awarding agency or pass-through entity expressly authorizes
276 noncompetitive proposals in response to a written request from Manitowoc County; or
277
 - 278 4. After solicitation of a number of sources, competition is determined inadequate.
279

280 **CONTRACTING WITH SMALL AND MINORITY BUSINESSES, WOMEN’S BUSINESS ENTERPRISES,**
281 **AND LABOR SURPLUS AREA FIRMS**
282 [*§ 200.321*]
283

284 Manitowoc County shall take all necessary affirmative steps to assure that minority
285 businesses, women’s business enterprises, and labor surplus area firms are used when possible.
286 Affirmative steps shall include the following:

- 287
- 288 1. Placing qualified small and minority businesses and women’s business enterprises
289 on solicitation lists;
 - 290
 - 291 2. Assuring that small and minority businesses, and women’s business enterprises are
292 solicited whenever they are potential sources;
 - 293
 - 294 3. Dividing total requirements, when economically feasible, into smaller tasks or
295 quantities to permit maximum participation by small and minority businesses, and women’s
296 business enterprises;
 - 297
 - 298 4. Establishing delivery schedules, where the requirement permits, which encourage
299 participation by small and minority businesses, and women’s business enterprises;
 - 300
 - 301 5. Using the services and assistance, as appropriate, of such organizations as the Small
302 Business Administration and the Minority Business Development Agency of the Department of
303 Commerce; and
304
 - 305 6. Requiring the prime contractor, if subcontracts are to be let, to take the affirmative
306 steps listed in paragraphs 1. through 5. of this section.
307

308 **DOMESTIC PREFERENCE**
309 [*§ 200.322*]
310

311 To the extent consistent with law, Manitowoc County shall, to the greatest extent
312 practicable under a federal award, provide a preference for the purchase, acquisition, or use of

313 goods, products, or materials produced in the United States (including but not limited to iron,
314 aluminum, steel, cement, and other manufactured products). The requirements of this section
315 shall be included in all contracts and purchase orders for work or products under a federal award.
316

317 **RECOVERED MATERIALS**

318 *[\S 200.323]*
319

320 Manitowoc County and its contractors shall comply with Section 6002 of the Solid Waste
321 Disposal Act, as amended by the Resource Conservation and Recovery Act. The requirements of
322 Section 6002 include procuring only items designated in guidelines of the Environmental
323 Protection Agency (EPA) at 40 C.F.R. Part 247 that contain the highest percentage of recovered
324 materials practicable, consistent with maintaining a satisfactory level of competition, where the
325 purchase price of the item exceeds \$10,000 or the value of the quantity acquired during the
326 preceding fiscal year exceeded \$10,000; procuring solid waste management services in a manner
327 that maximizes energy and resource recovery; and establishing an affirmative procurement
328 program for procurement of recovered materials identified in the EPA guidelines. The decision
329 not to procure such items shall be based on a determination that such procurement items: (a) are
330 not reasonably available within a reasonable period of time; (b) fail to meet the performance
331 standards set for the applicable specifications or fail to meet the reasonable performance standards
332 of the procuring agencies; or (c) are only available at an unreasonable price.
333

334 **CONTRACT COST AND PRICE**

335 *[\S 200.324]*
336

337 **A. Cost Analysis** *[\S\S 200.324(a) and (c)]*. Manitowoc County shall perform a cost or price
338 analysis in connection with every procurement action in excess of the Simplified Acquisition
339 Threshold as defined in 2 C.F.R. § 200.1 and 48 C.F.R. Part 2, subpart 2.1 (“Simplified Acquisition
340 Threshold”) including contract modifications. The method and degree of analysis shall be
341 dependent on the facts surrounding the particular procurement situation, but as a starting point,
342 Manitowoc County shall make independent estimates before receiving bids or proposals. Costs
343 or prices based on estimated costs for contracts under the federal award shall be allowable only to
344 the extent that costs incurred or cost estimates included in negotiated prices would be allowable
345 for Manitowoc County under 2 C.F.R. Part 200, subpart E (“Cost Principles”). Manitowoc
346 County may reference its own cost principles that comply with the federal cost principles.
347

348 **B. Profit** *[\S 200.324(b)]*. Manitowoc County shall negotiate profit as a separate element of
349 the price for each contract in which there is no price competition and in all cases where a cost
350 analysis is performed. To establish a fair and reasonable profit, consideration shall be given to
351 the complexity of the work to be performed, the risk borne by the contractor, the contractor’s
352 investment, the amount of subcontracting, the quality of its record of past performance, and
353 industry profit rates in the surrounding geographical area for similar work.
354

355 **C. Procurement by Cost Plus Percentage** *[\S 200.324(d)]*. Manitowoc County shall not use
356 either the “cost plus a percentage of cost” or the “percentage of construction cost” method of
357 contracting.
358

AGENCY REVIEW
[\S 200.325]

A. Technical Specifications *[\S 200.325(a)]*. Manitowoc County shall make available, upon request of the federal awarding agency or pass-through entity, technical specifications on proposed procurements where the federal awarding agency or pass-through entity believes such review is needed to ensure that the item or service specified is the one being proposed for acquisition.

B. Pre-procurement Review *[\S 200.325(b)]*. Manitowoc County shall make available upon request for pre-procurement review by the federal awarding agency or pass-through entity procurement documents, such as requests for proposals or invitations for bids, or independent cost estimates, when:

1. Manitowoc County’s procurement procedures or operation fails to comply with the procurement standards in this part;

2. The procurement is expected to exceed the Simplified Acquisition Threshold and is to be awarded without competition or only one bid or offer is received in response to a solicitation;

3. The procurement, which is expected to exceed the Simplified Acquisition Threshold, specifies a “brand name” product;

4. The proposed contract is more than the Simplified Acquisition Threshold and is to be awarded to other than the apparent low bidder under a sealed bid procurement; or

5. A proposed contract modification changes the scope of a contract or increases the contract amount by more than the Simplified Acquisition Threshold.

BONDING
[\S 200.326]

For construction or facility improvement contracts that exceed the Simplified Acquisition Threshold, Manitowoc County shall require, at a minimum, the following:

1. A bid guarantee from each bidder equivalent to five percent of the bid price. The bid guarantee shall consist of a firm commitment such as a bid bond, certified check, or other negotiable instrument accompanying a bid as assurance that the bidder will, upon acceptance of the bid, execute such contractual documents as may be required within the time specified *[\S 200.326(a)]*;

2. A performance bond from the contractor for 100 percent of the contract price. The “performance bond” shall be executed in connection with the contract to secure fulfillment of all the contractor’s requirements under such contract *[\S 200.326(b)]*; and

404 3. A payment bond from the contractor for 100 percent of the contract price. The
405 payment bond shall be executed in connection with the contract to assure payment as required by
406 law of all persons supplying labor and material in the execution of the work provided for in the
407 contract [§ 200.326(c)].
408

409 **CONTRACT PROVISIONS**
410 [§ 200.327]
411

412 As applicable, contracts made by Manitowoc County, along with all related subcontracts,
413 shall contain the following provisions:
414

415 **A. Remedies [§ 200 Appendix II (A)].** All contracts in excess of the Simplified Acquisition
416 Threshold shall contain contractual provisions or conditions that allow for administrative,
417 contractual, or legal remedies in instances in which a contractor violates or breaches the contract
418 terms, and provide for such sanctions and penalties as appropriate.
419

420 **B. Termination [§ 200 Appendix II (B)].** All contracts in excess of \$10,000 shall contain
421 suitable provisions for termination for cause and for convenience, including the manner by which
422 termination shall be effected and the basis for settlement.
423

424 **C. Equal Employment Opportunity [§ 200 Appendix II (C)].** All contracts that meet the
425 definition of “federally assisted construction contract” in 41 C.F.R. Part 60-1.3 shall include the
426 equal opportunity clause provided under 41 C.F.R. § 60-1.4(b), in accordance with Executive
427 Order 11246, “Equal Employment Opportunity” (30 FR 12319, 12935, 3 C.F.R. Part, 1964-1965
428 Comp., p. 339) as amended by Executive Order 11375, “Amending Executive Order 11246
429 Relating to Equal Employment Opportunity,” and as implemented by regulations at 41 C.F.R. Part
430 60, “Office of Federal Contract Compliance Programs, Equal Employment Opportunity,
431 Department of Labor.”
432

433 **D. Davis-Bacon Act, as Amended (40 U.S.C. §§ 3141-3148) [§ 200 Appendix II (D)].**
434 When required by federal program legislation, all prime construction contracts in excess of \$2,000
435 awarded by Manitowoc County shall include a provision for compliance with the Davis-Bacon
436 Act (40 U.S.C. §§ 3141–3144, and 3146–3148) as supplemented by Department of Labor
437 regulations (29 C.F.R. Part 5, “Labor Standards Provisions Applicable to Contracts Covering
438 Federally Financed and Assisted Construction”). In accordance with the statute, contractors shall
439 be required to pay wages to laborers and mechanics at a rate not less than the prevailing wages
440 specified in a wage determination made by the Secretary of Labor. Additionally, contractors shall
441 be required to pay wages not less than once a week. Manitowoc County shall place a copy of the
442 current prevailing wage determination issued by the Department of Labor in each solicitation.
443 The decision to award a contract shall be conditioned upon the acceptance of the wage
444 determination. Manitowoc County shall report all suspected or reported violations to the federal
445 awarding agency. The contracts shall also include a provision for compliance with the Copeland
446 “Anti-Kickback” Act (40 U.S.C. § 3145), as supplemented by Department of Labor regulations
447 (29 C.F.R. Part 3, “Contractors and Subcontractors on Public Building or Public Work Financed
448 in Whole or in Part by Loans or Grants from the United States”). Manitowoc County shall report

449 all suspected or reported violations of the Copeland “Anti-Kickback” Act to the federal awarding
450 agency.

451
452 **E. Contract Work Hours and Safety Standards Act (40 U.S.C. §§ 3701-3708) [§ 200**
453 *Appendix II (E)]*. Where applicable, all contracts awarded by Manitowoc County in excess of
454 \$100,000 that involve the employment of mechanics or laborers shall include a provision for
455 compliance with 40 U.S.C. §§ 3702 and 3704, as supplemented by Department of Labor
456 regulations (29 C.F.R Part 5). The requirements of 40 U.S.C. § 3704 shall be applicable to
457 construction work and shall provide that no laborer or mechanic is required to work in
458 surroundings or under working conditions that are unsanitary, hazardous, or dangerous. These
459 requirements do not apply to the purchases of supplies or materials or articles ordinarily available
460 on the open market, or contracts for transportation or transmission of intelligence.

461
462 **F. Rights to Inventions Made Under a Contract or Agreement [§ 200 Appendix II (F)]**.
463 If the federal award meets the definition of “funding agreement” under 37 C.F.R. § 401.2(a) and
464 Manitowoc County wishes to enter into a contract with a small business firm or nonprofit
465 organization regarding the substitution of parties, assignment, or performance of experimental,
466 developmental, or research work under that “funding agreement,” Manitowoc County shall
467 comply with the requirements of 37 C.F.R. Part 401, “Rights to Inventions Made by Nonprofit
468 Organizations and Small Business Firms Under Government Grants, Contracts and Cooperative
469 Agreements,” and any implementing regulations issued by the awarding agency.

470
471 **G. Clean Air Act (42 U.S.C. §§ 7401-7671q) and the Federal Water Pollution Control**
472 **Act (33 U.S.C. §§ 1251 -1387), as Amended [§ 200 Appendix II (G)]**. Contracts in excess of
473 \$150,000 shall contain a provision that requires the contractor to comply with all applicable
474 standards, orders, or regulations issued pursuant to the Clean Air Act (42 U.S.C. § 7401–7671q)
475 and the Federal Water Pollution Control Act as amended (33 U.S.C. § 1251–1387). Violations
476 shall be reported to the federal awarding agency and the Regional Office of the Environmental
477 Protection Agency (EPA).

478
479 **H. Debarment and Suspension (Executive Orders 12549 and 12689) [§ 200 Appendix**
480 *II (H)]*. Manitowoc County shall not make a contract award to any party listed on the government
481 wide exclusions in the System for Award Management (SAM), in accordance with the OMB
482 guidelines at 2 C.F.R. § 180 that implement Executive Orders 12549 (3 C.F.R. Part 1986 Comp.,
483 p. 189) and 12689 (3 C.F.R. Part 1989 Comp., p. 235), “Debarment and Suspension.”

484
485 **I. Byrd Anti-Lobbying Amendment (31 U.S.C. § 1352) [§ 200 Appendix II (I)]**.
486 Contractors that apply or bid for an award exceeding \$100,000 shall file the required Byrd Anti-
487 Lobbying certification. Each tier shall certify to the tier above that it will not and has not used
488 federal appropriated funds to pay any person or organization for influencing or attempting to
489 influence an officer or employee of any agency, a member of Congress, officer or employee of
490 Congress, or an employee of a member of Congress in connection with obtaining any federal
491 contract, grant or any other award covered by 31 U.S.C. § 1352. Each tier shall also disclose any
492 lobbying with non-federal funds that takes place in connection with obtaining any federal award.

493

**RESOLUTION ADOPTING SPEED ZONE ON COUNTY TRUNK
HIGHWAY Z IN THE VILLAGE OF MARIBEL**

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, Wis. Stat. § 349.11 authorizes Manitowoc County to determine and declare a
2 reasonable and safe speed limit on all or part of a highway that is under its jurisdiction on the basis
3 of an engineering and traffic investigation and subject to certain limitations; and
4

5 WHEREAS, Manitowoc County Code § 15.03(1) authorizes the Highway Committee to
6 recommend speed limits to the County Board; and
7

8 WHEREAS, Manitowoc County Code § 15.03(2) authorizes the County Board to adopt
9 speed limits and speed zones by resolution, which become effective when appropriate signs giving
10 notice of the speed limit have been erected and are in place; and
11

12 WHEREAS, the Manitowoc County Traffic and Safety Commission conducted a traffic
13 investigation with respect to that portion of County Trunk Highway Z in the Village of Maribel
14 between Interstate 43 and Pleasant Road; and
15

16 WHEREAS, based on that investigation and after careful consideration and review, the
17 Highway Committee recommends that the current speed limit be reduced on County Trunk
18 Highway Z to 45 mph from Pleasant Road to Interstate 43;
19

20 NOW, THEREFORE, BE IT RESOLVED that the county board of supervisors of the
21 county of Manitowoc adopts a speed zoned of 45 miles per hour on County Trunk Highway Z
22 beginning at Interstate 43 and extending west to Pleasant Road; and
23

24 BE IT FURTHER RESOLVED that the Highway Department is directed to erect signs as
25 may be required and necessary to implement this resolution; and
26

27 BE IT FURTHER RESOLVED that the County Clerk is directed to send a copy of this
28 resolution to the Sheriff's Department.

Dated this 21st day of December 2021.

Respectfully submitted by the
Highway Committee

Kevin Behnke, Chair

FISCAL IMPACT: None.

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: Reviewed and approved as to form by Corporation Counsel. _____

APPROVED: _____
Bob Ziegelbauer, County Executive Date

ORDINANCE AMENDING ZONING MAP
(Robert and Joanna Stephens Living Trust)

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, the Planning and Park Commission, after providing the required notice, held
2 a public hearing on a petition for a zoning ordinance amendment on December 6, 2021; and
3

4 WHEREAS, the Planning and Park Commission, after a careful consideration of testimony
5 and an examination of the facts, recommends that the petition be approved for the reasons stated
6 in the attached report;
7

8 NOW, THEREFORE, the county board of supervisors of the County of Manitowoc does
9 ordain as follows:
10

11 A parcel of land located in part of the SW 1/4 and NW 1/4 of the NE 1/4 of Section 25,
12 Town 19 North, Range 22 East, Town of Cato, Manitowoc County, Wisconsin, more particularly
13 described as follows:
14

15 Commencing at the N 1/4 Corner of said Section 25; Thence S 00°11'23" W, 946.10
16 feet coincident with the west line of said NE 1/4 to the point of beginning; Thence
17 continuing S 00°11'23" W, 890.80 feet to the centerline of Crooked Lane; Thence
18 S 87°53'38" E (recorded as N 91°25'30" E), 377.48 feet coincident with said
19 centerline; Thence N 00°02'59" E, 501.60 feet; Thence S 89°55'26" E, 358.44 feet;
20 Thence N 00°01'16" E, 388.80 feet; Thence N 88°50'55" W, 733.44 feet to the point
21 of beginning, said parcel containing approximately 476,807 Square Feet (10.946
22 Acres) of land and is hereby rezoned from Exclusive Agriculture (EA) District to
23 General Agriculture (GA) District.

Dated this 21st day of December 2021.

Respectfully submitted by the
Planning and Park Commission

David Dyzak, Chair

FISCAL IMPACT: None.

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: Reviewed and approved as to form by Corporation Counsel. _____

COUNTERSIGNED: _____
James Brey, County Board Chair Date

APPROVED: _____
Bob Ziegelbauer, County Executive Date

ORDINANCE CREATING MANITOWOC COUNTY CODE § 6.30
(Recording in County Owned Facilities)

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, Manitowoc County recognizes and respects an individual’s First Amendment
2 free speech rights; and

3
4 WHEREAS, Manitowoc County encourages a productive workplace whereby disruptions to
5 the County’s business of providing public services are avoided; unnecessary interruptions to the
6 performance of the duties of county employees are minimized; and a safe, secure, and orderly
7 environment for those persons working and conducting business in county buildings is maintained;
8 and

9
10 WHEREAS, events have recently occurred regarding recording employees and visitors to
11 Manitowoc County facilities that have led to disruptions to employees and members of the public;
12 and

13
14 WHEREAS, Manitowoc County provides a multitude of confidential and sensitive services
15 to individuals who may wish to remain unidentified; and

16
17 WHEREAS, to balance the free speech rights of individuals and the ability to maintain a
18 safe, secure, and orderly environment for those persons working and conducting business in county
19 facilities, Manitowoc County has prepared a Recording in County Owned Facilities ordinance to
20 define where recording is permissible in County buildings; and

21
22 WHEREAS, after careful consideration and review, the Executive Committee recommends
23 approval of the Recording in County Owned Facilities ordinance;

24
25 NOW, THEREFORE, the County Board of Supervisors of the County of Manitowoc does
26 ordain as follows:

27
28 Manitowoc County Code § 6.30 is hereby created to read as follows:

29
30 6.30 Recording in County Owned Facilities.

- 31
32 (1) Purpose. The purpose of this ordinance is to exercise reasonable control over the
33 County workplace to: (1) avoid disruptions to the conduct of County business; (2)
34 avoid disruptions to the rendering of public services; (3) prevent interruptions to
35 the performance of the duties of the County’s employees; and (4) ensure and foster
36 a safe, secure, and orderly environment for those persons working and conducting
37 business in County facilities.
38

39 (2) Designation. Consistent with decisions of the U.S. Supreme Court, public access
40 to areas within buildings and other enclosed facilities owned, controlled, or leased
41 by Manitowoc County may be restricted depending upon whether such areas are
42 classified as “designated public forum”, “limited public forum”, or “nonpublic
43 forum”. How areas within buildings and other enclosed facilities owned,
44 controlled, or leased by Manitowoc County are classified is based upon their
45 intended use. For example, there are certain areas that are intended primarily for
46 the use of County employees in the conduct of their business; there are certain areas
47 which, while primarily intended for the use of County employees in the conduct of
48 their business, may from time to time be utilized for the convening of public
49 meetings; there are certain limited areas that may be open to the public while
50 engaging in legitimate business with County officers or employees; and there may
51 be certain areas that are primarily intended for the convening of public meetings.
52

53 To that end, all Manitowoc County employee work areas within buildings and other
54 enclosed facilities owned, controlled, or leased by Manitowoc County are classified
55 as a nonpublic forum. All other areas within buildings and other enclosed facilities
56 owned, controlled, or leased by Manitowoc County are hereby designated as limited
57 public forums. Members of the public are prohibited from entering County
58 employee work areas without being escorted by a County employee. It shall be a
59 violation of this Ordinance to be within a nonpublic forum without authorization.
60

61 (3) Video and Sound Recording. It shall be a violation to record video or sound within
62 the Human Services Building and the Heritage Center without the consent of all
63 persons whose voice or image is being recorded. It shall also be a violation of this
64 Ordinance to record video or sound in any employee work area within any building
65 or other enclosed facility owned, controlled, or leased by Manitowoc County,
66 including enclosed reception areas, without the consent of all persons whose voice
67 or image is being recorded. This prohibition shall not apply to any recording made
68 by Manitowoc County for security purposes, any law enforcement activities, or any
69 location in which a public meeting is being conducted pursuant to a public notice,
70 including the county board meeting room.
71

72 and

73
74 BE IT FURTHER ORDAINED that this ordinance shall be effective upon publication.

Dated this 21st day of December 2021.

Respectfully submitted by the
Executive Committee

Jim Brey, Chair

FISCAL IMPACT: None

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: Reviewed and approved as to form by Corporation Counsel. _____

COUNTERSIGNED: _____
Jim Brey, County Board Chair Date

APPROVED: _____
Bob Ziegelbauer, County Executive Date

RESOLUTION AUTHORIZING MANITOWOC COUNTY TO ENTER INTO THE SETTLEMENT AGREEMENTS WITH MCKESSON CORPORATION, CARDINAL HEALTH, INC., AMERISOURCEBERGEN CORPORATION, JOHNSON & JOHNSON, JANSSEN PHARMACEUTICALS, INC., ORTHO-MCNEIL-JANSSEN PHARMACEUTICALS, INC., AND JANSSEN PHARMACEUTICA, INC., AGREEING TO THE TERMS OF THE MOU ALLOCATING SETTLEMENT PROCEEDS, AND AUTHORIZING ENTRY INTO THE MOU WITH THE ATTORNEY GENERAL

TO THE MANITOWOC COUNTY BOARD OF SUPERVISORS:

1 WHEREAS, in Resolution No. 2017/2018-65, the county board of supervisors of the
2 County of Manitowoc authorized Manitowoc County to enter into an engagement agreement with
3 von Briesen & Roper, s.c., Crueger Dickinson LLC and Simmons Hanly Conroy LLC (the “Law
4 Firms”) to pursue litigation against certain manufacturers, distributors, and retailers of opioid
5 pharmaceuticals (the “Opioid Defendants”) in an effort to hold the Opioid Defendants financially
6 responsible for Manitowoc County’s expenditure of vast money and resources to combat the opioid
7 epidemic; and
8

9 WHEREAS, on behalf of Manitowoc County, the Law Firms filed a lawsuit against the
10 Opioid Defendants; and
11

12 WHEREAS, the Law Firms filed similar lawsuits on behalf of 66 other Wisconsin counties
13 and all Wisconsin cases were coordinated with thousands of other lawsuits filed against the same
14 or substantially similar parties as the Opioid Defendants in the Northern District of Ohio, captioned
15 In re: Opioid Litigation, MDL 2804 (the “Litigation”); and
16

17 WHEREAS, four (4) additional Wisconsin counties (Milwaukee, Dane, Waukesha, and
18 Walworth) hired separate counsel and joined the Litigation; and
19

20 WHEREAS, since the inception of the Litigation, the Law Firms have coordinated with
21 counsel from around the country (including counsel for Milwaukee, Dane, Waukesha, and
22 Walworth Counties) to prepare Manitowoc County’s case for trial and engage in extensive
23 settlement discussions with the Opioid Defendants; and
24

25 WHEREAS, the settlement discussions with McKesson Corporation, Cardinal Health, Inc.,
26 AmerisourceBergen Corporation, Johnson & Johnson, Janssen Pharmaceuticals, Inc., Ortho-
27 McNeil-Janssen Pharmaceuticals, Inc., and Janssen Pharmaceutica, Inc. (the “Settling
28 Defendants”) resulted in a tentative agreement as to settlement terms pending agreement from
29 Manitowoc County and other plaintiffs involved in the Litigation; and
30

31 WHEREAS, copies of the Distributors Settlement Agreement and Janssen Settlement
32 Agreement (collectively “Settlement Agreements”) representing the terms of the tentative
33 settlement agreements with the Settling Defendants have been provided with this Resolution; and
34

35 WHEREAS, the Settlement Agreements provide, among other things, for the payment of
36 certain sums to Participating Subdivisions (as defined in the Settlement Agreements) upon the
37 occurrence of certain events detailed in the Settlement Agreements; and
38

39 WHEREAS, Manitowoc County is a Participating Subdivision in the Settlement
40 Agreements and has the opportunity to participate in the benefits associated with the Settlement
41 Agreement provided Manitowoc County: (a) approves the Settlement Agreements; (b) approves
42 the Memorandum of Understanding allocating proceeds from the Settlement Agreements among
43 the various Wisconsin Participating Subdivisions, a copy of which is attached to this Resolution
44 (the “Allocation MOU”); (c) approves the Memorandum of Understanding with the Wisconsin
45 Attorney General regarding allocation of settlement proceeds, a copy of which is attached to this
46 Resolution (the “AG MOU”); and (d) the Legislature’s Joint Committee on Finance approves the
47 terms of the Settlement Agreements and the AG MOU; and
48

49 WHEREAS, 2021 Wisconsin Act 57 created Section 165.12 of the Wisconsin Statutes
50 relating to the settlement of all or part of the Litigation; and
51

52 WHEREAS, pursuant to Wis. Stat. § 165.12(2), the Legislature’s Joint Committee on
53 Finance is required to approve the Settlement Agreements and the AG MOU; and
54

55 WHEREAS, pursuant to Wis. Stat. § 165.12(2), the proceeds from any settlement of all or
56 part of the Litigation are distributed 70% to local governments in Wisconsin that are parties to the
57 Litigation and 30% to the State; and
58

59 WHEREAS, Wis. Stat. § 165.12(4)(b)2. provides that the proceeds from the Settlement
60 Agreement must be deposited in a segregated account (the “Opioid Abatement Account”) and may
61 be expended only for approved uses for opioid abatement as provided in the Settlement
62 Agreements; and
63

64 WHEREAS, Wis. Stat. § 165.12(7) bars claims from any Wisconsin local government
65 against the Opioid Defendants filed after June 1, 2021; and
66

67 WHEREAS, the definition of Participating Subdivisions in the Settlement Agreements
68 recognizes a statutory bar on claims such as that set forth in Wis. Stat. § 165.12(7) and, as a result,
69 the only Participating Subdivisions in Wisconsin are those counties and municipalities that were
70 parties to the Litigation (or otherwise actively litigating a claim against one, some, or all of the
71 Opioid Defendants) as of June 1, 2021; and
72

73 WHEREAS, the Legislature’s Joint Committee on Finance is not statutorily authorized or
74 required to approve the allocation of proceeds of the Settlement Agreements among Wisconsin
75 Participating Subdivisions; and
76

77 WHEREAS, the Law Firms have engaged in extensive discussions with counsel for all
78 other Wisconsin Participating Subdivisions resulting in the proposed Allocation MOU, which is
79 an agreement between all of the entities identified in the Allocation MOU as to how the proceeds
80 payable to those entities under the Settlement Agreements will be allocated; and
81

82 WHEREAS, there is provided with this Resolution a summary of the essential terms of the
83 Settlement Agreements, the deadlines related to the effective dates of the Settlement Agreements,
84 the ramifications associated with Manitowoc County's refusal to enter into the Settlement
85 Agreements, the form of the Allocation MOU, the form of the AG MOU, and an overview of the
86 process for finalizing the Settlement Agreements; and
87

88 WHEREAS, Manitowoc County, by this Resolution, shall establish the Opioid Abatement
89 Account for the receipt of the proceeds of the Settlement Agreements consistent with the terms of
90 this Resolution; and
91

92 WHEREAS, Manitowoc County's Opioid Abatement Account shall be separate from the
93 County's general fund, shall not be commingled with any other County funds, and shall be
94 dedicated to funding opioid abatement measures as provided in the Settlement Agreements; and
95

96 WHEREAS, pursuant to Manitowoc County's engagement agreement with the Law Firms,
97 Manitowoc County shall pay up to an amount equal to 25% of the proceeds from successful
98 resolution of all or part of the Litigation, whether through settlement or otherwise, plus the Law
99 Firms' costs and disbursements, to the Law Firms as compensation for the Law Firms' efforts in
100 the Litigation and any settlement; and
101

102 WHEREAS, the Law Firms anticipate making application to the national fee fund
103 established in the Settlement Agreements seeking payment, in whole or part, of the fees, costs, and
104 disbursements owed the Law Firms pursuant to the engagement agreement with Manitowoc
105 County; and
106

107 WHEREAS, it is anticipated the amount of any award from the fee fund established in the
108 Settlement Agreements will be insufficient to satisfy Manitowoc County's obligations under the
109 engagement agreement with the Law Firms; and
110

111 WHEREAS, Manitowoc County, by this Resolution, and pursuant to the authority granted
112 Manitowoc County in the applicable Order emanating from the Litigation in relation to the
113 Settlement Agreements and payment of attorney fees, shall execute an Escrow Agreement, which
114 shall among other things direct the escrow agent responsible for the receipt and distribution of the
115 proceeds from the Settlement Agreements to establish an account for the purpose of segregating
116 funds to pay the fees, costs, and disbursements of the Law Firms owed by Manitowoc County (the
117 "Attorney Fees Account") in order to fund a state-level "backstop" for payment of the fees, costs,
118 and disbursements of the Law Firms; and
119

120 WHEREAS, in no event shall payments to the Law Firms out of the Attorney Fees Account
121 and the fee fund established in the Settlement Agreements exceed an amount equal to 25% of the
122 amounts allocated to Manitowoc County in the Allocation MOU; and

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WHEREAS, the intent of this Resolution is to authorize Manitowoc County to enter into the Settlement Agreements, the Allocation MOU, the AG MOU, and to establish Manitowoc County's Opioid Abatement Account, and establish the Attorney Fees Account; and

WHEREAS, Manitowoc County, by this Resolution, shall authorize the County's corporation counsel to finalize and execute any escrow agreement and other document or agreement necessary to effectuate the Settlement Agreements and the other agreements referenced herein;

NOW, THEREFORE, BE IT RESOLVED that the county board of supervisors of the county of Manitowoc hereby approves:

1. The execution of the Distributors Settlement Agreement and any and all documents ancillary thereto and authorizes the corporation counsel to execute same.

2. The execution of the Janssen Settlement Agreement and any and all documents ancillary thereto and authorizes the corporation counsel to execute same.

3. The final negotiation and execution of the Allocation MOU in form substantially similar to that presented with this Resolution and any and all documents ancillary thereto and authorizes the corporation counsel to execute same upon finalization provided the percentage share identified as allocated to Manitowoc County is substantially similar to that identified in the Allocation MOU provided to the Board with this Resolution.

4. The final negotiation and execution of the AG MOU in form substantially similar to that presented with this Resolution and any and all documents ancillary thereto and authorizes the corporation counsel to execute same.

5. The corporation counsel's negotiation and execution of the Escrow Agreement for the receipt and disbursement of the proceeds of the Settlement Agreements as referenced in the Allocation MOU.

and

BE IT FURTHER RESOLVED Manitowoc County hereby establishes an account separate and distinct from the County's general fund which shall be titled "Opioid Abatement Account." All proceeds from the Settlement Agreements not otherwise directed to the Attorney Fees Account established under the Escrow Agreement shall be deposited in the Opioid Abatement Account. The Opioid Abatement Account shall be administered consistent with the terms of this Resolution, Wis. Stat. § 165.12(4), and the Settlement Agreements; and

BE IT FURTHER RESOLVED Manitowoc County hereby authorizes the escrow agent under the Escrow Agreement to establish an account separate and distinct from any account containing funds allocated or allocable to Manitowoc County which shall be referred to by Manitowoc County as the "Attorney Fees Account." The escrow agent shall deposit a sum equal

169 to up to, but in no event exceeding, an amount equal to 20% of Manitowoc County's proceeds
170 from the Settlement Agreements into the Attorney Fees Account. If the payments to Manitowoc
171 County are not enough to fully fund the Attorney Fees Account as provided herein because such
172 payments are made over time, the Attorney Fees Account shall be funded by placing up to, but in
173 no event exceeding, an amount equal to 20% of the proceeds from the Settlement Agreements
174 attributable to Local Governments (as that term is defined in the Allocation MOU) into the
175 Attorney Fees Account for each payment. Funds in the Attorney Fees Account shall be utilized
176 to pay the fees, costs, and disbursements owed to the Law Firms pursuant to the engagement
177 agreement between Manitowoc County and the Law Firms provided, however, the Law Firms shall
178 receive no more than that to which they are entitled under their fee contract when considering the
179 amounts paid the Law Firms from the fee fund established in the Settlement Agreements and
180 allocable to Manitowoc County. The Law Firms may make application for payment from the
181 Attorney Fees Account at any time and Manitowoc County shall cooperate with the Law Firms in
182 executing any documents necessary for the escrow agent to make payments out of the Attorney
183 Fees Account; and
184

185 BE IT FURTHER RESOLVED that all actions heretofore taken by the board of supervisors
186 of the county of Manitowoc and other appropriate public officers and agents of Manitowoc County
187 with respect to the matters contemplated under this Resolution are hereby ratified, confirmed, and
188 approved.

Dated this 21st day of December 2021.

Respectfully submitted by the
Executive Committee

Jim Brey, Chair

FISCAL IMPACT: Undeterminable. Under the terms of the agreements resolved herein, Manitowoc County is to receive \$3,948,777.09 less an unknown amount in attorneys' fees.

FISCAL NOTE: Reviewed and approved by Finance Director. _____

LEGAL NOTE: This resolution amends the budget and requires a two-thirds vote of the entire county board. Reviewed and approved as to form by Corporation Counsel. _____

APPROVED: _____ Date
Bob Ziegelbauer, County Executive

