

Lepple, Kelly

From: DON POHLMAN <donpohlman@frontier.com>
Sent: Monday, June 13, 2016 3:35 PM
To: Lepple, Kelly
Subject: July 13th EWCRC Meeting in Plymouth - Location Notice

Importance: High

*

Good Afternoon Kelly,

Please be advised that we will host the July 13th EWCRC meeting at our NEW Plymouth Utilities Conference Room located on County Highway PP on the south side of Plymouth instead of the Fire Department.

- 900 County Road PP, (halfway between Hwy 67 on the west and Hwy 57 on the east). Big brick building on north side of road next to farm fields.

Thanks,

Don

**EAST WISCONSIN COUNTIES RAILROAD CONSORTIUM
FUNDS ON DEPOSIT AS OF JUNE 30, 2016**

**PREPARED FOR THE JULY 13, 2016 EWCRC MEETING
LANDMARK CREDIT UNION – JUNEAU**

CHECKING ACCOUNT

Date/Activity	Total Amount Of Income/ Expenditures/ Transfers	Balance
Balance as of April 30, 2016.....	\$ 1,000.00
 <u>DEPOSITS:</u>		
May 11, 2016 – Dodge, Columbia, Fond du Lac, Green Lake, Milwaukee, Ozaukee, Sheboygan, Washington, and Winnebago County 2016 EWCRC Member County Contribution (\$25,000 from each county).	\$225,000.00	Transferred <u>to</u> LGIP
May 11, 2016 – Winnebago County 2014 EWCRC Member County Contribution.	\$ 25,000.00	Transferred <u>to</u> LGIP
June 1, 2016 – WSOR 2016 1st and 2nd Quarter Rent	\$ 10,402.42	Deposit to Checking Account Only
June 1, 2016 – Transfer of Money from the LGIP EWCRC Investment Account to EWCRC Checking Account. (Remaining balance due to WSOR for Invoice No. 2 from WSOR for the Fairwater to Markesan Rehabilitation Project in the amount of \$25,000 – Winnebago Co. 2014 Member County Contribution).	<u>\$ 14,597.58</u> \$ 25,000.00	Transferred <u>from</u> LGIP
June 1, 2016 – Transfer of Money from the LGIP EWCRC Investment Account to EWCRC Checking Account. (Payment of Invoice from Dodge County Finance Department for Services Rendered in 2015)	\$ 1,350.00	Transferred <u>from</u> LGIP
June 1, 2016 – Transfer of Money from the LGIP EWCRC Investment Account to EWCRC Checking Account. (Payment of Invoice from Dodge County Corporation Counsel Department for Services Rendered in 2015)	\$ 3,212.66	Transferred <u>from</u> LGIP
TOTAL DEPOSITS.....	\$ 279,562.66

EXPENDITURES:

June 1, 2016 – Invoice No. 2 from WSOR for the Fairwater to Markesan Rehabilitation Project. (Remaining balance due to WSOR for Invoice No. 2 from WSOR for the Fairwater to Markesan Rehabilitation Project – Winnebago Co. 2014 Member County Contribution – Check No. 1137)	\$ 25,000.00
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East Wisconsin Counties Railroad Consortium
 Funds On Deposit – Landmark Credit Union – Juneau
 As of June 30, 2016 – Prepared for July 13, 2016 EWCRC Meeting
 Page 2 of 2

June 1, 2016 – Invoice of Dodge County Finance Department \$ 1,350.00
 for services in recordkeeping, account assistance in 2015
 (Check No. 1138).

June 1, 2016 – Invoice of Dodge County for Services \$ 3,212.66
 Provided by the Corporation Counsel Office in 2015 (Check
 No. 1139).

TOTAL EXPENDITURES \$ **29,562.66**

TRANSFERS TO LOCAL GOVERNMENT

INVESTMENT POOL:

May 11, 2016 – Dodge, Columbia, Fond du Lac, Green Lake, \$225,000.00
 Milwaukee, Ozaukee, Sheboygan, Washington, and
 Winnebago County 2016 EWCRC Member County
 Contribution (\$25,000 from each county – Check No. 1136)

May 11, 2016 –Winnebago County 2014 EWCRC Member \$ 25,000.00
 County Contribution.

TOTAL TRANSFERS..... \$ **250,000.00**

June 30, 2016 – BALANCE IN CHECKBOOK \$ **1,000.00**

TOTAL EWCRC MONEY ON DEPOSIT IN LOCAL \$369,158.65
GOVERNMENT INVESTMENT POOL
 (as of June 30, 2016)

**Minutes of the
East Wisconsin Counties Railroad Consortium
Meeting of May 11, 2016**

East Wisconsin Counties Railroad Consortium Meeting was called to order by Chairman Rick Gundrum on May 11, 2016, at 10:00 a.m., at the Ozaukee County Administration Center Auditorium, 121 W. Main Street, Port Washington, Wisconsin.

Certification Of Public Notice: Kelly L. Lepple certified that the notice of this meeting complies with all applicable requirements of Wisconsin's open meetings law.

Roll call was taken.

Present: Kenneth Hutler and James E. Foley, Columbia County; Russell Kottke, Dodge County; Joseph Koch and Karen Madigan, Fond du Lac County; Thomas E. Winker and Donald Dohrwardt, Ozaukee County; Richard Bemis, Mark Winkel, and Jim Glavan, Sheboygan County; Rick Gundrum and Jeff Schleif, Washington County; and Joel Rasmussen, Winnebago County.

Excused: Harold Johnson, Dodge County; Vicki Bernhagen and Rich Slate, Green Lake County; Steve F. Taylor and Khalif Rainey, Milwaukee County; Daniel Goetz, Washington County; and Ron Hardy, Winnebago County.

Others Present: Tom Meaux, Ozaukee County Administrator; Don Pohlman, Mayor for the City of Plymouth; Ken Lucht, WSOR; Rich Kedzior, WisDOT; Charles Beck, Spectator; and, Kelly L. Lepple, Recording Secretary.

Public Comment: Ozaukee County Administrator Tom Meaux, welcomed everyone to Ozaukee County. Don Pohlman, Mayor for the City of Plymouth, thanked the EWCRC for its support of freight rail service and for its efforts to improve and expand freight rail service in Wisconsin.

Approval of Minutes of November 11, 2015: Motion by Winker/Schleif to approve the minutes of the November 11, 2015 meeting, as presented. Motion carried by unanimous vote.

Financial Report: Russell Kottke reported the following: The balance in the checkbook as of October 31, 2015, was \$1,000. Deposits were \$200,000. Expenditures were \$200,000. There were no transfers. As of April 30, 2016, the balance in the checkbook was \$1,000. Total EWCRC money on deposit in the Local Government Investment Pool as of April 30, 2016, is \$369,033.17. Motion by Madigan/Koch to approve the Financial Report. Motion carried by unanimous vote.

Consider, discuss, and take action on EWCRC annual Financial Statement for 2014 prepared by the Dodge County Finance Department: There was consideration of and discussion about the EWCRC annual Financial Statement for 2014 prepared by the Dodge County Finance Department. Motion by Rasmussen/Dohrwardt to approve the 2014 EWCRC Annual Financial Statement as presented in written form. Motion carried by unanimous vote.

Consider, discuss, and take action on EWCRC annual Financial Statement for 2015 prepared by the Dodge County Finance Department: There was consideration of and discussion about the EWCRC annual Financial Statement for 2015 prepared by the Dodge County Finance Department. Motion by Winker/Schleif to approve the 2015 EWCRC annual Financial Statement as presented in written form. Motion carried by unanimous vote.

Consider, discuss, and take action to authorize and direct the Dodge County Finance Department to make an oral presentation of the EWCRC Annual Financial Statements for 2014 and 2015: There was consideration of and discussion about authorizing and directing the Dodge County Finance Department to make an oral presentation of the EWCRC Annual Financial Statements for 2014 and 2015. It was the consensus of the Board of Directors of the EWCRC to not authorize and direct the Dodge County Finance Department to make an oral presentation of the EWCRC Annual Financial Statements for 2014 and 2015.

Consider, discuss, approve, and authorize payment of invoice of Dodge County for services provided by the Dodge County Finance Department in 2015: There was consideration of and discussion about the statement for services that was presented for payment from Dodge County, in the amount of \$1,350, for services provided by the Dodge County Finance Director and staff, in recordkeeping, accounting assistance, and in preparing the EWCRC Annual Financial Report for 2014, and in preparing the EWCRC Annual Financial Report for 2015. Motion by Dohrwardt/Rasmussen to approve payment of this invoice and to authorize and direct the Office of Dodge County Corporation Counsel to send payment to Dodge County, in the amount of \$1,350, for services provided by the Dodge County Finance Director and staff, in recordkeeping, accounting assistance, and in preparing the EWCRC Annual Financial Report for 2014, and in preparing the EWCRC Annual Financial Report for 2015. Motion carried by unanimous vote.

Consider, discuss, approve, and authorize payment of invoice of Dodge County for services provided by the Dodge County Corporation Counsel Office in 2015: There was consideration of and discussion about the statement for services that was presented for payment from Dodge County, in the amount of \$3,212.66, for services provided by the Dodge County Corporation Counsel and staff in 2015. Motion by Bemis/Koch to approve payment of this invoice and to authorize and direct the Office of Dodge County Corporation Counsel to send payment to Dodge County, in the amount of \$3,212.66, for services provided by the Dodge County Corporation Counsel and staff in 2015. Motion carried by unanimous vote.

Consider, discuss, and take action to authorize and direct the Dodge County Corporation Counsel to apply Winnebago County's 2014 member county contribution to EWCRC's second invoice for the Fairwater to Markesan continuous welded rail rehabilitation project: There was consideration of and discussion about authorizing and directing the Dodge County Corporation Counsel to apply Winnebago County's 2014 member county contribution to EWCRC's second invoice for the Fairwater to Markesan continuous welded rail rehabilitation project. Motion by Winker/Schleif to authorize and direct the Office of Dodge County Corporation Counsel to apply Winnebago County's 2014 member county contribution to EWCRC's second invoice for the Fairwater to Markesan continuous welded rail rehabilitation. Motion carried by unanimous vote.

Consider and discuss election of officers to be held at the July 13, 2016 EWCRC meeting: Rick Gundrum reported that election of officers will take place at the July 13, 2016 EWCRC meeting. A copy of the Bylaws of the EWCRC will be included in the July 13, 2016, meeting packet.

Consider, discuss, and take action on Report of WisDOT, Bureau of Railroads and Harbors: Rich Kedzior made the following oral report: The Markesan Subdivision rehabilitation project is going well. Track engineers have inspected the progress of the installation of the continuous welded rail, and the track engineers are pleased with the work done by Northshore Track. Installation of the continuous welded rail should be complete in the next few weeks and surfacing work will begin in another month or so after that.

WisDOT has had ongoing coordination with the City of Oshkosh to construct a new loading station in the City of Oshkosh with the help of a T grant. This construction project is still in the design phase, and the City of Oshkosh is still deciding on a site. The primary user of this new loading station will be Oshkosh Corporation to transport military vehicle parts.

Rich gave an oral report regarding the Great Lakes Basin Railroad Proposal. The principal purpose of the proposed rail line is to provide Class I railroads and regional railroads utilizing the Chicago metropolitan terminal area with more efficient options to route trains around the city. WisDOT is working on a formal response to the Environmental Impact Statement. The Great Lakes Basin Railroad Proposal is currently in the scoping phase and the Surface Transportation Board is accepting comments on the proposal for the scoping phase through June 15, 2016. Communities and railroad organizations are encouraged to provide comment to the Surface Transportation Board if the proposal would have any impact on its communities.

Consider, discuss, and take action on report of WSOR: Ken Lucht reported the following: The Markesan Subdivision continuous welded rail rehabilitation project is expected to be completed by this summer or early fall of 2016.

The 2015 Capital Rehabilitation Plan, which the EWCRC approved in November of 2015, included reconstruction of 8 bridges and the rehabilitation of two at-grade crossings. Jay Road and Sunset Bay at-grade crossings are completed. The reconstruction of four bridges on the Oshkosh Subdivision have been completed. WSOR has four bridges yet to be completed and work will start in June of 2016, with hope to be completed by August of 2016. WSOR expects to send to the EWCRC its first invoice for this rehabilitation project within the next 30 to 60 days. This rehabilitation project will be broken up into two billings with the final billing to come in August or September of 2016.

A high wide tractor trailer collided with the bridge over State Highway 33 located in Iron Ridge, and moved the superstructure three inches, causing a total damage valued at \$300,000. The motor carrier was insured, but the cargo was not insured. The tractor trailer was cut in half. The cargo being carried was equipment used for logging. The debris from this incident impacted another tractor trailer and flattened all of its tires. WisDOT is working with fleet management to see if the high wide tractor trailer had proper permits. The bridge will be out of service for a few days.

Ken Lucht distributed to all members of the EWCRC a photo of an Oshkosh transload site. February 10, 2016, was the grand opening of the Oshkosh transload site. Roofing granules and animal fat are currently being transloaded at this site.

The Sheboygan Falls Subdivision is in service. November 23, 2015, was the ribbon cutting and presentation of the Sheboygan Falls Subdivision. Mostly fertilizer and plastic are being transported. 100 acres is being designated for future industrial development.

Railroads were under attack through legislative proposal that would allow trespassing anywhere at any time on railroad property. 2015 Assembly Bill 876 was supported by outdoor recreationalists in western Wisconsin. This bill passed in the Assembly. 2015 Assembly Bill 876 did not get a hearing in the Senate so it did not pass in this session. The Governor is not in support of this Bill. This Bill would allow anyone to walk along railroad tracks at any time and it would be legal. People should cross at designated locations, and at at-grade crossings.

The Federal government has implemented that all commuting commuter railroad agencies and companies implement Positive Train Control (PTC) technology on infrastructure, wayside of railroad right-of-ways, and inside of locomotive engines to address safety issues regarding two trains colliding with each other. PTC is

digital technology that will sense a collision coming up and will shut the engine down and takes controls out of the hands of the engineer. This is a \$12-\$16 billion dollar project that is unfunded. The deadline is extended to 2020. This is a new type of technology and it is untested. Everything has to be developed from scratch, including software. All railroad company software has to connect with other railroad company's software. This is to protect citizens.

On February 1, 2016, WSOR submitted applications for the following projects through the Freight Railroad Preservation Program (FRPP): 1) Match funding for a federal tiger grant, for an approximately \$12.7 million grant, with a total project cost of approximately \$26 million, for infrastructure upgrades from Madison to Spring Green to replace approximately 800 ties per mile, the installation of 35 miles of new continuous welded rail, and replacing culverts and at-grade crossings; 2) \$16 million for annual bridge replacement program; 3) funding for a continuous welded rail rehabilitation project on the Fox Lake Subdivision between Walworth, Wisconsin, and the State line; and, 4) funding for a Phase I continuous welded rail rehabilitation project on the Oshkosh Subdivision.

Consider, discuss, and take action on WSOR 2016 Capital Rehabilitation Plan: Ken Lucht provided to all members of the EWCRC a handout outlining the WSOR 2016 Capital Rehabilitation Plan. Ken Lucht summarized WSOR's 2016 Capital Rehabilitation Plan, described the many rehabilitation projects that are included in WSOR's 2016 Capital Rehabilitation Plan, and stated the sources of funding for each project. WSOR's 2016 Capital Rehabilitation Plan includes the following projects: 1) A tie replacement project between Pickett and Brandon; WSOR is funding this rehabilitation project entirely with its own funds, in the amount of approximately \$1.2 million, to replace approximately 9,000 ties. There is no state grant or consortium match for this rehabilitation project. 2) Rehabilitation of 8 bridges on the Oshkosh Subdivision, consisting of 3 bridges on the Cambria rail line, 1 bridge on the Gibson Spur, and 4 bridges on the Plymouth rail line; 3) Three culvert replacements on the Milwaukee Subdivision and on the Markesan Subdivision; and, 4) Reconstruction of the rail line located on Elizabeth Street in Plymouth.

Date, time, and place of next meeting (September 14, 2016): The next regular EWCRC meeting will be held on September 14, 2016, at 10:00 a.m. Sheboygan County will host the meeting.

Motion by Bemis/Schlieff to adjourn. Motion carried by unanimous vote.

Meeting adjourned at 11:08 a.m.

Respectfully submitted,

Joseph W. Koch, Secretary

Disclaimer: These are draft minutes. These draft minutes may be approved, amended, or corrected at the next meeting of the East Wisconsin Counties Railroad Consortium.

Corey, John

From: David Owens <David.Owens@co.washington.wi.us>
Sent: Monday, June 20, 2016 11:16 AM
To: klucht@watcocompanies.com
Cc: Corey, John
Subject: FW: WSOR / WisDOT Annual Financial Presentation - June 21, 2016 at 1pm

Ken,

I will be attending the presentation of WSOR's 2015 financial report on June 21 at 1 p.m. at the Hill Farms State Transportation Building in Madison. If there is any other details I may need such as a specific room number or anything else, please let me know.

Thank you,

David Owens, CPA
Assistant Finance Director
Washington County, Wisconsin
david.owens@co.washington.wi.us
Ph. 262-335-6859
Fax 262-335-6878

From: Margaret Hamers
Sent: Friday, June 17, 2016 4:07 PM
To: David Owens
Subject: FW: WSOR / WisDOT Annual Financial Presentation - June 21, 2016 at 1pm

Dave – is this something you would be able to attend? I'm not sure how much interaction highway has with the regional railroad, but with your auditing background I think you would have the skillset necessary. Normally Dodge County attends but is unable to this year. And they are hoping someone from Washington County can attend this year.

Rick forwarded me some additional information that I will forward as well. It's in Madison, but you could use one of the County cars I think to get there. Let me know your thoughts.

Thanks,
Margie

From: Ken Lucht [<mailto:klucht@watcocompanies.com>]
Sent: Tuesday, June 07, 2016 1:40 PM
To: Alan Sweeney <asweeney@agristar.net>; Mary Penn <m.penn@swwrpc.org>; Corey, John <JCorey@co.dodge.wi.us>
Subject: WSOR / WisDOT Annual Financial Presentation - June 21, 2016 at 1pm

Alan, Mary and John,

The WSOR will present our 2015 Financial Report to WisDOT on June 21 at 1pm, in accordance with our operating agreements with WRRTC, PRTC & EWCR. We welcome a small group of RTC members to come and participate and ask any questions. The presentation will be at the Hill Farms State Transportation Building in Madison, WI.



Washington County Finance Department

Invoice #062116-EWCRC

432 E. Washington Street, West Bend, WI 53095-7986
PHONE (262)335-4328 FAX (262)335-6878

To: EWCRC
c/o John Corey
Dodge County Admn. Building
127 E. Oak St. - 4th Floor
Juneau, WI 53039-1329

Invoice Date: 6/22/16

Expenses related to attendance of David Owens at WSOR presentation of financial statements at meeting on 6/21/16 at Hill Farms State Office Building in Madison.

Hourly rate (6.0 hours x \$44.12)	\$ 264.72
Mileage (157 round-trip miles x \$0.540/miles)	84.78
Meals (lunch in Madison)	<u>9.91</u>
Total Due	<u>\$ 359.41</u>

Please make check payable to
"WASHINGTON COUNTY TREASURER"
Remit to the address below.

Account Number: 1400001.398002

RECEIVED
IN THE OFFICE OF
CORPORATION COUNSEL

JUN 2 - 2016

DODGE COUNTY, WIS

PLEASE SEND A COPY OF THE INVOICE ALONG WITH REMITTANCE
TO: WASHINGTON COUNTY
PO BOX 1986
WEST BEND, WI 53095

Corey, John

From: Wisconsin Railroad Association
<sl=wisconsinrailroadassociation.com@mail69.atl11.rsgsv.net> on behalf of Wisconsin
Railroad Association <sl@wisconsinrailroadassociation.com>
Sent: Monday, June 13, 2016 10:12 AM
To: Corey, John
Subject: SAVE THE DATE: Wisconsin Freight Rail Day 2016

SAVE THE DATE

Wisconsin Railroad Association's

10th annual

FREIGHT RAIL DAY

October 19th, 2016

Lambeau Field - Legends Club Room

Green Bay, WI



*More information coming soon regarding
sponsorships, registration, agenda, speakers and accommodations.*

Please direct Freight Rail Day questions to:
Shari Liebe | sl@wisconsinrailroadassociation.com | 608-512-1280

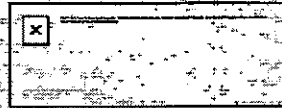
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Our mailing address is:

Wisconsin Railroad Association
44 E. Mifflin Street, Suite 305
Madison, WI 53703

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BYLAWS OF THE
EAST WISCONSIN COUNTIES RAILROAD CONSORTIUM

ARTICLE I – OFFICES

The principal office of the Consortium shall be located in the Office of the Corporation Counsel in Dodge County, Wisconsin.

ARTICLE II – BOARD OF DIRECTORS

SECTION 1 – GENERAL POWERS.

Business affairs of the Consortium shall be managed by its Board of Directors.

SECTION 2 – DIRECTORS AND TERM.

The Board of Directors of the East Wisconsin Counties Railroad Consortium shall consist of two (2) members from each of the Boards of Supervisors of Columbia, Dodge, Fond du Lac, Green Lake, Milwaukee, Ozaukee, Sheboygan, Washington, and Winnebago Counties.

The term of office of each director shall be for two (2) years, unless the appointment is for the remainder of an unexpired term.

SECTION 3 – APPOINTMENT.

The appointments shall be made by the County Boards for Columbia, Dodge, Green Lake, Ozaukee, Sheboygan and Washington Counties, and by the County Executives for Milwaukee, Winnebago and Fond du Lac Counties. All such appointments are subject to confirmation as provided by law. Each member appointed by a County shall be a resident of that County and shall be a member of the Board of Directors of the Consortium only so long as he or she shall remain a member of the County Board.

SECTION 4 – VACANCIES.

Vacancies for any unexpired term of any member of the Board of Directors shall be filled in the same manner as original appointments.

SECTION 5 – QUORUM.

The quorum is defined as more than fifty (50%) percent of all members present at a regular meeting or a properly called and noticed special meeting.

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SECTION 6 – MANNER OF ACTING.

The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law.

SECTION 7 – COMPENSATION.

The compensation and reimbursement for members of the Board of Directors shall be determined and paid by each participating County as to its own representatives to the Board.

SECTION 8 – COMMITTEES.

The Chair of the Board of Directors may, with the approval of the Board of Directors, from time to time appoint such committees and assign such duties to said committees as may be necessary for the good of the Consortium.

The time and method of the reports of such committees shall be established by the Chair at the time the committees are appointed.

ARTICLE III – MEETINGS

SECTION 1 – ANNUAL MEETING.

The annual meeting of the Consortium shall be held in conjunction with the July meeting of the Board of Directors.

SECTION 2 – REGULAR MEETINGS.

The regular meeting date of the Board of Directors shall be decided by the board at the annual meeting, however, the Board of Directors may vote to omit specific monthly meetings if there is not sufficient business to come before such meeting. The Board may vote to leave it to the discretion of the Chair to omit one or more regular monthly meetings.

SECTION 3 – SPECIAL MEETINGS.

A special meeting of the Board of Directors may be called upon ten (10) days written notice as to the time and place of said meeting from the Chair or from the secretary, or from any three (3) members of the Board of Directors.

SECTION 4 – OPEN MEETING LAW.

Meetings of the Board, or any committees thereof, shall comply with the open meeting laws of the State of Wisconsin now in effect or hereinafter in effect.

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SECTION 5 – PLACE OF MEETING.

The Board of Directors may designate any place within any of the nine member counties of the Consortium as the place of meeting for any annual meeting or for any regular meeting, or any special meeting called by the Board of Directors. If no special designation is made by the Board of Directors, the regular meeting place of the Board of Directors shall be the County Board Room located in Dodge County, Wisconsin.

ARTICLE IV – OFFICERS

SECTION 1 – NUMBER.

The principal officers of the Consortium shall be a Chair, a Vice Chair, a Secretary and a Treasurer. Such other officers as may become necessary may be appointed by a vote of the Board of Directors at a properly convened meeting of the Board of Directors.

SECTION 2 – ELECTION, TERM OF OFFICE AND SUCCESSION.

The officers of the Consortium shall be elected by the Board of Directors at the annual meeting in even-numbered years. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. Each officer shall hold office until his successor shall have been duly elected or until he shall resign or have been removed in the manner herein provided.

The Chair and Vice Chair shall be elected for two-year terms. The Chair and Vice Chair will not serve more than 2 consecutive, 2-year terms.

The Chair, Vice Chair, Secretary, and Treasurer shall not represent the same county.

The Secretary and Treasurer shall be elected for two-year terms and may succeed themselves.

In the event of a tie vote, the winner will be determined by the toss of a coin with the more senior member of the consortium calling the toss.

SECTION 3 – VACANCIES.

A vacancy in any principal office because of death, resignation, or removal, disqualification, or otherwise, shall be filled by the Board of Directors, following the election rules as outlined above, for the unexpired term.

139 **SECTION 4 – CHAIR.**

140
141 The Chair shall be the chief executive officer of the Consortium and shall supervise all of
142 the business and affairs of the Consortium. The Chair shall preside at all meetings of the
143 Consortium. The Chair may be authorized by the Board of Directors to sign, execute and
144 acknowledge on behalf of the Consortium, all deeds, mortgages, notes, bonds, contracts, leases,
145 reports and other documents or instruments necessary or proper to be executed in the course of
146 the business of the Consortium, or which have been duly authorized by a resolution or motion of
147 the Board of Directors.

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149 **SECTION 5 – VICE CHAIR.**

150
151 In the absence of the Chair, or in the event of the Chair’s death, inability or refusal to act,
152 the Vice Chair shall perform the duties of the Chair and when so acting will have the powers of,
153 and be subject to, all restrictions of the Chair.

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155 **SECTION 6 – SECRETARY.**

156
157 The secretary of the Consortium shall keep the minutes of the meeting of the Board of
158 Directors in one or more books provided for that purpose; draw and sign all orders upon the
159 treasurer in the manner provided by s. 66.042, Wisconsin Statutes, and keep a full account
160 thereof with the appropriate books; see that all notices are duly given in accordance with the
161 directions of the Board of Directors or as required by law. Make reports required from the
162 Consortium to agencies, commissions, departments or offices of the State of Wisconsin, or the
163 United States of America, unless the same is required to be filled in by the Chair or the treasurer;
164 and in general perform all duties incident to the office of the secretary and have such other duties
165 and exercise such authority from time to time as may be delegated or assigned to the secretary by
166 the Board of Directors.

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168 If any of the above duties are fulfilled at the time of the meeting by a consortium
169 employee, the secretary shall oversee such recording.

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171 The secretary of the Consortium shall attend all meetings of the Board of Directors, keep
172 a record of the proceeding and reduce records to written minutes and keep them as a permanent
173 record. In the absence of the secretary, the Board may designate one of the members to act as
174 secretary.

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176 **SECTION 7 – TREASURER.**

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178 The treasurer shall have charge and custody of and be responsible for all funds and
179 securities of the Consortium, receive and give receipts for monies due and payable to the
180 Consortium from any source whatsoever and deposit all such monies in the name of the
181 Consortium in such banks, trust companies or other depositories as shall be selected or
182 designated by the Board of Directors and disburse such funds from time to time in the manner
183 hereinafter provided and in general perform all the duties incident to the office of treasurer and
184 have such other duties and exercise such other authority as from time to time may be delegated

185 or assigned to the treasurer by the Board of Directors. The treasurer shall keep a detailed
186 account in suitable books in such manner as the Board of Directors shall direct.
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188 If any of the above duties are fulfilled at the time of the meeting by a consortium
189 employee, the Treasurer shall oversee those duties.
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192 **ARTICLE V – CONTRACTS, CHECKS, LOANS AND DEPOSITS**
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195 **SECTION 1 – CONTRACTS.**
196

197 The Board of Directors may authorize the Consortium to enter into any contract or
198 execute and deliver any instrument in the name of or on behalf of the Consortium. Contracts of
199 the Consortium shall be in the name of the Consortium and shall be signed by its chairman and
200 its secretary.
201

202 **SECTION 2 – CHECKS, DRAFTS, ETC.**
203

204 All checks, drafts or other orders for the payment of money, notes or other evidence of
205 indebtedness issued in the name of the Consortium shall be signed by such officer or officers of
206 the Consortium in such a manner as shall from time to time be determined by or under the
207 authority of a resolution of the Board of Directors.
208

209 **SECTION 3 – LOANS.**
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211 No loans shall be contracted on behalf of the Consortium and no evidence of
212 indebtedness shall be issued in its name unless authorized by or under the authority of a
213 resolution of the Board of Directors. Such authorization may not be general, but must be
214 confined to specific instances.
215

216 **SECTION 4 – DEPOSITS.**
217

218 The Board of Directors shall designate a public depository for all its accounts. All funds
219 of the Consortium, not otherwise employed, shall be deposited from time to time to the credit of
220 the Consortium in such banks, trust companies or other depositories as may be selected by and
221 under the authority of the Board of Directors.
222

223 **SECTION 5 – ACCOUNTING SYSTEM.**
224

225 The Board of Directors shall maintain a system of accounting in conformity with
226 generally accepted accounting methods appropriate for railroad utilities, but may adjust such
227 accounting methods in order to facilitate reporting and accounting to a federal or state agency, if
228 required. An annual audit shall be conducted in the manner provided by the Board of Directors
229 and copies of such annual audit shall be furnished to the Clerk of each of the Counties hereunder.

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ARTICLE VI – FISCAL YEAR

The fiscal year of the Consortium shall begin on the first day of January and end on the thirty-first day of December in each year.

ARTICLE VII – AMENDMENTS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by the directors at any annual or special meeting of the directors.