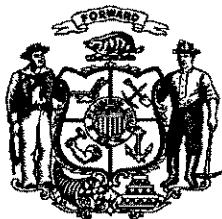


THE STATE OF WISCONSIN

SENATE CHAIR
BRIAN BURKE

317-E Capitol
P.O. Box 7882
Madison, WI 53707-7882
Phone: (608) 266-8535



ASSEMBLY CHAIR
JOHN GARD

308-E Capitol
P.O. Box 8952
Madison, WI 53708-8952
Phone: (608) 266-2343

JOINT COMMITTEE ON FINANCE

MEMORANDUM

To: Members
Joint Committee on Finance

From: Senator Brian Burke
Representative John Gard

Date: February 15, 2002

Re: Green Bay Packer License Plate Report

Attached please find a copy of a Department of Transportation report on the first year sales of the Green Bay Packer license plate, as required by committee action at its December 2000 s.13.10 meeting.

No action is required by the Committee. The report is for your information only.

Please feel free to contact us should you have any questions.

Attachments

BB:JG:dh



Wisconsin Department of Transportation

www.dot.state.wi.us

FEB 13 2002

Scott McCallum
Governor

Gene E. Kussart
Secretary

Office of the Secretary
4802 Sheboygan Ave., Rm. 120B
P.O. Box 7910
Madison, WI 53707-7910

Telephone: 608-266-1113
FAX: 608-266-9912
E-Mail: sec.exec@dot.state.wi.us

February 12, 2002

The Honorable Brian Burke, Co-Chair
Joint Committee on Finance
Room 317 East, State Capitol
P.O. Box 7882
Madison, WI 53707-7882

The Honorable John Gard, Co-Chair
Joint Committee on Finance
Room 308 East, State Capitol
P.O. Box 8952
Madison, WI 53707-8952

Dear Senator Burke and Representative Gard:

During the December 2000 s.13.10 meeting, the Joint Committee on Finance adopted Motion #314 requiring the Department of Transportation (DOT) to prepare a report on the sales of the Green Bay Packer license plate for the first year of plate issuance.

As you recall, 1999 Wisconsin Act 167 created the special group license plate for the Green Bay Packers football team and contained several provisions:

- A \$25 annual fee is collected for first issuance and renewal of the special plate.
- The contribution fee is split between the National Football League licensing fee and the Green Bay Packer Stadium District.
- The Department of Transportation shall receive the first \$35,000 from the plate contributions to cover the initial costs of data processing for this plate.

The Department began accepting applications and contribution funds for the Green Bay Packer license plate in January 2001. DOT reports the following activity from the first year of sales of the Green Bay Packer license plate:

In calendar year 2001, DOT issued 8,357 Green Bay Packer license plates. After payment of the licensing fee and the cost of initial license plate production, the Stadium District earned \$154,794 from these sales. In addition, there were 696 renewals of Green Bay Packer plates in the first year. These renewals generated another \$17,400 of revenue for the Stadium District. In total, for the first year of sales, the Green Bay Packer Stadium District earned revenues of \$172,194. Proceeds from Green Bay Packer plate sales during FY 02 will be forwarded to the Stadium District following the close of the fiscal year.

Sincerely,

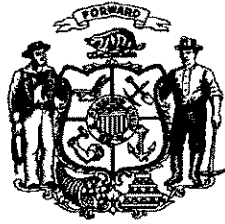
Gene E. Kussart
Secretary

cc: Roger Cross, DOT, Division of Motor Vehicles
Orlando Canto, DOT, Division of Motor Vehicles
Paul Hammer, DOT, Office of Policy and Budget

THE STATE OF WISCONSIN

SENATE CHAIR
BRIAN BURKE

317-E Capitol
P.O. Box 7882
Madison, WI 53707-7882
Phone: (608) 266-8535



ASSEMBLY CHAIR
JOHN GARD

308-E Capitol
P.O. Box 8952
Madison, WI 53708-8952
Phone: (608) 266-2343

JOINT COMMITTEE ON FINANCE

MEMORANDUM

To: Members
Joint Committee on Finance

From: Senator Brian Burke
Representative John Gard

Date: October 22, 2002

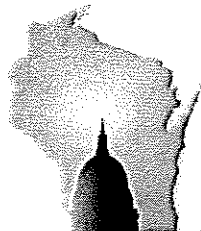
Re: State of Wisconsin Transportation Revenue Bonds, Series A

Attached is a copy of a report from the Department of Administration, pursuant to s. 18.64 (7), Stats. The report specifies the reason for not complying with subsections (2) to (5) of the same section for a specific issue of debt.

The report is being provided for your information only. No formal action is required by the Committee. Please feel free to contact us if you have any questions.

Attachment

BB:JG:ckm

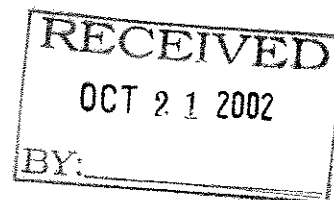


WISCONSIN DEPARTMENT OF
ADMINISTRATION

SCOTT McCALLUM
GOVERNOR
GEORGE LIGHTBOURN
SECRETARY
Office of the Secretary
Post Office Box 7864
Madison, WI 53707-7864
Voice (608) 266-1741
Fax (608) 267-3842
TTY (608) 267-9629

October 18, 2002

The Honorable Brian Burke, Co-Chair
The Honorable John Gard, Co-Chair
Joint Committee on Finance
Madison, WI 53702



Dear Senator Burke, Representative Gard and Members:

This report is required by subsection (7) of 18.64 of the Wisconsin Statutes and specifies the reason for not complying with subsections (2) to (5) of the same section for a specific issue of debt.

On August 22, 2002, the Building Commission approved an authorizing resolution that provided for the sale of \$200,000,000 State of Wisconsin Transportation Revenue Bonds, 2002 Series A (**Bonds**). Pursuant to this authorization, the Capital Finance Director conducted a public sale on October 8, 2002 for the Bonds. This was a public sale conducted pursuant to Subchapter II of Chapter 18. The attached Official Notice of Sale set the terms and conditions of the sale and was available to all potential bidders. The State received four bids for the Bonds.

The Capital Finance Director awarded the Bonds based on the lowest true interest cost rate to the State. The successful underwriters were a syndicate managed by Lehman Brothers. A list of the syndicate members is attached. Since the Department of Commerce does not certify any of the syndicate members as being a minority-owned firm, there is no participation by minority-owned firms in the underwriting of the Bonds.

Underwriting participation by minority owned firms is encouraged. There is a section "Minority Participation" in the Official Notice of Sale and a list of certified minority owned firms, which includes address, phone number, and contact person, was included in the bidding materials made available to each prospective bidder.

Sincerely,


George Lightbourn
Secretary

Enc.

\$200,000,000
State of Wisconsin Transportation Revenue Bonds, 2002 Series A

Underwriting Syndicate

Underwriters:

Book Running Manager:
Lehman Brothers

Managers:

Morgan Stanley
J.P. Morgan Securities Inc.
Banc of America Securities, LLC

Members:

Advest, Inc.
Charles Schwab
A.G. Edwards & Sons, Inc.
Griffin, Kubik, Stephens & Thompson, Inc.
Wachovia Bank, National Association.

REVISED OFFICIAL NOTICE OF SALE

\$200,000,000

STATE OF WISCONSIN TRANSPORTATION REVENUE BONDS, 2002 SERIES A

SEALED AND ELECTRONIC PROPOSALS will be received by the Capital Finance Director, acting on behalf of the State of Wisconsin Building Commission (**Commission**), at the Reception Area, Administration Building, 101 East Wilson Street – 10th Floor, Madison, Wisconsin, until 10:00 a.m. (Central Time) on October 8, 2002, when they will be publicly opened and read, for the purchase of \$200,000,000 State of Wisconsin Transportation Revenue Bonds, 2002 Series A (**2002 Series A Bonds**) on the terms and conditions stated below. Sealed proposals must be delivered to the Reception Area. Electronic proposals must be submitted through Bloomberg Services or Dalcomp/Parity (**Approved Providers**). Sealed proposals will be opened, electronic proposals retrieved, and all proposals publicly announced in the Reception Area shortly after the deadline for proposals.

Terms of 2002 Series A Bonds. The 2002 Series A Bonds will be dated October 15, 2002, and will be payable as to principal either through serial maturities or redemption from mandatory sinking fund payments (as specified by the successful bidder) on July 1 of each year, in the years and principal amounts as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2004	\$ 6,050,000	2014	\$ 9,850,000
2005	6,350,000	2015	10,345,000
2006	6,670,000	2016	10,860,000
2007	7,000,000	2017	11,405,000
2008	7,350,000	2018	11,975,000
2009	7,720,000	2019	12,575,000
2010	8,105,000	2020	13,205,000
2011	8,510,000	2021	13,865,000
2012	8,935,000	2022	14,560,000
2013	9,385,000	2023	15,285,000

Each bid must specify whether the principal amount of the 2002 Series A Bonds payable on a particular date will be a payment at maturity of a serial bond or a mandatory sinking fund payment of a term bond. The mandatory sinking fund payments of each term bond shall be on one or more consecutive annual payment dates immediately preceding the maturity date of such term bond. Term bonds may be created with a final maturity either before or after July 1, 2014; however, no term bonds designated to mature on and after July 1, 2014 may contain any sinking fund payments before July 1, 2013. The mandatory sinking fund payment (if any) so specified for any year must be equal to the full principal amount of 2002 Series A Bonds listed in the table above as payable in that year. The same interest rate specified for the nominal maturity of a term bond must also be specified for all mandatory sinking fund payments of such term bond.

The 2002 Series A Bonds will bear interest, payable on July 1, 2003 and semiannually thereafter on the first day of January and July, at such rate or rates per annum as are designated by the successful bidder in its bid. Interest on the 2002 Series A Bonds will be computed on the basis of a 360-day year of twelve 30-day months.

Optional Redemption. The 2002 Series A Bonds maturing in the years 2004 to 2013, inclusive, are not subject to optional redemption. The 2002 Series A Bonds maturing on or after July 1, 2014 are subject to redemption at the option of the Commission on July 1, 2013 or any date thereafter, in whole or in part, in integral multiples of \$5,000. In the event of partial redemption, the Commission shall direct the maturity or maturities and the amount thereof so to be redeemed. The redemption price for 2002 Series A Bonds redeemed prior to their stated dates of maturity shall be equal to 100% of the principal amount of the 2002 Series A Bonds so redeemed, plus accrued interest to the date of redemption.

Mandatory Sinking Fund Redemption. The 2002 Series A Bonds of certain maturities will be subject to mandatory redemption prior to their respective stated maturity dates, in part, from mandatory sinking fund payments, to the extent the successful bidder so specifies in its bid. In such event, the redemption price shall be equal to 100% of the principal amount of the 2002 Series A Bonds so redeemed, plus accrued interest to the date of redemption.

Book-Entry. The 2002 Series A Bonds will be issued as fully registered bonds without coupons and, when issued, will be registered only in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York (DTC). DTC will act as securities depository of the 2002 Series A Bonds. A single 2002 Series A Bond certificate for each separate maturity will be issued to DTC and immobilized in its custody. Individual purchases will be made in book-entry-only form pursuant to the rules and procedures established between the DTC and its participants, in the principal amount of \$5,000 and integral multiples thereof. Individual purchasers will not receive certificates evidencing their ownership of the 2002 Series A Bonds purchased. Bank One Trust Company, National Association, (**Trustee**) will deposit the 2002 Series A Bond certificates with DTC as a condition of the closing. The Trustee will make payments of principal and interest on the 2002 Series A Bonds on the dates set forth above, to DTC or its nominee as registered owner of the 2002 Series A Bonds in same-day funds. Transfer of payments to participants of DTC will be the responsibility of DTC; transfer of payments to beneficial owners by DTC participants will be the responsibility of the participants and other nominees of beneficial owners, all as required by rules and procedures of DTC and the participants. No assurance can be given by the Trustee or the State that DTC, its participants, and other nominees of beneficial owners will make prompt transfer of the payments. The Trustee and the State assume no liability for failures of DTC, its participants, and other nominees of beneficial owners to promptly transfer the payments to beneficial owners of the 2002 Series A Bonds.

Notice to Securities Depository. Notices, if any, given by the Trustee or the State to the securities depository are redistributed in the same manner as are payments. The Trustee and the State assume no liability for the failure of the securities depository, its participants, or other nominees of beneficial owners to promptly transfer said notices to the beneficial owners of the 2002 Series A Bonds. The Trustee and the State are not responsible for supervising the activities or reviewing the records of the securities depository or its direct and indirect participants.

Successor to Securities Depository. In the event that the relationship with the current securities depository is terminated and the Commission does not appoint a successor securities depository, the Commission will prepare, authenticate, and deliver, at its expense, fully registered certificated 2002 Series A Bonds in the denominations of \$5,000 or any integral multiple thereof, in the aggregate principal amount of 2002 Series A Bonds of the same maturities and interest rates then outstanding, to the beneficial owners of the 2002 Series A Bonds as identified to the Commission by the securities depository and its participants.

Purpose and Pledge. The State has previously issued transportation revenue bonds. As of September 15, 2002, there were \$913,120,000 outstanding transportation revenue bonds (**Outstanding Bonds**). The 2002 Series A Bonds will be issued on a parity with the Outstanding Bonds. The 2002 Series A Bonds will be issued senior to the pledge granted to the State of Wisconsin Transportation Revenue Commercial Paper Notes of 1997, Series A (**Notes**), which were also issued pursuant to the General Resolution. As of September 15, 2002, there were \$131,378,000 of Notes outstanding. The 2002 Series A Bonds will be issued pursuant to Subchapter II of Chapter 18 of the Wisconsin Statutes and pursuant to a General Resolution adopted by the Commission on June 26, 1986, as amended by Supplemental Resolutions adopted by the Commission on March 19, 1998 and August 9, 2000, and a Series Resolution adopted by the Commission on August 22, 2002. The 2002 Series A Bonds will be issued to finance the cost of certain State transportation facilities and highway projects and to pay costs of issuance.

Security for the Bonds. The 2002 Series A Bonds will be revenue obligations of the State payable solely from amounts in the Redemption Fund created by the General Resolution. The 2002 Series A Bonds are secured by a first lien pledge of the Program Income, which includes vehicle registration fees authorized under Section 341.25 of the Wisconsin Statutes. *The Bonds are not general obligations of the State, its agencies, and do not constitute "public debt" of the State as used in the Constitution and Statutes of the State.*

Minority Participation. It is the policy of the Commission to endeavor to ensure that 6% of the 2002 Series A Bonds are underwritten by firms that are certified by the State as being minority owned. The Commission urges prospective bidders to obtain from the Commission a list of firms so certified and to include such firms in their bidding group. The Commission further encourages certified minority-owned firms to submit bids directly and to assemble bidding groups for the submission of bids. Minority-owned firms that are not yet certified by the State and wish to be may contact the Wisconsin Department of Commerce, Bureau of Minority Business Development at 608.267.9550.

Offering of Securities. The State offers to sell these securities by competitive bid. In the jurisdictions of Georgia, Illinois, Louisiana, Nebraska, New York, North Dakota, and Vermont, the State's offer is limited to the following: brokers, dealers, banks, savings institutions, trust companies, insurance companies, investment companies as defined in the Investment Company Act of 1940, pension or profit sharing trusts, and other financial institutions, whether the purchaser is acting for itself or in a fiduciary capacity.

Insurance on 2002 Series A Bonds. If the successful bidder obtains a bond insurance policy or a commitment for a policy for the 2002 Series A Bonds, by or on behalf of it or any other member of its underwriting group, the purchase of any such insurance policy or the issuance of any such commitment will be at the sole option and expense of the

successful bidder. The successful bidder will be responsible for working with the Commission in making sure that disclosure information is provided about the bond insurer (for example, through a wrapper to the Official Statement). The successful bidder will also be responsible for the payment of any rating agency fees (other than the rating agency fees for the underlying rating on the 2002 Series A Bonds) and the costs of providing disclosure information about the bond insurer.

The successful bidder will be required, as a condition for delivery of the 2002 Series A Bonds, to certify the amount of the insurance premium and that this premium will be less than the present value of the interest expected to be saved as a result of such insurance. Failure of the bond insurer to issue its policy shall not constitute a failure on the part of the Commission to perform in accordance with the terms of this Revised Official Note of Sale or the bid.

Electronic Bidding. Bidders who intend to submit electronic proposals must submit a signed Agreement About Use of Electronic Bidding Service Provider to the Capital Finance Director prior to the bid opening. The Commission assumes no responsibility or liability for bids submitted through an Approved Provider. Each bidder is solely responsible for paying any fees and making necessary arrangements to access an Approved Provider for purposes of submitting its electronic bid in a timely manner and in compliance with the requirements of this Revised Official Notice of Sale. If any provisions in this Revised Official Notice of Sale conflict with information provided by an Approved Provider, this Revised Official Notice of Sale shall control. Further information about the Approved Providers may be obtained from:

- Bloomberg Services
Bloomberg Business Park
100 Business Park Road
Skillman, NJ 08588-3629
New Issues Desk, 609.279.3250
- Dalcomp/Parity
i-Deal LLC
40 West 23rd, FLR 5
New York, NY 10010
800.850.7422

Revised Official Bid Form and Award. Sealed proposals must be made using the Revised Official Bid Form, and all electronic proposals shall be deemed to incorporate the provisions of the Revised Official Bid Form. The 2002 Series A Bonds will be awarded at the lowest true interest cost rate to the State. The true interest cost rate for each bid will be determined on the basis of present value by doubling the semiannual interest rate, compounded semiannually, necessary to discount the debt service payments to October 15, 2002 and to the price bid. In the event two or more bids specify the same lowest true interest cost rate, then the award will be made to the bidder with the lowest true interest cost rate and the largest minority-owned firm participation, or if such bidders have an equal amount of minority-owned participation, then selection for award will be made among such bidders by the Capital Finance Director by lot.

Each bid shall indicate an interest rate for each maturity and a purchase price for the 2002 Series A Bonds. Each interest rate bid must be a multiple of 0.05%. A bid must be for all the 2002 Series A Bonds and may be for any purchase price not less than 98.5% of the par amount of the 2002 Series A Bonds (\$197,000,000) nor greater than 106% of the par amount of the 2002 Series A Bonds (\$212,000,000). There shall be only one interest rate per maturity. The 2002 Series A Bonds maturing on or after July 1, 2014 may not have an initial offering price less than 98.5% of par. The Capital Finance Director, acting on behalf of the Commission, may waive any informality or irregularity in any bid or condition of this Revised Official Notice of Sale and reject any or all bids.

No later than one-half hour after verbal notification of being the apparent high bidder, the bidder must communicate the "when, as, and if issued" offering prices of all 2002 Series A Bonds to the Capital Finance Office. In the interest of price transparency in the market, the State encourages the successful bidder to promptly disseminate the initial offering prices for all 2002 Series A Bonds.

Bid Deposit. A certified, official, or cashier's check must be provided, or a financial surety bond submitted, for each bid, payable to the order of the State of Wisconsin, in the amount of \$4,000,000. If a check is provided, it must accompany the bid. If a financial surety bond is submitted, it must be from an insurance company licensed to issue such a bond in the State of Wisconsin and acceptable to the Capital Finance Director, and such bond must be submitted to the Capital Finance Office prior to the opening of the bids. The financial surety bond must identify each bidder whose deposit is assured by such bond. Each bidder submitting a financial surety bond should determine for itself that the financial surety bond is submitted prior to the bidding deadline. If the bid is awarded to a bidder that has submitted a financial surety bond, the bidder is required to provide the good-faith deposit in immediately available funds not later than 1:30 p.m. (Central Time) on October 9, 2002. A claim may be made under the financial surety bond in the event that the good-faith deposit is not timely. Bids shall be enclosed in a sealed envelope marked on the outside, in substance, *Bid for State of Wisconsin Transportation Revenue Bonds, 2002 Series A.*

Good-Faith Deposit. The good-faith deposit of the successful bidder will be cashed. All checks of unsuccessful bidders will be returned immediately upon award of the 2002 Series A Bonds. No interest will be allowed on the

amount of the good-faith deposit. The proceeds of the good-faith deposit of the successful bidder will be applied to the purchase price of the 2002 Series A Bonds. In the event that the successful bidder should fail to take up and pay for the 2002 Series A Bonds in compliance with the terms of its bid, the Commission, at its option, may retain the good-faith deposit as liquidated damages or, at its further option, may retain the good-faith deposit as partial payment of actual damages or as security for any other remedy available to the Commission. The amount of the good-faith deposit is to be returned to the successful bidder on the failure of the Commission to perform in accordance with the terms of this Revised Official Notice of Sale and the bid. All bids shall remain firm for five hours after the time specified for the opening of bids, and an award of the 2002 Series A Bonds, or rejection of all bids, will be made by the Capital Finance Director within said period of time.

Certification of Price. The successful bidder shall certify, prior to delivery of the 2002 Series A Bonds, the "issue price" of the 2002 Series A Bonds awarded to such bidder as defined in Section 1274 of the Internal Revenue Code of 1986, as amended.

Closing and Delivery. The closing will be at or about 9:30 a.m. (Eastern Time), on or about October 30, 2002 at a mutually agreeable location. By no later than the day prior to closing, the 2002 Series A Bonds will be delivered through the Trustee to DTC using DTC's Fast Automated Securities Transfer (FAST) System. Payment for the 2002 Series A Bonds must be made by wire in immediately available funds for credit at Bank One Trust Company, National Association at said date and time. Should delivery be delayed beyond 45 days from the date of sale for any reason beyond the control of the State except failure of performance by the successful bidder, the State may cancel the award or the successful bidder may demand return of its good-faith deposit and thereafter its interest in and liability for the 2002 Series A Bonds will cease.

Bond Opinion. The legality of the 2002 Series A Bonds will be approved by Michael Best & Friedrich LLP, bond counsel, whose unqualified approving opinion will be furnished to the successful bidder without cost upon the delivery of the 2002 Series A Bonds. There will also be furnished upon the delivery of the 2002 Series A Bonds the usual closing papers, including a certificate stating that there is no litigation pending or threatened affecting the validity of or security for the 2002 Series A Bonds and a certificate to the effect that the Official Statement prepared in connection with the sale of the 2002 Series A Bonds, as of the date of the Official Statement and as of the date of delivery of the 2002 Series A Bonds, does not contain any untrue statement of a material fact or omit to state any material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading.

Tax Exemption. Under existing law interest on the 2002 Series A Bonds is excluded from gross income for federal income tax purposes. Interest on the 2002 Series A Bonds is not an item of tax preference for purposes of the federal alternative minimum tax.

Continuing Disclosure. In order to assist bidders in complying with Section (b)(5) of Rule 15c2-12 under the Securities Exchange Act of 1934, the State has executed a Master Agreement on Continuing Disclosure and an Amended and Restated Addendum Describing Annual Report for Transportation Revenue Bonds, and will execute a Supplemental Agreement specifically for the 2002 Series A Bonds (**Continuing Disclosure Documents**). The Continuing Disclosure Documents are available to prospective bidders and will be included in the closing papers.

CUSIP Numbers. The 2002 Series A Bonds will contain CUSIP identification numbers, but such numbers shall not constitute a part of the contract for the purchase of the 2002 Series A Bonds, and any error or omission with respect thereto shall not constitute cause for refusal by the purchaser to accept delivery of and pay for the 2002 Series A Bonds in accordance with the terms of the purchaser's bid.

Bidding Documents. The Revised Preliminary Official Statement, which is available electronically at the web site shown below, is in a form which the Commission "deems final" as of October 2, 2002 for purposes of Section (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934 but is subject to revision, amendment, and completion in a final official statement as defined in Section (e)(3) of such rule. The Revised Preliminary Official Statement, Revised Official Bid Form, Revised Agreement About Use of Electronic Bidding Service Provider, and Continuing Disclosure Documents may be obtained from the Capital Finance Office web site at the following address:

www.doa.state.wi.us/debf/capfin/pos.asp

Paper copies of these documents may be obtained from the Capital Finance Office, Department of Administration, Administration Building, 101 East Wilson Street – 10th Floor, Madison, Wisconsin 53703, 608.266.2305, 608.267-7399, 608.267.0374, or capfin@doa.state.wi.us.

Final Official Statements. The Commission will furnish to the successful bidder, without cost, up to 1,000 copies of the final Official Statement within seven business days after the award of the 2002 Series A Bonds.

Dated: October 2, 2002

Frank R. Hoadley
Capital Finance Director