

Res 194

Contract Cover Sheet

Note: Shaded areas are for County Executive review.

Department AIRPORT	Contract/Addendum #: 12557B																				
1. This contract, grant or addendum: <input type="checkbox"/> AWARDS <input checked="" type="checkbox"/> ACCEPTS	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%;">Contract</th> <th style="width: 50%;">Addendum</th> </tr> <tr> <td colspan="2" style="text-align: center; font-size: small;">If Addendum, please include original contract number</td> </tr> <tr> <td><input type="checkbox"/> POS</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Grant</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Co Lease</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Co Lessor</td> <td><input checked="" type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Intergovernmental</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Purchase of Property</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Property Sale</td> <td><input type="checkbox"/></td> </tr> <tr> <td><input type="checkbox"/> Other</td> <td><input type="checkbox"/></td> </tr> </table>	Contract	Addendum	If Addendum, please include original contract number		<input type="checkbox"/> POS	<input type="checkbox"/>	<input type="checkbox"/> Grant	<input type="checkbox"/>	<input type="checkbox"/> Co Lease	<input type="checkbox"/>	<input type="checkbox"/> Co Lessor	<input checked="" type="checkbox"/>	<input type="checkbox"/> Intergovernmental	<input type="checkbox"/>	<input type="checkbox"/> Purchase of Property	<input type="checkbox"/>	<input type="checkbox"/> Property Sale	<input type="checkbox"/>	<input type="checkbox"/> Other	<input type="checkbox"/>
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<input type="checkbox"/> Other	<input type="checkbox"/>																				
2. This contract is discretionary <input type="checkbox"/> Yes <input type="checkbox"/> No																					
3. Term of Contract or Addendum: Upon execution until November 30, 2082																					
4. Amount of Contract or Addendum: Lease terms and conditions remain unchanged.																					
5. Purpose: Approves amendment and assignment of Lease (DCRA 83-15) from Old National Bank to 2917 Truax LLC																					
6. Vendor or Funding Source: 2917 Truax LLC																					
7. MUNIS Vendor Code: # 27905																					
8. Bid/RFP Number: <i>n/a</i>																					
9. If grant: Funds Positions? <input type="checkbox"/> Yes <input type="checkbox"/> No Will require on-going or matching funds? <input type="checkbox"/> Yes <input type="checkbox"/> No																					
10. Are funds included in the budget? <input type="checkbox"/> Yes <input type="checkbox"/> No																					
11. Account No. & Amount, Org & Obj. _____ Amount \$ _____ Account No. & Amount, Org & Obj. _____ Amount \$ _____ Account No. & Amount, Org & Obj. _____ Amount \$ _____																					
12. If this contract awards funds, a purchase requisition is necessary. Enter requisition # & year _____																					
13. Is a resolution needed? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, please attach a copy of the Resolution. If Resolution has already been approved by the County Board, Resolution No. & date of adoption 2017 RES-194																					
14. Does Domestic Partner equal benefits requirement apply? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																					
15. Director's Approval:																					

Contract Review/Approvals				Vendor	
Initials	Ftnt	Date In	Date Out	Vendor Name	
Received	_____	9-18-17	_____	2917 Truax, LLC	
Controller	_____	_____	9/22/17	Contact Person	
Corporation Counsel	_____	9/20/17	9/20/17	2809 Losey Blvd	
Risk Management	_____	9/22/17	9/22/17	LaCrosse, WI 54601	
Purchasing	_____	9/25/17	9/25/17	Phone No.	
_____ County Executive	_____	_____	_____	E-mail Address	

Footnotes:

- 1.
- 2.

Return to: Name/Title: Rodney Knight, Airport Counsel Phone: (608) 246-3388 E-mail Address: knight@msnairport.com	Dept.: Airport - Admin Mail Address: 4000 International Lane, Madison, WI 53704
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Certification

The attached contract: *[check as many as apply]*

- conforms to Dane County's standard Purchase of Services Agreement form in all respects
- conforms to Dane County's standard Purchase of Services Agreement form with modifications and is accompanied by a revision copy¹
- is a non-standard contract which has been reviewed or developed by corporation counsel and which has not been changed since that review/development
- is a non-standard contract previously review or developed by corporation counsel which has been changed since that review/development; it is accompanied by a revision copy¹
- is a non-standard contract not previously reviewed by corporation counsel; it is accompanied by a revision copy
- contains non-standard/indemnification language which has been reviewed or developed by risk management and which has not been changed since that review/development
- contains non-standard insurance/indemnification language which has been changed since review/development or which has not been previously seen by risk management; it is accompanied by a revision copy
- contains non-standard affirmative action/equal opportunity language which has been reviewed or developed by contract compliance and which has not been changed since that review/development
- contains non-standard affirmative action/equal opportunity language which has been changed since the earlier review/development by contract compliance or which has not been previously seen by contract compliance; it is accompanied by a revision copy¹

Date: 9-14-17

Signed: _____

Telephone Number (608) 246-3380

Print Name: Bradley S. Livingston, AAE Airport Director

Major Contracts Review (DCO Sect. 25.20) This review applies only to contracts which both exceed \$100,000 in disbursements or receipts and which require county board review and approval.

Executive Summary (attach additional pages, if needed).

1. **Department Head** Contract is in the best interest of the County.
Describe any deviations from the standard contracting process and any changes to the standard Purchase of Services Form Agreement.

Date: 9-14-17

Signature: _____

2. **Director of Administration** Contract is in the best interest of the County.
Comments:

Date: _____

Signature: _____

3. **Corporation Counsel** Contract is in the best interest of the County.
Comments:

Date: _____

Signature: _____

¹ A revision copy is a copy of the contract which shows the changes from the standard contract or previously revised/developed contract by means of overstrikes (indicating deletions from the standard language) and underlining (showing additions to the standard language).

**AMENDMENT OF LEASE AND
APPROVAL OF LEASE ASSIGNMENT
LEASE NO. DCRA 83-15**

This instrument was drafted by
and should be returned to:

Rodney Knight Airport Counsel
Dane County Regional Airport
4000 International Lane
Madison, WI 53704

Parcel I.D. Nos:

251/0810-304-0305-0

251/0810-304-0306-8

THIS DOCUMENT IS AN ASSIGNMENT OF A LEASE FOR LESS THAN 99 YEARS AND IS NOT A CONVEYANCE SUBJECT TO RETURN AND FEES PER SECTION 77.21(1), WIS. STATS.

THIS AMENDMENT OF LEASE AND APPROVAL OF LEASE ASSIGNMENT ("Assignment") is entered into by and between Dane County ("County"), a Wisconsin quasi-municipal corporation whose address is c/o Airport Director, Dane County Regional Airport, 4000 International Lane, Madison, Wisconsin 53704, and Old National Bank ("Old National") whose address is c/o Attorney Norman Farnam, Stroud, Willink & Howard, LLC, 25 West Main Street, Madison, Wisconsin 53703, and 2917 Truax LLC, a Wisconsin limited liability company ("Buyer") whose address is 2809 Losey Boulevard South, La Crosse, Wisconsin 54601, and shall be effective upon full execution by the authorized representatives of all parties hereto and recording with the office of the Dane County Register of Deeds.

WITNESSETH:

WHEREAS Old National is the lessee of Dane County owned land under the terms of that certain lease identified as Lease No. DCRA 83-15, executed by Madsen Consolidated Corporation, a Wisconsin corporation ("MCC"), as lessee, on November 3, 1983, and by County, as lessor, on November 18, 1983 (the "Original Ground Lease"), as assigned by MCC to Air Park Partners, a Wisconsin general partnership ("APP"), in that certain Assignment of Ground Lease dated March 4, 1988, and recorded in the office of Register of Deeds, Dane County, Wisconsin, on June 10, 1988, in Volume 11546 of Records, Page 1, as Document No. 2086390, as amended by that certain Amendment to Lease [Lease No. DC-RA83-15] dated December 30, 1988, executed by and

between County and APP, and further amended by that certain Amendment to Ground Lease (Lease No. DC-RA83-15) dated December 1, 2001, executed by and between County and APP, and recorded in the office of Register of Deeds, Dane County, Wisconsin, on May 8, 2002 as Document No. 3485640, and as further amended by Amendment of Lease and Approval of Lease Assignment effective as of December 7, 2015, recorded in the office of the Register of Deeds, Dane County, Wisconsin, as Document No. 5206931, together with two previous lease amendments attached as exhibit thereto, as conveyed to AnchorBank, fsb by Sheriff's Deed of Foreclosure dated October 31, 2013, and recorded in the office of the Register of Deeds, Dane County, Wisconsin, on November 18, 2013 as Document No. 5038557 and assigned to Old National as evidenced by Approval of Lease Assignment Lease No. DCRA 83-15 executed by Old National on February 15, 2017 and by County on April 13 and 17, 2017, and recorded in the office of the Register of Deeds, Dane County, Wisconsin, on April 28, 2017, as Document No. 5321448 (and together with any amendments, modifications, assignments or transfers thereof, collectively referred to herein as the "Ground Lease"); and

WHEREAS the Ground Lease demises 107,447 square feet of land located adjacent to the Dane County Regional Airport at 2917 International Lane, Madison, Wisconsin (the "Premises"), as described in Exhibit A attached hereto, for a term 99 years, expiring on November 30, 2082; and

WHEREAS the Ground Lease, as amended, is presently in full force and effect and there is no uncured default by either party thereto; and

WHEREAS Old National desires to assign and Buyer desires to assume all rights and obligations in and to the Ground Lease to Buyer; and

WHEREAS Old National and Buyer have requested that County approve the assignment and assumption of the Ground Lease to Buyer; and

WHEREAS County has determined that it is in its best interest to approve the assignment of the Ground Lease as requested;

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is acknowledged by each party, County, Old National, and Buyer agree as follows:

- A. The Ground Lease shall be amended by deleting from Article VI, Section I the following phrase: "and the Federal Aviation Administration".
- B. Old National hereby grants, assigns, transfers and conveys to Buyer, its successors and assigns, all of Old National's rights, title, and interest in, to and under the Ground Lease and the Premises as of the effective date of this Assignment for the balance of the remaining term (including any extensions and renewals thereof), including, without limitation, all rights related to options to purchase and options to terminate, if any, and Old National's interests in all buildings and improvements presently located on the

Premises and any easements, appurtenances and nondisturbance rights in favor of or benefiting the Premises.

- C. Buyer hereby accepts and assumes all of the rights and obligations accruing to the lessee under the Ground Lease, including any and all debts and obligations existing and owing to the County thereunder on the effective date of this Assignment.
- D. County hereby approves the foregoing assignment by Old National of its rights and obligations under the Ground Lease to Buyer and the acceptance and assumption thereof by Buyer.
- E. Buyer shall have this Assignment recorded in the office of the Dane County Register of Deeds. This Assignment shall become effective only upon the signature by all parties and the recording of this Assignment in the office of the Dane County Register of Deeds.
- F. This document may be executed in counterparts.

IN WITNESS WHEREOF County, Old National, and Buyer, with the intent to be bound hereby, have caused this Assignment to be executed on the dates indicated below.

SIGNATURE PAGES FOLLOW

FOR DANE COUNTY:

Joe Parisi
Dane County Executive

Date: _____

Scott McDonnell
Dane County Clerk

Date: _____

STATE OF WISCONSIN)
) ss.
COUNTY OF DANE)

Personally came before me this _____ day of _____, the above-named Joe Parisi, Dane County Executive, to me known to be the authorized representative of Dane County, Wisconsin, who executed the foregoing instrument and acknowledged the same.

Notary Public, State of Wisconsin
My Commission expires: _____

STATE OF WISCONSIN)
) ss.
COUNTY OF DANE)

Personally came before me this _____ day of _____, the above-named Scott McDonnell, Dane County Clerk, to me known to be the authorized representative of Dane County, Wisconsin, who executed the foregoing instrument and acknowledged the same.

Notary Public, State of Wisconsin
My Commission expires: _____

FOR OLD NATIONAL BANK:

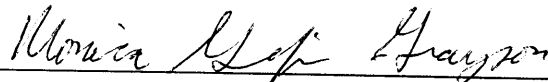


Wade Alexa
Vice President

Date: 8/17/2017

STATE OF Illinois)
) ss.
COUNTY OF Cook)

Personally came before me this 17 day of August 2017, the above-named Wade Alexa, to me known to be an authorized representative of Old National Bank, who executed the foregoing instrument and acknowledged the same.


Notary Public, State of Illinois
My Commission expires: 9-1-2020



FOR BUYER:

2917 TRUAX LLC, a Wisconsin limited liability company

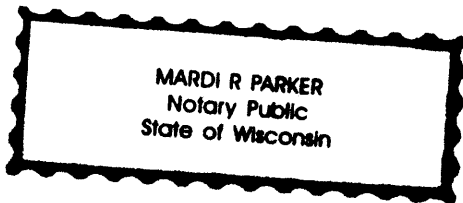
By: Allan McCormick Date: 8/18/2017

Name: Allan McCormick

Its: Manager

STATE OF Wisconsin)
) ss.
COUNTY OF LaCrosse)

Personally came before me this 18th day of August, the above-named Allan McCormick, to me known to be an authorized representative of 2917 TRUAX LLC, a Wisconsin limited liability company, who executed the foregoing instrument and acknowledged the same.



Mardi R. Parker
Notary Public, State of Wisconsin
My Commission expires: 11/06/17

Exhibit A

Legal Description of Leased Premises

Part of Lots 11 and 12, First Addition to Truax Airpark West, in the City of Madison, Dane County, Wisconsin, more fully described as follows: Beginning at the Northeast corner of said Lot 11: thence South 01° 32' 30" West, along the East line of said Lots 11 and 12, 252.16 feet; thence North 88° 37' 19" West, 149.15 feet, thence North 53° 42' 00" West, 165.01 feet; thence South 39° 50' 00" West, 66.99 feet to a point on the line between said Lots 11 and 12; thence South 36° 22' 33" West, 71.54 feet; thence North 53° 37' 37" West, 102.18 feet to a point on the line between said Lots 11 and 12, thence North 88° 37' 19" West, 69.00 feet to the Southwest corner of said Lot 11; thence along the Westerly right-of-way line of International Lane on the arc of a 446.97 foot radius curve to the left whose long chord bears North 21° 03' 38" East, 223.20 feet to the Northwest corner of said Lot 11; thence South 88° 37' 19" East, 445.39 feet to the Northeast corner of said Lot 11 and the point of beginning.

Contains 107,447 square feet or 2.47 acres.

4811-4258-6444, v. 3