

WORTHINGTON CITY COUNCIL

AGENDA

7:00 P.M. - Monday, June 25, 2012
City Hall Council Chambers

A. CALL TO ORDER

B. INTRODUCTIONS AND OPENING REMARKS

C. AGENDA ADDITIONS/CHANGES AND CLOSURE

1. Additions/Changes
2. Closure

D. CONSENT AGENDA

1. CITY COUNCIL MINUTES (WHITE)
 - a. City Council Minutes of Regular Meeting June 11, 2012
 - b. City Council Special Meeting Minutes of June 11, 2012
2. MINUTES OF BOARDS AND COMMISSIONS (PINK)
 - a. Water & Light Commission Meeting Minutes of June 18, 2012
 - b. Planning Commission Meeting Minutes of June 5, 2012
 - c. Worthington Economic Development Authority Meeting Minutes of June 11, 2012
 - d. WREDC Private Sector Meeting Minutes of April 26, 2012
 - e. WREDC Board of Directors Meeting Minutes of May 17, 2012
3. FINANCIAL STATEMENTS (ORCHID)
 - A. Municipal Liquor Store Income Statement for the Period of January 1, 2012 through May 31, 2012
4. CITY COUNCIL BUSINESS - ADMINISTRATION (WHITE)

Case Item

1. On-Sale Club Liquor, Wine License Renewal Application - Historic Dayton House
2. On-Sale Liquor, Wine, On-Sale Beer, and Off-Sale Beer License Application - Sumer Anderson, Boondoks

3. Application for On-Sale Beer License - Nobles County Fair Association
5. BILLS PAYABLE

PLEASE NOTE: All utility expenditures are listed as 601,602,and 604, and are approved by the Water and Light Commission

E. CITY COUNCIL BUSINESS - ADMINISTRATION (WHITE)

Case Items

1. LELS Memorandum of Understanding
2. International Union of Operating Engineers (IUOE) Local #49 Agreement
3. Consideration of Proposed Fire Station Change Order Request
4. Resolution Approving Change of control of Knology, Inc.
5. Third Reading Proposed Ordinance Amending Title XV of the City code of Worthington to Rezone Property from "R-3" - (Low Density Preservation Residential) to "B-3" (General Business) - 1314 Burlington Avenue
6. Second Reading Proposed Ordinance to Vacate Part of Platted Public Utility Easements in Prairie Expo First Addition
7. Second Reading Proposed Ordinance Amending Title XV of the Worthington City Code to Rezone - 1415 Fourth Avenue

F. CITY COUNCIL BUSINESS - PUBLIC SAFETY - (BROWN)

Case Item

1. Request for Fire Department to Conduct Control Burn

G. CITY COUNCIL BUSINESS - ENGINEERING (BLUE)

Case Items

1. Approve Plans for Apron a Reconstruction Project

2. Approve Plans for the 2012 Storm Sewer Projects

H. COUNCIL COMMITTEE REPORTS

1. Mayor Oberloh
2. Alderman Ten Haken
3. Alderman Kuhle
4. Alderman Nelson
5. Alderman Wood
6. Alderman Woll

I. CITY ADMINISTRATOR REPORT

J. ADJOURNMENT

**WORTHINGTON CITY COUNCIL
REGULAR MEETING, JUNE 11, 2012**

The meeting was called to order at 7:00 p.m. in City Hall Council Chambers by Mayor Alan E. Oberloh with the following Aldermen present: Lyle Ten Haken, Mike Kuhle, Scott Nelson, Mike Woll. Honorary Council Member: Amy Woitalewicz. Aldermen absent: Ron Wood (excused).

Staff present: Craig Clark, City Administrator; Brad Chapulis, Director of Community/Economic Development; Mike Cumiskey, Public Safety Director; Josh McCuen, Police Officer; Jim Laffrenzen, Public Works Superintendent; Dwayne Haffield, Director of Engineering; Janice Oberloh, City Clerk.

Others present: Justine Wettschreck, Daily Globe; Gerald Mulder, Ken Moser, Jim Perras, Brian Gebauer, Lisa Graphenteen, Scott Johnson, Jacoba Nagel, Sara Ricker, Al Joens, Joe and Marianne Bigner, Matt Jirele, Bob Jirele, Roger Nelson, Bobbie Korthals, Bill Keitel, Jerry Perkins, Terry Perkins, Joey Wendinger.

HONORARY COUNCIL MEMBER

Mayor Oberloh introduced Amy Woitalewicz as the Honorary Council Member for the months of June, July, and August, 2012.

PUBLIC HEARING - RECOMMENDATION FROM CHARTER COMMISSION TO AMEND THE WORTHINGTON CITY CHARTER TO MODIFY THE TITLE OF ELECTIVE OFFICERS

Pursuant to published notice, this was the time and date set for a public hearing for a recommendation from the Charter Commission to amend the Worthington City Charter to modify the title of Elective officers from Alderman/Aldermen to Council Member/Council Members throughout the Charter. Council Member is the term used most widely in the state and is the title assumed by the Secretary of State's Office on election ballots unless a specific request for change is made.

The motion was made by Alderman Nelson, seconded by Alderman Ten Haken and unanimously carried open the hearing.

Craig Clark, City Administrator, stated that per MS § 410.12, regulates the process for Charter Cities to adopt amendments to their City Charter. Subdivision 7 of the statute allows for amendment by Ordinance based on recommendation of the City's Charter Commission, which includes that City Council must hold a public hearing on the proposed amendment. Ordinance amendments to the City Charter by this method only require one reading to be enacted if it receives an affirmative vote of all members of the City Council and is approved by the Mayor. The Ordinance would become effective 90 days following the vote if there is no public objection within the first 60 days. Should no public objection to the amendment be received during the hearing, Council will be asked to consider the proposed ordinance later in the meeting.

Mayor Oberloh opened the floor for testimony. None was received.

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to close the hearing.

PUBLIC HEARING - RECOMMENDATION FOR CHARTER COMMISSION TO AMEND THE WORTHINGTON CITY CHARTER TO RECOGNIZE HISTORICAL PARTNERSHIPS

Pursuant to published notice, this was the time and date set for a public hearing regarding a recommendation from the Charter Committee to amend the Worthington City Charter to recognize historical partnerships and provide Council with the ability to authorize expenditures in relation to those partnerships.

The motion was made by Alderman Ten Haken seconded by Alderman Kuhle and unanimously carried to open the hearing.

Craig Clark, City Administrator, noted the amendment would allow for the City Council to approve expenditures related to sending official representatives to Crailsheim, Germany and Cuero, Texas, as well as other minor expenses for the enhancement and support of the historical partnerships. The proposed ordinance would be enacted if it receives an affirmative vote from all members of the Council and is approved by the Mayor. The Ordinance would become effective 90 days following the vote if there is no public objection within the first 60 days. Should no public objection to the amendment be received during the hearing, Council will be asked to consider the proposed ordinance later in the meeting.

Mayor Oberloh opened the floor for testimony. None was received.

The motion was made by Alderman Nelson, seconded by Alderman Woll and unanimously carried to close the hearing.

PUBLIC HEARING - APPROVAL OF REDEVELOPMENT AND TAX INCREMENT FINANCING PLAN FOR TAX INCREMENT FINANCING (TIF) DISTRICT #15) AND RESOLUTION NO. 3499 ADOPTED ESTABLISHING REDEVELOPMENT PROJECT NO. 5 AND TAX INCREMENT FINANCING DISTRICT NO. 15

Pursuant to published notice, this was the time and date set for a public hearing for approval of the redevelopment and tax increment financing plan for Tax Increment Financing District (TIF) #15.

The motion was made by Alderman Nelson, seconded by Alderman Ten Haken and unanimously carried to open the hearing.

Brad Chapulis, Director of Community/Economic Development, stated that Lexington Hotel Development Group, LLC of Greendale, Wisconsin was requesting tax increment financing (TIF) assistance to assist with the eligible site development expenses related to the construction of a 76 unit Comfort Suites Hotel on the 3 acres it is acquiring in the northeast corner of the intersection of Prairie Drive and US Highway 59.

The proposed development qualifies for tax increment assistance through the establishment of an Economic Development TIF District per Minnesota Statutes. The TIF District is permitted to exist of a maximum of 8 years from collection of the first increment. The assistance would be structured as an interfund loan, with Lexington borrowing approximately \$435,000 from the City/EDA to be repaid through the TIF monies over the life of the District. The loan will have an interest rate of 4%, and an annual debt service of approximately \$63,000, and the agreement includes a minimum assessment and shortfall agreements to assure the annual debt service is covered.

Mr. Chapulis noted that Council must do the following to allow the EDA to financially participate in the project through tax increment financing:

1. Hold the public hearing scheduled;
2. Pass the TIF Plan resolution;
3. Pass the Interfund Loan Authorization Resolution for an amount not to exceed \$435,000.

Approval of the Interfund Loan Authorization would be contingent on execution of all other documents related to the proposed project.

Mayor Oberloh opened the floor for testimony - none was received.

The motion was made by Alderman Nelson, seconded by Alderman Kuhle and unanimously carried to close the hearing.

The motion was made by Alderman Woll, seconded by Alderman Kuhle and unanimously carried to approve the redevelopment and tax increment financing plan for Tax Increment Financing District (TIF) #15 and adopt the following resolutions:

RESOLUTION NO. 3499

RESOLUTION ESTABLISHING REDEVELOPMENT PROJECT NO. 5 AND TAX INCREMENT FINANCING DISTRICT NO. 15 THEREIN AND ADOPTING A REDEVELOPMENT PLAN AND TAX INCREMENT FINANCING PLAN THEREFOR

(Refer to Resolution File for complete copy of Resolution)

RESOLUTION NO. 3500

RESOLUTION AUTHORIZING AN INTERFUND LOAN FOR ADVANCE OF CERTAIN
COSTS IN CONNECTION WITH TAX INCREMENT FINANCING DISTRICT NO. 15

(Refer to Resolution File for complete copy of Resolution)

PUBLIC HEARING - SALE OF LOT 1, BLOCK 2, PRAIRIE EXPO FIRST ADDITION

Pursuant to published notice, this was the time and date set for a public hearing for the sale of Lot 1, Block 2, Prairie Expo First Addition.

The motion was made by Alderman Ten Haken, seconded by Alderman Woll and unanimously carried to open the hearing.

Brad Chapulis, Director of Community/Economic Development, stated that based on the MOU between the City and Lexington Group for the hotel/event center, the City has informally agreed to sell the property necessary to construct the proposed hotel for 1\$ to Lexington. The actual size of the purchase was to be determined upon the approval of the final site plan for the entire development, which Council approved in May. Lexington was now formally requesting to purchase Lot 1, Block 2, Prairie Expo First Addition for \$1. Tonight's public hearing is required because the sale is below market and the total financial assistance for the hotel project exceeds \$150,000, so the sale, therefore, is considered a public subsidy according to State Statute. Mr. Chapulis noted that approval of the sale would be contingent on the execution of all documents related to the proposed project.

Mayor Oberloh opened the floor for testimony - none was received.

The motion was made by Alderman Nelson, seconded by Alderman Ten Haken and unanimously carried to close the hearing.

The motion was made by Alderman Nelson, seconded by Alderman Woll and unanimously carried to approve the sale of the property identified as Lot 1, Block 2, Prairie Expo First Addition to the Lexington Group for the purchase price of \$1, contingent on execution of all other documents related to the proposed project.

PUBLIC HEARING - REVIEW OF STORM WATER POLLUTION PREVENTION PLAN

Pursuant to published notice, this was the time and date set for a public hearing for review of the Cities Storm Water Pollution Prevention plan.

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously

carried to open the hearing.

Dwayne Haffield, Director of Engineering, noted the hearing is a requirement under our NPDES permit to allow public comment, along with the following six mandatory minimum control measures:

- Public Education and Outreach
- Public Involvement and Participation
- Illicit Discharge Detection and Elimination
- Construction Site Storm Water Runoff Control
- Post-Construction Storm Water Management
- Pollution Prevention / Good Housekeeping for Municipal Operations

Specific activity we did last year included some materials, maintained the storm system map, enforce the storm water ordinance, inspect the system - we've met our minimum requirements of well more than 20% of the outlets, wet basins, dry basins and all the other structural control devices that were inspected. Mr. Haffield noted that last year at this time we were looking at additional requirements once the new statewide permit is issued, but those requirements were held off for a year and received a lot of comments about what they did to communities regarding the additional administration for them.

Mayor Oberloh opened the floor for testimony - none was received.

The motion was made by Alderman Woll, seconded by Alderman Kuhle and unanimously carried to close the hearing.

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to accept the presentation.

AGENDA APPROVED WITH CHANGE

Staff requested a change to the agenda to strike items K.1 and K.2 from the agenda as they were a repeat listing of the public hearing items.

The motion was made by Alderman Ten Haken, seconded by Alderman Nelson and unanimously carried to approve the agenda with the requested strike.

CONSENT AGENDA APPROVED

The motion was made by Alderman Woll, seconded by Alderman Nelson and unanimously carried to approve the consent agenda as follows:

- City Council Minutes of regular meeting May 29, 2012
- Minutes of Boards and Commissions - Park and Recreation Advisory Board Minutes of June 4, 2012; Worthington Housing and Redevelopment Authority Minutes of May 10, 2012; Memorial Auditorium Advisory Board Minutes of May 2, 2012; Worthington Area Convention & Visitors Bureau Minutes of April 30, 2012
- Application to block streets for ISD 518 for their "Meet the Trojan Band - 2012 Parade Show Debut from 6:15 p.m. to 6:45 p.m. on Thursday, June 14, 2012 on Clary Street between Marine Avenue and Church Avenue
- Approved renewals of the following On-Sale Liquor, Club On-Sale Liquor, and Wine licenses for the license period July 1, 2012 through June 30, 2013:

On-Sale Liquor

La Azteca Tiendo Mexicana Inc., 223 Tenth Street
The Ground Round Grill & Bar, 1290 Ryan's Road
Oxford Bowl, 325 Oxford Street
Hickory Lodge Bar & Grill, 2015 N. Humiston Avenue
Long Branch Saloon, 206 Tenth Street

Club On-Sale Liquor

Worthington Country Club, 851 W. Oxford Street
VFW 3958, 1117 Second Avenue
Worthington Eagles Club FOE Aerie 3282, 205 Oxford Street
Elks Lodge BPOE Lodge 2287, 1105 Second Avenue

Wine

La Azteca Tiendo Mexicana Inc., 223 Tenth Street
The Ground Round Grill and Bar, 1290 Ryan's Road
Hickory Lodge Bar & Grill, 2015 N. Humiston Avenue
Long Branch Saloon, 206 Tenth Street

- Memorandum of Understanding for Summer Hours for Local 49
- Bills payable and totaling \$753,977.51 be ordered paid

RESOLUTION ADOPTED AUTHORIZING TOWARD ZERO DEATHS AGREEMENT

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to adopt the following resolution execution of the Towards Zero Deaths Agreement (formerly Safe and Sober) with the Minnesota Department of Public Safety, Office of Traffic Safety if the City is awarded the grant:

RESOLUTION AUTHORIZING EXECUTION OF AGREEMENT

Be it resolved that the Worthington Police Department enter into a grant agreement with the Minnesota Department of Public Safety, Office of Traffic Safety for the project entitled Toward Zero Deaths during the period from October 1, 2012 through September 30, 2014.

The Public Safety Director, Michael J. Cumiskey, of Worthington is hereby authorized to execute such agreements and amendments as are necessary to implement the project on behalf of the Worthington Police Department and to be the fiscal agent and administer the grant.

FIRST READING PROPOSED ORDINANCE AMENDING TITLE XV OF THE CITY CODE OF THE CITY OF WORTHINGTON, NOBLES COUNTY MINNESOTA - CHANGE OF ZONE - 1415 FOURTH AVENUE

Council considered an application from Southwestern Mental Health, Inc. requesting rezoning of the property it owns at 1415 Fourth Avenue from "R-4" Medium Density Residential to "PUD" Planned Unit Development. The property is legally described as:

All of Block 35, Plat of Worthington (Original Townsite), City of Worthington, Nobles County, Minnesota

The Planning Commission considered the application at their June 5, 2012 meeting and was unanimously recommending Council approval of the change of zone.

The motion was made by Alderman Woll, seconded by Alderman Kuhle and unanimously carried to give a first reading to the proposed ordinance as follows:

The City Council of the City of Worthington, do ordain:

SECTION I.

That Title XV of the City Code be amended by rezoning the following described property from "R-4" One Family Detached Residential Districts to Planned Unit Development (PUD) District #11.

All of Block 35, Plat of Worthington (Original Townsite), City of Worthington, Nobles County, Minnesota.

The above-described property shall be subject to the following zoning/land use regulations:

Permitted Uses - Office Services and all other permitted uses and special uses in the "R-4" - One Family Detached Residential District shall be permissible within this PUD.

Density Area and Bulk Regulations - All development within the PUD must comply with the following the density, area and bulk regulations established for the "R-4" District.

Site Plan - For the purpose of this Ordinance, the information presented in "Exhibit A" shall serve as the approved site plan for the Planned Unit Development. Any delineation from the approved plan shall require approval from the City Council, after receiving a recommendation from the Planning Commission.

PRELIMINARY PLAT - CENTRAL SQUARE ADDITION APPROVED

Southwestern Mental Health, Inc., was seeking preliminary plat approval of Central Square Addition, which is proposed to be a 2 lot planned unit development on approximately 2.4 acres located at 1415 Fourth Avenue.

The Planning Commission considered the request at their June 5, 2012 meeting, and after holding a public hearing, voted unanimously to recommend Council approval of the preliminary plat.

The motion was made by Alderman Ten Haken, seconded by Alderman Kuhle and unanimously carried to approve the preliminary plat - Central Square Addition.

MANAGEMENT AGREEMENT FOR EVENT CENTER APPROVED

Council was asked to consider a proposed management agreement for the Event Center, which included the following proposed changes to the original draft previously reviewed by Council:

- Article 5 - Manager's Duties - This article has been renamed to "Responsibilities in Operation of Event Center" and modified to specifically outline the day-to-day responsibilities for both parties. These modifications were done to assure the event center is exempt from real estate taxes.
- Article 19.1 - Management Fees - This section of Article 19 was modified to require a monthly payment rather than annual payment.
- Article 20 - Common Walkway - This article was created to outline how the parties are to address the link/connection between the hotel and event center should the management agreement be terminated.

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to approve the Management Agreement for the Event Center, contingent on execution of all other documents related to the proposed project.

SITE PREP WORK AWARDED FOR HOTEL / EVENT CENTER PROJECT

The following bids were received at 2:00 p.m. on Monday, June 11, 2012 for the hotel/event center

project, with work broken into three separate lump sum contracts for each project - excavation, site utilities and paving:

<u>Bidder</u>	<u>Bid Scope Number</u>	<u>Base Bid Event Center</u>
<u>Earthwork/Site Utilities</u>	1	
Duininck, Inc		Combination Bid
Frattalone Cos.		\$247,320.00
Worthington Excavating		\$198,639.00
<u>Asphalt Paving</u>	2	
Duininck, Inc.		Combination Bid
McLaughlin & Schulz, Inc.		\$195,920.00
<u>Site Concrete</u>	3	
Worthington Excavating		Combination Bid
<u>Combination Bids</u>		
Duininck, Inc.	1,2	\$1,209,044.30
Worthington Excavating	1,3	\$ 277,479.50

Jim Perras, Consolidated Construction Company, the Construction Manager for the project, was recommending the following awards:

Bid Scope 1 (Earthwork and Site Utilities) and Bid Scope 2 (Site Concrete)

Worthington Excavating, Inc. (Combination Bid) \$277,479.50

Bid Scope 2 (Asphalt Paving)

McLaughlin & Schulz, Inc. (Base Bid) \$195,920.00

The total award recommendations of \$473,399.50 is \$52,101.50 under the bid package 1 budget.

The motion was made by Alderman Nelson, seconded by Alderman Kuhle and unanimously carried

to award the bids as recommended by Consolidated Construction Company.

**BID AWARDED FOR CONTRACT FOR CONSTRUCTION OF SENIOR CENTER
(FORMER YMCA REDEVELOPMENT PROJECT)**

At their May 29th regular meeting, Council was presented with four responsive bids for the reconstruction of the Senior Center. All four bids were over the \$734,552 construction budget, with the low bid of \$859,895 being 17% over estimate. Council tabled action on the bids to allow staff to seek legal counsel on competitive bidding questions and to look for ways to bring the project within budget. Information obtained noted uncertainty of violation of competitive bidding law and the risk of litigation was unclear.

Upon informing the low bidder, Salonek Construction, of the budget, the company, they prepared a list of potential cost savings items. Staff reviewed the list and believes the following items could be eliminated from the project without affecting the purpose and functionality of the facility, and which would result in a cost savings of \$46,250. That amount, together with the \$25,579 in donations the City has received, would reduce the impact on the City budget to \$788,066. Joey Wendinger of INS Group, was present at the meeting to address any concerns by Council.

The motion was made by Alderman Woll, seconded by Alderman Nelson and unanimously carried to proceed with the project as recommended by awarding the contract for the bid amount and issue a change order for the items it would like to eliminate from the list provided by Salonek.

PARK ADVISORY BOARD RECOMMENDATION FOR PROJECT APPROVED

At this time Mayor Oberloh stated Council would take item M.1. out of order for consideration to accommodate those in attendance at the meeting for that issue.

The Park Advisory Board was recommending Council approval of a project that would extend the existing multi-use path that currently terminates within 100 feet of the intersections of Seventh Avenue/Eighth Street/ Lake Avenue. The extension would connect at the current termination point and then extend approximately 200 feet from the intersection paralleling Lake Avenue within the right of way abutting Lake Okabena, terminating at that point requiring users to exit off onto Lake Avenue. At the 200 foot point, a pedestrian sidewalk would be installed within the public right of way, which would include the public right of way abutting the property located at 620 Lake Avenue owned by Joe and Marianne Bigner, then connect to an existing sidewalk located at the westerly property line of 620 Lake Avenue. Installation of the sidewalk at 620 Lake Avenue will require removal of two mature trees and the majority of a landscape bed located within the right of way. It will also require the trimming of an evergreen located on the property to a height of seven feet to provide a safe clearance for pedestrians using the sidewalk. The installation of the multi-use path at the Seventh Avenue intersection will require removal of three mature trees, two bushes, the stone

planter and elimination of the gravel parking area. Dependent upon design, the existing bench and trash container may need to be relocated or removed. The engineered cost estimates for the projects are:

Multi use path construction only	\$51,133.39
Addition of sidewalk option	<u>\$27,169.80</u>
Total	\$78,303.19

Funding for the project would come from the hospital dollars allocated to the Park Board for projects.

Mr. and Mrs. Bigner were present at the meeting along with their attorney Andrew Titus to express their opposition to the sidewalk addition to the right of way abutting their property. Mr. Titus and Mr. Bigner noted they already had people wandering on their property and looking in their windows, and installation of a sidewalk there would only increase the problem. A lengthy discussion ensued on available options, safety issues, and whether precedence would be set if the project was completed as proposed. Several residents spoke in favor of the project for safety reasons.

Following discussion, the motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to approve the project as recommended by the Park Board.

COMMUNITY LAND TRUST/WORTHINGTON WORKFORCE HOUSING DISCUSSION

Lisa Graphenteen, Chief Operating Officer, and Ali Joens, Homeownership Coordinator, with the Southwest Minnesota Housing Partnership, were present at the meeting to provide information to Council on a potential single family housing development with perpetual affordability through the creation of a community land trust (CLT). The discussion included the possibility of amending the City's workforce housing program to identify CLT developments as eligible for program funding. Ms. Graphenteen and Ms. Joens thanked Council for allowing them to present the information.

ORDINANCE NO. 1052 ADOPTED AMENDING CHAPTER 114 OF THE WORTHINGTON CITY CODE REGARDING CABLE TELEVISION REGULATIONS - DEFINITIONS

Pursuant to published notice, this was the time and date set for the third reading of a proposed ordinance amending Chapter 114 of the Worthington City Code - Cable Television Regulations - Definitions. The ordinance updates the terms for which gross revenues are calculated to ensure the City has the benefit of the full franchise fee of five percent of the charges imposed by the cable operators, and also updates the definition of subscriber to include each lessee, tenant or occupant of the building and not just the building owner.

The motion was made by Alderman Nelson, seconded by Alderman Woll and unanimously carried to give a third reading to, and subsequently adopt the following Ordinance:

ORDINANCE NO. 1052

AN ORDINANCE AMENDING TITLE XI, CHAPTER 114, SECTION 114.02 OF THE CITY CODE OF THE CITY OF WORTHINGTON, NOBLES COUNTY, MINNESOTA - CABLE TELEVISION REGULATIONS - DEFINITIONS

(Refer to Ordinance File for complete copy of Ordinance)

ORDINANCE NO. 1053 ADOPTED GRANTING A FRANCHISE RENEWAL TO MEDIACOM MINNESOTA LLC WITHIN THE CITY OF WORTHINGTON

Pursuant to published notice, this was the time and date set for the third reading of a proposed ordinance that grants a franchise renewal to Mediacom Minnesota LLC within the City of Worthington. The franchise renewal provides the following modifications to the current agreement but the term remains at 15 years:

- Clarify that the instillation of cable within in new subdivisions is at the sole discretion of the City and required for density of 7 homes per ¼ cable mile and within a twelve month period;
- Add dedicated two-way lines for the Memorial Auditorium, Performing Arts Center at Minnesota West, the City Band Shell and the forthcoming Events Center;
- Ensure local law enforcement can utilize an Emergency Alert System over all cable broadcast channels;
- Provide a PEG fee of \$1.50 per subscriber per month from the current \$.50 indexed for inflation;
- Change the payment of the franchise fee from annually to monthly and within 45 days;
- Increase the penalties for per day violations of provisions of the ordinance;
- Clarify language related to the relocation of the cable utility in the right-of-way;
- Outline procedures for the removal of cable in the right-of-way;
- Increase the system performance standards to deliver a higher quality product to the consumer;

- Include strong customer services standards to regulate the speed with which Mediacom responds to telephone complaints and inquires and related service issues;
- Give purview of cable service rates, late fees, and other policies consistent with other laws;
- Guaranteed access to three local access channels on the cable system should WGTN expand from its current two offerings and
- Other technical and smaller provisions of the agreement.

The motion was made by Alderman Kuhle, seconded by Alderman Woll and unanimously carried to give a third reading to, and subsequently the following Ordinance:

AN ORDINANCE GRANTING A FRANCHISE TO MEDIACOM MINNESOTA LLC PURSUANT TO TITLE XI, CHAPTER 114 TO CONSTRUCT, OPERATE, AND MAINTAIN A CABLE TELEVISION SYSTEM IN THE CITY OF WORTHINGTON; SETTING FORTH CONDITIONS ACCOMPANYING THE GRANT OF THE FRANCHISE

(Refer to Ordinance File for complete copy of Ordinance)

READING AND ADOPTION OF ORDINANCE NO. 1054 AMEND THE WORTHINGTON CITY CHARTER TO MODIFY THE TITLE OF ELECTIVE OFFICERS

Minnesota Statute § 410.12, Subd. 7 provides that a Charter City Council may, upon recommendation from the Charter Commission, enact a charter amendment by ordinance. At their May 8, 2012 meeting, the Charter Commission voted unanimously to recommend to City Council amendment to Section 2.01 of the Worthington City Charter to change the title of Alderman to Council Member, which would eliminate the need for a special request every election year to the Secretary of State's Office to add the title of Alderman to the City ballot instead of Council Member, which is the preference in the majority of the State of Minnesota..

As part of the procedure for this type of Charter amendment, the City must publish notice of and hold a public hearing on the proposed amendment, and within one month of the public hearing, the City Council must vote on the proposed charter amendment ordinance. Pursuant to notice, the hearing was held at the beginning of this regular scheduled Council meeting, and no objections to the proposed ordinance were received. While the Worthington City Charter requires three readings for each ordinance before it takes effect, the Statute also holds that such a Charter Amendment Ordinance is enacted if it receives an affirmative vote of all members of the City Council and is approved by the Mayor and published as in the case of other ordinances. Although enacted, the ordinance does not become effective until 90 days after passage and publication, and within 60 days after passage and publication, a petition requesting a referendum on the ordinance may be filed with the City Clerk.

The motion was made by Alderman Nelson, seconded by Alderman Kuhle and unanimously carried to give a reading to, and subsequently adopt the following Ordinance:

ORDINANCE NO. 1054

AN ORDINANCE TO AMEND WORTHINGTON CITY CHARTER CHAPTER TWO, SECTION 2.01, ENTITLED "ELECTIVE OFFICERS"

(Refer to Ordinance File for complete copy of Ordinance)

READING AND ADOPTION OF ORDINANCE NO. 1055 TO AMEND THE WORTHINGTON CITY CHARTER TO RECOGNIZE HISTORICAL PARTNERSHIPS

Minnesota Statute § 410.12, Subd. 7 provides that a Charter City Council may, upon recommendation from the Charter Commission, enact a charter amendment by ordinance. At their May 8, 2012 meeting, the Charter Commission voted unanimously to recommend to City Council an amendment to the Worthington City Charter by adding Section 4.17 entitled Cultural Exchanges, which would allow the City Council to authorize and approve expenditures related to sending official representatives to Crailsheim, Germany, and Cuero, Texas, as well as minor expenses for the enhancement and support of the historical partnership.

As part of the procedure for this type of Charter amendment, the City must publish notice of and hold a public hearing on the proposed amendment, and within one month of the public hearing, the City Council must vote on the proposed charter amendment ordinance. Pursuant to notice, the hearing was held at the beginning of this regular scheduled Council meeting, and no objections to the proposed ordinance were received. While the Worthington City Charter requires three readings for each ordinance before it takes effect, the Statute also holds that such a Charter Amendment Ordinance is enacted if it receives an affirmative vote of all members of the City Council and is approved by the Mayor and published as in the case of other ordinances. Although enacted, the ordinance does not become effective until 90 days after passage and publication, and within 60 days after passage and publication, a petition requesting a referendum on the ordinance may be filed with the City Clerk.

The motion was made by Alderman Ten Haken, seconded by Alderman Kuhle and unanimously carried to give a reading to, and subsequently adopt the following Ordinance:

ORDINANCE NO. 1055

AN ORDINANCE TO AMEND WORTHINGTON CITY CHARTER CHAPTER FOUR BY ADDING SECTION 4.17 ENTITLED CULTURAL EXCHANGES

(Refer to Ordinance File for complete copy of Ordinance)

CONTRACT AWARDED FOR 2012 BITUMINOUS PAVEMENT IMPROVEMENTS PROJECT

Bids were received at 2:00 p.m. on June 11, 2012 for the 2012 Bituminous Pavement Improvements project, which includes the following schedules of work:

- Schedule 1 - Bituminous Overlays
- Schedules 2 & 3 - Reconstruction of Alleys in Block 28
- Schedules 4 & 5 - Reconstruction of Franklin Street, Sherwood Street, and Trevor Street

Three bids were received as follows:

	<u>Engineer's Estimate</u>	<u>Worthington Excavating, Inc.</u>	<u>McLaughlin & Schulz, Inc.</u>	<u>Rupp Constr. Co., Inc</u>
Total Schedule 1	\$128,480.00	\$139,199.30	\$136,732.90	\$154,048.00
Total Schedule 2	\$ 32,552.20	\$ 39,290.50	\$ 45,990.65	\$ 39,216.00
Total Schedule 3	\$ 35,392.90	\$ 42,065.00	\$ 49,021.30	\$ 41,861.00
Total Schedule 4	\$115,653.00	\$124,256.50	\$140,053.00	\$147,090.00
Total Schedule 5	\$ 71,049.15	\$ 75,747.00	\$ 85,484.50	\$ 84,976.00
Total Schedules 1-5	\$383,127.25	\$420,558.30	\$457,282.35	\$467,191.00

Dwayne Haffield, Director of Engineering, stated Worthington Excavating was the low bid but staff had no recommendations as the bids for the four assessable projects would result in around a 10% to 20% assessment increase if things go well with the project, or worse if there's a problem with the project.. The projects would be fundable because we would be bonding but these were not the kind of numbers that were given to people at the hearing for the project. Mr Haffield added that he didn't think going back out for bids would change anything as the increased costs were in the mixture and the mobilization costs. Council pointed out there was little or no opposition at the hearing to the project.

Following discussion, the motion was made by Alderman Ten Haken, seconded by Alderman Woll and unanimously carried to award the bid for the 2012 Bituminous Pavement Improvements Project to Worthington Excavation, Inc. in the low bid amount of \$420,558.30.

EXECUTION OF EASEMENTS AUTHORIZED FOR CSAH 10 GRADING AND MULTI USE TRAIL PROJECTS

At its May 14, 2012 meeting, Council approved of the plans for grading of CSAH 10 and CSAH 35, which provides in part for the roadway modifications and a portion of the grading required for the planned 2013 multi use trail construction from south of the Diagonal Road and Oxford Street intersection to Olson Park. The County needs to keep the culverts and extensions in their right of way, which keeps them their responsibility. The culverts are to be upsized so they need to get the proper recovery area, and were requesting that Council authorize execution of the two easements required from the City to complete the project. The easements are legally described as follows:

RECREATIONAL TRAIL EASEMENT:

Slope Easement

A tract of land in the Northeast Quarter of Section 28, Township 102 North, Range 40 West, in the City of Worthington, Nobles County, Minnesota described as follows:

Commencing at an existing iron stake with Survey Cap PS 6700 at the southeast corner of Lot 1, Block 3, Auditor's Plat of Blocks 1, 2, 3 and 4 of Green Thumb Addition; thence South 00 degrees 39 minutes 12 seconds East, along the prolongation of the east line of said Lot 1, Block 3, a distance of 238.00 feet; thence South 89 degrees 20 minutes 48 seconds West, parallel with the south line of said Lot 1, Block 3, a distance of 363.70 feet to the east right-of-way line of C.S.A.H. No. 10; thence South 00 degrees 39 minutes 12 seconds East, along said east highway right-of-way line, a distance of 189.00 feet to the point of beginning; thence continuing South 00 degrees 39 minutes 12 seconds East, along said east highway right-of-way line, a distance of 263.69 feet; thence South 15 degrees 17 minutes 24 seconds East a distance of 138.51 feet; thence North 00 degrees 39 minutes 12 seconds West, parallel with said east highway right-of-way line, a distance of 397.71 feet; thence South 89 degrees 20 minutes 48 seconds West, parallel with the south line said Lot 1, Block 3, a distance of 25.00 feet to the point of beginning.

Said easement contains 0.26 acres of land (11,576 square feet)

Permanent Easement

A tract of land in the Northeast Quarter of Section 28, Township 102 North, Range 40 West, in the City of Worthington, Nobles County, Minnesota described as follows:

Commencing at an existing iron stake with Survey Cap PS 6700 at the southeast corner of Lot 1, Block 3, Auditor's Plat of Blocks 1, 2, 3 and 4 of Green Thumb Addition; thence South 00 degrees 39 minutes 12 seconds East, along the prolongation of the east line of said Lot 1, Block 3, a distance of 238.00 feet; thence South 89 degrees 20 minutes 48 seconds West, parallel with the south line of said Lot 1, Block 3, a distance of 363.70 feet to the east right-of-way line of C.S.A.H. No. 10; thence South 00 degrees 39 minutes 12 seconds East, along said east highway right-of-way line, a distance of 452.69 feet to the point of beginning; thence continuing South 00 degrees 39 minutes 12 seconds East, along said east highway right-of-way line, a distance of 382.55 feet; thence North 89 degrees 31 minutes 35 seconds East, a distance of 100.00 feet; thence North 15 degrees 17 minutes 24 seconds West, a distance of 395.70 feet to the point of beginning.

Said easement contains 0.44 acres of land (19,125 square feet)

HIGHWAY EASEMENT:

Permanent Easement

A tract of land in the Northeast Quarter of the Northeast Quarter of Section 28, Township 102 North, Range 40 West, Nobles County, Minnesota described as follows:

Commencing at the Northeast corner of said Section 28; thence South 89 degrees 22 minutes 52 seconds West, along the north line of the Northeast Quarter of said Section 28, a distance of 885.79 feet; thence South 00 degrees 39 minutes 12 seconds East, a distance of 856.00 feet to an iron survey monument on the west right-of-way line of County State Aid Highway No. 10; thence continuing South 00 degrees 39 minutes 12 seconds East, along said west right-of-way line, a distance of 272.75 feet to the point of beginning; thence continuing South 00 degrees 39 minutes 12 seconds East, along said west right -of-way line, a distance of 150.00 feet; thence South 89 degrees 20 minutes 48 seconds West, a distance of 40.00 feet; thence North 00 degrees 39 minutes 12 seconds West, a distance of 150.00 feet; thence North 89 degrees 20 minutes 48 seconds East, a distance of 40.00 feet to the point of beginning.

The permanent easement contains 0.14 acres more or less.

The motion was made by Alderman Woll, seconded by Alderman Ten Haken and unanimously carried to authorize the Mayor and Clerk to execute the easements.

COUNCIL COMMITTEE REPORTS

Mayor Oberloh - nothing to report.

Alderman Ten Haken - nothing to report.

Alderman Kuhle - nothing to report.

Alderman Nelson - nothing to report.

Alderman Woll - nothing to report.

CITY ADMINISTRATOR'S REPORT

Craig Clark, City Administrator, noted had nothing to report.

ADJOURNMENT

The motion was made by Alderman Ten Haken, seconded by Alderman Woll and unanimously carried to adjourn the meeting at 9:45 P.M.

**WORTHINGTON CITY COUNCIL
SPECIAL MEETING, JUNE 11, 2012**

The meeting was called to order at 5:30 p.m. in City Hall Council Chambers by Mayor Alan E. Oberloh with the following Aldermen present: Lyle Ten Haken, Mike Kuhle, Scott Nelson, Ron Wood, Mike Woll. Honorary Council Member: Amy Woitalewicz (5:42 p.m.). Aldermen absent: Ron Wood, (excused).

Staff present: Craig Clark, City Administrator; Brad Chapulis, Director of Community/Economic Development; Janice Oberloh, City Clerk.

Others present: none.

NUISANCE RENTAL PROPERTIES DISCUSSION

Council and staff discussed issues regarding nuisance properties in the City of Worthington, and the problems with enforcement of the ordinance. Brad Chapulis, Director of Community/Economic Development, suggested that both the ordinance and the ordinance enforcement are not strong enough. There are currently 1250 registered rental properties, and problems with 10 of the property owners. Letters have gone, or will be going, out to those owners and are directly served by the police. Discussion was held on various options for improvement in handling and procession the nuisance properties, including moving the enforcement to the HRA, adding staff, and the backlog in the court system.

Following discussion, the motion was made by Alderman Woll, seconded by Alderman Kuhle and unanimously carried to adjourn the meeting at 6:41 p.m.

Janice Oberloh, MCMC
City Clerk

UNAPPROVED

**WATER AND LIGHT COMMISSION MINUTES
REGULAR MEETING
JUNE 18, 2012**

The regular meeting of the Water and Light Commission was called to order in the Worthington Public Utilities Conference Room at 7:00 A.M., DST, by President Randy Thompson with the following members present: James Elsing, Ron Wood, Gary Hoffmann and Kevin Donovan.

Staff members present were Scott Hain, General Manager; Deb Scheidt, Secretary to the Commission

Others present: None

AGENDA ADDITIONS/CLOSURE

A motion was made by Commissioner Hoffmann, seconded by Commissioner Wood and unanimously carried to close the agenda as presented.

WATER AND LIGHT COMMISSION MINUTES

A motion was made by Commissioner Donovan, seconded by Commissioner Hoffmann and unanimously carried to approve the Water and Light Commission minutes of the regular meeting held May 21, 2012.

FINANCIAL STATEMENTS AND STAFF REPORTS

A motion was made by Commissioner Wood, seconded by Commissioner Hoffmann and unanimously carried to accept the financial statements and the staff reports for May 2012.

2011 ANNUAL REPORT

Scott Hain, General Manager, presented the Worthington Public Utilities Annual Report for fiscal year ended December 31, 2011.

After review, a motion was made by Commissioner Wood, seconded by Commissioner Donovan and unanimously carried to receive the 2011 Annual Report.

**INTERNATIONAL UNION OF OPERATING ENGINEERS (IUOE) LOCAL #49
AGREEMENT**

Scott Hain, General Manager, reviewed the provisions included in the agreement that has been reached between the City of Worthington and the International Union of Operating Engineers (IUOE) Local #49 for the years 2012-2014.

After a review of the provisions, a motion was made by Commissioner Wood, seconded by Commissioner Hoffmann and unanimously carried to approve the 2012-2014 International Union of Operating Engineers Local #49 agreement subject to City Council concurrence and authorize the President and General Manager to execute the agreement and to also approve the same cost of living salary adjustments for all non-aligned utility employees.

HIGHWAY 60 WATER AND SEWER BIDS

Scott Hain, General Manager, reported that bids were recently received and awarded by MnDOT for Phase III of the Highway 60 project. The local share of the water related costs is \$554,421 which is \$126,421 over the 2012 budgeted amount of \$428,000. The local share of sanitary sewer related costs is \$126,263.89 which is \$43,763.89 over the 2012 budgeted amount of \$82,500.

Mr. Hain also reminded Commission members that bids for the local 2012 water and sewer projects are due June 27, 2012. The two schedules of work included in the Water Department budget are estimated to be \$37,000 over budget. The one schedule of work included in the 2012 Wastewater Department budget is estimated to be \$12,000 under budget. Mr. Hain also pointed out that the costs associated with the Lincoln Pipestone Rural Water interconnection will need to be taken into consideration.

Discussion was held on utilizing reserve funds to cover the budget shortfalls with further discussion to follow once the bids for the local 2012 water and sewer projects are received on June 27.

UPCOMING EVENTS

Scott Hain, General Manager, reported that the ribbon cutting ceremony and open house for the Lewis & Clark Regional Water System treatment plant is scheduled for August 21. The Minnesota Municipal Utilities Association (MMUA) annual summer meeting is scheduled for August 20-22. Discussion was held on attending these two events.

GENERAL MANAGER'S PERFORMANCE EVALUATION

The employment agreement between Scott Hain, General Manager, and the Water and Light Commission provides for an annual evaluation of the General Manager's performance. Mr. Hain's anniversary date of hire as General Manager is August 1. The evaluation form was provided to Commission members. President Thompson asked that individual Commissioners bring their completed evaluations to the regular Commission meeting on July 23. A compilation of responses will be developed from the individual evaluations.

A brief discussion was also held on condensing the format of the existing evaluation form for future evaluations.

UTILITY BILLS PAYABLE

A motion was made by Commissioner Wood, seconded by Commissioner Hoffmann and unanimously carried to approve the utility bills payable totaling \$311,857.39 for May 25, May 31, June 8 and June 15.

ADJOURNMENT

A motion was made by Commissioner Donovan, seconded by Commissioner Hoffmann and unanimously carried to adjourn the meeting at 7:58 A.M., DST. President Thompson declared the meeting adjourned.

Deb A. Scheidt
Secretary to the Commission

Planning Commission/Board of Appeals Minutes June 5, 2012

The meeting was called to order at 7:00 p.m. by Chad Nixon in the City Hall Council Chambers.

Members Present: Mike Kuhle, Kelly Meyer, Ken Moser, Chad Nixon, Dana Oberloh, Bruce Pass, Dale Ryen
Members Absent: None
Staff Present: Brad Chapulis, Director of Comm/Econ. Dev.; Julie Haack, Secretary
Others Present: Charles Anderson; Jason Anderson; Michelle Anderson; Jorge Lopez, Southwest Minnesota Housing Partnership; Chuck Brandel, INS Group; Scott Johnson, Southwestern Mental Health Center; Curt DeVries, Gordon Moore

Approval of Minutes

Dale Ryen motioned to approve the May 1, 2012 meeting minutes. The motion was seconded by Ken Moser and passed unanimously.

Planning Commission Business

Public Hearing and Recommendation to City Council

Special Use Permit - 1638 Oxford Street

This request was withdrawn by the applicant.

Public Hearing and Recommendation to City Council

Change of Zone - 1415 Fourth Avenue

Southwestern Mental Health, Inc., has submitted a rezoning request which would, if approved, rezone their property at 1415 Fourth Avenue from R-4 - Medium Residential to PUD - Planned Unit Development. The PUD classification would allow for proposed administrative offices to be constructed on the property. Brad Chapulis reviewed the request and explained that the proposed PUD would use the R-4 provisions for building coverage and setbacks and would require City approval on all changes to the PUD master plan.

Chad Nixon opened the public hearing. Chuck Brandel described the proposed administrative building, which will have a design similar to Unity House, and noted that the building will be positioned on the lot to encourage internal parking. The parking lot will be screened along Fifth Avenue and Thirteenth Street. They also plan to keep as many trees as possible.

Mike Kuhle asked about the planned ingress and egress. Chuck Brandel explained that they would utilize the existing curb cut on Fifth Avenue through which traffic could enter or exit. Mike Kuhle requested that the weeds be taken care of since the project is not scheduled to start for several weeks.

Chad Nixon asked for other comments. There were none. Ken Moser motioned to close the public hearing. The motion was seconded by Mike Kuhle and passed unanimously.

Ken Moser motioned to approve rezoning the property located at 1415 Fourth Avenue from R-4 - Medium Residential to PUD. The motion was seconded by Bruce Pass and passed unanimously.

Public Hearing and Recommendation to City Council

Preliminary Plat - Central Square Addition

A preliminary plat of Central Square Addition has been submitted for approval by Southwestern Mental Health, Inc. The proposed 2.4 acre subdivision would contain two lots for mixed used development. Brad Chapulis reviewed the preliminary plat. He explained that it would meet all of the regulations set forth in the Subdivision Ordinance as well as the proposed provisions for Planned Unit Development No. 11 but should not need a storm water collection and management system because the development will have less than one acre of impervious surface.

Chad Nixon asked for comments or questions from the Board. It was noted that Block 1 should be removed from the preliminary plat since there is only one block and the wording is just confusing.

Chad Nixon opened the public hearing. There were no questions or comments from the public. Dana Oberloh motioned to close the public hearing. The motion was seconded by Kelly Meyer and passed unanimously.

Ken Moser motioned to recommend approval of the preliminary plat. The motion was seconded by Mike Kuhle and passed unanimously. Brad Chapulis stated that the recommendations of the Planning Commission would be forwarded to City Council for consideration at their June 11, 2012 meeting. Approval of the PUD would require three readings by Council.

Public Hearing and Board of Zoning Appeals Action

Variance - 1216 Grand Avenue

Charles Anderson has submitted a variance application which would, if approved, allow for the construction of a 30' x 40' garage on property located at 1216 Grand Avenue. Brad Chapulis reviewed the application and the 2008 revision to the Zoning Ordinance which increased the cumulative square footage of all accessory structures from 1,150 to 1,400 but removed the provision that allowed properties with larger homes to have cumulative square footage of accessory structures equal to the size of the home.

The Board reviewed the location of the proposed garage and the land use of the surrounding properties. Bruce Pass noted that the location of the proposed garage would not be suited for other sorts of development, especially a home, because of the commercial property to the north. He sees it as an opportunity to put a tax generating building on the property and such development should be encouraged.

Mike Kuhle noted that the correction in the Ordinance was more suited to smaller properties with smaller homes. Bruce Pass recalled that the Board did not want super structure garages in the middle of an area with smaller homes.

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Chad Nixon opened the public hearing. Jason Anderson spoke on behalf of his parents, Charles and Michelle Anderson. He said that they currently have a classic car, a pick up truck, and some racing equipment store at his grandfather's home but they need to make other arrangements. He has talked with the neighbors and has not heard any objections to their plan. The building will be surrounded by steel sheds and will be placed on property that cannot otherwise be developed. It will be maroon and tan to blend with the house. In response to questions from the Board, he said that the equipment would be moved from the middle of a residential area to a more commercial area and there will not be outside storage of equipment.

Curt DeVries spoke in favor of the garage. He was on the Planning Commission for two terms and knows that this is a unique property. It is an unusually large lot that cannot be used for a home. Andersons keep their property neat and clean and he knows they will take care of the garage.

There were no other comments from the public. Ken Moser motioned to close the public hearing. The motion was seconded by Dale Ryen and passed unanimously.

Mike Kuhle motioned to approve the variance request because the property is bordered on two sides by commercial development and the proposed garage will fit in with the area. The motion was seconded by Kelly Meyer and passed unanimously.

Public Hearing and Board of Zoning Appeals Action

The City of Worthington has submitted a variance application for property it owns directly northeast of the intersection of Prairie Drive and US Highway 59. If approved, the variance will allow for the construction of an enclosed link between a hotel and an event center to be located on separate parcels and under separate ownership. The proposed connection will encroach the entire ten feet of the required setback. Brad Chapulis reviewed the application and noted that this is a unique situation because such links are rare and typically connect two buildings that are under common ownership.

Chad Nixon asked for questions from the Board for staff. There were none and he opened the public hearing. There were no questions or comments from the public. Ken Moser motioned to close the public hearing. The motion was seconded by Dale Ryen and passed unanimously.

After brief discussion, the Board determined that granting the variance would not have an impact on the locality. The request is uncommon and instances where a link between two buildings is requested or desired is rare. Ken Moser motioned to approve the variance that will allow for the construction of an enclosed link between a hotel and an event center which will be located on separate parcels and under separate ownership. The motion was seconded by Bruce Pass and passed unanimously.

Recommendation to City Council

Tax Increment Financing District No. 15

The Planning Commission reviewed the proposed TIF plan that would financially assist with the

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eligible site development expenses related to the construction of a 76 unit hotel, the proposed site plan for the project, and a resolution supporting the adoption of the proposed TIF plan.

After discussion, the Commission concluded that the TIF project conforms with the City's Comprehensive Plan. Ken Moser motioned to approve the resolution as presented. The motion was seconded by Dale Ryen and it passed unanimously.

Other Business

Trash Enclosures

Staff presented information on trash enclosures to City Council. The item will be discussed at an upcoming Council work session.

Next Meeting

The next meeting is scheduled for July 10, 2012 at 7:00 p.m.

Adjournment

With no further business before the Planning Commission, Ken Moser motioned to adjourn the meeting at 7:48 p.m. The motion was seconded by Dale Ryen and passed unanimously.

Julie Haack
Secretary

**WORTHINGTON ECONOMIC DEVELOPMENT AUTHORITY
JUNE 11, 20112**

The meeting was called to order at 6:45 p.m. in City Hall Council Chambers by President Alan E. Oberloh with the following members present: Lyle Ten Haken, Mike Kuhle, Scott Nelson, Mike Woll. Honorary Council Member: Amy Woitalewicz. Members absent: Ron Wood (excused).

Staff present: Craig Clark, City Administrator; Brad Chapulis, Director of Community/Economic Development; Janice Oberloh, City Clerk.

Others present: none.

**APPROVAL OF REDEVELOPMENT PLAN, TAX INCREMENT FINANCING PLAN AND
REDEVELOPMENT AGREEMENT FOR TAX INCREMENT FINANCING DISTRICT
(TIF DISTRICT #15)**

Brad Chapulis, Director of Community/Economic Development, stated Lexington Hotel Development Group, LLC of Greendale, WI was requesting tax increment financing assistance to financially assist with eligible site development expenses related to the construction of a 76 unit Comfort Suites hotel on the 3 acres it is acquiring in the northeast corner of the intersection of Prairie Drive and US Highway 59.

The proposed development qualifies for tax increment assistance through the establishment of an Economic Development TIF District, which would be permitted to exist for a maximum of eight years from collection of the first increment. Lexington would be borrowing approximately \$435,000 from the City/EDA, structured as an interfund loan, which would be paid back through the TIF monies over the life of the District and would have an interest rate of 4%. Annual debt service will be approximately \$63,000. The development agreement includes minimum assessment and shortfall agreements to assure the annual debt service is covered, and also calls for Lexington to comply with the State's Business Subsidy laws, including job creation.

Rebecca Kurtz, Ehlers & Associates, was present at the meeting and noted they are expecting the interfund loan would be paid off in year seven of the established District. Construction on the project would need to begin by July 1, 2012.

The motion was made by Mike Woll, seconded by Mike Kuhle and unanimously carried to adopt the following resolution and to approve the Development Agreement at an amount not to exceed \$435,000, contingent on execution of all other documents related to the proposed project:

RESOLUTION NO. 3498 (EDAu)

RESOLUTION ADOPTING REDEVELOPMENT PROJECT NO. 5 AND ESTABLISHING TAX INCREMENT FINANCING DISTRICT NO. 15 THEREIN AND ADOPTING A REDEVELOPMENT PLAN AND A TAX INCREMENT FINANCING PLAN THEREFOR

Worthington Economic Development Authority
June 11, 2012
Page 2

(Refer to Resolution File for complete copy of Resolution)

ADJOURNMENT

The motion was made by Mike Woll, seconded by Scott Nelson and unanimously carried to adjourn the meeting at 6:58 p.m.

Janice Oberloh, MCMC
City Clerk

WREDC Private Sector Meeting
Thursday, April 26, 2012
WREDC Conference Room
7:00 a.m.

Present: Mark Ludes, Bill Wetering, Jeff Williamson, Jason Turner, Kim Collin, Mike Smith, Adam Trumblay, Darlene Macklin, Glenn Thuringer
Excused: Todd Vanepps, Sandy Demuth, Ben Petersen, Jackie Johnson, Bruce Heitkamp, Dan Greve, Bob Krebs, Jason Vote, Steve Johnson, Jay Larson, Kelli Van Grouw, Matt Widboom, Jim Nickel

Chairman of the board, Jeff Williamson called the meeting to order at 7:00 a.m.

Consent Items

Minutes- Chairman of the Board Jeff Williamson asked if there were any questions on these items. Hearing done moved to action items.

Action Items

Agenda – Agenda Approved

Discussion

Ad Hoc Committee –No updates to report

Long Term Planning Session – The planning session took place on April 13, 2012 at the BAC a number of important topics were brought to the attention and discussed at that time. Since the planning session Scott Marquardt put together a survey asking session attendees to prioritize the ten areas that were identified at the planning session. 14 out of 27 took the survey. Out of those areas identified: Identify potential options for WREDC to become a “financial” player in economic development projects came in as number one. 2) Discussion of the “disconnect – what is it?” Why is there perception? 3) We have a great opportunity now to align the WREDC, its stakeholders, and economic development overall in Worthington and Nobles County. 4) Why is the WREDC not the first point of contact for the economic development locally? 5) Do we have the right people engaged in the WREDC – Who are we missing? 6) Discussion of how incentives are used for projects – Criteria and parameters. 7) Lifting up the relation and leadership/board positions that the WREDC and local leaders have built over time. 8) How are WREDC Board member’s “feeding back” and engaging with their boards/organizations regarding the WREDC? 9) Consider developing policies and procedures for WREDC operations, the bioscience industry park, Biotechnology Advancement center, etc. 10) How can we foster more support for the WREDC from other communities in Nobles county – How do we reach out to them?

There has been a lot of discussion and the majority of the discussion was trying to interpret the surveys. There appears to be a difference from private to public. WREDC wants to spend its energy effectively addressing both. The general consensus is to first focus on the “criteria and parameters” as this has the biggest potential to address most of the top six items. WREDC staff will start gathering information for drafting such documents. However the majority agreed that this should have the full boards input as to the direction the criteria and parameters are to be focused. Meaning “private sector funding” or “public funds – (existing or new).

Equity Fund – No updates to report

Focus Areas:

Transportation- No updates to report.

Highway 60 Zoning- No updates to report.

North 59 Property- No updates to report.

Mall- No Updates to report

Community Economic Development Summit- No updates to report.

Annual Meeting- No updates to report.

Minnesota Angel Network- No updates to report

Biotechnology Advancement Center (BAC) – Brad & Glenn are working together to get the bids out for the audio/visual equipment, everything is slated to be installed by the end of May or early June if all goes well.

Events Center Status Update- No new updates

Banker Committee- May 8th Innovative Equipment will present their financials to lenders; they are working with Prairie Capital II on this.

Bioscience Conference- The Bioscience Conference went over extremely well. Attendance was fairly close to what we had planned for. We came out with about \$36,000 in sponsorships. Thank you to all that attended.

Loan Request Update: Adult Care Center- No formal request has been made at this time.

Other Business: Looking for a building with a crane and next to the rail they don't necessarily want to build because it's so hard to market that type of building should they happen to leave. This is a lead from Jerry Kopel – First State Bank Southwest.

Next Meeting- 7am - June 21, 2012.

Respectfully submitted,
Glenn Thuringer

WREDC Board of Directors Meeting

Thursday, May 17, 2012

WREDC Conference Room

7:00 a.m.

Present: Dan Greve, Scott Hain, Darlene Macklin, Al Oberloh, Glenn Thuringer, Jason Turner, Bill Wetering, Bob Krebs, Bob Demuth Jr., Sandy Demuth, Jason Vote, Jeff Williamson, Kevin Donovan,

Excused: Craig Clark, Brad Chapulis, Adam Trumblay, Bruce Heitkamp

Chairman of the Board Jeff Williamson, called the meeting to order at 7:00 a.m.

Consent Items

Minutes & Treasurer's Report –Chairman Jeff Williamson asked if there were any questions on these items. Hearing none moved to action items.

Action Items

Agenda – Glenn added "Rain Source Check Closeout Account" under actions items, as well as "Coalition GMC, and the Mall" under Discussion. The motion was made and seconded and passed unanimously to approve the agenda with the addition.

Introduction – Intern Chris Witzel will be joining WREDC for two and a half months. Earlier this year we received a grant from the University of Minnesota Extension in the amount of \$1,500 to pay for an intern. Chris's first project here at WREDC will be to finish setting up our new website.

Long term Planning There has been a lot of discussion and the majority of the discussion was trying to interpret the surveys. There appears to be a difference from private to public sectors. WREDC wants to spend its energy effectively addressing both. The general consensus is to first focus on the "criteria and parameters" as this has the biggest potential to address most of the top six items. WREDC staff will start gathering information for drafting such documents. However the majority agreed that this should have the full boards input as to the direction the criteria and parameters are to be focused. Meaning "private sector funding" or "public funds – (existing or new).

Rain Source Check Closeout Account - WREDC bought one unit worth \$50,000 in the Rain Fund Prairie Capital 2 the money was originally a donation from the Degroot family. WREDC has received a check from Rainsource Capital for \$35,000, as the investment window has closed. Glenn asked the question "if we want to deposit the money back into the equity fund". It was discussed at the time of the donation that in the event it was not used it would be put into the equity fund, after a short discussion it was agreed upon to put the funds back into the equity fund. At this present time there are four investments that PC2 has, three are not doing so well and one is in the process of moving forward.

Marketing Request – The chamber approached WREDC about updating the Community video for the city of Worthington that is approximately 10 years old. The Chamber's board unanimously agreed to put forth \$10,000 towards this project, with Glenn's idea of making 4 or 5 short specific trailer videos the cost goes up to approximately \$20,000 The Admin. Committee recommends we put in about \$7,500 from the Major Marketing Fund to assist with the project. Joni Harms, through the Daily Globes parent company assisted in putting the pricing package together. Motion was made by Bill Wetering, seconded by Jason Turner and approved unanimously by the Board to cross share \$7,500. Glenn explained when we did the first video – to cover the reprinting cost a

letter was sent to all WREDC members asking them to donate. We had 16 members donate \$100 each. Glenn suggests the Chamber & WREDC do that again to cover the short fall. The Board supported the idea but recommended making it a soft sell.

Discussion

Economic Development Equity Fund, request – No new updates

Private Sector Committee Meeting – Minutes were included.

Coalition GMC- Glenn explained coalition is seeking input and ideas for DEED as to how DEED can help increase the number of Angel tax credit deals in rural MN.

Mall – There is a local person that is interested in purchasing the mall property. Price negotiations are taking place. The board agreed that it would be a great thing for the community if someone locally owned the property.

Projects Updates

Platelet Company – No new updates.

BAC (Biotechnology Advancement Center) –Steve Robinson is in the process of getting bids for the lab layout. Furniture will be an estimated \$122,000, and, we are anticipating the build out will cost approximately the same.

Bioscience Conference Update- The Bioscience Conference was a success once again this year. However we were about 30 attendees short from what we normally see. Discussion took place about the lack of community involvement in regards to this event. It was suggested possibly changing the name of the conference to get a better turn out. Another topic was raised on whether or not we should continue putting this conference on each year. After much conversation the board unanimously agreed that this conference is a great thing for the City of Worthington, and recommends we continue putting it on in the upcoming years. Dates for next year's conference are being discussed.

Loan Request- Adult Care Center, did not ask WREDC for a loan instead they went to the City's RLF and were approved for \$80,000.

Rushmore Project- In the process of structuring the package now. WREDC may be asked to put together a small loan package.

PLE Inc. / Innovative Equipment (assembly) – In the process of negotiating with bankers at this time.

PurNet – The bank has approved a Working Capital loan to accommodate their growth. We are still working with PurNet on an expansion.

RE Listings- WREDC is in the process of restructuring our website. We have come to find that it's really hard to do Economic Development through a website without real estate listings. We are planning to have a meeting at the summer EDAM Conference with the RE Marketers that work with DEED to figure out how we can work with WREDC and our local realtors.

Stakeholders and Ex-Officio Reports –

Scott Hain – May 4th the West substation lost power, four transmission lines went down in the process of the storm. Load management was used during this time. The matter was handled in the appropriate fashion and power was restored to customers after a few hours.

Bob Demuth Jr. – VJ Sathy was named Interim Administrative County Commissioner, also a new ER Management Director has been identified.

Sandy Demuth – The Minnesota West Welding Grant was put to good use. Ten people were trained and are now employed making upward of \$19.00/hr. Now in the process of working with Minnesota West on an Agco Grant.

The meeting adjourned at 8:45 a.m.

Respectfully submitted.

Glenn Thuringer

CITY OF WORTHINGTON, MINNESOTA

MUNICIPAL LIQUOR STORE
INCOME STATEMENT
For the Period 1/1/12 Through 5/31/12
(Amounts in Dollars)

	Total 2012 Budget	MAY		% YTD Actual to Budget	YTD	
		Actual	Previous Year		Actual	Previous Year
Sales						
Liquor	1,200,000	100,896	89,187	37.0%	444,494	407,171
Wine	375,000	32,383	27,333	37.6%	141,068	131,347
Beer	1,375,000	130,768	115,163	36.9%	507,432	452,161
Mix/nonalcohol	52,000	5,763	5,469	37.0%	19,222	16,590
NSF charges	-	-	-	0.0%	45	90
Net Sales	3,002,000	269,810	237,152	37.1%	1,112,261	1,007,359
Cost of Goods Sold						
Liquor	888,000	72,645	65,998	36.2%	321,574	301,318
Wine	244,000	22,558	17,734	39.8%	97,092	85,289
Beer	1,030,000	101,198	86,130	37.9%	390,640	338,248
Soft drinks/mix	40,000	3,776	4,257	32.5%	12,984	12,927
Freight	17,000	1,349	1,408	37.0%	6,298	5,500
Total Cost of Goods Sold	2,219,000	201,526	175,527	37.3%	828,588	743,282
Gross Profit	783,000	68,284	61,625	36.2%	283,673	264,077
Operating Expenses						
Personnel services	260,681	21,231	19,534	38.1%	99,208	95,578
Supplies	12,400	1,694	1,101	57.6%	7,139	4,593
Other services & charges	114,258	6,503	16,007	31.2%	35,677	43,336
Depreciation (estimated)	16,500	1,375	1,375	41.7%	6,875	6,875
Total Operating Expenses	403,839	30,803	38,017	36.9%	148,899	150,382
Operating Income (Loss)	379,161	37,481	23,608	35.5%	134,774	113,695
Non-Operating Revenues (Expenses)						
Interest earnings **	3,500	292	250	41.7%	1,460	1,250
Other non-operating	-	-	-	-	-	-
Total Non-Operating Revenue (Expense)	3,500	292	250	41.7%	1,460	1,250
Net Income (Loss) b/Operating Transfers	382,661	37,773	23,858	35.6%	136,234	114,945
Operating Transfers-Out	(200,000)	(16,667)	(16,667)	41.7%	(83,335)	(83,335)
Net Income (Loss)	182,661	21,106	7,191	N/A	52,899	31,610

** Includes five months budget

ADMINISTRATIVE SERVICES MEMO

DATE: JUNE 24, 2012

TO: HONORABLE MAYOR AND CITY COUNCIL

SUBJECT: ITEMS REQUIRING CITY COUNCIL ACTION OR REVIEW

CONSENT AGENDA CASE ITEMS

1. ON-SALE LIQUOR, ON-SALE CLUB LIQUOR, AND WINE LICENSE RENEWAL APPLICATION - HISTORIC DAYTON HOUSE

An applications for an On-Sale Club Liquor License Renewal has been received for The Historic Dayton House for the period July 1, 2012 to June 30, 2013. The completed forms and payments have been received as required.

Council action is requested.

2. ON SALE LIQUOR, WINE, ON-SALE BEER, OFF-SALE BEER LICENSE APPLICATIONS - SUMER ANDERSON, BOONDOKS

Applications for an On-Sale Liquor License, Wine License, On-Sale Beer License, and Off-Sale Beer License have been received by Sumer Anderson, Boondoks, formerly the A & T Tap. The new owner will take possession on July 1, 2012. The completed forms and payments have been received as required.

Council action is requested.

3. APPLICATION FOR ON-SALE BEER LICENSE - NOBLES COUNTY FAIR ASSOCIATION

An application for an on-sale beer license has been received from the Nobles County Fair Association, 1600 Stower Drive. The license period would be from July 1, 2012 through December 31, 2012.

All the required paperwork and fees have been received.

Council action is requested.

CASE ITEMS

1. LELS MEMORANDUM OF UNDERSTANDING

With the recent retirement of a police officer it has come to the City's attention that the newly adopted labor agreement did not make modification to a provision that both the union and administrative staff felt was intended to be adjusted. The provision is related to extended sick leave bank and paid time off privileges at the time of retirement.

After 20 years of service the current contract (and personnel manual) allows 1/3 of extended sick leave and their paid time off (PTO) to be cashed out at their hourly rate or converted to a health care savings plan. The City's personnel manual was modified by Council on May 26, 2009 that added a third option of making a one-time contribution to the employee's Minnesota Deferred Compensation Plan.

This additional provision was not transferred to the LELS 4 contract and with all LELS 4 members being governed by their contract, when specifically designated, an MOU is the most appropriate way to address what staff feels was an error in the recently renewed contract.

In addition, adding some clarifying language to the contract to reflect the City's personnel manual is also suggested. The personnel manual has a provision that clarifies the other two options are available unless prohibited by participating in a Health Care Savings Plan.

Council action is requested to approve the MOU included as *Exhibit 1* and authorize the Mayor to sign on behalf of the City.

2. INTERNATIONAL UNION OF OPERATING ENGINEERS (IUOE) LOCAL #49 AGREEMENT

Following lengthy negotiations with the members of IUOE Local #49, which included a mediation session held on May 25, agreeable provisions have been reached and the union has executed the agreement which covers the years 2012-2014. The agreement with proposed changes is included as *Exhibit 2*.

The contract is similar to the LELS bargaining units and provides the following items:

- Employees to receive step and merit (whichever is applicable) wage adjustments on their individual anniversary dates in 2012, 2013 and 2014;
- Employees to receive a 1% cost-of-living adjustment (COLA) to wages effective 1-1-13;
- Employees to receive a 2.0% cost-of-living adjustment (COLA) to wages effective 1-1-14;
- Elimination of the Me Also Provision language in agreement;

- Drop CPI language in the agreement due to specificity of each year's COLA;
- No automatic increase in merit pay at the expiration of the contract but will be retroactive if awarded in the subsequent contract;
- Delete transition language of the merit system now that it is established;
- Adjust contract dates for a three year term 2012-2014 and
- Adjust the Exhibit A&B to conform with the COLA wage adjustments.

Administrative staff are in support of approval of this agreement and feel it meets the parameters the Council has developed. The Water and Light Commission has recommended approval.

Staff also requests that Council approve the same compensation provisions included in the proposed agreement to be applicable to non-aligned City employees as appropriate for the same time period.

Council action is requested to approve the 2012-2014 contract with the International Union of Operating Engineers Local 49 included as *Exhibit 2*, authorizing the Mayor to sign, as well as afford the same conditions to non-aligned City employees as applicable.

3. CONSIDERATION OF PROPOSED FIRE STATION CHANGE ORDER REQUEST

Exhibit 3 contains change order requests for the fire station construction recommended by the Architect, General Contractor and City Staff. The Change Order Requests are referred to as GC-Five and GC-Six.

GC-Five reflects unidentified field conditions necessitating the removal and replacement of Second Avenue pavement at the intersection with 9th Street to match the planned curb grades needed to maintain drainage. As part of the revision the small grass strip between the driveways has been removed and the sidewalk was moved adjacent to the apparatus driveway to facilitate storm water drainage. GC-Five will result in a \$10,914.00 addition to the project.

GC-Six is a City Staff recommendation to delete the provision of Landscaping and Planting on the site as defined in the Civil Engineering Construction Documents, Drawing Sheet A1.1 and in Specification Sections 329200 Turf and Grasses and 325800 Landscaping. The Owner (City of Worthington) will then provide the Landscaping and Planting on site. The City may choose to modify the quantity and quality of the Landscaping and Planting from that originally depicted in the construction Documents. GC-Six will result in a \$20,000 deduction to the project.

The proposed changes to the contract:

- | | |
|----------------------------------|---------------------------|
| • Proposal Request GC-Five | Add \$10,914.00 |
| • <u>Proposal Request GC-Six</u> | <u>Deduct \$20,000.00</u> |
| Total: | Deduct \$9,086.00 |

Proposed Motion: Authorization of Change Order Request as seen in *Exhibit 3*.

4. **RESOLUTION APPROVING CHANGE OF CONTROL OF KNOLOGY, INC**

Attached to the agenda as *Exhibit 4* is a resolution approving the proposed change of control of Knology, Inc.

Background

Knology of the Plains, Inc. (“Grantee”), currently owns, operates and maintains a cable television system in the City and holds a cable television franchise (“Franchise”) granted by the City. The Grantee is a wholly-owned subsidiary of Knology, Inc., a Delaware corporation (“Knology”). In late April the City received a formal request from Knology to approve a proposed change of control of Knology.

Federal law and the terms of the Franchise require that the City take action to consider Knology’s request. Specifically, Section 114.06 of the existing Cable Ordinance requires the City’s advance written consent prior to any change of control of the Grantee. The proposed change of control consists of the acquisition of Knology and its subsidiaries by WideOpenWest Finance, LLC (“WOW”). The transaction is labeled a Merger and has several interim steps that will result in Knology no longer being a public traded company, but rather being a privately held, wholly-owned subsidiary of WOW.

The City worked with Moss & Barnett, the City’s outside legal counsel specializing in cable communications, to review the proposed Merger and the legal, technical, and financial qualifications of WOW. Moss & Barnett prepared a detailed report and recommended resolution regarding this proposed change of control – both the report and resolution are attached as *Exhibit 4* to this agenda.

A complicating factor in the proceeding is the fact that Knology’s Franchise is currently up for renewal (the Franchise will expire on or about October 26, 2013). The recommended resolution addresses that issue as well as the condition that the City’s costs associated with the review of WOW’s qualifications shall be fully reimbursed by the applicants (Knology and WOW). In addition, the proposed Merger is scheduled to close by the end of June 2012, or shortly thereafter, so the City’s consent to the proposed change of control must take place

at this council meeting, if possible.

Based upon the information provided by Knology and WOW and on the report and information received by City, staff recommends that the City approve the proposed change of control by adopting the attached resolution.

Council action is requested to adopt the resolution approving the proposed change of control of Knology, Inc.

5. **THIRD READING PROPOSED ORDINANCE AMENDING TITLE XV OF THE CITY CODE OF WORTHINGTON TO REZONE PROPERTY FROM "R-3" - (LOW DENSITY PRESERVATION RESIDENTIAL) TO "B-3" (GENERAL BUSINESS) - 1314 BURLINGTON AVENUE**

Pursuant to published notice this is the time and date set for the third reading of a proposed ordinance amending Title XV of the City Code of Worthington to rezone the property located at 1314 Burlington Avenue as follows:

In order to better protect and enhance public health, safety and general welfare, the Worthington City Council hereby finds that it is necessary to modify the zoning district designation of certain areas of the City of Worthington from "R-3" - Low Density Preservation Residential to "B-3" - General Business.

Section II.

The following legally described area, presently included in the "R-3" district, shall henceforth be included in the "B-3" district:

West ½ of Lots 15 & 16, Block 13, Moulton's Resurvey and Subdivision of Clary's Addition, City of Worthington, Nobles County, Minnesota.

Council action is requested to give a third reading to, and subsequently adopt, the proposed ordinance.

6. **SECOND READING PROPOSED ORDINANCE TO VACATE PART OF PLATTED PUBLIC UTILITY EASEMENTS IN PRAIRIE EXPO FIRST ADDITION**

Pursuant to published notice, this is the time and date set for the second reading of a proposed ordinance to vacate part of platted public utility easements in Lot 1, Block 2, Prairie Expo First Addition as follows:

Section I.

The following described portion of the platted public utility easement in Lot 1, Block 2, Prairie Expo First Addition, City of Worthington, Nobles County, Minnesota, be vacated:

The east 10.00 feet of the north 280.00 feet of the south 290.00 feet of Lot 1, Block 2, Prairie Expo First Addition, City of Worthington, Nobles County, Minnesota.

Section II.

The following described portion of the platted public utility easement in Lot 2, Block 2, Prairie Expo First Addition, City of Worthington, Nobles County, Minnesota, be vacated:

The west 10.00 feet of the north 280.00 feet of the south 290.00 feet of Lot 2, Block 2, Prairie Expo First Addition, City of Worthington, Nobles County, Minnesota.

Council action is requested to give a second reading to the proposed Ordinance.

7. **SECOND READING PROPOSED ORDINANCE AMENDING TITLE XV OF THE WORTHINGTON CITY CODE TO REZONE-1415 FOURTH AVENUE**

Pursuant to published notice this is the time and date set for the second reading of a proposed ordinance to amend Title XV of the City Code of the City of Worthington, Nobles County, Minnesota to rezone the property located at 1415 Fourth Avenue as follows:

SECTION I.

That Title XV of the City Code be amended by rezoning the following described property from "R-4" One Family Detached Residential Districts to Planned Unit Development (PUD) District #11.

All of Block 35, Plat of Worthington (Original Townsite), City of Worthington, Nobles County, Minnesota.

The above-described property shall be subject to the following zoning/land use regulations:

Permitted Uses - Office Services and all other permitted uses and special uses in the "R-4" - One Family Detached Residential District shall be permissible within this PUD.

Density Area and Bulk Regulations - All development within the PUD must comply with the following the density, area and bulk regulations established for the

“R-4” District.

Site Plan - For the purpose of this Ordinance, the information presented in “Exhibit A” shall serve as the approved site plan for the Planned Unit Development. Any delineation from the approved plan shall require approval from the City Council, after receiving a recommendation from the Planning Commission.

Council action is requested to give a second reading to the proposed ordinance to rezone.

MEMORANDUM OF UNDERSTANDING

The new language would then appear in 12.7 as follows:

12.7 EXTENDED SICK LEAVE BANK AND PTO CONVERSION PRIVILEGES AT RETIREMENT

After 20 years of service, or upon retiring to a PERA pension Employees will be eligible to convert one-third (1/3) of their ESLB and remaining PTO into one of the following options (subject to IRS regulations):

- Cash-out at current hourly rate (unless prohibited as a participant in a Health Care Savings Plan);
- To a Minnesota State Health Care Savings Plan consistent with the employees employment group; and
- A one-time contribution to the employee's Minnesota State Deferred Compensation Plan account (unless prohibited as a participant in and Health Care Savings Plan).

The text as outlined above will serve as a memorandum of understanding between the City of Worthington and Law Enforcement Labor Services #4 and be in effect for the duration of the current contract.

IN WITNESS WHEREOF, the undersigned have caused this AGREEMENT to be executed by their signature and date.

FOR THE CITY OF WORTHINGTON

FOR L.E.L.S

Alan E. Oberloh, Mayor

Jack Chambers, Business Agent

Date: _____

Date: _____

Craig Clark, Administrator

Kirk Schelhaas, Local President

Date: _____

Date: _____

200912 - 20114

AGREEMENT BETWEEN

THE CITY OF WORTHINGTON

AND

INTERNATIONAL UNION OF OPERATING ENGINEERS

LOCAL NO. 49, AFL-CIO

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**BETWEEN
CITY OF WORTHINGTON
AND
INTERNATIONAL UNION OF OPERATING ENGINEERS
LOCAL NO. 49, AFL-CIO**

ARTICLE I PURPOSE OF AGREEMENT

This agreement is entered into this 1st day of January 2009~~12~~ by and between the City of Worthington, Minnesota, called the EMPLOYER, and the International Union of Operating Engineers Local No. 49, AFL-CIO, hereinafter called the UNION. The intent and purpose of this AGREEMENT are to:

- 1.1 Establish certain hours, wages and other conditions of employment;
- 1.2 Establish procedures for the resolution of disputes concerning this AGREEMENT'S interpretation and/or application;
- 1.3 Specify the full and complete understanding of the parties; and
- 1.4 Place in written form the parties' agreement upon terms and conditions of employment for the duration of the AGREEMENT.

The EMPLOYER and the UNION, through this AGREEMENT, continue their dedication to the highest quality of public service. Both parties recognize this AGREEMENT as a pledge of this dedication.

ARTICLE II RECOGNITION

- 2.1 The EMPLOYER hereby recognizes the UNION as the formal and exclusive representative under Minnesota Statutes 179.71, Subd. 3 for employees of the City of Worthington Public Works Department, the Municipal Utilities Department and Community Development Department and as shown by Exhibits "A" and "B" who work more than fourteen (14) hours per week and more than one hundred (100) work days per year excluding seasonal and all other employees.
- 2.2 The EMPLOYER will not enter into any agreement with the employees in the units, either individually or collectively, which in any way conflicts with the terms and conditions of this AGREEMENT.

ARTICLE III EMPLOYER AUTHORITY

- 3.1 The UNION recognizes the prerogative of the EMPLOYER to operate and manage its affairs in all respects in accordance with existing and future laws and regulations of the appropriate authorities including municipal personnel policies and work rules. Nothing in this AGREEMENT shall be construed as binding the EMPLOYER to past

practices or practices not expressly made a part of this AGREEMENT. The prerogatives or authority that the EMPLOYER has not officially abridged, delegated or modified by this AGREEMENT are retained by the EMPLOYER, such as, but not limited to:

1. Direct employees,
 2. Hire, promote, transfer, assign, retain employees in positions and to suspend, demote, discharge or take disciplinary action against employees for just cause.
 3. Relieve employees from duties because of lack of work or other legitimate reasons.
 4. Maintain the efficiency of the government operations.
 5. Determine the methods, means, job classifications and personnel by which such operations are to be conducted.
 6. Take whatever actions may be necessary to carry out the missions of the agency in situations of emergency.
 7. Determine reasonable schedules of work and establish the methods and processes by which such work is performed.
- 3.2 Any term and condition of the employment not specifically established or modified by this AGREEMENT shall remain solely within the discretion of the EMPLOYER to modify, establish, or eliminate. This does not preclude the two parties meeting on a meet and confer basis.

ARTICLE IV UNION SECURITY

In recognition of the UNION as the exclusive representative, the EMPLOYER shall:

- 4.1 Deduct from the paychecks each month the dues of the employees who individually request, in writing, that such deductions be made.
- 4.2 The amounts to be deducted shall be certified to the EMPLOYER by the UNION and the aggregate deduction of all employees shall be remitted together with an itemized statement to the Treasurer of the UNION or his designees after such deductions are made.
- 4.3 The UNION shall provide standard authorization cards for check off dues.
- 4.4 The EMPLOYER will recognize the right of the UNION to select two (2) stewards to represent the employees. They shall have the right to process grievances as necessary during normal working hours without loss of time or pay, provided permission has been granted from the steward supervisor. The UNION shall inform the EMPLOYER in writing of name of selected stewards.
- 4.5 The UNION agrees to indemnify and hold the EMPLOYER harmless against any and all claims, suites, orders, or judgments brought or issued against the EMPLOYER as

a result of any action taken or not taken by the EMPLOYER under the provisions of this Article.

ARTICLE V EMPLOYER SECURITY

- 5.1 The UNION agrees that during the life of this AGREEMENT it will not cause, encourage, participate in or support any strike, slowdown, other interruption of or interference with the normal functions of the EMPLOYER, or the abstinence in whole or in part of the full, faithful and proper performance of the duties of employment regardless of the reason for so doing, except as may be provided by the Public Employees Relations Act, Sect. 179.64 Subd. 7.
- 5.2 Any employee who engages in an illegal strike may have his (her) appointment terminated by the EMPLOYER effective the date the violation first occurs. Such termination shall be effective upon written notice served upon the employee.
- 5.3 An employee who is absent from any portion of his/her work assignment without permission, or who abstains wholly or in part from the full performance of his/her duties without permission from his (her) EMPLOYER on the date or dates when an illegal strike occurs is prima facie presumed to have engaged in an illegal strike on such date or dates.
- 5.4 An employee who knowingly illegally strikes and whose employment has been terminated for such action may, subsequent to such violation, be appointed or reappointed or employed or re-employed, but the employee shall be on probation for two years with respect to such civil service status, tenure of employment, or contract of employment, as he/she may have therefore been entitled.
- 5.5 No employee shall be entitled to any daily pay, wages, or per diem for the days on which he (she) engaged in a strike.

ARTICLE VI NON-DISCRIMINATION

- 6.1 The provisions of this AGREEMENT shall be applied equally by the EMPLOYER and the UNION to all employees without discrimination as to age (except for mandatory retirement), sex, marital status, race, creed, national origin, political affiliation or membership in the UNION.

ARTICLE VII EMPLOYEE RIGHTS - GRIEVANCE PROCEDURE

7.1 DEFINITIONS

The following are definitions of terms used in this Article.

- 7.1.1 GRIEVANCE - A "grievance" means a dispute or disagreement as to the interpretation or application of specific terms of this AGREEMENT.

- 7.1.2 DAYS - "Days" means calendar days excluding Saturday, Sunday and legal holidays as defined by Minnesota Statutes.
- 7.1.3 SERVICE - "Service" means personal service or by Certified Mail.
- 7.1.4 REDUCED TO WRITING - "Reduced to Writing" means a concise statement outlining the nature of the grievance, the provisions of the AGREEMENT in dispute, and the relief requested.
- 7.1.5 ANSWER - "Answer" means a concise response outlining the EMPLOYER'S position on the grievance.
- 7.2 PROCEDURE - Grievance as defined by Section 5.1.1 shall be resolved in conformance with the following procedure.

Step 1. Whenever any employee or employees have a grievance, he or she or the Union Steward shall meet on an informal basis with the employee's or employees' immediate supervisor in an attempt to resolve the grievance within ten (10) days after the grievance occurred. If the grievance is not resolved within five (5) days of the first informal meeting, the grievance may be reduced to writing by the exclusive representative or the employee and served upon the CITY'S DESIGNATE. Any grievance placed in writing must be signed by the affected employee and the UNION'S representative in order to be appealed to Step 2. The CITY shall, within five (5) days of receipt of the written grievance, serve its answer upon the exclusive representative.

Step 2. The CITY'S representative shall meet with the exclusive representative within seven (7) days after receipt of the CITY'S written answer. The parties shall endeavor to mutually resolve the grievance. If the resolution of the grievance results, the terms of the resolution shall be written on or attached to the grievance and shall be signed by all parties. If no agreement is reached by all parties within fifteen (15) days of the first Step 2 meeting, the exclusive representative, if he elects to proceed with the grievance, must proceed with Step 3 by serving a proper notification on the CITY, its chief administrator, or its special representative. Service must be made within fifteen (15) days of the last meeting. The notification shall contain a concise statement indicating the intentions of the party to proceed with the grievance, an outline of the grievance, the provisions of the contract in dispute and a relief requested.

Step 3. The CITY its chief administrator or its special representative shall meet with the designated exclusive representative within ten (10) days after receiving notice of intention to proceed with the grievance pursuant to Step 2. If the resolution of the grievance results, the parties shall reduce the resolution to writing and sign the memorandum as provided in Step 2. A grievance not resolved in Step 3 may be

appealed to Step 4 within ten (10) calendar days following the Employer-designated representative's final answer in Step 3. Any grievance not appealed in writing to Step 4 by the UNION within ten (10) calendar days shall be considered waived.

Step 4. A grievance unresolved in Step 3 and appealed in Step 4 shall be submitted to the Minnesota Bureau of Mediation Services. A grievance not resolved in Step 4 may be appealed to Step 5 within ten (10) calendar days following the CITY'S final answer in Step 4. Any grievance not appealed in writing to Step 5 by the UNION within ten (10) calendar days shall be considered waived.

Step 5. A grievance unresolved in Step 4 and appealed in Step 5 shall be submitted to arbitration subject to the provisions of the Public Employment Labor Relations Act of 1971, as amended. If the parties cannot agree upon an arbitrator, the selection of an arbitrator shall be made in accordance with the "Rules Governing the Arbitration of Grievances" as established by the Bureau of Mediation Services. The fees and expenses for the arbitrator's services and proceedings shall be borne equally by the City and the Union.

- 7.3 The arbitrator shall not have the power to add to, subtract from or modify in any way the terms of the existing AGREEMENT and his decision shall be confined to the specific issues of the grievance.
- 7.4 The decision of the arbitrator shall be final and binding on all parties to the dispute unless the decision violates any provisions of the laws of Minnesota or rules or regulations promulgated thereunder, or municipal charters or ordinances or resolutions enacted pursuant thereto, or which causes a penalty to be incurred thereunder. The decision shall be issued to the parties by the arbitrator and a copy shall be filed with the Bureau of Mediation Services, State of Minnesota.
- 7.5 Processing of all grievances shall be during the normal work day whenever possible and employees shall not lose wages due to their necessary participation.
- 7.6 If a grievance is not presented within the time limits set forth above, it shall be considered "waived". If a grievance is not appealed to the next step within the specified time limits, the UNION may elect to treat the grievance as denied at that step and immediately appeal the grievance to the next step. The time limit in each step may be extended by mutual agreement of the CITY and UNION.
- 7.7 **ELECTION OF REMEDIES** - If the grievance remains unresolved after Step 4, and if the grievance involves the suspension, demotion or discharge for just cause of an employee who has completed the required probationary period, the grievance may be appealed either to Step 5 of the grievance procedure or procedures such as: veterans preference, civil service of fair employment. If appealed to any procedure other than Step 5 of the grievance procedure, the grievance is not subject to arbitration as set forth in Step 5 of the grievance procedure. Except with respect to statutes under the

jurisdiction of the United States Equal Employment Opportunity Commission, an employee pursuing a statutory remedy is not precluded from also pursuing an appeal under this grievance procedure. If a court of competent jurisdiction rules contrary to EEOC v. Board of Governors of State Colleges and Universities, 957 F.2d 424 (7th Cir), Cert. denied, 506 U.S. 906, 113 S. Ct. 299 (1992), or if EEOC v. Board of Governors of State Colleges and Universities, 957 F.2d 424 (7th Cir), cert. denied, 506 U.S. 906, 113 S. Ct. 299 (1992) is judicially or legislatively overruled, the italicized portion of this section shall be deleted.

The aggrieved employee shall indicate in writing which procedure is to be utilized, Step 5 of the grievance procedure or another grievance procedure, and shall sign a statement to the effect that the choice of any other hearing precludes the aggrieved employee from making a subsequent appeal to Step 5 of the grievance procedure.

ARTICLE VIII DEFINITIONS

- 8.1 UNION: Local Union No. 49 International Union of Operating Engineers, AFL-CIO.
- 8.2 EMPLOYER: The City of Worthington.
- 8.3 UNION MEMBER: A member of the Local No. 49 International Union of Operating Engineers, AFL-CIO.
- 8.4 EMPLOYEE: An employee from within the exclusively recognized bargaining unit.
- 8.5 BASE PAY RATE: The employee's hourly pay rate exclusive of any other allowances.
- 8.6 SENIORITY: Length of continuous service with the EMPLOYER.
- 8.7 CALL BACK: Return of an employee to a specified work site to perform assigned duties at the express authorization of the EMPLOYER at a time other than an assigned shift. An extension of or early report to an assigned shift is not a call back.
- 8.8 EMERGENCY: An unforeseen combination of circumstances or condition calling for immediate action.

ARTICLE IX WORK SCHEDULES

- 9.1 The sole authority in work schedules is the EMPLOYER. The normal work day for an employee shall be eight (8) hours. The normal work week shall be forty (40) hours, except employees required to work on a shift basis.
- 9.2 Non-administrative regular scheduled work day hours require flexibility but generally are from 7:30 a.m. to 4:00 p.m. Monday through Friday. Non-administrative

departments are not in operation on Saturdays, Sundays and observed holidays except as necessary for shift work and seasonal work loads.

- 9.3 In the event that work is required because of unusual circumstances such as (but not limited to) fire, flood, snow, sleet, or breakdown of municipal equipment or facilities, no advance notice need be given. It is not required that an employee working other than the normal work day be scheduled to work more than eight (8) hours; however, each employee has an obligation to work overtime or call backs if requested unless unusual circumstances prevent him/her from so working.
- 9.4 Shift employees scheduled to work hours other than the regular scheduled work day hours shall be compensated \$40.00 per month above the regular rate of pay.
- 9.5 Employees that are required to temporarily work a shift that includes other than normal work day hours will be paid an additional one dollar (\$1.00) per hour for that temporary shift up to a maximum of eight (8) hours, at which time the employee shall be paid at their overtime rate. This differential will not be paid on Saturday, Sunday, or holidays as all work accomplished during these days will be compensated at an overtime rate addressed in 10.1 and 10.3, or whenever the employee's entire normal work day shift is worked as part of the temporary shift.
- 9.6 For the purpose of computing salaries for a period of less than one month, the annual rate shall be divided by 2080 hours and the result shall be multiplied by the actual hours worked.
- 9.7 Any person selected by management to fill in for a supervisor will receive an additional fifty cents (\$.50) per hour for hours worked in a supervisory capacity. Specific selection (if any) shall be at the discretion of management and shall be on an "as needed" basis as determined by management.

ARTICLE X OVERTIME

- 10.1 Hours worked in excess of eight (8) hours per day will be paid at the rate of time and one-half the regular rate; hours worked in excess of forty (40) hours per week will be paid at the rate of time and one-half the regular rate.
- 10.2 All hours worked on Saturdays and Sundays that are not a part of an employees normally scheduled work week, will be paid at the rate of time and one-half the regular rate.
- 10.3 City-paid comp time, sick leave and vacation hours are not normally considered to be hours worked in the computation of overtime. An exception may be made by the employee's immediate supervisor in the event of extenuating circumstances.

- 10.4 Employees required to work on any of the Ten (10) holidays will receive eight (8) hours of holiday pay at the regular rate in addition to time and one-half pay for all hours worked on the holiday.
- 10.5 No employee shall work in excess of forty (40) hours per week unless the supervisor grants approval of such overtime after having received approval from the General Manager of Utilities, the Community Development Director, the Superintendent of Streets and Public Works or the City Administrator. The only exception shall be in the event of emergencies in which case the supervisor shall report such overtime to the appropriate departmental manager.

10.6 STAND-BY DUTY

Employees on stand-by duty shall receive nine (9) hours of pay at the regular rate for each week that they are assigned to such duty. Any non-scheduled hours worked while on stand-by duty will be compensated according to the call back provisions located in Article XI. The supervisor of the respective departments shall rotate stand-by duty among the employees of that department who are qualified to perform the same duty, so as to prevent any discrimination. Employees who are on stand-by duty must be able to report for work immediately or, in the case of inclement weather, within thirty (30) minutes of being called to work.

ARTICLE XI CALL BACK

An employee called in for work after having retired from their regular day's work shall receive the greater of two (2) hours at regular pay or actual hours at the overtime rate. Regardless of the actual hours worked the employee shall receive a minimum equal to two (2) hours at regular pay. Employees who are on call-back must report immediately or, in the case of inclement weather, must report within one hour of being called.

ARTICLE XII LEGAL DEFENSE

- 12.1 Employees involved in litigation because of negligence, ignorance of laws and non-observance of laws, after proper investigation may not receive legal defense by the municipality.
- 12.2 Any employee who is charged with a traffic violation, ordinance violation, or criminal offense arising from acts performed within the scope of his/her employment, when such act is performed in good faith and under direct order of his/her supervisor, shall be reimbursed for reasonable attorney's fees and court costs actually incurred by such employee in defending against such charge.

ARTICLE XIII RIGHT OF SUBCONTRACT

Nothing in this AGREEMENT shall prohibit or restrict the right of the EMPLOYER from subcontracting work that cannot be performed during normal working hours and regular occurring overtime by employees covered by this AGREEMENT.

ARTICLE XIV SENIORITY

- 14.1 Seniority shall be on the basis of the employee's last date of hire.
- 14.2 Seniority shall not be affected by race, color, creed, sex, age or marital status of an employee.
- 14.3 Seniority lists showing the employee's last date of hire, job classifications, and name shall be kept up-to-date and a copy of such provided to the UNION annually.
- 14.4 Seniority will be the determining criterion for transfers, promotions, and lay off only when all other qualification factors are equal.
- 14.5 Lay offs shall be in accordance with inverse order of seniority and recall in order of seniority.
- 14.6 All newly hired or rehired employees will serve a six (6) months' probationary period.
- 14.7 At any time during the probationary period a newly hired or rehired employee may be terminated at the sole discretion of the EMPLOYER.
- 14.8 Employees who move from one classification to another shall serve a thirty (30) day probationary period. Such employee may return at his/her old rate and classification anytime during this thirty (30) day period.
- 14.9 All vacancies within the bargaining unit shall be filled by lower paid employees in accordance with their seniority rights, provided however, the employee seeking the higher paid job is able and qualified to perform the work required as determined by the supervisor and confirmed by the proper board or City Council. If it becomes necessary in making a promotion to bypass the senior employee, reasons for the said denial shall be given in writing, to said employee, if requested by said employee, within three (3) days after the position is filled. The employee who is promoted shall be granted a thirty (30) day trial period to determine (1) his/her ability to perform the job; (2) his/her desire to remain on the job, during the thirty (30) day trial period, the employee shall have the opportunity to revert back to his/her former position. If the employee is unsatisfactory in the position, notice and reasons shall be submitted to the UNION, in writing, by the EMPLOYER, with a copy to the employee. The matter may then become a proper subject for the grievance procedure. During the trial period, the employee will receive the rate of the job he/she is performing.

ARTICLE XV JOB POSTING

- 15.1 The EMPLOYER and the UNION agree that permanent job vacancies within the designated bargaining unit shall be filled based on the concept of promotion from within provided that applicants:
- a. have the necessary qualifications to meet the standards of job vacancy; and
 - b. have the ability to perform the duties and responsibilities of the job vacancy.
- 15.2 Employees filling a higher job class based on the provisions of the ARTICLE shall be subject to the conditions of ARTICLE XIV (SENIORITY).
- 15.3 The EMPLOYER has the right of final decision in the selection of employees to fill posted jobs based on qualifications, abilities, and experience.
- 15.4 Job vacancies within the designated bargaining unit will be posted for seven (7) working days so that members of the bargaining unit can be considered for such vacancies. The permanent employee with the highest seniority shall be given first opportunity to step up (or down, with reduced pay and demotion, "for health or other reasons"), for the promotion if qualified.

ARTICLE XVI SAFETY

- 16.1 The EMPLOYER and the UNION agree to jointly promote safe and healthful working conditions, to cooperate in safety matters, and to encourage employees to work in a safe manner.
- 16.2 The EMPLOYER will furnish to all employees such protective safety equipment that it deems necessary for the carrying out of the employees duties. Equipment such as gloves, shoes, clothing, etc. not required as a condition of employment shall be furnished by the employees. Any employee who fails to wear protective equipment when required to do so, will be subject to disciplinary action.
- 16.3 Safety vests will be worn at all times when outside a vehicle with an enclosed cab. Hard hats shall be worn by employees when on construction or maintenance where overhead danger is present or when instructed by their supervisor. Hard hats will not be required when riding or driving a motor vehicle with an enclosed cab.

ARTICLE XVII HOLIDAY LEAVE

- 17.1 Employees shall receive ten (10) holidays per year as outlined below:

New Years Day	January 1st
Martin Luther King Day	3rd Monday in January

Presidents' Day	3rd Monday in February
Memorial Day	Last Monday in May
Independence Day	July 4th
Labor Day	1st Monday in September
Veteran's Day	November 11th
Thanksgiving Day	4th Thursday in November
Christmas Day	December 25th
Floating Holiday	(to be designated by employee and by supervisor)

- 17.2 When New Year's Day, Independence Day, Veteran's Day or Christmas Day falls on Saturday, the preceding Friday shall be the Holiday.
- 17.3 When New Year's Day, Independence Day, Veteran's Day or Christmas Day falls on a Sunday, the following Monday shall be the Holiday.
- 17.4 An employee must work the day before and the day following a Holiday in order to be eligible for Holiday pay unless he/she has an excuse to be absent from an authorized supervisor.
- 17.5 When a Holiday falls on an employee's day off, he/she shall work his regular scheduled week and be compensated in lieu of the Holiday at the straight hourly time rate or take an additional day or shift off.
- 17.6 When a Holiday falls on an employee's vacation period, he/she shall be compensated in lieu of the holiday at the straight hourly time rate or take an additional day or shift off.
- 17.7 The supervisors in determining the floating holiday schedule will take into account and respect the wishes of the employee as the needs of the department will permit. Seniority will prevail.

ARTICLE XVIII PAID TIME OFF (PTO)

- 18.1 Effective January 1, 2000, Articles 18,19, and 20 as they appeared in prior contracts relating to Vacation Leave, Sick Leave and Funeral Leave are repealed in their entirety and replaced by the following system of Paid Time Off (PTO), extended sick leave bank, annual conversion privileges, retirement conversion privileges, and new PTO accrual rates. Funeral leave provisions will appear in Article 19 and the Holiday schedule from January 1, 2000 forward appears in Article 17.

18.2 ACCRUAL

Paid time off will be accrued according to the attached schedule:

PTO Accrual Schedule

<u>Years Completed</u>	<u>PTO Days Accrued Annually</u>
1-3	16
4-5	17
6	18
7	19
8	20
9	21
10	22
11-12	23
13-14	24
15-16	25
17-18	26
19	27
20-22	28
23-24	29
25 plus	31

18.3 EXTENDED SICK LEAVE BANK (ESLB)

All Employees regardless of length of service will accrue ESLB days at the rate of nine (9) per year. The purpose of the ESLB is to provide income security for the Employee in the event of an extended illness. Employees may accrue up to eight hundred (800) hours of ESLB.

18.4 USE OF PAID TIME OFF AND EXTENDED SICK LEAVE BANK

For the first six days (48 hours) of sickness/illness per calendar year the Employee shall use PTO. For workers compensation illness or injury and in-patient hospitalization or an out-patient procedure which requires overnight admission the Employee may choose to have the time off come immediately out of the ESLB. Alternatively, the Employee, at their option, may choose to use PTO time.

18.5 MANDATORY PTO USE AND MAXIMUM ACCRUAL ALLOWED

By the conversion date each year (first Friday in December that is a payday), Employees must have used a minimum of 50% of their annual allotted PTO days in order to elect using the various conversion options. If an Employee uses less than 50% of their annual allotted PTO days, they may carry over the unused days. However, at December 31st of each year an Employee's PTO balance may not exceed

one and one-half (1½) times their annual PTO accrual rate. Any hours/days exceeding the one and one-half times ceiling will be lost and the balance will be adjusted to comply with the maximum allowable PTO balance.

18.6 ANNUAL CONVERSION OPTIONS/IMPLEMENTATION OF CONVERSION

Employees will each year, after meeting the 50% usage of annual PTO accrual requirement, have the option to convert any portion of their remaining PTO balance into other options of equal monetary value to their hourly rate. Conversions will take place in December of each year and may take any one of the following forms (conversion payouts, etc., will correspond with the second payroll in December):

- Cash
- Deferred Compensation (subject to IRS limitations)
- Used to offset subsequent year's health insurance premiums (employee's portion), dental insurance, and other benefits per City policy
- Convert PTO hour for hour into the extended sick leave bank (ESLB)

18.7 EXTENDED SICK LEAVE BANK AND PTO CONVERSION PRIVILEGES AT RETIREMENT

Upon retiring to a PERA pension Employees will be eligible to convert one-third (1/3) of their ESLB and all remaining PTO into (subject to IRS regulations):

The International Union of Operating Engineers Local 49 bargaining unit elects to participate in the MSRS Health Care Savings Plan and establishes policy as follows:

The Health Care Savings Plan (HCSP) will begin June 1, 2004 and will remain in effect until December 31, 2011, at which time this policy will be reviewed, and/or revised and renewed for another contract period. Participation by all Local 49 bargaining unit employees is mandatory.

It is recognized by I.U.O.E. Local #49 and the City that the adoption of the PTO program and its annual conversion privileges will end the occasional discussions about increasing the sick leave contribution of five hundred (500) hours toward health insurance at retirement. All parties agree that this matter is now settled with this contract.

ARTICLE XIX FUNERAL LEAVE

If a death occurs in his or her immediate family, a regular full-time or probationary employee shall be entitled to funeral leave under the following conditions.

- 19.1 Immediate family shall mean the Employee's spouse, son, daughter, father, mother, legal guardian, brother, sister, mother-in-law, father-in-law, son-in-law, daughter-in-law, or a member of the employee's own household.
- 19.2 For death occurring in an Employee's immediate family, the EMPLOYER will allow the necessary time-off up to three (3) working days leave to attend and to take care of affairs relating to the funeral with pay at straight time rate.
- 19.3 It is understood that payment under the above provisions is only for a day or days when the employee is scheduled to work and would have worked except for the death of such relative.
- 19.4 Upon receipt of one (1) day notice, a leave of absence without loss of regular pay up to eight (8) hours will be allowed as needed to attend the funeral of a regular or probationary employee's or spouse's grandmother, grandfather, sister-in-law, brother-in-law, aunt, uncle, and grandchild. In the case of a grandparent or grandchild's death, if the family member's memorial service will take place more than 100 miles distant from the City, up to sixteen (16) hours will be granted. In the event a longer time of absence is required on the part of the Employee, Paid Time Off (PTO) may be used for the additional time off.
- 19.5 A leave of absence of up to two hours without loss of pay will be allowed for employees to attend the funeral of a fellow Employee or a City of Worthington retiree.

ARTICLE XX INSURANCE

- 20.1 An Employee retiring after January 1, 1977, who is at least 55 years of age but not yet eligible for Medicare benefits, or is eligible under Rule of 90, will be eligible to continue their group health coverage by paying the city the full cost of such coverage. This eligibility will continue until the individual becomes eligible for Medicare benefits or for group coverage as a result of other employment. This provision also applies to a dependent of a retired Employee if that dependent would otherwise be eligible under this plan and is not eligible for Medicare benefits or a group coverage as a result of employment. The provisions of §20.3 apply only to the extent that the insurance carrier agrees to provide such coverage. When selecting bids from insurance carriers, the EMPLOYER will request each bidder to provide coverage for retirees and their dependents under the Group Plan.
- 20.2 Long Term Disability Insurance Benefits.

The EMPLOYER shall pay the full cost of the long term disability plan.

20.3 CITY OF WORTHINGTON SELF INSURANCE HEALTH CARE TRUST ACCOUNT.

The parties agree that employee health care will be covered by the City of Worthington Employee Health Care Trust Account.

20.4 BOARD OF TRUSTEES CREATED.

The City shall create a trust account for the purpose of providing health care benefits to its Employees. A board of trustees will be created to direct the fiscal activities of the trust. The board shall consist of the following members: One City Council member, one utility Commission member, the City Administrator, the Director of Finance and Accounting, two members appointed by the membership of I.U.O.E. Local #49, two members appointed by the membership of L.E.L.S. Local #4, and two members selected by non-union Employees of the City of Worthington. As the bargaining unit makeup of the City changes from time to time the makeup of the board of trustees may change. In the future, new recognized bargaining units with less than ten (10) members will have one (1) voting member. New bargaining units with more than ten (10) members will have two (2) voting members.

20.5 DUTIES OF THE BOARD OF TRUSTEES OF THE CITY OF WORTHINGTON HEALTH CARE TRUST ACCOUNT.

The board of trustees shall have the following duties:

- 20.5.1 To monitor the fiscal standing of the trust account and make plan policy decisions based upon sound fiscal principals.
- 20.5.2 To annually take bids for plan administration, specific stop loss coverage and aggregate stop loss coverage.
- 20.5.3 To establish monthly rates for the health care plans offered by the trust based upon the costs of plan administration, specific stop loss costs, aggregate stop loss cost, actuarial advice given by the plan administrators and sound fiscal policy judgments based upon the condition of the fund balances.
- 20.5.4 The health care plan board of trustees shall meet monthly.

20.6 AMENDING HEALTH CARE PLAN BENEFIT LEVELS

The trustees shall establish plan benefits, deductibles and co-pay levels. In the event that any of the plan benefits, deductibles or co-pay levels are to be altered upward or downward from the five-hundred dollar (\$500) deductible plan in effect on March 1, 2000, such action may not occur until the start of a plan year which begins on March

1st of each year. In order to make any changes to one or all of these elements of the plan, the following process must be followed:

1. Health care plan trustees will announce their intention to amend benefits at the October meeting. I.U.O.E Local #49 directors will inform the I.U.O.E. Local #49 members of the intent to change benefit levels.
2. The health care plan trustees will clearly submit the changes in writing at their November meeting and then confer with their constituency groups about the proposed changes.
3. The health care plan trustees will cast a binding vote on the proposed benefit levels at the December meeting. In order to change benefits a sixty (60) percent affirmative vote of all trustees is required.

20.7 PLAN AVAILABILITY

The trustees may make available a variety of plans. Choice of the health care plan level selected will remain with the individual Employees. Employees may choose from among the variety of plans made available by the trustees.

20.8 CITY MONTHLY CONTRIBUTION TO EMPLOYEE HEALTH CARE AND EMPLOYEE OPTIONS.

A. Family Base Coverage

Effective January 1, 2003, the City of Worthington shall contribute \$460 per month toward Employee & dependent health care. In the event the "base family contribution rate increases beyond \$460 per month, the City and the Employee shall split the increase above \$460 on a 50/50 basis. All adjustments shall be against the current director approved plan monthly cost only. The current family out of pocket monthly medical premium payment is \$379~~414~~/month as of January 1, 2009~~12~~. In the event that during the course of this contract the family out of pocket monthly medical premium payment should exceed \$600/month, the parties agree to meet and confer regarding the provisions of 20.8, A.

B. Single Coverage

Single employees will have 100% of their employee medical covered.

C. Opting Out and Redirecting Health Care Dollars

Effective July 1, 2001, those persons opting out of Health Care coverage may choose to be "grandfathered" at the \$360 contribution level. Single coverage employees may continue to redirect the difference between the single premium and \$360 per month, until such time as the premium passes \$360

per month. If in the future the premium would decrease below \$360 per month the employee could, again, redirect the funds.

Effective July 1, 2001, all new hires shall participate fully in the Health Care plan. Alternatively, the employee may "opt out", but may not redirect funds into alternative plans.

20.9 OTHER CONTRIBUTIONS TO THE HEALTH CARE TRUST FUND.

The City will deposit one hundred (100) percent of any workers compensation premium refunds into the health care trust account. The proceeds may be applied by the trustees as they see fit in setting the fiscal policies and coverage rates of the health care plans.

20.10 MEET AND CONFER.

The parties agree to meet and confer regarding the health care trust system being established by this contract at any time.

ARTICLE XXI LEAVE OF ABSENCE

Leaves of absence for reasonable periods, not to exceed one (1) year will be granted, without loss of seniority for:

- 21.1 Serving in an elected or appointed position with the City Council or International Union.
- 21.2 Illness leaves either physical or mental may be granted up to one year upon written request. Such leaves may be extended for like periods upon written request.

ARTICLE XXII MILITARY LEAVE

- 22.1 Employees who are members of a Reserve of the USA for the State of Minnesota and who are ordered by the State of Minnesota and who are ordered by the appropriate authorities to attend a mandatory training program or called into temporary active service shall be granted leave time with pay in compliance with State Statutes, MN 192.26.
- 22.2 Any employee who enters active service in the Armed Forces of the USA while employed by the EMPLOYER shall be granted a leave of absence, without pay, for the period of military service.

ARTICLE XXIII GENERAL PROVISIONS

- 23.1 Employees engaged in outside employment will be subject to the provisions of Section 200 - Employment, Part M - Outside Employment of the City of Worthington Personnel Policy.
- 23.2 Nothing in the above listed policies shall in any way affect the Pension and/or Retirement Plans of the Public Employees Retirement Association laws as established heretofore.
- 23.3 When an employee is required to use his/her personal vehicle for transportation in performing his/her duties while serving the EMPLOYER (except to and from the work site) he/she shall be reimbursed at the designated rate per mile as adjusted by the City Council from time to time.

ARTICLE XXIV RULES FOR EMPLOYEES PERSONAL CONDUCT

- 24.1 Employees shall be disciplined only for just cause.
- 24.2 Warning and suspension notices shall be in writing and if an employee is found innocent of the charges resulting in suspension or dismissal, he/she shall be paid in full for such time lost.

ARTICLE XXV SEVERANCE PAY

- 25.1 The following pay schedule will be in effect for employees permanently laid off.
 - 1. Two weeks pay plus one week for each year of service. The contract will be followed when any employees are laid off.

ARTICLE XXVI PERFORMANCE-BASED (MERIT) PAY

Effective January 1, 2009, all I.U.O.E. Local #49 positions will transition to the performance-based (merit) pay system as administered under the City of Worthington/Worthington Public Utilities Compensation Administration Guidelines.

- 26.1 All employees will receive annual written performance appraisals on their individual employment anniversary dates. Satisfactory performance (a composite average score of 3.0 or higher) is required to qualify for any adjustment to salary. Performance appraisals are not grievable.
- 26.2 Effective January 1, 2009, all separate pay for certification as established in prior contracts is eliminated. Any employee receiving certification pay as of December 31,

2008, will have that amount become part of their base wage. Employees will be required to meet certification requirements as outlined in their position descriptions and individual employment agreements.

26.3 The ~~five~~ I.U.O.E. Local #49 members on the tenure-based step program as of December 31, 2008, will remain on tenure-based steps as depicted in Exhibit A until they reach Step 6 (control point). They are then subject strictly to the performance-based (merit) provisions of the City of Worthington/Worthington Public Utilities Compensation Administration Guidelines.

26.4 ~~The eighteen I.U.O.E. Local #49 members at Step 6 (control point) as of December 31, 2008, will transition to the performance-based (merit) system as follows:~~

~~26.4.1 Effective January 1, 2009, wages will be adjusted to the same percentage of the control point depicted in Exhibit B that the employee was at on December 31, 2008, including all certification pay.~~

~~26.4.2~~ 26.4.1 Effective July 1, 2009, wages will be adjusted to 102% of the control point (subject to satisfactory performance).

~~26.4.3~~ 26.4.2 Effective on each employee's individual anniversary date in 2010, base wage will be adjusted to 104% of the control point (subject to satisfactory performance appraisal).

~~26.4.4~~ 26.4.3 Effective on each employee's individual anniversary date in 2011, base wage will be adjusted to 106% of the control point (subject to satisfactory performance appraisal).

All performance-based (merit) increases will cease at the expiration of this contract term. In the event that performance-based (merit) incentives are awarded in a subsequent contract, the increase will be retroactive to the eligible employee's anniversary date.

26.5 All employees hired after January 1, 2009, are subject strictly to the performance-based (merit) provisions of the City of Worthington/Worthington Public Utilities Compensation Administration Guidelines.

26.6 The City of Worthington/Worthington Public Utilities Compensation Administration Guidelines are not part of this agreement and are subject to change at any time through City Council and/or Water and Light Commission action.

ARTICLE XXVII WAIVER

- 27.1 Any and all prior agreements, resolution, practices, rules and regulations regarding terms and conditions of employment, to the extent inconsistent with the provisions of the AGREEMENT, are hereby superseded.
- 27.2 The parties mutually acknowledge that during the negotiations which resulted in this AGREEMENT, each had the unlimited right and opportunity to make demands and proposals with respect to any term or condition of employment not removed by law from bargaining. All agreements and understanding arrived at by the parties are set forth in writing in this AGREEMENT for the stipulated duration of this AGREEMENT. The EMPLOYER and the UNION each voluntarily and unqualifiedly waives the right to meet and negotiate regarding any and all terms and conditions of employment referred to or covered by this AGREEMENT, even though such terms or conditions may not have been within the knowledge or contemplation of either or both parties at the time this contract was negotiated or executed.

ARTICLE XXVIII SAVINGS CLAUSE

- 28.1 This AGREEMENT is subject to the laws of the United States, the State of Minnesota, and the City of Worthington. In the event any provision of this AGREEMENT shall be held to be contrary to law by a court of competent jurisdiction from whose final judgment or decree no appeal has been taken within the time provided, such provision shall be voided. All other provisions shall continue in full force and effect. The voided provision maybe re-negotiated at the request of either party.

ARTICLE XXIX TERMS OF CONTRACT

This AGREEMENT shall be in full force and effect from January 1, 2009~~12~~, to December 31, 2014~~4~~, and shall be automatically renewed from year to year thereafter unless either party shall notify the other in writing on or before November 1, 2014~~4~~, that it desires to open the contract to negotiate the terms of the contract. Failure to give such notice shall cause this AGREEMENT to be renewed for a period of twelve (12) months from year to year automatically.

~~ME ALSO PROVISION~~

~~In the event that the City settles its wage adjustment with Law Enforcement Labor Services at an amount higher than that agreed to in this contract, I.U.O.E. Local 49 shall enjoy the same wage settlement as L.E.L.S.~~

EXHIBIT "A"
2009 TENURE-BASED STEPS

Effective January 1, 2009~~12~~, the following per hour rates of pay will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

Tenure-Based Steps

1 2 3 4 5 6-control point

PUBLIC WORKS

Public Works Operator II	16.97 <u>17.31</u>	17.56 <u>17.93</u>	18.16 <u>18.54</u>	18.76 <u>19.15</u>
	19.36 <u>19.76</u>	19.96 <u>20.37</u>		

WASTEWATER

Wastewater Operator II	17.99 <u>18.36</u>	18.63 <u>19.01</u>	19.26 <u>19.66</u>	19.90 <u>20.30</u>
	20.53 <u>20.95</u>	21.17 <u>21.60</u>		

~~Effective January 1, 2010, control points will be adjusted by a factor of 95% of the change in the Consumer Price Index, all urban wage earners index for the United States (CPI U,U.S.) from August 2008 to August 2009, with a minimum increase of 1% and a maximum increase of 5%.~~

~~Effective January 1, 2011, control points will be adjusted by a factor of 95% of the change in the Consumer Price Index, all urban wage earners index for the United States (CPI U,U.S.) from August 2009 to August 2010 with a minimum increase of 1% and a maximum increase of 5%.~~

Effective January 1, 2013, the following per hour rates of pay will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

Tenure-Based Steps

1 2 3 4 5 6-control point

PUBLIC WORKS

Public Works Operator II	<u>17.48</u>	<u>18.10</u>	<u>18.72</u>	<u>19.34</u>	<u>19.95</u>	<u>20.57</u>
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WASTEWATER

Wastewater Operator II	<u>18.55</u>	<u>19.20</u>	<u>19.86</u>	<u>20.51</u>	<u>21.17</u>	<u>21.82</u>
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Effective January 1, 2014, the following per hour rates of pay will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

Tenure-Based Steps

1 2 3 4 5 6-control point

PUBLIC WORKS

Public Works Operator II 17.83 18.46 19.09 19.72 20.35 20.98

WASTEWATER

Wastewater Operator II 18.92 19.59 20.26 20.92 21.59 22.26

EXHIBIT "B"

2009 SALARY RANGES

Effective January 1, 2009~~12~~, the following hourly pay ranges will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

	<u>Minimum</u>	<u>Control Point</u>	<u>Maximum</u>
<u>WATER</u>			
Sr. Water Plant Operator	20.65 <u>21.07</u>	24.29 <u>24.79</u>	27.93 <u>28.51</u>
Water Operator III	19.81 <u>20.22</u>	23.31 <u>23.79</u>	26.81 <u>27.36</u>
Water Operator II	17.99 <u>18.36</u>	21.17 <u>21.60</u>	24.35 <u>24.84</u>
<u>PUBLIC WORKS</u>			
Public Works Operator III	19.81 <u>20.22</u>	23.31 <u>23.79</u>	26.81 <u>27.36</u>
Public Works Operator II	16.97 <u>17.31</u>	19.96 <u>20.37</u>	22.95 <u>23.43</u>
<u>WASTEWATER</u>			
Sr. Wastewater Operator	21.50 <u>21.94</u>	25.29 <u>25.81</u>	29.08 <u>29.68</u>
Wastewater Lab Technician	19.81 <u>20.22</u>	23.31 <u>23.79</u>	26.81 <u>27.36</u>
Wastewater Operator III	19.81 <u>21.07</u>	23.31 <u>24.79</u>	26.81 <u>28.51</u>
Wastewater Operator II	17.99 <u>18.36</u>	21.17 <u>21.60</u>	24.35 <u>24.84</u>
<u>ENGINEERING</u>			
Engineering Technician	19.81 <u>20.22</u>	23.31 <u>23.79</u>	26.81 <u>27.36</u>

Effective January 1, 2010, control points will be adjusted by a factor of 95% of the change in the Consumer Price Index, all urban wage earners for the United States (CPI-U, U.S.) from August 2008 to August 2009, with a minimum increase of 1% and a maximum increase of 5%.

Effective January 1, 2011, control points will be adjusted by a factor of 95% of the change in the Consumer Price Index, all urban wage earners for the United States (CPI-U, U.S.) from August 2009 to August 2010, with a minimum increase of 1% and a maximum increase of 5%.

Effective January 1, 2013, the following hourly pay ranges will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

	<u>Minimum</u>	<u>Control Point</u>	<u>Maximum</u>
<u>WATER</u>			
Sr. Water Plant Operator	21.28	25.04	28.80
Water Operator III	20.43	24.03	27.63
Water Operator II	18.55	21.82	25.09

PUBLIC WORKS

Public Works Operator III	20.43	24.03	27.63
Public Works Operator II	17.48	20.57	23.66

WASTEWATER

Sr. Wastewater Operator	22.16	26.07	29.98
Wastewater Lab Technician	20.43	24.03	27.63
Wastewater Operator III	21.28	25.04	28.80
Wastewater Operator II	18.55	21.82	25.09

ENGINEERING

Engineering Technician	20.43	24.03	27.63
------------------------	-------	-------	-------

Effective January 1, 2014, the following hourly pay ranges will be in effect. Shift differential will continue to be paid on the basis specified in the shift schedules and contract.

	Minimum	Control Point	Maximum
<u>WATER</u>			
Sr. Water Plant Operator	21.71	25.54	29.37
Water Operator III	20.83	24.51	28.19
Water Operator II	18.92	22.26	25.60

PUBLIC WORKS

Public Works Operator III	20.83	24.51	28.19
Public Works Operator II	17.83	20.98	24.13

WASTEWATER

Sr. Wastewater Operator	22.60	26.59	30.58
Wastewater Lab Technician	20.83	24.51	28.19
Wastewater Operator III	21.71	25.54	29.37
Wastewater Operator II	18.92	22.26	25.60

ENGINEERING

Engineering Technician	20.83	24.51	28.19
------------------------	-------	-------	-------

In witness whereof, the parties hereto have executed this AGREEMENT on this _____ day of
_____ 20 _____.

FOR CITY OF WORTHINGTON

Alan Oberloh, Mayor

~~Robert J. Demuth~~ Randy Thompson, President
Worthington Water and Light Commission

Craig Clark, City Administrator

Scott Hain, General Manager of Utilities

FOR LOCAL NO. 49, INTERNATIONAL UNION OF OPERATING ENGINEERS, AFL-CIO

Leland Hiller, Business Representative

~~Steve DeGroot~~ Tom Steffl, Steward

Glen Johnson, Business Manager

~~Mike Morrow~~ Kirk Feit, Steward

CHANGE ORDER

AIA DOCUMENT G701

OWNER ☐
ARCHITECT ☐
CONTRACTOR ☐
FIELD ☐
OTHER ☐

PROJECT: New Fire Station
(name, address) Second Avenue and Ninth Street
Worthington, MN 56187

CHANGE ORDER NUMBER: GC-TWO (2)

DATE: June 13, 2012

TO CONTRACTOR: Sunkota Construction, Inc.
(name, address) 3412 North Potsdam Avenue
Sioux Falls, SD 57104

ARCHITECT'S PROJECT NO: 1201

CONTRACT DATE: August 19, 2011

CONTRACT FOR: General Construction

The Contract is changed as follows:

1. Proposal Request GC-FIVE (5)	Add \$10,914.00
2. Proposal Request GC-SIX (6)	(Deduct \$20,000.00)
Total	(Deduct \$9,086.00)

Not valid until signed by the Owner, Architect and Contractor.

The original (Contract Sum) (Guaranteed Maximum Price) was \$ 2,585,000.00
Net change by previously authorized Change Orders \$ (3,389.00)
The (Contract Sum) (Guaranteed Maximum Price) prior to this Change Order was \$ 2,581,611.00
The (Contract Sum) (Guaranteed Maximum Price) will be (increased) (decreased)
(unchanged) by this Change Order in the amount of \$ (9,086.00)
The new (Contract Sum) (Guaranteed Maximum Price) including this Change Order will be \$ 2,572,525.00

The Contract Time will be (increased) (decreased) (unchanged) by (0) days.
The date of Substantial Completion as of the date of this Change Order therefore is October 4, 2012

NOTE: This summary does not reflect changes in the Contract Sum, Contract Time or Guaranteed Maximum Price which have been authorized by Construction Change Directive.

Buetow 2 Architects, Inc.

Sunkota Construction, Inc.

City of Worthington

ARCHITECT
2905 Dean Parkway Suite A

CONTRACTOR
3412 North Potsdam Avenue

OWNER
303 Ninth Street

Address
Minneapolis, Minnesota 55416

Address
Sioux Falls, SD 57104

Address
Worthington, Minnesota 56187

BY

BY

BY

DATE

DATE

DATE

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AMERICAN INSTITUTE OF ARCHITECTS, 1735 NEW YORK AVE., N.W., WASHINGTON, D.C. 20006

G701-1987

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Exhibit 3A

CONTRACT ADMINISTRATION WORK CHANGES PROPOSAL REQUEST

Owner
Architect
Consultant
Contractor
Field
Other

<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

PROJECT: (name, address)	New Fire Station Second Avenue and Ninth Street Worthington, MN 56187	PROPOSAL REQUEST NO:	GC-FIVE (5) (General Construction)
OWNER: (name, address)	City of Worthington 303 Ninth Street Worthington, MN 56187	DATE OF ISSUANCE:	MAY 16, 2012
TO: (Contractor)	Sunkota Construction, Inc. 3412 North Potsdam Avenue Sioux Falls, SD 57104	ARCHITECT:	BUETOW 2 ARCHITECTS, INC. 2905 DEAN PARKWAY SUITE A MINNEAPOLIS, MINNESOTA 55416
CONTRACT FOR:	General Construction	ARCHITECT'S PROJECT NO:	1201
CONTRACT DATED:	August 19, 2011		

Please submit an itemized proposal for changes in the Contract Sum and Contract Time for proposed modifications to the Contract Documents described herein. Within ten working days (10), the Contractor must submit this proposal or notify the Architect, in writing, of the date on which proposal submission is anticipated.

THIS IS NOT A CHANGE ORDER, A CONSTRUCTION CHANGE DIRECTIVE OR A DIRECTION TO PROCEED WITH THE WORK DESCRIBED IN THE PROPOSED MODIFICATIONS.

Description:

Attached is the revised sheet C2.1 showing the revised grades for the curb along 2nd Avenue and the removal and patch area in the 9th Street intersection. As part of the revisions, the small grass area between the two driveways has been changed to concrete sidewalk to facilitate storm water drainage. This matches the full width sidewalk present on the northeast corner of the site. The area southwest of the fire truck exit will maintain the 5'-0" grass strip between the curb and the sidewalk.

Justification:

Project Requirement (found condition).

Attachments:

Drawing C2.1 Revised 4-25-2012.

Issued by: Randy Engel, RA, AS

Principal in Charge

CONTRACT ADMINISTRATION WORK CHANGES PROPOSAL REQUEST

Owner
Architect
Consultant
Contractor
Field
Other

<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

PROJECT: (name, address)	New Fire Station Second Avenue and Ninth Street Worthington, MN 56187	PROPOSAL REQUEST NO:	GC-SIX (6) (General Construction)
OWNER: (name, address)	City of Worthington 303 Ninth Street Worthington, MN 56187	DATE OF ISSUANCE:	JUNE 13, 2012
TO: (Contractor)	Sunkota Construction, Inc. 3412 North Potsdam Avenue Sioux Falls, SD 57104	ARCHITECT:	BUETOW 2 ARCHITECTS, INC. 2905 DEAN PARKWAY SUITE A MINNEAPOLIS, MINNESOTA 55416
CONTRACT FOR:	General Construction	ARCHITECT'S PROJECT NO:	1201
CONTRACT DATED: August 19, 2011			

Please submit an itemized proposal for changes in the Contract Sum and Contract Time for proposed modifications to the Contract Documents described herein. Within ten working days (10), the Contractor must submit this proposal or notify the Architect, in writing, of the date on which proposal submission is anticipated.

THIS IS NOT A CHANGE ORDER, A CONSTRUCTION CHANGE DIRECTIVE OR A DIRECTION TO PROCEED WITH THE WORK DESCRIBED IN THE PROPOSED MODIFICATIONS.

Description:

Delete the provision of Landscaping and Planting on the site (Trees, sodding, seeding, mulch, weed barrier, additional topsoil and metal edging) as defined in the: Civil Engineering Construction Documents, Drawing Sheet A1.1 and in Specification Sections: 329200 Turf and Grasses and 325800 Landscaping.

The General Contractor shall provide all finish grading as required in the Construction Documents including topsoil.

The General Contractor shall coordinate the Work of the Contract with that of the Owner and also with the Owner's Vendor(s) in their achievement of their Work.

The General Contractor shall provide access to and within the site and shall provide adequate storage and working space on the site for the Owner and for the Owner's Vendor(s) to achieve their Work.

The Owner will provide the Landscaping and Planting on the site.

The Owner may choose to modify the quantity and quality of the Landscaping and Planting from that originally depicted in the Construction Documents.

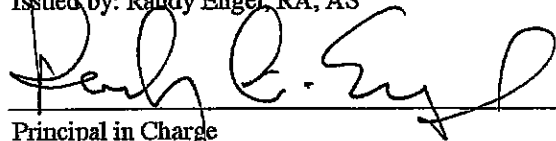
Justification:

Owner's Request.

Attachments:

None

Issued by: Randy Engel, RA, AS



Principal in Charge

BUETOW 2 ARCHITECTS, Inc. 2905 Dean Parkway Suite A Minneapolis, Minnesota 55416

Telephone: 612.455.2626

Exhibit 3D

Report to the City of Worthington, Minnesota

**Regarding the Proposed Change of
Control of Knology of the Plains, Inc.**

June 22, 2012

Prepared by:

Brian T. Grogan, Esq.
Yuri B. Berndt, Esq.

Moss & Barnett
A Professional Association
4800 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-4129
(612) 877-5340 (phone)
(612) 877-5999 (facsimile)

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Section 1. Introduction

Knology of the Plains, Inc., a Delaware corporation ("Grantee") has provided the City of Worthington, Minnesota ("City") with "FCC 394 Application for Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise" dated April 26, 2012, received by the City on April 27, 2012 ("Application"). The Application requests the approval of the change in the ownership of Knology, Inc., a Delaware corporation, ("Knology") which indirectly wholly owns the cable system ("System") serving the City. This request results in a change of the indirect control of the City's Cable Television Franchise Agreement ("Franchise") which requires the City's advance written approval.

Knology and WideOpenWest Finance, LLC, a Delaware limited liability company ("WOW") have entered into a Merger Agreement that provides for the acquisition of Knology and its subsidiaries by WOW.¹ This transaction results in a change in control of the Franchise and System operated by the Grantee in the City. Under the Merger Agreement, WOW will acquire one hundred percent (100%) of the ownership interests of Knology, which as of the current date holds all of the ownership interests of the Knology subsidiaries.² The total value of the WOW acquisition under the Merger is \$1.5 billion.³

The complex merger transaction, includes the formation of a new acquisition entity, Kingston Merger Sub, Inc., by WOW and the merger of this subsidiary with and into Knology, Inc. with Knology, Inc. being the surviving entity.⁴ This process ultimately results in Knology, Inc. and its subsidiaries becoming a wholly owned subsidiary of WOW.

The Merger Agreement provides for an effective closing date after certain conditions and approvals as set forth in the Merger Agreement have been achieved or received, including approval by the Knology shareholders.⁵ Such conditions do not specifically include any such consent or approval of any state or local franchise authority or other governmental authority.⁶ The Merger Agreement and related equity commitments terminate on or before October 18, 2012.⁷ WOW and Knology are subject to a \$65 million and \$25 million termination fee if the transaction is not consummated under certain circumstances.⁸

¹ Agreement and Plan of Merger by among WideOpenWest Finance, LLC, Kingston Merger Sub, Inc., and Knology, Inc dated April 18, 2012 (the "Merger Agreement") at pp. 4-5.

² FCC Form 394 "Application for Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise", dated April 26, 2012 provided by WideOpenWest Finance, LLC and Knology, Inc. (the "Application") at Exhibit 1.

³ Form 10-Q for Knology, Inc. filed with the Securities and Exchange Commission on May 10, 2012 for the fiscal quarter ended March 31, 2012 ("Form 10-Q") at page 11.

⁴ Merger Agreement at p. 5.

⁵ Merger Agreement at pp. 65-67.

⁶ Id at pp. 14, 66.

⁷ Id. at p. 68 and Form 10-Q at p. 13.

⁸ Merger Agreement at p. 70-71, 83, & 86.

Section 2. Applicable Law

The following provisions of federal, state and local law govern the actions of the City in acting on the request for approval of the proposed change of control of Grantee and Knology.

FEDERAL LAW

The Cable Communications Policy Act of 1984, as amended by the Cable Consumer Protection and Competition Act of 1992 and the Telecommunications Act of 1996 ("Cable Act"), provides at Section 617 (47 U.S.C. § 537):

Sales of Cable Systems. *A franchising authority shall, if the franchise requires franchising authority approval of a sale or transfer, have 120 days to act upon any request for approval of such sale or transfer that contains or is accompanied by such information as is required in accordance with Commission regulations and by the franchising authority. If the franchising authority fails to render a final decision on the request within 120 days, such request shall be deemed granted unless the requesting party and the franchising authority agree to an extension of time.*

The Cable Act also provides at Section 613(d) (47 U.S.C. § 533(d)) as follows:

(d) Regulation of ownership by States or franchising authorities. *Any State or franchising authority may not prohibit the ownership or control of a cable system by any person because of such person's ownership or control of any other media of mass communications or other media interests. Nothing in this section shall be construed to prevent any State or franchising authority from prohibiting the ownership or control of a cable system in a jurisdiction by any person (1) because of such person's ownership or control of any other cable system in such jurisdiction, or (2) in circumstances in which the State or franchising authority determines that the acquisition of such a cable system may eliminate or reduce competition in the delivery of cable service in such jurisdiction.*

Further, the Federal Communications Commission ("FCC") has promulgated regulations governing the sale of cable systems. Section 76.502 of the FCC's regulations (47 C.F.R. § 76.502) provides:

Time Limits Applicable to Franchise Authority Consideration of Transfer Applications.

(a) A franchise authority shall have 120 days from the date of submission of a completed FCC Form 394, together with all exhibits, and any additional information required by the terms of the franchise agreement or applicable state or local law to act upon an application to sell, assign, or otherwise transfer controlling ownership of a cable system.

(b) A franchise authority that questions the accuracy of the information provided under paragraph (a) must notify the cable operator within 30 days of the filing of such information, or such information shall be deemed accepted, unless the cable operator has failed to provide any additional information reasonably requested by the franchise authority within 10 days of such request.

(c) If the franchise authority fails to act upon such transfer request within 120 days, such request shall be deemed granted unless the franchise authority and the requesting party otherwise agree to an extension of time.

STATE LAW

Minnesota Statutes Section 238.083 provides:

Sale or Transfer of Franchise.

Subd. 1. Fundamental corporate change defined. For purposes of this section, "fundamental corporate change" means the sale or transfer of a majority of a corporation's assets; merger, including a parent and its subsidiary corporation; consolidation; or creation of a subsidiary corporation.

Subd. 2. Written approval of franchising authority. A sale or transfer of a franchise, including a sale or transfer by means of a fundamental corporate change, requires the written approval of the franchising authority. The parties to the sale or transfer of a franchise shall make a written request to the franchising authority for its approval of the sale or transfer.

Subd. 3. Repealed, 2004 c 261 art 7 s 29

Subd. 4. Approval or denial of transfer request. The franchising authority shall approve or deny in writing the sale or transfer request. The approval must not be unreasonably withheld.

Subd. 5. Repealed, 2004 c 261 art 7 s 29

Subd. 6. Transfer of stock; controlling interest defined. Sale or transfer of stock in a corporation so as to create a new controlling interest in a cable communication system is subject to the requirements of this section.

The term "controlling interest" as used herein is not limited to majority stock ownership, but includes actual working control in whatever manner exercised.

LOCAL LAW

The City's Ordinance at Section 114.06 provides:

(A) Grantee shall not voluntarily, by operation of law or otherwise, sell, assign, transfer, lease, sublet or otherwise dispose of, in whole or in part, the franchise and/or cable system, without the prior written consent of the Council and then only upon such reasonable terms and conditions as allowed under applicable laws, which consent shall not be unreasonably denied or delayed. Failure to comply with this section shall be grounds for termination of grantee's franchise pursuant to § 114.26 hereof and the applicable provisions of any franchise granted hereunder.

(B) Without limiting the nature of the events requiring the Council's approval under this section, the following events shall be deemed to be a sale, assignment or other transfer of the franchise and/or cable system requiring compliance with this section:

- (1) The sale, assignment or other transfer of all or a majority of grantee's assets or the assets comprising the cable system to any person;*
- (2) The merger of the grantee or any of its parents with or into another person (including the merger of grantee or any parent with or into any parent or subsidiary corporation or other person);*
- (3) The consolidation of the grantee or any of its parents with any other person;*
- (4) The creation of a subsidiary corporation or other entity to which the franchise and/or cable system is transferred or assigned;*
- (5) The sale, assignment or other transfer of capital stock or partnership, membership or other equity interests in grantee or any of its parents by one or more of its existing shareholders, partners, members or other equity owners so as to create a new controlling interest in grantee; and*
- (6) The issuance of additional capital stock or partnership, membership or other equity interest by grantee or any of its parents so as to create a new controlling interest in grantee. The term CONTROLLING INTEREST as used herein is not limited to majority equity ownership of the grantee, but also includes actual working control over the grantee, any parent of grantee and/or the system in whatever manner exercised.*

(C) Grantee shall notify grantor in writing of any foreclosure or any other judicial sale of all or a substantial part of the property and assets comprising the cable system of the grantee or upon the termination of any lease or interest covering all or a substantial part of said property and assets. Such notification shall be considered by grantor as notice that a change in control

or ownership of the franchise has taken place and the provisions under this section governing the consent of grantor to such change in control or ownership shall apply.

(D) For the purpose of determining whether it shall consent to such change, transfer or acquisition of control, grantor may inquire into the qualifications of the prospective transferee or controlling party, and grantee shall assist grantor in any such inquiry. In seeking grantor's consent to any change of ownership or control, grantee shall have the responsibility of insuring that the transferee completes an application in form and substance reasonably satisfactory to grantor, which application shall include the information required under this chapter and applicable laws of this chapter. An application, acceptable to the city, shall be submitted to grantor prior to the date of transfer. The transferee shall be required to establish to the satisfaction of the city that it possesses the legal, technical and financial qualifications to operate and maintain the system and comply with all franchise requirements for the remainder of the term of the franchise. If, after considering the legal, financial, character and technical qualities of the transferee and determining that they are satisfactory, the Grantor finds that such transfer is acceptable, the grantor shall permit such transfer and assignment of the rights and obligations of such franchise as may be in the public interest. The consent of the grantor to such transfer shall not be unreasonably denied.

(E) Any financial institution having a security interest in any and all of the property and assets of grantee as security for any loan made to grantee or any of its affiliates for the construction and/or operation of the cable system must notify the grantor that it or its designee satisfactory to the grantor shall take control of and operate the cable television system, in the event of a default in the payment or performance of the debts, liabilities or obligations of grantee or its affiliates to such financial institution. Further, said financial institution shall also submit a plan for such operation of the system within 30 days of assuming such control that will insure continued service and compliance with all franchise requirements during the term the financial institution or its designee exercises control over the system. The financial institution or its designee shall not exercise control over the system for a period exceeding one year unless extended by the grantor in its discretion and during said period of time it shall have the right to petition the grantor to transfer the franchise to another grantee.

In addition to the aforementioned requirements in this section, the city and grantee shall, at all times, comply with the requirements of M.S. § 238.083 regarding the sale or transfer of a franchise and with all other applicable laws.

Section 3. Legal Qualifications

Standard of Review

The legal qualification standard relates primarily to the analysis of whether the Grantee, as a result of the change of control of Knology, has the requisite authorization to operate and control the System serving the City under the Franchise. The applicable standard of review is that the City's consent shall not be unreasonably withheld.

Legal Review

Based upon our review of the legal status of the involved entities, we have determined the following:

- Knology and WOW are both in good standing with the State of Delaware at the current time. *See certificates attached as Exhibit A.*
- Knology is in good standing and is registered to do business in the State of Minnesota at the current time. *See certificate attached as Exhibit B.*

In the Application, the parties have stated that Knology and WOW have not had any franchise applications dismissed or denied by any franchise authority. In addition, Knology and WOW have stated that no adverse findings have been made by any court or administrative body in any civil, criminal or administrative proceeding with respect to the revocation, suspension or involuntary transfer of any authorization to provide video programming services, including cable television services.

Other Considerations

Another significant consideration in jurisdictions where more than one cable operator is authorized to provide cable television service, is whether the transfer will result in the potential for a reduction in competition as a result of any sale or transfer of control. In particular, Section 613(d) (47 U.S.C. § 533(d)) of the Cable Act permits a franchising authority such as the City to prohibit the change of control of the cable system if the City determines that the transaction may eliminate or reduce competition in the delivery of cable service in such jurisdiction.

Generally, this provision (47 U.S.C. § 533(d)) is of concern when one of the two franchised cable operators in the same jurisdiction seeks to acquire the competing system thereby reducing competition which may have an adverse impact on subscriber rates, programming and services. Because the proposed transaction will not impact the other franchised operator in the City, the change of control of the Grantee and Knology will not reduce in any manner the competition related to the delivery of cable services to the City.

Chapter 114 of the City Code

On June 11, 2012 the City passed and adopted, and the Honorable Mayor Alan E. Oberloh executed, Ordinance No. 1052 amending Title XI, Chapter 114, Section 114.02 of the City Code to amend the definitions of "Gross Revenues" and "Subscriber." This ordinance amendment occurred in the context of franchise renewal with the City's franchised cable operators, Mediacom and Knology. Neither operator raised any objections to the amendment prior to Council approval. Mediacom accepted a new franchise as part of its franchise renewal and thereby agreed to the ordinance amendments.

Knology remains in the renewal process with a franchise expiration date of October 26, 2013. Knology served the City with a request for franchise renewal which required the City to complete an assessment of Knology's past performance under the Franchise and determine the future cable-related needs and interests of the City. The City has already prepared a needs assessment as required under 47 U.S.C. 546. It is not clear whether the positions of Knology will change once the proposed change of control to WOW occurs. To ensure that Knology continues to comply with the requires of the City Code, in particular Chapter 114, the City should include in any resolution approving the proposed change of control, provisions related to the pending Knology renewal and Chapter 114. Such provisions have been added to the recommended resolution attached hereto.

Section 4. Technical Qualifications

The technical qualification standard relates to the technical expertise and experience of the Grantee to own, operate and maintain the System in the City following the closing of the transaction. In this case, since WOW will become the ultimate parent entity of the Grantee, our focus is on the technical qualifications of WOW. In such a review, the standard is once again that the City's consent shall not be unreasonably withheld.

Background qualifications of Knology

The Application states that Knology is a leading provider of interactive communications and entertainment services in the Southeast, the upper Midwest and Kansas. Knology offers over 200 channels of digital cable TV; local and long distance telephone service; and high-speed Internet access, as well as the provision of communications products for the business community. These services are provided over Knology's 750 MHz bandwidth fiber-optic interactive broadband network.

Qualifications of WOW

The Application states that WOW is a privately-owned diversified communications service provider holding company that is ultimately controlled by Avista Capital Managing Member, LLC (Avista Member). WOW's operating subsidiaries provide an array of communications, video, and broadband services, including digital cable, HDTV, DVR, high speed Internet, and local and long distance phone services.

WOW has been providing cable television services in the states of Illinois, Indiana and Michigan since 1996 and had approximately 480,000 subscribers as of December 31, 2011.⁹ WOW states that it is the fifth largest cable company in the United States with over 1.7 million homes passed and more than 500,000 subscribers serving over 200 communities within the metropolitan areas of Detroit, Chicago, Columbus and Cleveland as well as Evansville, Indiana and central Michigan. With the acquisition of Knology, WOW will expand its cable operations significantly. WOW will increase its subscriber basis to approximately 800,000 subscribers and pass over 2.8 million homes in 13 states.¹⁰ WOW's operations also include Internet and telephone services. The other non-cable television video services represents approximately 54% of its operations.¹¹

WOW has demonstrated a commitment and record of providing high quality communications services. WOW has received recognition over the years from independent parties, including fourteen J.D. Power and Associates awards for customer satisfaction since 2005 and a first place ranking from Consumer Reports for one or more of its services since 2007. The June

⁹WOW audited Consolidated Financial Statements as of December 31, 2011 dated April 3, 2012 ("2011 Statements") at p. 27 and WOW company website at wowway.com – April 18, 2012 Press Release.

¹⁰ WOW Company website at wowway.com – April 18, 2012 Press Release.

¹¹ 2011 Statements at p. 29.

2012 issue of Consumer Reports¹² ranks WOW first overall among providers of bundled telecom services.

Based on the foregoing, we conclude it would be unreasonable for the City to find that, upon closing of the proposed transaction, the Grantee, as ultimately controlled by Knology and WOW will not be technically qualified to own, operate and maintain the System in the City following the closing of the transaction.

¹² *Ratings Bundled telecom services*, Consumer Reports, June 2012, pp. 20-21.

Section 5. Financial Qualifications

Scope of Review

We have reviewed selected financial information provided by Knology, Inc., a Delaware corporation, and the Knology, Inc. operating subsidiaries (collectively hereinafter referred to in this section of this report as "Knology"), and WideOpenWest Finance, LLC, a Delaware limited liability company (hereinafter referred to as "WOW"), in conjunction with Knology's request for approval of the change in the ownership of Knology, Inc. which indirectly wholly owns the cable system (the "System") serving the City. At the request of the City, Moss & Barnett, PA has reviewed selected financial information that was provided by Knology and WOW.

The financial information that was provided or available through other public sources, and to which our review has been limited, consists solely of the following financial information (hereinafter referred to collectively as the "Financial Statements"):

1. FCC Form 394 "Application for Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise," dated April 26, 2012, provided by Knology and WOW (the "Application") along with such other exhibits as provided therewith;
2. Agreement and Plan of Merger by and among WideOpenWest, LLC, Kingston Merger Sub, Inc., and Knology, Inc. dated April 18, 2012 (the "Merger Agreement");
3. WOW's Post-Merger Forecasted Financial Statements for the years ended December 31, 2012, 2013 and 2014;
4. WOW's Equity Financing Commitment Letter dated April 18, 2012 from Avista Capital Partners, L.P., a Delaware limited partnership, and related Avista parties that provides a \$200 million equity commitment for the merger transaction;
5. Commitment Letter dated April 18, 2012 from Credit Suisse Securities (USA) LLC; Credit Suisse AG; Morgan Stanley Senior Funding, Inc.; Royal Bank of Canada; SunTrust Bank; SunTrust Robinson Humphrey, Inc.; and the Bank of Tokyo-Mitsubishi UFJ, Ltd. that provides for a \$2.12 billion senior secured term and revolving loan facility and a \$1.02 billion senior notes offering or bridge loan for the merger transaction;
6. Audited Consolidated Financial Statements of WideOpenWest Finance, LLC (an Indirectly Wholly Owned Subsidiary of Racecar Holdings, LLC) and subsidiaries as of December 31, 2011, including Consolidated Balance Sheets as of December 31, 2011 and 2010, Consolidated Statements of Operations, Cash Flows and Changes in Members' Equity (Deficit) for the years ended December 31, 2011, 2010 and 2009, and the Report of Independent Auditors from PricewaterhouseCoopers, LLP dated April 3, 2012;
7. Unaudited Financial Statements of WideOpenWest Finance, LLC and subsidiaries as of March 31, 2012, including Condensed Consolidated Balance Sheets as of March 31, 2012 and

December 31, 2011, and Statements of Operations, Cash Flows and Changes in Members' Equity (Deficit) for the quarters ended March 31, 2012 and 2011;

8. Form 10-Q for Knology, Inc. filed with the Securities and Exchange Commission on May 10, 2012 for the fiscal quarter ended March 31, 2012; and
9. Such other information as we requested and that was provided by Knology and WOW relating to the change of control.

Our procedure is limited to providing a summary of our analysis of the Financial Statements in order to facilitate the City's assessment of the financial capabilities of WOW and its subsidiaries to obtain control of, maintain and operate the System in the City.

Overview of Merger Transaction

Knology and WOW entered into a Merger Agreement that provides for the acquisition of Knology and its subsidiaries, which own the System that serves the City, by WOW.¹³ Under the Merger Agreement, WOW will acquire one hundred percent (100%) of the ownership interests of Knology, Inc., a Delaware corporation, which holds all of the ownership interests of the Knology subsidiaries (the "Merger").¹⁴ The total transaction value of the WOW acquisition under the Merger is \$1.5 billion.¹⁵

This complex Merger transaction includes the formation of a new acquisition entity, Kingston Merger Sub, Inc. by WOW and the merger of this subsidiary with and into Knology, Inc. with Knology, Inc. being the surviving entity.¹⁶ This process ultimately results in Knology, Inc. (and its subsidiaries) becoming a wholly owned subsidiary of WOW. The Merger Agreement provides for WOW's payment of the Merger consideration to Knology Inc.'s public owners and equity benefit holders automatically at a price of \$19.75 per share of the Knology, Inc. common stock.¹⁷ In addition to the Merger consideration, WOW will refinance certain of its and Knology, Inc.'s outstanding debts.¹⁸ WOW will also incur and be responsible for expenses that are standard and customary in a transaction of this size and type, along with providing reimbursement for certain Knology expenses in an amount not to exceed \$3 million.¹⁹

WOW has obtained financing to fund the acquisition and refinance certain indebtedness of the parties through new debt of approximately \$3.14 billion and new equity financing of \$200

¹³ Agreement and Plan of Merger by and among WideOpenWest Finance, LLC, Kingston Merger Sub, Inc., and Knology, Inc dated April 18, 2012 (the "Merger Agreement") at pp. 4-5.

¹⁴ FCC Form 394 "Application for Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise", dated April 26, 2012 provided by WideOpenWest Finance, LLC and Knology, Inc. (the "Application") at Exhibit 1.

¹⁵ Form 10-Q for Knology, Inc. filed with the Securities and Exchange Commission on May 10, 2012 for the fiscal quarter ended March 31, 2012 ("Form 10-Q") at p 11.

¹⁶ Merger Agreement at p. 5.

¹⁷ Id. at pp. 6-7.

¹⁸ Form 10-Q at p. 13.

¹⁹ Merger Agreement at pp. 57 & 70.

million.²⁰ These facilities include a \$200 million senior secured revolving credit facility that will be used to fund future operation of WOW and its subsidiaries.²¹ Of the debt committed to consummate the Merger transaction, approximately one-third of the debt has a fixed interest rate while the remaining two-thirds of the debt is subject to fluctuating interest rates if the current LIBOR rate increases significantly.²² The committed debt maturity date that will allow WOW to continue its operations for some time into the future (assuming the debt covenants are maintained).²³ WOW has provided us with a copy of its confidential equity and debt commitment letters that provide for its lenders' and equity holders' funding commitments.

The Merger Agreement provides for an effective closing date after certain conditions and approvals as set forth in the Merger Agreement have been achieved or received, including approval by the Knology shareholders.²⁴ Such conditions do not specifically include the consents or approvals of any state or local franchise authority that is otherwise required under such applicable franchise agreements, ordinances or similar laws or contracts.²⁵ The Merger Agreement and related debt commitments terminate on or before October 18, 2012.²⁶ WOW and Knology are subject to a \$65 million and \$25 million, respectively, termination fee if the Merger transaction is not consummated under certain circumstances.²⁷

Overview of WOW

WOW, is directly owned by five subsidiaries of Racecar Acquisition, LLC, which in turn is wholly owned by Racecar Holdings, LLC, a Delaware limited liability company.²⁸ Racecar Holdings, LLC is owned by Avista Capital Holdings, L.P., as sponsor for four separate investors, together with Northwestern Mutual Life Insurance Company and other minority investors.²⁹ Avista Capital Partners is a private equity firm with over \$4 billion under management.³⁰ The Avista entities are controlled by their general partners, Avista Capital Partners GP, LLC and Avista Capital Partners III, GP, LLC which in turn are controlled by Avista Capital Managing Member, LLC.³¹

²⁰ WOW's Equity Financing Commitment Letter dated April 18, 2012 from Avista Capital Partners, L.P., a Delaware limited partnership, and related Avista parties that provides a \$200 million equity commitment and Commitment Letter dated April 18, 2012 from Credit Suisse Securities (USA) LLC; Credit Suisse AG; Morgan Stanley Senior Funding, Inc.; Royal Bank of Canada; SunTrust Bank; SunTrust Robinson Humphrey, Inc.; and the Bank of Tokyo-Mitsubishi UFJ, Ltd. that provides a \$2.12 billion senior secured term and revolving loan facility and a \$1.02 billion senior notes offering or bridge loan (the "Commitments").

²¹ May 25, 2012 Joint Letter from Knology and WOW to Mr. Brian T. Grogan, Esq. of Moss & Barnett, PA in response to inquiries related to Application.

²² Commitments.

²³ Id.

²⁴ Merger Agreement at pp. 65-67.

²⁵ Id. at pp. 14 & 66.

²⁶ Id. at p. 68 and Form 10-Q at p. 13.

²⁷ Merger Agreement at pp. 70-71, 83, & 86.

²⁸ Application - Exhibit 1.

²⁹ Order of the Minnesota Department of Public Utilities Commission approving the proposed transfer of control of Knology of the Plains, Inc. to WOW dated June 1, 2012 – Post Merger Organizational Diagram ("MN Order").

³⁰ WOW Company website at wowway.com – April 18, 2012 Press Release.

³¹ MN Order.

This controlling entity is owned and controlled by Thompson Dean, Steven Webster, David Burgtahler, David Durkin and OhSang Kwon.³²

Cable providers and telecommunication companies operate in a competitive environment and the financial performance of cable television operators, like WOW and other cable operators, are subject to many factors, including, but not limited to, the general business conditions, incumbent operators, digital broadcast satellite service, technology advancements, employment issues, and customer preferences. Competition also arises from multiple sources, which provide and distribute programming, information, news, entertainment and other telecommunication services. The cable business is inherently capital intensive, requiring capital for the construction and maintenance of its communications systems. Each of these factors could have a significant financial impact on WOW and its ability to acquire and continue to operate the System.

Findings

Since WOW's acquisition of Knology will result from the merger of Knology, Inc. into an entity wholly-owned by WOW, we have analyzed all of the Financial Statements, both historical and projected, as well as WOW's financing and equity commitments for the Merger transaction. WOW provided us with its confidential forecasted financial information, including its projected annual revenue and annual earnings before interest, taxes, depreciation, and amortization (commonly referred to as EBITDA) for a 3-year period after the acquisition of Knology's cable operations. WOW did not provide its 3-year projected capital expenditure budget but noted that capital investments will be determined based upon a variety of factors, including customer demand, anticipated investment returns and competing capital requirements. These forecasted financial statements are based upon WOW and Knology management's assertions and are confidential and proprietary to WOW. Due to the confidential nature of the forecasted financial information, we are reporting our Findings hereunder without reference to the forecasted financial information.

Furthermore, we note that the Financial Statements do not specifically relate to the ultimate holder of the System serving the City, but rather reflect the parent entity's financial information. The parent entity is not obligated to fulfill the terms and conditions of the City's franchise agreement or ordinance, or make contributions to the holder of the System that would allow the holder to make the required payments to the City. The parent entity may also receive distributions from the subsidiary entity (and holder of the System) that will deplete the assets of the subsidiary entity, so that the subsidiary entity would not be capable of making future payments to the City. We have specifically addressed this issue in the Summary section below.

1. Analysis of Financial Statements. Neither federal law nor FCC regulations provide franchising authorities such as the City with any guidance concerning the evaluation of the financial qualifications of an applicant for a cable franchise. In evaluating the financial capabilities of WOW and the ability of Knology to continue to operate the System serving

³² Id.

the City with the new ownership structure, we believe it is appropriate to consider the performance of an applicant based on the applicant's historical performance. WOW's historical operations do not consider the additional debt load, along with the additional revenue and expenses, that will be recognized as part of the transaction under the Merger Agreement. However, we believe a general review of the WOW and Knology financial information is appropriate and may provide some insight into the general ongoing financial operations of WOW with respect to the Application.

The WOW financial information discussed below includes all of the WOW operations, including the non-cable television video services. We have analyzed WOW's and Knology's Financial Statements as of December 31, 2010 and 2011 and March 31, 2012 in providing the information in this Section.

2. Specific Financial Statement Data and Analysis.

- a. Assets. WOW had: (i) current assets of \$68.7 million and \$116.7 million; (ii) working capital of a negative \$44.8 million and a negative \$8.2 million; and (iii) total assets of \$845 million and \$878 million as of December 31, 2011 and 2010, respectively.³³ Knology had current assets of \$116.5 million, working capital of \$30.3 million and net assets of \$859 million as of March 31, 2012.³⁴ Working capital, which is the excess of current assets over current liabilities, is a short-term analytical tool used to assess the ability of a particular entity to meet its current financial obligations in the ordinary course of business. WOW's working capital increased from December 31, 2010 to December 31, 2011. Knology had positive working capital as of March 31, 2012. However, based upon WOW's prior periods of negative working capital, WOW will still need to generate or locate other sources of funds to have sufficient cash to fund its current operations. WOW's current ratio (current assets divided by current liabilities) as of December 31, 2011 of .61:1 is below Knology's and a generally recognized standard of 1:1 for a sustainable business operation.
- b. Liabilities and Net Equity. WOW had: (i) current liabilities of \$113.5 million and \$108.5 million; (ii) long-term debt of \$1,430.6 million and \$1,428.1 million; and (iii) members' deficit (negative net equity) of \$700.6 million and \$671.3 million as of December 31, 2011 and 2010, respectively.³⁵ Knology had current liabilities of \$86.2 million, long-term debt of \$718 million, and total stockholders' equity of \$31.7 million as of March 31, 2012.³⁶ In 2012, WOW agreed to purchase certain assets of Broadstrips, LLC located in Michigan for a cash price of \$55 million which has resulted in an increase in WOW's long-term debt by \$40 million.³⁷

³³Id. at p. 2.

³⁴ Form 10-Q at p. 3.

³⁵ 2011 Statements at p. 2.

³⁶ Form 10-Q at p. 3.

³⁷ 2011 Statements at p. 23.

As part of the transaction, WOW has received debt and equity commitments that will be used for the Merger transaction. This will increase the aggregate amount of outstanding debt among the merged WOW/Knology operations by approximately \$1.5 billion. This additional debt will require WOW to generate additional cash flow, including through the acquired Knology operations, to fund its debt service. WOW has obtained a commitment for a \$200 million revolving credit facility pursuant to its new lending agreement in 2012 to cover short-term cash flow requirements. This available credit should allow WOW to fund its operations if WOW experiences operational cash flow deficiencies in the near future.

- c. Income and Expense. WOW had: (i) revenue of \$614 million and \$584 million; (ii) operating expenses of \$531 million and \$512 million; and (iii) operating income of \$82 million and \$72 million for the years ending December 31, 2011 and 2010, respectively.³⁸ Knology had revenue of \$128 million, operating expenses of \$106.1 million and operating income of \$21.9 million for the first quarter of 2012.³⁹ WOW's net income has remained relatively constant over the last two years. For the year ending December 31, 2011, WOW generated operating cash of \$152 million and had Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA) of \$229 million.⁴⁰ After the transaction, WOW will be highly leveraged which may reduce its ability to withstand prolonged adverse business conditions. The fluctuating interest rates on two-thirds of the new WOW debt is based upon applicable bank industry standard rates plus additional interest percentages, but an increase only becomes effective if the current LIBOR rate increases by 150%.⁴¹ A significant spike in these interest rates could substantially hinder WOW's ability to maintain its current cash flow rates, reduce or eliminate its projected net income and prevent WOW from further expansion or acquisitions.⁴² In order to continue the viability of the WOW operations after the Merger transaction, WOW will need to continue to generate significant cash from operations or other sources to meet its operations, capital improvements and debt funding obligations.

Summary

Using the FCC Form 394 to establish an absolute minimum standard of financial qualifications that a proposed applicant must demonstrate in order to be qualified as the parent owner of the operator of the System, WOW has the burden of demonstrating to the City's satisfaction that WOW and the System holder have "sufficient net liquid assets on hand or available from committed resources" to consummate the Merger Agreement and operate the System acquired thereunder, together with its existing operations, for three (3) months. This minimum standard is not easy to apply to the complex organizational structure of WOW and the multiple wholly-owned companies that hold cable operations in other geographical locations.

³⁸ Id. at p. 3.

³⁹ Form 10-Q at p. 4.

⁴⁰ 2011 Statements at p. 4.

⁴¹ Commitments.

⁴² Id.

Based solely on the WOW's debt and equity commitments and Knology's financial information that we reviewed, WOW has sufficient debt and equity commitments to consummate the Merger Agreement and operate, through its subsidiary, the System (based upon the debt commitments to WOW, the parent entity). Based on the foregoing and limited strictly to the financial information analyzed in conducting this review, we do not believe that Knology's request for transfer of control of the System can reasonably be denied based solely on a lack of financial qualifications of WOW if the financing and equity committed under its confidentially provided information is obtained (the failure to obtain the debt and equity committed to WOW would almost certainly result in the termination of the Merger Agreement and proposed System transfer).

In the event the City elects to proceed with approving the proposed transfer of control, the assessment of WOW's and its new subsidiaries' financial qualifications should not be construed in any way to constitute an opinion as to the financial capability or stability of WOW to (i) operate Knology with respect to the franchise agreement and applicable ordinance, (ii) operate its other operations, or (iii) successfully consummate the transaction as contemplated in the Merger Agreement. The sufficiency of the procedures used in making an assessment of WOW's financial qualifications and its capability to become the parent owner of the operator of the System is solely the responsibility of the City. Consequently, we make no representation regarding the sufficiency of the procedures used either for the purpose for which this analysis of financial capabilities and qualifications was requested or for any other purpose.

However, if the City determines that the Knology operating subsidiary holding its System may have insufficient operating funds, due to the fact that the Financial Statements reviewed and discussed herein relate to the parent entity and not its subsidiary that operates the System, the City could consider conditioning any approval of the proposed change of control on the delivery of a guaranty from WOW in a form reasonably acceptable to the City. Under a Guaranty, if required by the City, WOW will be obligated to guaranty the payment and performance of the obligations of its subsidiary under the applicable franchise agreement and ordinance. We note that based upon terms that are standard and customary of a debt facility in the size that has been committed to WOW, it will be extremely difficult for WOW to receive the applicable approval, as required under its debt facility, to execute a Guaranty as discussed herein.

Section 6. Recommendation

Based on the foregoing, we recommend that the City review this report, listen to any additional public comment or information, as necessary or appropriate, and undertake all necessary action to pass and adopt a resolution in form and content similar to the document attached hereto as *Exhibit C*.

Exhibit A

Delaware Certificates of Good Standing

Division of Corporations • Online Services

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Entity Details

File Number:	3456296	<u>Incorporation Date / Formation Date:</u>	11/13/2001 (mm/dd/yyyy)
<u>Entity Name:</u>	WIDEOPENWEST FINANCE, LLC		
<u>Entity Kind:</u>	LIMITED LIABILITY COMPANY (LLC)	<u>Entity Type:</u>	GENERAL
<u>Residency:</u>	DOMESTIC	State:	DE
<u>Status:</u>	GOOD STANDING	Status Date:	11/13/2001

REGISTERED AGENT INFORMATION

Name:	CORPORATION SERVICE COMPANY		
Address:	2711 CENTERVILLE ROAD SUITE 400		
City:	WILMINGTON	County:	NEW CASTLE
State:	DE	Postal Code:	19808
Phone:	(302)638-5401		

Additional Information is available for a fee of \$20.00. This information will include current franchise tax assessment, current filing history and more..

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Entity Details

File Number: **2947186** Incorporation **09/23/1998**
Date / Formation (mm/dd/yyyy)
Date:

Entity Name: **KNOLOGY, INC.**
Entity Kind: **CORPORATION** Entity Type: **GENERAL**
Residency: **DOMESTIC** State: **DE**
Status: **GOOD** Status Date: **06/01/2008**
STANDING

REGISTERED AGENT INFORMATION

Name: **CORPORATION SERVICE COMPANY**
Address: **2711 CENTERVILLE ROAD SUITE 400**
City: **WILMINGTON** County: **NEW CASTLE**
State: **DE** Postal Code: **19808**
Phone: **(302)636-5401**

Additional Information is available for a fee of \$20.00. This information will include current franchise tax assessment, current filing history and more..

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Exhibit B
Minnesota Certificate of Good Standing

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	Knology, Inc.
Date Filed:	01/23/2007
File Number:	2194839-2
Minnesota Statutes, Chapter:	303
Home Jurisdiction:	Delaware

This certificate has been issued on: 06/13/2012



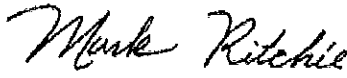

Mark Ritchie
Secretary of State
State of Minnesota

Exhibit C
Resolution – Approving Transaction

CITY OF WORTHINGTON, MINNESOTA

RESOLUTION NO. _____

Approving Proposed Change of Control of Knology, Inc.

RECITALS:

1. Knology of the Plains, Inc., ("Grantee") currently holds a cable television franchise ("Franchise") granted by the City of Worthington, Minnesota ("City").
2. Grantee owns, operates and maintains a cable television system in the City ("System") pursuant to the terms of the Franchise.
3. Grantee has requested renewal of the Franchise by serving the City with a letter pursuant to 47 U.S.C. §546 and the City has initiated renewal proceedings with Grantee by creating a needs assessment as required under local , state and federal law.
4. Grantee is a wholly-owned subsidiary of Knology, Inc., a Delaware corporation ("Knology").
5. On or about April 27, 2012 the City received from Grantee, FCC Form 394 - Application for Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise ("Application").
6. Federal law and the terms of the Franchise require that the City take action to consider the Application within 120 days of the date of receipt, or on or before August 27, 2012.
7. Specifically, Section 114.06 of the Ordinance requires the City's advance written consent prior to any change of control of the Grantee.
8. The Application includes a copy of an Agreement and Plan of Merger dated April 18, 2012 ("Merger Agreement ") that provides for the acquisition of Knology and its subsidiaries, including Grantee.
9. Under the Merger Agreement, WideOpenWest Finance, LLC ("WOW") will acquire one hundred percent (100%) of the ownership interests of Knology which holds all of the ownership interests of the Knology subsidiaries (the "Merger").
10. As a result of the proposed Merger, Grantee and WOW have requested consent from the City to the proposed change of control.
11. The City has reviewed the proposed Merger and the legal, technical, and financial qualifications of WOW.

12. Based on information provided by Grantee, Knology and WOW and on the reports and information received by City, City has elected to approve the proposed Merger subject to certain conditions as set forth herein.

NOW, THEREFORE, the City of Worthington, Minnesota hereby resolves as follows:

1. All of the above recitals are hereby incorporated by reference as if fully set forth herein.
2. The Franchise is in full force and effect and Grantee is the lawful holder of the Franchise.
3. Grantee will be the lawful holder of the Franchise after completion of the Merger.
4. The City hereby consents and approves of the proposed Merger subject to:
 - a. Closing of the transaction described in information provided to the City by Grantee and WOW. WOW shall, within twenty (20) days of the date of closing of the proposed Merger, notify the City in writing of the closing.
 - b. Within twenty (20) days of the date of adoption of this Resolution, Grantee shall execute and file with the City the Acceptance and Agreement attached hereto to verify Grantee's compliance with the terms and conditions of this Resolution.
 - i. By accepting the terms of this Resolution, Grantee agrees to comply with the Franchise and the provisions of Chapter 114 of the City Code, as amended.
 - ii. By accepting the terms of this Resolution, Grantee acknowledges that the City has already completed its needs assessment required in response to Grantee's renewal request under 47 U.S.C. §546 and Grantee shall not take a position that the needs assessment must be redrafted because the control of the Grantee has changed.
 - iii. By accepting the terms of this Resolution, Grantee agrees that it shall respond to the City's draft franchise, previously provided to Knology, and shall commence renewal negotiations with the City.
 - c. Grantee shall, within twenty (20) days of the date of adoption of this Resolution, fully reimburse City for all of City's reasonable costs and expenses in connection with the City's review of the proposed Merger, including without limitation, all costs incurred by the City for experts and attorneys retained by City to assist in the review as well as notice and publication costs ("Reimbursement").
 - i. The Reimbursement shall not be deemed to be "Franchise Fees" within the meaning of Section 622 of the Cable Act (47 U.S.C. §542), nor

shall the Reimbursement be deemed to be (i) "payments in kind" or any involuntary payments chargeable against the Franchise Fees to be paid to the City by Grantee pursuant to Section 7 of the Franchise.

ii. The Reimbursement shall be considered a requirement or charge incidental to the awarding or enforcing of the Franchise.

5. In the event the proposed Merger contemplated by the foregoing resolutions is not completed, for any reason, the City's consent shall not be effective. If any of the conditions set forth herein are not met by Grantee or WOW, the City consent to the proposed Merger shall be null and void and of no effect.

This Resolution shall take effect and continue and remain in effect from and after the date of its passage, approval, and adoption.

A motion to approve the foregoing Resolution No. _____ was made by City Council Member _____ and duly seconded by City Council Member _____.

The following City Council Members voted in the affirmative:

The following City Council Members voted in the negative:

Passed and adopted by the City of Worthington, Minnesota this ____ day of _____ 2012.

ATTEST:

CITY OF WORTHINGTON, MINNESOTA

By: _____

By: _____

Its: _____

ACCEPTANCE AND AGREEMENT

Knology of the Plains, Inc. hereby accepts this Resolution No. _____ ("Resolution") and agrees to be bound by the terms and conditions of this Resolution and the terms and conditions of the Franchise referenced within the Resolution.

Dated this ____ day of June 2012.

Knology of the Plains, Inc.

By: _____

Its: _____

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument was subscribed and sworn to before me this _____ day of _____ 2012, by _____, the _____ of Knology of the Plains, Inc.

SEAL

Notary Public

PUBLIC SAFETY MEMO

DATE: JUNE 25, 2012
TO: HONORABLE MAYOR AND CITY COUNCIL
SUBJECT: ITEMS REQUIRING CITY COUNCIL ACTION OR REVIEW

CASE ITEMS

1. REQUEST FOR FIRE DEPARTMENT TO CONDUCT CONTROL BURN.

The Worthington Fire Department seeks authorization from the City Council to conduct a control burn training exercise of a dilapidated barn structure at County Rd 5 contained within the City Limits. The physical description is Parcel #31-3824-000, Section 19, Township 102, Range 39, 11.83 Acre Tract in NW1/4 of SW1/4. *Exhibit 1* shows the aerial view of the property with the barn being circled. The owner of the property is Paul Larson of Jackson, MN.

Community Service Officer MyRa Onnen spoke to the owner about the dilapidated state of the structure and Larson was informed the nuisance would have to be abated. *Exhibits 2 and 3* are pictures of the structure. Mr. Larson contacted the Worthington Fire Department to see if the building could be used for fire training. Mr. Larson was told the fire department is interested in the training opportunity, but Council approval is necessary.

The Fire Chief has spoke to the Public Safety Director and the City Administrator and both support the proposed training exercise and the abatement of the nuisance in the process. The barn is the lone structure on the tract and the closest neighboring structures are at least 100 feet from the barn.

Worthington City Code 91.01 allows for Council to authorize permission to conduct the control burn of the structure if it doesn't violate State or Federal laws. Conducting the control burn of the structure will not violate State or Federal laws.

Staff recommends Council authorize the request to conduct the control burn training exercise.

Proposed Motion: Authorization of control burn training exercise.



Exhibit 1



Exhibit 2



Exhibit 3

ENGINEERING MEMO

DATE: JUNE 22, 2012
TO: HONORABLE MAYOR AND COUNCIL
SUBJECT: ITEMS REQUIRING COUNCIL ACTION OR REVIEW

AGENDA CASE ITEMS

1. APPROVE PLANS FOR APRON A RECONSTRUCTION PROJECT

As Council is aware, the Airport Apron A reconstruction project was bid last year, however, the FAA was ultimately unable to fund the project. This year, funding of the project is identified to be from the City's federal entitlement balance and the state's apportionment of federal funds. While the availability of funding is stronger than last year, it is not certain until bids are received and an agreement is offered. Based on the funding status, it was determined that the project should be rebid this year. At its last meeting, Council approved a task order with the consulting firm of Mead and Hunt to update the plans and specifications for the project.

Mead and Hunt have completed the plan and specification updates required to rebid the project. The current project estimate, including engineering but excluding contingencies, is \$640,000. The 2012 Airport budget includes a total of \$657,752 for the project. This budget does, however, identify 95% of the project costs as being federally funded with the local costs (5%) being funded from airport reserves for capital projects. The Airport Improvements Program (AIP) has been now been re-authorized with 90% federal funding rather than 95% funding available in recent years. The current airport reserve for capital improvements is projected to be adequate for the increased local share of the proposed project but will not be adequate to undertake the Taxiway C extension project in the near future. The airport reserve is increased by \$18,000 annually from the lease of the multiplane hangar financed from the reserves. The Taxiway C extension project will need to be delayed and/or partially financed with an internal loan repaid from the lease revenues.

Staff recommends that Council approve the plans and specifications for the Apron A project and authorize the advertisement for bids to be received on July 23, 2012 and considered for award at that evening's Council meeting. The award will be subject to receipt of a federal AIP grant to fund 90% of the project costs.

Additional information previously provided: The portion of Apron A being addressed in the project is the bituminous pavement beginning at near a projection of the south edge of the FBO hangar and continuing through the maintenance building. Reconstruction of this portion of the apron was last completed in 1979. Although the pavement has provided a fair service life, fundamental deficiencies in the existing deep strength

pavement seriously limit the effectiveness and durability of maintenance efforts, and preclude rehabilitation. These deficiencies include the absence of subsurface drainage and use of low oil content bituminous mixtures in base courses. Current problems include aircraft pickup of crumbling pavement which is in addition to those issues associated with the use of deteriorating pavement at any location.

2. APPROVE PLANS FOR THE 2012 STORM SEWER IMPROVEMENTS

The 2012 Storm Sewer Fund budget includes \$135,000 for the reconstruction of storm sewer on 9th Avenue from Clement Street to an easement and alley corridor located approximately 200 feet west of Clement Street. The existing storm sewer is an aged, undersized clay pipe that can no longer be maintained. Although the replacement is proposed due to the condition of the existing pipe, the replacement sewer will be sized to meet current design standards. The replacement line will outlet on an interim basis to a sewer which is also planned (not yet scheduled) to be replaced by sewer to be located in 9th Avenue and drain to Winifred Street. Additional sewer replacement is ultimately planned to be completed on Winifred. The segment of work proposed to be completed this year is considered the highest priority due to the existing pipe's condition.

Plans for the 9th Avenue storm sewer replacement have been completed. The current estimated project cost, including engineering and contingencies, is the budgeted amount. Staff recommends that Council approve the plans for the project and authorize the advertisement for bids to be received on July 23, 2012 and considered for award at the July 23, 2012 Council meeting.

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
ACLARA POWER-LINE SYSTEMS INC	6/15/12	BASE SUPPORT MAINTENANCE	ELECTRIC	CUSTOMER INSTALL EXPEN	3,959.00
	6/15/12	BASE SUPPORT MAINTENANCE	ELECTRIC	ACCTS-METER READING	3,959.00
				TOTAL:	7,918.00
AMERIPRIDE	6/15/12	TOWEL SERVICE JUNE	MUNICIPAL WASTEWAT	O-PURIFY MISC	70.07
				TOTAL:	70.07
AMETEK POWER INSTRUMENTS-ROCHESTER	6/15/12	SCADA BOARDS	ELECTRIC	M-DISTR STATION EQUIPM	439.63
				TOTAL:	439.63
ANDERSON ALIGNMENT SERVICE	6/15/12	ALTERNATOR UNIT 308	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	232.31
	6/15/12	SUPPLIES UNIT 308	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	80.00
				TOTAL:	312.31
BORDER STATES ELECTRIC SUPPLY	6/15/12	MARKING PAINT	ELECTRIC	CUSTOMER INSTALL EXPEN	309.85
	6/15/12	SECONDARY SPLIT BOLTS	ELECTRIC	FA DISTR UNDERGRND COND	876.38
				TOTAL:	1,186.23
BUFFALO RIDGE CONCRETE INC	6/15/12	ROCK	ELECTRIC	M-DISTR UNDERGRND LINE	74.81
				TOTAL:	74.81
C&S CHEMICALS INC	6/15/12	4,180 GALLONS ALUM	MUNICIPAL WASTEWAT	O-PURIFY MISC	5,204.49
				TOTAL:	5,204.49
COOPERATIVE ENERGY CO- ACCT # 5910807	6/15/12	UNLEADED GAS	RECREATION	PARK AREAS	35.81
	6/15/12	UNLEADED AND DIESEL UNIT 5	RECREATION	PARK AREAS	242.89
	6/15/12	DIESEL	RECREATION	PARK AREAS	24.77
	6/15/12	DIESEL UNIT 207	WATER	M-TRANS MAINS	90.78
	6/15/12	DIESEL UNIT 207	WATER	M-TRANS MAINS	104.14
	6/15/12	UNLEADED GAS	MUNICIPAL WASTEWAT	O-PURIFY MISC	89.00
	6/15/12	FUEL UNIT 100	ELECTRIC	O-DISTR UNDERGRND LINE	79.47
	6/15/12	FUEL UNIT 106	ELECTRIC	O-DISTR UNDERGRND LINE	114.01
	6/15/12	FUEL UNIT 101	ELECTRIC	O-DISTR UNDERGRND LINE	40.11
	6/15/12	FUEL UNIT 109	ELECTRIC	O-DISTR UNDERGRND LINE	83.72
	6/15/12	DIESEL	STORM WATER MANAGE	STREET CLEANING	189.40
	6/15/12	DIESEL UNIT 408	STORM WATER MANAGE	STREET CLEANING	165.17
	6/15/12	DIESEL UNIT 408	STORM WATER MANAGE	STREET CLEANING	106.68
	6/15/12	DIESEL UNIT 408	STORM WATER MANAGE	STREET CLEANING	118.09
				TOTAL:	1,484.04
COOPERATIVE ENERGY CO- ACCT# 05412019	6/15/12	GREASE FOR EQUIPMENT	GENERAL FUND	PAVED STREETS	30.99
	6/15/12	UNLEADED GAS UNIT 430	GENERAL FUND	PAVED STREETS	35.00
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	88.22
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	85.69
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	74.00
	6/15/12	UNLEADED GAS FORKLIFT	WATER	O-PUMPING	47.11
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	72.39
	6/15/12	UNLEADED GAS MOWER	WATER	O-PUMPING	21.50
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	73.88
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	62.35
	6/15/12	UNLEADED GAS UNIT 204	WATER	O-PUMPING	76.41
	6/15/12	UNLEADED GAS UNIT206	WATER	M-TRANS MAINS	117.00
	6/15/12	UNLEADED GAS UNIT 209, KER	WATER	M-TRANS MAINS	141.70
	6/15/12	UNLEADED GAS PUMPS	WATER	M-TRANS MAINS	18.51
	6/15/12	UNLEADED GAS UNIT 206	WATER	M-TRANS MAINS	101.37
	6/15/12	UNLEADED GAS UNIT 203	WATER	M-TRANS MAINS	118.30

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/15/12	UNLEADED GAS UNIT 209	WATER	M-TRANS MAINS	63.21
	6/15/12	UNLEADED GAS UNIT 206	WATER	M-TRANS MAINS	114.02
	6/15/12	FUEL UNIT 300	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	111.23
	6/15/12	FUEL UNIT 300	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	102.35
	6/15/12	FUEL UNIT 300	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	83.01
	6/15/12	FUEL UNIT 300	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	89.11
	6/15/12	FUEL UNIT 330	MUNICIPAL WASTEWAT	O-PURIFY SUPERVISION	31.97
	6/15/12	FUEL UNIT 330	MUNICIPAL WASTEWAT	O-PURIFY SUPERVISION	25.28
	6/15/12	FUEL UNIT 330	MUNICIPAL WASTEWAT	O-PURIFY SUPERVISION	17.94
	6/15/12	FUEL UNIT 332	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	139.61
	6/15/12	FUEL UNIT 308	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	137.00
	6/15/12	FUEL UNIT 332	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	145.31
	6/15/12	FUEL UNIT 308	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	145.00
	6/15/12	FUEL UNIT 109	ELECTRIC	O-DISTR UNDERGRND LINE	174.28
	6/15/12	FUEL UNIT 109	ELECTRIC	O-DISTR UNDERGRND LINE	33.35
	6/15/12	FUEL UNIT 101	ELECTRIC	O-DISTR UNDERGRND LINE	157.66
	6/15/12	FUEL UNIT 100	ELECTRIC	O-DISTR UNDERGRND LINE	81.01
	6/15/12	FUEL UNIT 106	ELECTRIC	O-DISTR UNDERGRND LINE	100.55
	6/15/12	FUEL UNIT 103	ELECTRIC	O-DISTR UNDERGRND LINE	78.00
	6/15/12	FUEL UNIT 102	ELECTRIC	O-DISTR UNDERGRND LINE	65.00
	6/15/12	FUEL UNIT 106	ELECTRIC	O-DISTR UNDERGRND LINE	46.80
	6/15/12	FUEL UNIT 105	ELECTRIC	O-DISTR UNDERGRND LINE	115.06
	6/15/12	FUEL UNIT 102	ELECTRIC	O-DISTR UNDERGRND LINE	108.01
	6/15/12	FUEL UNIT 103	ELECTRIC	O-DISTR UNDERGRND LINE	43.01
	6/15/12	FUEL UNIT 104	ELECTRIC	O-DISTR UNDERGRND LINE	70.00
	6/15/12	FUEL UNIT 100	ELECTRIC	O-DISTR UNDERGRND LINE	78.18
	6/15/12	FUEL UNIT 106	ELECTRIC	O-DISTR UNDERGRND LINE	108.63
	6/15/12	FUEL UNIT 102	ELECTRIC	O-DISTR UNDERGRND LINE	33.24
	6/15/12	FUEL UNIT 102	ELECTRIC	O-DISTR UNDERGRND LINE	48.01
	6/15/12	FUEL UNIT 101	ELECTRIC	O-DISTR UNDERGRND LINE	130.00
	6/15/12	DIESEL UNIT 408	STORM WATER MANAGE	STREET CLEANING	176.04
				TOTAL:	4,016.29
DACOTAH PAPER CO	6/15/12	BAGS	LIQUOR	O-GEN MISC	269.90
	6/15/12	BAGS	LIQUOR	O-GEN MISC	173.27
				TOTAL:	443.17
DAKOTA SUPPLY GROUP INC	6/15/12	SERVICE PARTS	WATER	O-DIST UNDERGRND LINES	529.61
	6/15/12	SERVICE PARTS	WATER	O-DIST UNDERGRND LINES	878.32
	6/15/12	REBUILD PUMP WELL #20	WATER	M-PUMPING	1,926.41
	6/15/12	DISTRIBUTION PARTS	WATER	M-TRANS MAINS	968.39
				TOTAL:	4,302.73
DULAS EXCAVATING INC	6/15/12	YMCA DEMO & SITEWORK	GENERAL FUND	COMMUNITY CENTER	8,098.75
				TOTAL:	8,098.75
ECHO GROUP INC	6/15/12	DUCT SEAL	ELECTRIC	M-DISTR UNDERGRND LINE	15.39
	6/15/12	MISCELLANEOUS PVC	ELECTRIC	M-DISTR UNDERGRND LINE	6.05
				TOTAL:	21.44
ECOLAB WATER CARE SERVICES	6/15/12	1750 # PHOSPHATE	WATER	O-PURIFY	3,472.70
				TOTAL:	3,472.70
ELECTRIC MOTOR CO	6/15/12	SUMP PUMP REPAIR	RECREATION	GOLF COURSE-GREEN	252.43
	6/15/12	REPAIR TRAN COOL FAN	ELECTRIC	M-DISTR STATION EQUIPM	295.17
				TOTAL:	547.60

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
ERA LABORATORIES INC	6/15/12	ACUTE TOXCITY EVALUATION	MUNICIPAL WASTEWAT	O-PURIFY MISC	800.00
				TOTAL:	800.00
FASTENAL COMPANY	6/15/12	BOLTS	GENERAL FUND	PAVED STREETS	0.83
	6/15/12	ROUND TUBE	GENERAL FUND	PAVED STREETS	21.10
	6/15/12	PIPE CLAMPS FOR PH PROBE	MUNICIPAL WASTEWAT	O-PURIFY MISC	2.23
	6/15/12	BOLTS	ELECTRIC	M-DISTR UNDERGRND LINE	57.50
	6/15/12	PARTS FOR SEALER TANK	STORM WATER MANAGE	STREET CLEANING	16.48
				TOTAL:	98.14
FRONTIER COMMUNICATIONS	6/15/12	ICAC REIMBURSED LINE	GENERAL FUND	POLICE ADMINISTRATION	93.94
				TOTAL:	93.94
GARY BRINK ELECTRIC LLC	6/15/12	100 DRU INSTALLATIONS	ELECTRIC	FA DISTR METERS	9,428.41
				TOTAL:	9,428.41
GOPHER STATE ONE CALL INC	6/15/12	MONTHLY LOCATE SERVICES	WATER	O-DISTR MISC	63.15
	6/15/12	MONTHLY LOCATE SERVICES	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	63.15
	6/15/12	MONTHLY LOCATE SERVICES	ELECTRIC	O-DISTR MISC	126.30
				TOTAL:	252.60
GOVERNMENT FINANCE OFFICERS ASSOC	6/15/12	CCAFR APPLICATION FEE	GENERAL FUND	AUDITS AND BUDGETS	435.00
				TOTAL:	435.00
GRAHAM TIRE OF WORTHINGTON INC	6/15/12	SERVICE ENGINE UNIT 36	GENERAL FUND	POLICE ADMINISTRATION	95.26
	6/15/12	SERVICE ENGINE UNIT 36	GENERAL FUND	POLICE ADMINISTRATION	149.90
	6/15/12	SPIN BALANCE TIRES UNIT 24	GENERAL FUND	POLICE ADMINISTRATION	82.00
	6/15/12	TIRE REPAIR 103	ELECTRIC	O-DISTR UNDERGRND LINE	128.73
				TOTAL:	455.89
GRIMMIUS NATHAN	6/15/12	REIMBURSE GLOCK ARMORER TR	GENERAL FUND	POLICE ADMINISTRATION	30.00
	6/15/12	REIMBURSE GLOCK ARMORER TR	GENERAL FUND	POLICE ADMINISTRATION	102.26
				TOTAL:	132.26
HACH COMPANY	6/15/12	CHEMICALS	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	1,034.73
				TOTAL:	1,034.73
HD SUPPLY WATERWORKS	6/15/12	RISER RINGS	WATER	M-TRANS MAINS	94.08
	6/15/12	HDPE RISER RINGS	WATER	M-TRANS MAINS	56.64
	6/15/12	RETURNED RISER RINGS	WATER	M-TRANS MAINS	94.08
	6/15/12	HDPE RISER RINGS	STORM WATER MANAGE	STORM DRAINAGE	37.44
				TOTAL:	94.08
HOPE HAVEN INC	6/15/12	STAKES	GENERAL FUND	PAVED STREETS	45.53
	6/15/12	STAKES & LATH	IMPROVEMENT CONST	COLLEGEWAY	86.09
				TOTAL:	131.62
HY-VEE INC-61705	6/15/12	FORK LIFT GAS	LIQUOR	O-GEN MISC	36.46
				TOTAL:	36.46
ITRON INC	6/15/12	QUARTERLY SYSTEM SUPPORT	ELECTRIC	O-DISTR METERS	658.32
	6/15/12	QUARTERLY SYSTEM SUPPORT	ELECTRIC	O-DISTR METERS	527.71
				TOTAL:	1,186.03
JERRY'S AUTO SUPPLY	6/15/12	TAPS	ELECTRIC	O-DISTR UNDERGRND LINE	3.37
				TOTAL:	3.37

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
JONES, TOM	6/15/12	REIMBURSE CDL LICENSE	MUNICIPAL WASTEWAT	O-PURIFY MISC	19.00
				TOTAL:	19.00
K & S MOTORS INC	6/15/12	OIL CHANGE UNIT 300	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	23.22
				TOTAL:	23.22
KM GRAPHICS	6/15/12	2011 CONSUMER CONFIDENCE R WATER		O-DISTR METERS	896.92
				TOTAL:	896.92
KOLANDER BRIAN	6/15/12	REIMBURSE	GENERAL FUND	ACCOUNTING	339.70
				TOTAL:	339.70
LAMPERTS YARDS INC-2602004	6/15/12	AIRPORT STORM DAMAGE	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	70.93
				TOTAL:	70.93
LIEN ELECTRIC INC	6/15/12	76 DRU INSTALLATIONS	ELECTRIC	FA DISTR METERS	6,380.25
				TOTAL:	6,380.25
LOCATORS & SUPPLIES INC	6/15/12	FIRE HYDRANT PAINT	WATER	M-TRANS HYDRANTS	137.38
				TOTAL:	137.38
MARKS TOWING & REPAIR OF WORTHINGTON I	6/15/12	TOW	GENERAL FUND	POLICE ADMINISTRATION	64.13
				TOTAL:	64.13
MATHESON TRI-GAS INC	6/15/12	OXYGEN RENTAL, ACETYLENE L WATER		O-DISTR MISC	336.07
				TOTAL:	336.07
MEYER ELECTRIC INC	6/15/12	GENERATOR CONNECTOR	ELECTRIC	M-DISTR UNDERGRND LINE	250.00
				TOTAL:	250.00
MIDWEST CONSORTIUM OF MUNICIPAL UTIL	6/15/12	MCMU MEMBERSHIP DUES 1/12- WATER		O-DISTR MISC	250.00
				TOTAL:	250.00
MINNESOTA DEPARTMENT OF COMMERCE	6/15/12	TOTAL FY 2013 INDIRECT ASS ELECTRIC		REGULATORY COMM	871.61
	6/15/12	TOTAL FY 2013 INDIRECT ASS ELECTRIC		ACCTS-ASSISTANCE	2,461.82
				TOTAL:	3,333.43
MINNESOTA DEPARTMENT OF HEALTH	6/15/12	WESTPHAL-WATER LICENSE REN WATER		O-DISTR MISC	23.00
				TOTAL:	23.00
MINNESOTA ENERGY RESOURCES CORP	6/15/12	GAS SERVICE	GENERAL FUND	GENERAL GOVT BUILDINGS	74.22
	6/15/12	GAS SERVICE	GENERAL FUND	FIRE ADMINISTRATION	27.26
	6/15/12	GAS SERVICE	GENERAL FUND	FIRE ADMINISTRATION	20.50
	6/15/12	GAS SERVICE	GENERAL FUND	PAVED STREETS	14.57
	6/15/12	GAS SERVICE	RECREATION	OLSON PARK CAMPGROUND	37.82
	6/15/12	GAS SERVICE	ECONOMIC DEV AUTHO	TRAINING/TESTING CENTE	110.49
	6/15/12	GAS SERVICE	WATER	O-DISTR MISC	14.57
	6/15/12	GAS SERVICE	MUNICIPAL WASTEWAT	O-PURIFY MISC	483.90
	6/15/12	GAS SERVICE	AIRPORT	O-GEN MISC	61.26
	6/15/12	GAS SERVICE	AIRPORT	O-GEN MISC	31.92
	6/15/12	GAS SERVICE	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	726.00
				TOTAL:	1,602.51
MISCELLANEOUS V AILTS ROBERT	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	10.00
ANDERSON DIANO M	6/15/12	REFUND OF DEPOSITS-ACCTS F ELECTRIC		NON-DEPARTMENTAL	82.91
ANDERSON DIANO M	6/15/12	REFUND OF DEPOSITS-ACCTS F ELECTRIC		ACCTS-RECORDS & COLLEC	0.05

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
BELZ MERLE	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
BONSMAN AARON	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
BRISTOW ROBERT	6/15/12	LIGHTING EFFICIENCY REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	575.00
BROUWER DOUG	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	50.00
BUSCHENA LORI	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
CHRISTOFFELS LEROY	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
COPPERUD DAVID	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
CORDERO PAOLA	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	28.55
CORDERO PAOLA	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.01
DELATORRE ROBERTO	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	13.50
DELATORRE ROBERTO	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.04
DOLLIVER TODD	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
DUITSMAN GLENN	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	10.00
EPNER MARGARET	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
EICHNER CHRISTIE	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	10.00
ENGLER RICKY	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
GOMEZ AVILA ENRIGUE	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	49.19
GOMEZ AVILA ENRIGUE	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.02
GRAVE KRAIG V	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	55.09
GRAVE KRAIG V	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.02
HEEREN MARVIN	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	50.00
HEGWER JOANN	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	70.00
HEIDEBRINK DENNIS	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
HONIUS PATRICIA	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
HTOO HAE	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	95.00
HTOO HAE	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.04
HTOO HAE	6/15/12	REFUND OF DEPOSITS-ACCTS F	GARBAGE COLLECTION	NON-DEPARTMENTAL	5.42
HTOO HAE	6/15/12	REFUND OF DEPOSITS-ACCTS F	GARBAGE COLLECTION	ACCTS-RECORDS & COLLEC	0.01
JORGENSEN MARCHELLE	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
KLEIN JAY	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
KLUEVER LINDA	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
KNESS BRUCE	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
KUCKER LAMONT	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
KUSA KENO T	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	70.24
KUSA KENO T	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.03
LANDAAL DAVID	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	50.00
LANG JON	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	10.00
LEONARD RUESCH	6/15/12	CROP DAMAGE ALONG I-90 RAM	ELECTRIC	M-DISTR UNDERGRND LINE	100.00
LESTER ROGER	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	100.00
LIBERTY TAX	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	273.94
LIBERTY TAX	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.14
LUTERMAN JILL	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
MEADOWS THE	6/15/12	LIGHTING EFFICIENCY REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	187.50
NEALY DEMETRIUS	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	19.24
NEALY DEMETRIUS	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.05
OLESON CHARLES	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	250.00
PELLEGRINO JOHN	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	10.00
PONTO RACHEL	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
RENKEN RICH	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	50.00
ROGERS KIMBERLY	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	70.00
SCHMIDT GARY	6/15/12	CUSTOMER REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	100.00
SOULES MAUREEN	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
SOUTHWEST MANOR	6/15/12	SOUTHWEST MANOR:REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	40.00
THONESAVANH DAOVY	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	NON-DEPARTMENTAL	20.13
THONESAVANH DAOVY	6/15/12	REFUND OF DEPOSITS-ACCTS F	ELECTRIC	ACCTS-RECORDS & COLLEC	0.02
TOWNSWICK MAYNARD	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
VANROEKEL DOUG	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
WASMUND MEWS MARIE	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
WIESE CAROL	6/15/12	APPLIANCE REMOVAL PROGRAM	ELECTRIC	CUSTOMER INSTALL EXPEN	35.00
				TOTAL:	3,226.14
NCL OF WISCONSIN INC	6/15/12	TRYPTIC SOY BROTH-LABORATO	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	54.26
				TOTAL:	54.26
PETTY CASH FUND	6/15/12	MEDIATION LUNCH	GENERAL FUND	ADMINISTRATION	12.30
	6/15/12	MEDIATION LUNCH	GENERAL FUND	ACCOUNTING	12.29
	6/15/12	OIL CHANGE	GENERAL FUND	ENGINEERING ADMIN	27.71
	6/15/12	SLEDGE HAMMER	GENERAL FUND	ENGINEERING ADMIN	15.02
	6/15/12	TAIL LIGHT	GENERAL FUND	ENGINEERING ADMIN	3.66
	6/15/12	RECORD EASEMENT-BEDFORD IN	GENERAL FUND	ENGINEERING ADMIN	46.00
	6/15/12	LICENSE TABS	GENERAL FUND	POLICE ADMINISTRATION	12.75
	6/15/12	RECORD DEED ST OF MN	IMPROVEMENT CONST	RAY DR, RYAN'S RD, 59	46.00
	6/15/12	STATE DEED TAX- ST OF MN	IMPROVEMENT CONST	RAY DR, RYAN'S RD, 59	50.49
				TOTAL:	226.22
PRAIRIE JUSTICE CENTER	6/15/12	LIGHTING EFFICIENCY REBATE	ELECTRIC	CUSTOMER INSTALL EXPEN	54.00
				TOTAL:	54.00
PROBUILD NORTH LLC	6/15/12	CEILING PANELS	GENERAL FUND	FIRE ADMINISTRATION	250.02
	6/15/12	REPAIRS	GENERAL FUND	PAVED STREETS	8.91
	6/15/12	SPRING, BOLTS	RECREATION	GOLF COURSE-GREEN	20.94
	6/15/12	AIRPORT STORM DAMAGE	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	296.52
	6/15/12	AIRPORT STORM DAMAGE	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	1,035.62
				TOTAL:	1,612.01
RACOM CORP	6/15/12	DISPATCH MAINTENANCE	GENERAL FUND	SECURITY CENTER	507.30
	6/15/12	DISPATCH MAINTENANCE	GENERAL FUND	SECURITY CENTER	507.30
				TOTAL:	1,014.60
RESCO INC	6/15/12	1Q5 KV STRESS CONES	ELECTRIC	FA DISTR UNDERGRND COND	59.28
				TOTAL:	59.28
ROSKOS TECHNICAL SERVICES INC	6/15/12	CHSS RELAY WORK	ELECTRIC	FA DISTR STATION EQUIP	1,068.75
				TOTAL:	1,068.75
RUNNINGS SUPPLY INC-ACCT#9502440	6/15/12	SMALL TOOLS	WATER	O-DIST UNDERGRND LINES	52.64
	6/15/12	12 QUARTS OIL	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	56.31
	6/15/12	BATTERIES	MUNICIPAL WASTEWAT	O-PURIFY MISC	11.75
	6/15/12	SCREEN FOR CATCH BASIN	MUNICIPAL WASTEWAT	O-PURIFY MISC	10.73
	6/15/12	RETURNED SCREEN FOR CATCH	MUNICIPAL WASTEWAT	O-PURIFY MISC	10.73
	6/15/12	BATTERIES	MUNICIPAL WASTEWAT	O-PURIFY MISC	14.95
	6/15/12	TARP STRAPS	MUNICIPAL WASTEWAT	O-PURIFY MISC	17.99
	6/15/12	TRIMMER PARTS	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	4.80
				TOTAL:	158.44
SCHAAF EQUIPMENT	6/15/12	REPAIR CRIMPER	ELECTRIC	M-DISTR UNDERGRND LINE	1,181.22
				TOTAL:	1,181.22
SCHAAP SANITATION INC	6/15/12	MONTHLY GARBAGE SERVICE	MUNICIPAL WASTEWAT	O-PURIFY MISC	195.97
				TOTAL:	195.97
SCHWALBACH ACE #6067	6/15/12	TEMPORARY WATER SERVICE PA WATER		O-DIST UNDERGRND LINES	7.99

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/15/12	TEMPORARY WATER SERVICE PA WATER		O-DIST UNDERGRND LINES	13.34
				TOTAL:	21.33
SHINE BROS CORP OF MN	6/15/12	BULK STEEL	WATER	O-DISTR MISC	2.97
				TOTAL:	2.97
UNION PACIFIC RAILROAD COMPANY	6/15/12	RAILROAD CROSSING PERMIT	ELECTRIC	FA DISTR UNDRGRND COND	2,000.00
				TOTAL:	2,000.00
VERIZON WIRELESS	6/15/12	WIRELESS PHONE CHARGES	GENERAL FUND	POLICE ADMINISTRATION	364.28
	6/15/12	WIRELESS PHONE CHARGES	GENERAL FUND	SECURITY CENTER	286.22
	6/15/12	MONTHLY WIRELESS SERVICE	WATER	O-DISTR MISC	45.18
	6/15/12	MONTHLY WIRELESS SERVICE	WATER	O-DISTR MISC	45.18
	6/15/12	MONTHLY WIRELESS SERVICE	WATER	O-DISTR MISC	37.84
	6/15/12	MONTHLY WIRELESS SERVICE	WATER	O-DISTR MISC	37.84
	6/15/12	MONTHLY WIRELESS SERVICE	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	37.84
	6/15/12	MONTHLY WIRELESS SERVICE	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	45.18
	6/15/12	MONTHLY WIRELESS SERVICE	MUNICIPAL WASTEWAT	O-PURIFY SUPERVISION	37.84
	6/15/12	MONTHLY WIRELESS SERVICE	ELECTRIC	O-DISTR SUPER & ENG	53.55
	6/15/12	MONTHLY WIRELESS SERVICE	ELECTRIC	O-DISTR SUPER & ENG	45.18
	6/15/12	MONTHLY WIRELESS SERVICE	ELECTRIC	ADMIN OFFICE SUPPLIES	21.25
	6/15/12	MONTHLY WIRELESS SERVICE	ELECTRIC	ACCTS-METER READING	36.50
				TOTAL:	1,093.88
VERMEER HIGH PLAINS	6/15/12	REPAIR ON VACTRON TAX	ELECTRIC	O-DISTR UNDERGRND LINE	98.27
				TOTAL:	98.27
VETERINARY MEDICAL CTR PA	6/15/12	DOG FOOD	GENERAL FUND	POLICE ADMINISTRATION	38.54
	6/15/12	DOG FOOD	GENERAL FUND	POLICE ADMINISTRATION	38.53
	6/15/12	RABIES EVALUATION	GENERAL FUND	POLICE ADMINISTRATION	65.61
				TOTAL:	142.68
MONTE WALKER	6/15/12	DRU INSTALLATION	ELECTRIC	FA DISTR METERS	85.00
				TOTAL:	85.00
WORTHINGTON FOOTWEAR	6/15/12	STEEL TOE WORK BOOTS	ELECTRIC	O-DISTR MISC	156.00
				TOTAL:	156.00
WORTHINGTON POLICE DEPARTMENT	6/15/12	UNDERCOVER DRUG BUY MONEY	GENERAL FUND	INVALID DEPARTMENT	3,000.00
				TOTAL:	3,000.00
WORTHINGTON POWER & EQUIP INC	6/15/12	OIL FILTERS FOR MOWER	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	14.92
				TOTAL:	14.92
ZEP SALES & SERVICE	6/15/12	CLEANING SUPPLIES	ELECTRIC	O-DISTR MISC	227.69
				TOTAL:	227.69
ZIMCO SUPPLY CO	6/15/12	FUNGICIDE	RECREATION	GOLF COURSE-GREEN	2,904.86
	6/15/12	WETTING AGENT	RECREATION	GOLF COURSE-GREEN	1,181.50
	6/15/12	FERTILIZER	RECREATION	GOLF COURSE-GREEN	4,836.63
				TOTAL:	8,922.99

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
===== FUND TOTALS =====					
101		GENERAL FUND	14,957.38		
229		RECREATION	9,537.65		
231		ECONOMIC DEV AUTHORITY	110.49		
401		IMPROVEMENT CONST	182.58		
601		WATER	11,266.72		
602		MUNICIPAL WASTEWATER	9,621.72		
604		ELECTRIC	40,924.80		
606		STORM WATER MANAGEMENT	809.30		
609		LIQUOR	479.63		
612		AIRPORT	93.18		
614		MEMORIAL AUDITORIUM	726.00		
703		SAFETY PROMO/LOSS CTRL	1,403.07		
873		GARBAGE COLLECTION	5.43		

GRAND TOTAL:			90,117.95		

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VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
AMERICAN BOTTLING COMPANY	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	86.96
				TOTAL:	86.96
ANDERSON ALIGNMENT SERVICE	6/22/12	OIL CHANGE	GENERAL FUND	PAVED STREETS	18.70
	6/22/12	OIL CHANGE	GENERAL FUND	PAVED STREETS	6.86
	6/22/12	OIL CHANGE	GENERAL FUND	PAVED STREETS	10.00
	6/22/12	OIL, FILTER CONCRETE SAW	GENERAL FUND	PAVED STREETS	22.71
	6/22/12	OIL, FILTER CONCRETE SAW	GENERAL FUND	PAVED STREETS	17.91
	6/22/12	OIL, FILTER CONCRETE SAW	GENERAL FUND	PAVED STREETS	25.00
	6/22/12	OIL CHANGE UNIT 402	GENERAL FUND	PAVED STREETS	26.18
	6/22/12	OIL CHANGE UNIT 402	GENERAL FUND	PAVED STREETS	11.86
	6/22/12	OIL CHANGE UNIT 402	GENERAL FUND	PAVED STREETS	12.50
	6/22/12	REPAIR FILTER UNIT 402	GENERAL FUND	PAVED STREETS	3.74
	6/22/12	REPAIR FILTER UNIT 402	GENERAL FUND	PAVED STREETS	5.61
	6/22/12	REPAIR FILTER UNIT 402	GENERAL FUND	PAVED STREETS	10.00
	6/22/12	OIL CHANGE, GREASE UNIT 42	GENERAL FUND	PAVED STREETS	107.94
	6/22/12	OIL CHANGE, GREASE UNIT 42	GENERAL FUND	PAVED STREETS	115.27
	6/22/12	OIL CHANGE, GREASE UNIT 42	GENERAL FUND	PAVED STREETS	93.00
	6/22/12	DOT INSPECT, TAPE UNIT 402	GENERAL FUND	PAVED STREETS	37.62
	6/22/12	DOT INSPECT, TAPE UNIT 402	GENERAL FUND	PAVED STREETS	75.00
	6/22/12	OIL CHANGE, FUEL FILTERS 4	GENERAL FUND	PAVED STREETS	90.84
	6/22/12	OIL CHANGE, FUEL FILTERS 4	GENERAL FUND	PAVED STREETS	122.18
	6/22/12	OIL CHANGE, FUEL FILTERS 4	GENERAL FUND	PAVED STREETS	93.00
	6/22/12	OIL CHANGE, AIR FILTER UNI	STORM WATER MANAGE	STREET CLEANING	163.52
	6/22/12	OIL CHANGE, AIR FILTER UNI	STORM WATER MANAGE	STREET CLEANING	274.14
	6/22/12	OIL CHANGE, AIR FILTER UNI	STORM WATER MANAGE	STREET CLEANING	170.00
	6/22/12	OIL CHANGE UNIT 423	STORM WATER MANAGE	STREET CLEANING	97.26
	6/22/12	OIL CHANGE UNIT 423	STORM WATER MANAGE	STREET CLEANING	80.00
	6/22/12	OIL CHANGE UNIT 423	STORM WATER MANAGE	STREET CLEANING	72.63
				TOTAL:	1,763.47
ARCTIC ICE INC	6/22/12	ICE	RECREATION	OLSON PARK CAMPGROUND	25.50
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	139.50
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	102.75
				TOTAL:	267.75
ASSOCIATION OF MN BUILDING OFFICIALS	6/22/12	MEMBERSHIP RENEWAL	GENERAL FUND	ECONOMIC DEVELOPMENT	200.00
				TOTAL:	200.00
B & H PETROLEUM EQ CO	6/22/12	MPCA TESTING	AIRPORT	O-GEN MISC	495.00
				TOTAL:	495.00
BCA CRIMINAL JUSTICE TRAINING & EDUCAT	6/22/12	UFED LOGICAL TRAINING & EC	GENERAL FUND	POLICE ADMINISTRATION	480.00
				TOTAL:	480.00
BELLBOY CORP	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	393.49
				TOTAL:	393.49
BEVERAGE WHOLESALERS INC	6/22/12	BEER	LIQUOR	NON-DEPARTMENTAL	6,099.86
	6/22/12	BEER	LIQUOR	NON-DEPARTMENTAL	3,891.27
	6/22/12	BEER	LIQUOR	NON-DEPARTMENTAL	2,203.65
				TOTAL:	12,194.78
BOB & STEVES SHELL	6/22/12	FUEL	GENERAL FUND	FIRE ADMINISTRATION	295.59
				TOTAL:	295.59

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
BOND TRUST SERVICES CORP REF:32697	6/22/12	PAYING AGENT - 34862-PA	PIR SERIES 2009C	GO PIR SERIES 2009C	450.00
				TOTAL:	450.00
BRAUN LAWCARE & LANDSCAPING	6/22/12	MOW 814 3RD AVE 5/22/12	GENERAL FUND	CODE ENFORCEMENT	30.00
	6/22/12	MOWED HUMISTON, OMAHA & 11	GENERAL FUND	CODE ENFORCEMENT	90.00
	6/22/12	MOWING BAC	ECONOMIC DEV AUTHO	TRAINING/TESTING CENTE	180.00
				TOTAL:	300.00
C&S CHEMICALS INC	6/22/12	4,303 GALLONS ALUM	MUNICIPAL WASTEWAT	O-PURIFY MISC	5,357.64
				TOTAL:	5,357.64
CENTER SPORTS INC	6/22/12	FRITZ RETIREMENT	GENERAL FUND	POLICE ADMINISTRATION	56.75
	6/22/12	SUPPLIES CENT FIELDS	RECREATION	RECREATION PROGRAMS	187.03
				TOTAL:	243.78
CHAPPELL CENTRAL INC	6/22/12	SERVICE ROOF TOP UNIT	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	1,001.99
				TOTAL:	1,001.99
CONSTRUCTION MATERIALS INC	6/22/12	FREIGHT ON INV# 80589	GENERAL FUND	PAVED STREETS	89.02
				TOTAL:	89.02
COOPERATIVE ENERGY CO- ACCT # 5910807	6/22/12	FUEL	GENERAL FUND	FIRE ADMINISTRATION	23.41
	6/22/12	FUEL	GENERAL FUND	FIRE ADMINISTRATION	10.45
	6/22/12	DIESEL	GENERAL FUND	FIRE ADMINISTRATION	52.65
	6/22/12	FUEL	RECREATION	PARK AREAS	63.64
				TOTAL:	150.15
COOPERATIVE ENERGY CO- ACCT# 05412019	6/22/12	FUEL	RECREATION	PARK AREAS	31.83
				TOTAL:	31.83
CULLIGAN WATER COND CO	6/22/12	MONTHLY SERVICE	GENERAL FUND	GENERAL GOVT BUILDINGS	54.00
	6/22/12	MONTHLY SERVICE	GENERAL FUND	SECURITY CENTER	29.66
	6/22/12	MONTHLY SERVICE	GENERAL FUND	SECURITY CENTER	29.66
	6/22/12	MONTHLY SERVICE	GENERAL FUND	FIRE ADMINISTRATION	11.00
	6/22/12	MONTHLY SERVICE	GENERAL FUND	PAVED STREETS	5.00
	6/22/12	MONTHLY SERVICE	WATER	O-DISTR MISC	18.00
	6/22/12	MONTHLY SERVICE	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	18.00
				TOTAL:	165.32
DAKOTA SUPPLY GROUP INC	6/22/12	VALVES	WATER	O-DIST UNDERGRND LINES	1,413.21
	6/22/12	VALVES	WATER	M-TRANS MAINS	3,540.15
	6/22/12	VALVES	WATER	PROJECT #2	3,825.73
	6/22/12	VALVES	WATER	PROJECT #2	3,413.70
	6/22/12	HYDRANTS	WATER	PROJECT #2	5,827.33
	6/22/12	HYDRANTS	WATER	PROJECT #2	3,884.88
	6/22/12	VALVES	WATER	PROJECT #14	21,872.93
	6/22/12	HYDRANTS	WATER	PROJECT #14	9,712.21
				TOTAL:	53,490.14
DAVIS TYPEWRITER CO INC	6/22/12	4 DRAWER FILE CABINET	GENERAL FUND	CLERK'S OFFICE	876.38
	6/22/12	FILE STORAGE, POST-ITS	GENERAL FUND	CLERK'S OFFICE	151.09
	6/22/12	ENVELOPES	GENERAL FUND	AUDITS AND BUDGETS	2.38
	6/22/12	SUPPLIES	GENERAL FUND	ENGINEERING ADMIN	54.70
	6/22/12	SUPPLIES	GENERAL FUND	ECONOMIC DEVELOPMENT	54.70
	6/22/12	CHAIR ARMS	GENERAL FUND	OTHER GEN GOVT MISC	56.64
	6/22/12	PAPER	GENERAL FUND	PAVED STREETS	1.33

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	TISSUE PAPER FOR BAC	ECONOMIC DEV AUTHO	TRAINING/TESTING CENTE	46.78
				TOTAL:	1,244.00
DENNIS L RICK LTD	6/22/12	AUDIT	GENERAL FUND	FIRE ADMINISTRATION	2,200.00
				TOTAL:	2,200.00
ECOLAB WATER CARE SERVICES	6/22/12	750# PHOSPHATE	WATER	O-PURIFY	1,488.30
				TOTAL:	1,488.30
EPIC AVIATION	6/22/12	1998 FORD	AIRPORT	O-GEN MISC	24,581.25
				TOTAL:	24,581.25
FASTENAL COMPANY	6/22/12	BOLTS	GENERAL FUND	PAVED STREETS	3.47
	6/22/12	CLEANING GLOVES	RECREATION	PARK AREAS	40.42
				TOTAL:	43.89
FLAHERTY & HOOD PA	6/22/12	LIQUOR STORE EMPLOYEE ISSU	LIQUOR	O-GEN MISC	593.75
				TOTAL:	593.75
GCC -CONSOLIDATED READY MIX INC	6/22/12	REPAIRS	GENERAL FUND	PAVED STREETS	958.67
	6/22/12	STREET REPAIRS	GENERAL FUND	PAVED STREETS	272.53
	6/22/12	REPAIRS	GENERAL FUND	PAVED STREETS	762.02
	6/22/12	STREET REPAIRS	STORM WATER MANAGE	STORM DRAINAGE	163.52
				TOTAL:	2,156.74
GEOTEK INC	6/22/12	FORMER YMCA TECHNICIANS	GENERAL FUND	COMMUNITY CENTER	729.00
				TOTAL:	729.00
GPS INTEL LLC	6/22/12	2012 CONTRACT & FEES TRACK PD TASK FORCE		BUFFALO RIDGE DRUG TAS	600.00
				TOTAL:	600.00
GRAHAM TIRE OF WORTHINGTON INC	6/22/12	RECEIVER HITCH REDUCER	GENERAL FUND	FIRE ADMINISTRATION	18.16
	6/22/12	TIRE REPAIR	RECREATION	PARK AREAS	7.91
	6/22/12	TIRE REPAIR	RECREATION	PARK AREAS	12.00
	6/22/12	TIRE REPAIR	AIRPORT	O-GEN MISC	12.00
				TOTAL:	50.07
GRAINGER INC	6/22/12	SAFETY VESTS-WALTON, PALME	GENERAL FUND	POLICE ADMINISTRATION	56.27
				TOTAL:	56.27
GRAYBAR ELECTRIC CO INC	6/22/12	4" CONDUIT FOR 15KV CABLE	ELECTRIC	FA DISTR UNDRGRND COND	5,968.65
	6/22/12	PULL BOXES FOR 15KV CABLE	ELECTRIC	FA DISTR UNDRGRND COND	1,047.53
				TOTAL:	7,016.18
GREEN GARDEN PLACE	6/22/12	FLOWERS	RECREATION	PARK AREAS	47.91
				TOTAL:	47.91
HACH COMPANY	6/22/12	PIPET TIPS FOR LAB	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	589.05
	6/22/12	PIPETS AND AMMONIA TNT	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	550.69
				TOTAL:	1,139.74
HAFFIELD DWAYNE	6/22/12	REIMBURSE CERTIFICATION	GENERAL FUND	ENGINEERING ADMIN	135.50
				TOTAL:	135.50
HAGEN BEVERAGE DISTRIBUTING INC	6/22/12	BEER	LIQUOR	NON-DEPARTMENTAL	3,607.90
	6/22/12	BEER	LIQUOR	NON-DEPARTMENTAL	8,666.90

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	173.00
				TOTAL:	12,447.80
HAWKINS INC	6/22/12	CHEMICALS	WATER	O-PURIFY	6,330.07
				TOTAL:	6,330.07
HUISMAN MACHINING/FABRICATION	6/22/12	LABOR-CUTTING METAL	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	10.00
				TOTAL:	10.00
HYDRAULIC WORLD INC	6/22/12	PARTS	RECREATION	PARK AREAS	60.33
	6/22/12	REPAIRS	RECREATION	PARK AREAS	215.00
				TOTAL:	275.33
INTEGRITY AVIATION INC	6/22/12	SUPPLIES	AIRPORT	O-GEN MISC	58.25
	6/22/12	FBO MANAGEMENT FEE -JUNE	AIRPORT	O-GEN MISC	1,995.00
				TOTAL:	2,053.25
INTL UNION LOCAL #49	6/22/12	UNION DUES	GENERAL FUND	NON-DEPARTMENTAL	45.65
	6/22/12	UNION DUES	GENERAL FUND	NON-DEPARTMENTAL	47.65
	6/22/12	UNION DUES	RECREATION	NON-DEPARTMENTAL	51.80
	6/22/12	UNION DUES	RECREATION	NON-DEPARTMENTAL	52.81
	6/22/12	UNION DUES	IMPROVEMENT CONST	NON-DEPARTMENTAL	12.97
	6/22/12	UNION DUES	IMPROVEMENT CONST	NON-DEPARTMENTAL	15.61
	6/22/12	UNION DUES	WATER	NON-DEPARTMENTAL	84.82
	6/22/12	UNION DUES	WATER	NON-DEPARTMENTAL	80.90
	6/22/12	UNION DUES	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	107.41
	6/22/12	UNION DUES	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	120.60
	6/22/12	UNION DUES	STORM WATER MANAGE	NON-DEPARTMENTAL	30.55
	6/22/12	UNION DUES	STORM WATER MANAGE	NON-DEPARTMENTAL	18.43
	6/22/12	UNION DUES	AIRPORT	NON-DEPARTMENTAL	2.80
				TOTAL:	672.00
J & W INSTRUMENTS INC	6/22/12	BLUE PEN- I&I FLOW MONITOR	MUNICIPAL WASTEWAT	M-SOURCE MISC	39.79
				TOTAL:	39.79
JACKS UNIFORMS & EQUIPMENT	6/22/12	BADGE HOLDER	GENERAL FUND	POLICE ADMINISTRATION	26.94
				TOTAL:	26.94
JACKSON COUNTY SHERIFFS OFFICE	6/22/12	PPCT INSTRUCTOR COURSE	GENERAL FUND	POLICE ADMINISTRATION	325.00
				TOTAL:	325.00
JAYCOX IMPLEMENT INC	6/22/12	PARTS	RECREATION	PARK AREAS	9.63
	6/22/12	PARTS	RECREATION	PARK AREAS	6.88
				TOTAL:	16.51
JERRY'S AUTO SUPPLY	6/22/12	BATTERY	GENERAL FUND	FIRE ADMINISTRATION	78.01
	6/22/12	FITTING	GENERAL FUND	PAVED STREETS	0.52
	6/22/12	MIRROR HEAD, PAN CLIP	GENERAL FUND	ICE AND SNOW REMOVAL	25.09
	6/22/12	TOOLS	RECREATION	PARK AREAS	12.26
	6/22/12	PARKING LOT	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	11.73
				TOTAL:	127.61
JOHNSON BROTHERS LIQUOR CO	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	6,322.14
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	108.00
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,188.26
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	2,365.90

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	165.40
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,912.55
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	923.40
		TOTAL:			14,985.65
KARLS CARQUEST AUTO PARTS INC	6/22/12	BRAKE PADS, ROTOR	GENERAL FUND	POLICE ADMINISTRATION	285.84
	6/22/12	CQ EXTENDED LIFE DEXCOOL	GENERAL FUND	POLICE ADMINISTRATION	33.77
	6/22/12	BRAKE ROTOR	GENERAL FUND	POLICE ADMINISTRATION	119.10
	6/22/12	BRAKE PADS, ROTOR	GENERAL FUND	POLICE ADMINISTRATION	584.09
	6/22/12	BLUE CORAL	GENERAL FUND	POLICE ADMINISTRATION	12.76
	6/22/12	OIL	GENERAL FUND	POLICE ADMINISTRATION	228.93
	6/22/12	BATTERY	GENERAL FUND	POLICE ADMINISTRATION	96.60
	6/22/12	RETURNED BATTERY	GENERAL FUND	POLICE ADMINISTRATION	96.60
	6/22/12	OIL FILTERS	GENERAL FUND	POLICE ADMINISTRATION	87.34
	6/22/12	RETURNED ROTORS, BRAKE PAD	GENERAL FUND	POLICE ADMINISTRATION	584.09
		TOTAL:			767.74
KRUSE MOTORS OF WORTHINGTON INC	6/22/12	REPAIR IDLER PULLEY AND BE	GENERAL FUND	POLICE ADMINISTRATION	101.30
	6/22/12	REPAIR IDLER PULLEY AND BE	GENERAL FUND	POLICE ADMINISTRATION	99.60
		TOTAL:			200.90
LAMPERTS #5154870	6/22/12	PINE	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	35.20
		TOTAL:			35.20
LAMPERTS YARDS INC-2602004	6/22/12	RESTROOM REPAIRS	RECREATION	PARK AREAS	4.26
	6/22/12	AIRPORT TERMINAL ROOF	AIRPORT	O-GEN MISC	21.10
		TOTAL:			25.36
LAW ENF LABOR SERV INC #4	6/22/12	UNION DUES	GENERAL FUND	NON-DEPARTMENTAL	502.17
	6/22/12	UNION DUES	GENERAL FUND	NON-DEPARTMENTAL	502.17
		TOTAL:			1,004.34
LAWNS PLUS	6/22/12	LAWN SERVICE 5/22-6/2	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	128.25
		TOTAL:			128.25
LEISUREMORE CORPORATION	6/22/12	DOG PARK BAGS	RECREATION	PARK AREAS	89.12
		TOTAL:			89.12
LORI'S COUNTRY GARDENS	6/22/12	FLOWERS	RECREATION	PARK AREAS	40.78
		TOTAL:			40.78
MALTERS SHEPHERD & VON HOLTUM	6/22/12	LEGAL FEES	GENERAL FUND	CITY ATTORNEY	971.77
	6/22/12	LEGAL FEES	GENERAL FUND	CITY ATTORNEY	261.63
	6/22/12	LEGAL FEES	GENERAL FUND	CITY ATTORNEY	186.88
	6/22/12	LEGAL FEES	GENERAL FUND	CITY ATTORNEY	37.38
	6/22/12	LEGAL FEES	GENERAL FUND	ECONOMIC DEVELOPMENT	67.28
	6/22/12	LEGAL FEES	EVENT CENTER/AUDIT	EVENT CENTER	411.13
		TOTAL:			1,936.07
MARCO	6/22/12	MONTHLY SERVICE	GENERAL FUND	ENGINEERING ADMIN	145.12
	6/22/12	MONTHLY SERVICE	GENERAL FUND	ECONOMIC DEVELOPMENT	145.12
	6/22/12	MONTHLY SERVICE	GENERAL FUND	SECURITY CENTER	46.51
	6/22/12	MONTHLY SERVICE	GENERAL FUND	SECURITY CENTER	46.51
	6/22/12	COPIER SERVICE	GENERAL FUND	SECURITY CENTER	29.13
	6/22/12	COPIER SERVICE	GENERAL FUND	SECURITY CENTER	29.14
	6/22/12	MONTHLY SERVICE	DATA PROCESSING	COPIER/FAX	260.86

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
TOTAL:					702.39
MARKS TOWING & REPAIR OF WORTHINGTON I	6/22/12	TOW	GENERAL FUND	POLICE ADMINISTRATION	64.13
TOTAL:					64.13
MC LAUGHLIN & SCHULZ INC	6/22/12	REPAIRS	GENERAL FUND	PAVED STREETS	166.59
	6/22/12	REPAIRS	GENERAL FUND	PAVED STREETS	388.97
	6/22/12	REPAIRS	GENERAL FUND	PAVED STREETS	354.11
	6/22/12	REPAIRS	WATER	M-TRANS MAINS	154.98
	6/22/12	REPAIRS	STORM WATER MANAGE	STORM DRAINAGE	53.47
TOTAL:					1,118.12
MCCUEN WELDING & MACHINING INC	6/22/12	STORM DAMAGE AIRPORT	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	1,909.04
TOTAL:					1,909.04
MINNESOTA BENEFIT ASSOCIATION	6/22/12	MN BENEFITS	GENERAL FUND	NON-DEPARTMENTAL	68.84
	6/22/12	MN BENEFITS	GENERAL FUND	NON-DEPARTMENTAL	71.15
	6/22/12	MN BENEFITS	GENERAL FUND	NON-DEPARTMENTAL	59.57
	6/22/12	MN BENEFITS	GENERAL FUND	NON-DEPARTMENTAL	61.99
	6/22/12	INSURANCE	GENERAL FUND	MAYOR AND COUNCIL	314.84
	6/22/12	INSURANCE	GENERAL FUND	ACCOUNTING	313.84
	6/22/12	INSURANCE	GENERAL FUND	POLICE ADMINISTRATION	177.34
	6/22/12	INSURANCE	GENERAL FUND	PAVED STREETS	77.17
	6/22/12	INSURANCE	GENERAL FUND	CODE ENFORCEMENT	193.34
	6/22/12	MN BENEFITS	RECREATION	NON-DEPARTMENTAL	27.96
	6/22/12	MN BENEFITS	RECREATION	NON-DEPARTMENTAL	27.19
	6/22/12	MN BENEFITS	RECREATION	NON-DEPARTMENTAL	3.36
	6/22/12	MN BENEFITS	RECREATION	NON-DEPARTMENTAL	2.56
	6/22/12	INSURANCE	RECREATION	PARK AREAS	193.34
	6/22/12	MN BENEFITS	WATER	NON-DEPARTMENTAL	13.21
	6/22/12	MN BENEFITS	WATER	NON-DEPARTMENTAL	13.21
	6/22/12	INSURANCE	WATER	O-PUMPING	71.16
	6/22/12	INSURANCE	WATER	O-PURIFY LABOR	118.61
	6/22/12	INSURANCE	WATER	M-TRANS MAINS	3.56
	6/22/12	INSURANCE	WATER	GENERAL ADMIN	31.33
	6/22/12	MN BENEFITS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	61.74
	6/22/12	MN BENEFITS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	60.02
	6/22/12	MN BENEFITS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	67.98
	6/22/12	MN BENEFITS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	66.37
	6/22/12	INSURANCE	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	11.18
	6/22/12	INSURANCE	MUNICIPAL WASTEWAT	O-PURIFY LABOR	95.42
	6/22/12	INSURANCE	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	0.01
	6/22/12	INSURANCE	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	87.24
	6/22/12	INSURANCE	MUNICIPAL WASTEWAT	GENERAL ADMIN	25.06
	6/22/12	MN BENEFITS	ELECTRIC	NON-DEPARTMENTAL	37.22
	6/22/12	MN BENEFITS	ELECTRIC	NON-DEPARTMENTAL	37.22
	6/22/12	MN BENEFITS	ELECTRIC	NON-DEPARTMENTAL	2.92
	6/22/12	MN BENEFITS	ELECTRIC	NON-DEPARTMENTAL	2.92
	6/22/12	INSURANCE	ELECTRIC	O-SOURCE SUPER & ENG	9.76
	6/22/12	INSURANCE	ELECTRIC	O-DISTR SUPER & ENG	175.66
	6/22/12	INSURANCE	ELECTRIC	M-SOURCE SUPER & ENF	9.76
	6/22/12	INSURANCE	ELECTRIC	GENERAL ADMIN	152.45
	6/22/12	MN BENEFITS	STORM WATER MANAGE	NON-DEPARTMENTAL	2.78
	6/22/12	MN BENEFITS	STORM WATER MANAGE	NON-DEPARTMENTAL	3.73
	6/22/12	MN BENEFITS	STORM WATER MANAGE	NON-DEPARTMENTAL	2.70
	6/22/12	MN BENEFITS	STORM WATER MANAGE	NON-DEPARTMENTAL	3.50

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	INSURANCE	STORM WATER MANAGE	STORM DRAINAGE	121.21
	6/22/12	INSURANCE	STORM WATER MANAGE	STREET CLEANING	161.63
	6/22/12	MN BENEFITS	LIQUOR	NON-DEPARTMENTAL	25.55
	6/22/12	MN BENEFITS	LIQUOR	NON-DEPARTMENTAL	25.55
	6/22/12	MN BENEFITS	AIRPORT	NON-DEPARTMENTAL	0.77
	6/22/12	MN BENEFITS	AIRPORT	NON-DEPARTMENTAL	0.81
	6/22/12	MN BENEFITS	DATA PROCESSING	NON-DEPARTMENTAL	10.21
	6/22/12	MN BENEFITS	DATA PROCESSING	NON-DEPARTMENTAL	10.21
	6/22/12	INSURANCE	DATA PROCESSING	DATA PROCESSING	80.35
				TOTAL:	3,195.50
MINNESOTA ENERGY RESOURCES CORP	6/22/12	GAS SERVICE	GENERAL FUND	PAVED STREETS	20.27
	6/22/12	GAS SERVICE	GENERAL FUND	PAVED STREETS	5.10
	6/22/12	GAS SERVICE	RECREATION	PARK AREAS	14.57
	6/22/12	GAS SERVICE	RECREATION	PARK AREAS	14.57
	6/22/12	GAS SERVICE	WATER	O-DISTR MISC	20.27
	6/22/12	GAS SERVICE	WATER	O-DISTR MISC	2.45
	6/22/12	GAS SERVICE	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	6.77
	6/22/12	GAS SERVICE	ELECTRIC	O-DISTR MISC	20.27
	6/22/12	GAS SERVICE	ELECTRIC	O-DISTR MISC	2.65
	6/22/12	GAS SERVICE	LIQUOR	O-GEN MISC	10.21
				TOTAL:	117.13
MINNESOTA RESORT & CAMPGROUND ASSOC	6/22/12	MEMBERSHIP DUES	RECREATION	OLSON PARK CAMPGROUND	467.00
				TOTAL:	467.00
MINNESOTA VALLEY TESTING LABS INC	6/22/12	CHEMICALS	AIRPORT	O-GEN MISC	340.00
				TOTAL:	340.00
MISCELLANEOUS V FLESNER SUE	6/22/12	PLANTER FLOWERS	RECREATION	PARK AREAS	9.56
				TOTAL:	9.56
MN CHILD SUPPORT PAYMENT CTR	6/22/12	GARNISHMENT	GENERAL FUND	NON-DEPARTMENTAL	369.17
	6/22/12	GARNISHMENT	RECREATION	NON-DEPARTMENTAL	228.42
	6/22/12	GARNISHMENT	WATER	NON-DEPARTMENTAL	294.46
				TOTAL:	892.05
MN POLLUTION CONTROL AGENCY	6/22/12	VOLUNTARY INVESTIGATION CL	IMPROVEMENT CONST	ADI DEVELOPMENT	250.00
				TOTAL:	250.00
MORRIS ELECTRONICS INC	6/22/12	SECURE LINES FOR PHONES	DATA PROCESSING	DATA PROCESSING	65.00
	6/22/12	RESOLVE COUNTY EMAIL ISSUE	DATA PROCESSING	DATA PROCESSING	65.00
				TOTAL:	130.00
NATIONAL ASSOCIATION OF SCHOOL RESOURC	6/22/12	BASIC COURSE-SRO	GENERAL FUND	POLICE ADMINISTRATION	495.00
				TOTAL:	495.00
NCL OF WISCONSIN INC	6/22/12	BUFFER SOLUTIONS	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	102.45
	6/22/12	CHEMICALS & SUPPLIES	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	245.71
				TOTAL:	348.16
NCPERS MINNESOTA 851801	6/22/12	LIFE INS	GENERAL FUND	NON-DEPARTMENTAL	112.35
	6/22/12	LIFE INS	GENERAL FUND	NON-DEPARTMENTAL	110.67
	6/22/12	JUNE 2012 INSURANCE	GENERAL FUND	NON-DEPARTMENTAL	32.00
	6/22/12	LIFE INSURANCE	GENERAL FUND	POLICE ADMINISTRATION	16.00
	6/22/12	LIFE INS	RECREATION	NON-DEPARTMENTAL	24.00

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	LIFE INS	RECREATION	NON-DEPARTMENTAL	24.00
	6/22/12	LIFE INS	PIR/TRUNKS	NON-DEPARTMENTAL	1.78
	6/22/12	LIFE INS	PIR/TRUNKS	NON-DEPARTMENTAL	1.85
	6/22/12	LIFE INS	IMPROVEMENT CONST	NON-DEPARTMENTAL	6.48
	6/22/12	LIFE INS	IMPROVEMENT CONST	NON-DEPARTMENTAL	7.80
	6/22/12	LIFE INS	WATER	NON-DEPARTMENTAL	19.60
	6/22/12	LIFE INS	WATER	NON-DEPARTMENTAL	17.73
	6/22/12	LIFE INS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	25.44
	6/22/12	LIFE INS	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	31.62
	6/22/12	LIFE INS	ELECTRIC	NON-DEPARTMENTAL	21.84
	6/22/12	LIFE INS	ELECTRIC	NON-DEPARTMENTAL	21.79
	6/22/12	LIFE INS	STORM WATER MANAGE	NON-DEPARTMENTAL	4.51
	6/22/12	LIFE INS	STORM WATER MANAGE	NON-DEPARTMENTAL	0.54
	6/22/12	LIFE INS	LIQUOR	NON-DEPARTMENTAL	8.00
	6/22/12	LIFE INS	LIQUOR	NON-DEPARTMENTAL	8.00
	6/22/12	LIFE INS	DATA PROCESSING	NON-DEPARTMENTAL	16.00
	6/22/12	LIFE INS	DATA PROCESSING	NON-DEPARTMENTAL	16.00
			TOTAL:		528.00
NOBLES COUNTY AUDITOR/TREASURER	6/22/12	QUARTERLY ASSESSOR FEES	GENERAL FUND	ASSESSING	26,175.00
	6/22/12	LEASE PAYMENT UTILITIES	WATER	O-DISTR RENTS	145.42
	6/22/12	LEASE PAYMENT UTILITIES	WATER	ADMIN RENT	290.83
	6/22/12	LEASE PAYMENT UTILITIES	MUNICIPAL WASTEWAT	O-PURIFY MISC	116.33
	6/22/12	LEASE PAYMENT UTILITIES	MUNICIPAL WASTEWAT	ADMIN RENT	232.66
	6/22/12	LEASE PAYMENT UTILITIES	ELECTRIC	O-DISTR RENTS	697.99
	6/22/12	LEASE PAYMENT UTILITIES	ELECTRIC	ADMIN RENT	1,425.08
			TOTAL:		29,083.31
NOBLES COUNTY REVIEW	6/22/12	AIRPORT ZONING HEARING NOT	AIRPORT	O-GEN MISC	66.00
			TOTAL:		66.00
NORTHERN ESCROW INC FBO WORTHINGTON EX	6/22/12	COLLEGEWAY RECON #1	IMPROVEMENT CONST	NON-DEPARTMENTAL	8,935.88
	6/22/12	COLLEGEWAY RECON #1	IMPROVEMENT CONST	COLLEGEWAY	178,717.50
			TOTAL:		169,781.62
O'BRIEN COUNTY IMPLEMENT INC	6/22/12	PARTS	AIRPORT	O-GEN MISC	110.81
			TOTAL:		110.81
PAUSTIS & SONS	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	1,030.00
			TOTAL:		1,030.00
PEER ENGINEERING INC	6/22/12	PROFESSIONAL SERVICES	IMPROVEMENT CONST	ADI DEVELOPMENT	1,835.15
			TOTAL:		1,835.15
PEPSI COLA BOTTLING CO	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	78.00
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	106.85
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	70.00
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	83.95
			TOTAL:		338.80
PETERSEN CLEANING & SUPPLY	6/22/12	CLEANING 4/5-5/24	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	394.16
			TOTAL:		394.16
PHILLIPS WINE & SPIRITS INC	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	550.90
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,573.32
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	2,076.90

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	30.25
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	1,887.15
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	1,337.80
				TOTAL:	8,456.32
RON'S REPAIR INC	6/22/12	PARTS	GENERAL FUND	PAVED STREETS	13.81
	6/22/12	TAILGATE SUPPLIES	GENERAL FUND	PAVED STREETS	11.35
				TOTAL:	25.16
RUNNINGS SUPPLY INC-ACCT#9502485	6/22/12	RECEIVER TUBE, PIN & CLIP	GENERAL FUND	FIRE ADMINISTRATION	29.91
	6/22/12	DOG FOOD	GENERAL FUND	ANIMAL CONTROL ENFORCE	51.27
	6/22/12	SPRAY WAND	GENERAL FUND	PAVED STREETS	10.68
	6/22/12	PARTS	GENERAL FUND	PAVED STREETS	44.74
	6/22/12	SOCKET, HARDWARE	GENERAL FUND	PAVED STREETS	11.23
	6/22/12	PARTS	GENERAL FUND	PAVED STREETS	9.16
	6/22/12	SWIMMING BARRIERS	RECREATION	SWIMMING BEACHES	29.88
	6/22/12	GLOVES	RECREATION	PARK AREAS	23.96
	6/22/12	LEAK SEAL	STORM WATER MANAGE	STREET CLEANING	10.68
	6/22/12	SNAP RING FOR MOWER	AIRPORT	O-GEN MISC	0.75
	6/22/12	AIRPORT STORM DAMAGE	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	2.98
				TOTAL:	225.24
S & K TRUCK LINE INC	6/22/12	FREIGHT	LIQUOR	O-SOURCE MISC	430.60
	6/22/12	FREIGHT	LIQUOR	O-SOURCE MISC	317.80
				TOTAL:	748.40
SANFORD HEALTH	6/22/12	RELEASE OF INFORMATION	GENERAL FUND	POLICE ADMINISTRATION	70.50
	6/22/12	MAY-JUNE '08 SANFORD SETTLE	WRH	OTHER GEN GOVT MISC	317,793.26
	6/22/12	EMPLOYEE PHYSICALS	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	390.25
				TOTAL:	318,254.01
SCHAAP SANITATION INC	6/22/12	SPRING CLEANUP	GENERAL FUND	TRASH PICKUP	29,459.38
	6/22/12	MONTHLY GARBAGE SERVICE	RECREATION	PARK AREAS	555.95
	6/22/12	MONTHLY GARBAGE SERVICE	RECREATION	OLSON PARK CAMPGROUND	73.25
	6/22/12	MONTHLY GARBAGE SERVICE	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	124.56
				TOTAL:	30,213.14
SCHWALBACH #4465	6/22/12	FLANGE	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	9.07
	6/22/12	PIPES, THREAD	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	54.39
	6/22/12	WIPING CLOTHS, MINERAL SPI	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	11.52
	6/22/12	FLANGE, HEADLIGHT	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	44.86
	6/22/12	STRAP HANGER	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	2.45
	6/22/12	SPRAY PAINT, CLAMPS	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	38.39
	6/22/12	LIGHT BULBS	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	8.53
				TOTAL:	169.21
SCHWALBACH ACE HARDWARE-5930	6/22/12	TRAILER PARTS	GENERAL FUND	PAVED STREETS	2.66
	6/22/12	BATHROOM SUPPLIES	GENERAL FUND	PAVED STREETS	30.96
	6/22/12	CLEANING SUPPLIES	GENERAL FUND	PAVED STREETS	4.60
	6/22/12	SUPPLIES	RECREATION	SWIMMING BEACHES	100.96
	6/22/12	MAILBOX	RECREATION	TREE REMOVAL	16.02
	6/22/12	KEY	AIRPORT	O-GEN MISC	2.13
				TOTAL:	157.33
MICHAEL A SCHWALBACH	6/22/12	SENIOR CENTER RENT	GENERAL FUND	COMMUNITY CENTER	570.00
				TOTAL:	570.00

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
SECURE BENEFITS SYSTEMS CORP	6/22/12	ADMIN FEE	GENERAL FUND	NON-DEPARTMENTAL	64.01
	6/22/12	ADMIN FEE	GENERAL FUND	NON-DEPARTMENTAL	64.56
	6/22/12	CHILD CARE	GENERAL FUND	NON-DEPARTMENTAL	141.66
	6/22/12	CHILD CARE	GENERAL FUND	NON-DEPARTMENTAL	308.34-
	6/22/12	UNREIMBURSED MEDICAL	GENERAL FUND	NON-DEPARTMENTAL	2,554.21
	6/22/12	UNREIMBURSED MEDICAL	GENERAL FUND	NON-DEPARTMENTAL	2,556.13
	6/22/12	MONTHLY ADMIN FEE JUNE	GENERAL FUND	OTHER GEN GOVT MISC	20.00
	6/22/12	ADMIN FEE	RECREATION	NON-DEPARTMENTAL	7.21
	6/22/12	ADMIN FEE	RECREATION	NON-DEPARTMENTAL	6.97
	6/22/12	UNREIMBURSED MEDICAL	RECREATION	NON-DEPARTMENTAL	306.67
	6/22/12	UNREIMBURSED MEDICAL	RECREATION	NON-DEPARTMENTAL	303.33
	6/22/12	ADMIN FEE	PIR/TRUNKS	NON-DEPARTMENTAL	0.50
	6/22/12	ADMIN FEE	PIR/TRUNKS	NON-DEPARTMENTAL	0.52
	6/22/12	UNREIMBURSED MEDICAL	PIR/TRUNKS	NON-DEPARTMENTAL	101.01
	6/22/12	UNREIMBURSED MEDICAL	PIR/TRUNKS	NON-DEPARTMENTAL	105.28
	6/22/12	ADMIN FEE	IMPROVEMENT CONST	NON-DEPARTMENTAL	1.48
	6/22/12	ADMIN FEE	IMPROVEMENT CONST	NON-DEPARTMENTAL	1.48
	6/22/12	UNREIMBURSED MEDICAL	IMPROVEMENT CONST	NON-DEPARTMENTAL	40.82
	6/22/12	UNREIMBURSED MEDICAL	IMPROVEMENT CONST	NON-DEPARTMENTAL	41.22
	6/22/12	ADMIN FEE	WATER	NON-DEPARTMENTAL	12.03
	6/22/12	ADMIN FEE	WATER	NON-DEPARTMENTAL	12.03
	6/22/12	UNREIMBURSED MEDICAL	WATER	NON-DEPARTMENTAL	616.40
	6/22/12	UNREIMBURSED MEDICAL	WATER	NON-DEPARTMENTAL	616.40
	6/22/12	ADMIN FEE	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	7.14
	6/22/12	ADMIN FEE	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	7.35
	6/22/12	UNREIMBURSED MEDICAL	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	291.30
	6/22/12	UNREIMBURSED MEDICAL	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	297.16
	6/22/12	ADMIN FEE	ELECTRIC	NON-DEPARTMENTAL	4.00
	6/22/12	ADMIN FEE	ELECTRIC	NON-DEPARTMENTAL	4.00
	6/22/12	UNREIMBURSED MEDICAL	ELECTRIC	NON-DEPARTMENTAL	134.38
	6/22/12	UNREIMBURSED MEDICAL	ELECTRIC	NON-DEPARTMENTAL	134.38
	6/22/12	ADMIN FEE	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	0.11
	6/22/12	ADMIN FEE	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	0.06
	6/22/12	UNREIMBURSED MEDICAL	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	3.13
	6/22/12	UNREIMBURSED MEDICAL	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	1.56
	6/22/12	ADMIN FEE	STORM WATER MANAGE	NON-DEPARTMENTAL	2.30
	6/22/12	ADMIN FEE	STORM WATER MANAGE	NON-DEPARTMENTAL	1.91
	6/22/12	UNREIMBURSED MEDICAL	STORM WATER MANAGE	NON-DEPARTMENTAL	50.52
	6/22/12	UNREIMBURSED MEDICAL	STORM WATER MANAGE	NON-DEPARTMENTAL	43.19
	6/22/12	ADMIN FEE	LIQUOR	NON-DEPARTMENTAL	6.75
	6/22/12	ADMIN FEE	LIQUOR	NON-DEPARTMENTAL	6.75
	6/22/12	UNREIMBURSED MEDICAL	LIQUOR	NON-DEPARTMENTAL	120.83
	6/22/12	UNREIMBURSED MEDICAL	LIQUOR	NON-DEPARTMENTAL	120.83
	6/22/12	ADMIN FEE	AIRPORT	NON-DEPARTMENTAL	0.22
	6/22/12	ADMIN FEE	AIRPORT	NON-DEPARTMENTAL	0.12
	6/22/12	UNREIMBURSED MEDICAL	AIRPORT	NON-DEPARTMENTAL	3.33
	6/22/12	UNREIMBURSED MEDICAL	AIRPORT	NON-DEPARTMENTAL	3.12
	6/22/12	ADMIN FEE	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	2.25
	6/22/12	ADMIN FEE	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	2.25
	6/22/12	UNREIMBURSED MEDICAL	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	75.00
	6/22/12	UNREIMBURSED MEDICAL	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	75.00
	6/22/12	ADMIN FEE	DATA PROCESSING	NON-DEPARTMENTAL	4.50
	6/22/12	ADMIN FEE	DATA PROCESSING	NON-DEPARTMENTAL	4.50
	6/22/12	UNREIMBURSED MEDICAL	DATA PROCESSING	NON-DEPARTMENTAL	229.16
	6/22/12	UNREIMBURSED MEDICAL	DATA PROCESSING	NON-DEPARTMENTAL	229.16
				TOTAL:	9,131.84

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
SEW UNIQUE INC	6/22/12	UNIFORM REPAIR	ELECTRIC	O-DISTR MISC	32.06
				TOTAL:	32.06
SGC HORIZON LLC	6/22/12	SEWER/WATER RECON AD	WATER	PROJECT #2	124.00
	6/22/12	SEWER/WATER RECON AD	MUNICIPAL WASTEWAT	PROJECT #2	10.75
				TOTAL:	134.75
SOUTHERN WINE & SPIRITS OF MINNESOTA	6/22/12	LIQUOR CREDIT	LIQUOR	NON-DEPARTMENTAL	37.98-
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,752.59
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	488.00
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,013.50
				TOTAL:	5,216.11
SOUTHWEST MINNESOTA HOUSING PARTNERSHI	6/22/12	CDAP090075OFY10 #18	SMALL CITIES GRANT	SW MN HOUSING	4,105.00
				TOTAL:	4,105.00
SOUTHWEST REGIONAL DEVELOPMENT COMM	6/22/12	AIRPORT ZONING ORDINANCE	AIRPORT	O-GEN MISC	320.00
				TOTAL:	320.00
STATE OF MINNESOTA DEPT OF REVENUE	6/22/12	TRAINING PROGRAM FEE	GENERAL FUND	POLICE ADMINISTRATION	102.00
				TOTAL:	102.00
STERLING DRUG/ASTRUP DRUG INC	6/22/12	FLORENCE GARDENS	RECREATION	PARK AREAS	90.00
				TOTAL:	90.00
ROBIN STOYKE	6/22/12	MATS	GENERAL FUND	GENERAL GOVT BUILDINGS	66.43
				TOTAL:	66.43
SUNKOTA CONSTRUCTION	6/22/12	NEW FIRE STATION #8	GENERAL FUND	NON-DEPARTMENTAL	22,108.00-
	6/22/12	NEW FIRE STATION #8	GENERAL FUND	FIRE ADMINISTRATION	442,173.00
				TOTAL:	420,065.00
TRAVEL EXPRESS	6/22/12	GAS	GENERAL FUND	POLICE ADMINISTRATION	934.70
	6/22/12	CAR WASHES	GENERAL FUND	POLICE ADMINISTRATION	124.00
	6/22/12	GAS	GENERAL FUND	CODE ENFORCEMENT	91.46
				TOTAL:	1,150.16
TRI-STATE EQUIPMENT	6/22/12	AIRPORT MOWER PARTS	AIRPORT	O-GEN MISC	194.95
				TOTAL:	194.95
TRI-STATE RENTAL CENTER	6/22/12	AIRPORT STORM DAMAGE	SAFETY PROMO/LOSS	HEALTH/SAFETY/FITNESS	26.72
				TOTAL:	26.72
VANTAGEPOINT TRANSFER AGENTS-457	6/22/12	DEFERRED COMP	GENERAL FUND	NON-DEPARTMENTAL	351.42
	6/22/12	DEFERRED COMP	GENERAL FUND	POLICE ADMINISTRATION	76.92
				TOTAL:	428.34
VERIZON WIRELESS	6/22/12	WIRELESS CHARGES	PD TASK FORCE	BUFFALO RIDGE DRUG TAS	420.26
	6/22/12	WIRELESS DATA LINES	PD TASK FORCE	BUFFALO RIDGE DRUG TAS	78.06
				TOTAL:	498.32
VINOPIA INC	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	2,440.58
				TOTAL:	2,440.58
WAL MART BUSINESS	6/22/12	SUPPLIES	GENERAL FUND	POLICE ADMINISTRATION	19.92
	6/22/12	TICKETS FOR COP ON TOP	GENERAL FUND	POLICE ADMINISTRATION	7.99

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	BATTERIES	GENERAL FUND	POLICE ADMINISTRATION	48.03
	6/22/12	DISPATCH SUPPLIES	GENERAL FUND	SECURITY CENTER	13.35
	6/22/12	DISPATCH SUPPLIES	GENERAL FUND	SECURITY CENTER	13.35
	6/22/12	TOILET PAPER	RECREATION	OLSON PARK CAMPGROUND	109.33
				TOTAL:	211.97
WELLS FARGO BANK	6/22/12	HEALTH INS PREMIUM	GENERAL FUND	NON-DEPARTMENTAL	5,433.09
	6/22/12	HEALTH INS PREMIUM	GENERAL FUND	NON-DEPARTMENTAL	5,450.11
	6/22/12	HEALTH INSURANCE JUNE FOR	GENERAL FUND	NON-DEPARTMENTAL	1,379.42
	6/22/12	HEALTH PREMIUM	GENERAL FUND	MAYOR AND COUNCIL	2,907.66
	6/22/12	HEALTH PREMIUM	GENERAL FUND	ADMINISTRATION	634.94
	6/22/12	HEALTH PREMIUM	GENERAL FUND	CLERK'S OFFICE	1,185.37
	6/22/12	HEALTH PREMIUM	GENERAL FUND	ENGINEERING ADMIN	1,295.51
	6/22/12	HEALTH PREMIUM	GENERAL FUND	ECONOMIC DEVELOPMENT	1,502.85
	6/22/12	HEALTH PREMIUM	GENERAL FUND	GENERAL GOVT BUILDINGS	109.59
	6/22/12	HEALTH PREMIUM	GENERAL FUND	POLICE ADMINISTRATION	13,153.05
	6/22/12	HEALTH PREMIUM	GENERAL FUND	REGULATE LAWFUL GAMBLE	55.04
	6/22/12	HEALTH PREMIUM	GENERAL FUND	SECURITY CENTER	2,174.48
	6/22/12	HEALTH PREMIUM	GENERAL FUND	SECURITY CENTER	2,174.49
	6/22/12	HEALTH PREMIUM	GENERAL FUND	ANIMAL CONTROL ENFORCE	132.84
	6/22/12	HEALTH PREMIUM	GENERAL FUND	PAVED STREETS	2,144.77
	6/22/12	HEALTH PREMIUM	GENERAL FUND	MISC SPECIAL DAYS/EVEN	91.02
	6/22/12	HEALTH INS PREMIUM	RECREATION	NON-DEPARTMENTAL	658.80
	6/22/12	HEALTH INS PREMIUM	RECREATION	NON-DEPARTMENTAL	634.85
	6/22/12	HEALTH PREMIUM	RECREATION	GOLF COURSE-GREEN	550.43
	6/22/12	HEALTH PREMIUM	RECREATION	PARK AREAS	1,541.14
	6/22/12	HEALTH PREMIUM	RECREATION	TREE REMOVAL	535.52
	6/22/12	HEALTH PREMIUM	PIR/TRUNKS	SP ASSESS-ADMIN ESCROW	127.29
	6/22/12	HEALTH INS PREMIUM	IMPROVEMENT CONST	NON-DEPARTMENTAL	190.01
	6/22/12	HEALTH INS PREMIUM	IMPROVEMENT CONST	NON-DEPARTMENTAL	218.60
	6/22/12	HEALTH PREMIUM	IMPROVEMENT CONST	SHERWOOD ST-NOB TO MUR	7.94
	6/22/12	HEALTH PREMIUM	IMPROVEMENT CONST	OVERLAY PROGRAM	79.37
	6/22/12	HEALTH PREMIUM	IMPROVEMENT CONST	COLLEGEWAY	926.76
	6/22/12	HEALTH PREMIUM	IMPROVEMENT CONST	TREVOR ST	7.94
	6/22/12	HEALTH PREMIUM	IMPROVEMENT CONST	TH 59 N IMPROVEMENTS	15.88
	6/22/12	HEALTH INS PREMIUM	WATER	NON-DEPARTMENTAL	538.18
	6/22/12	HEALTH INS PREMIUM	WATER	NON-DEPARTMENTAL	570.62
	6/22/12	HEALTH PREMIUM	WATER	O-SOURCE WELLS & SPRNG	9.25
	6/22/12	HEALTH PREMIUM	WATER	O-PUMPING	68.88
	6/22/12	HEALTH PREMIUM	WATER	O-PURIFY LABOR	127.83
	6/22/12	HEALTH PREMIUM	WATER	O-DISTR SUPER AND ENG	634.94
	6/22/12	HEALTH PREMIUM	WATER	O-DIST UNDERGRND LINES	1,097.37
	6/22/12	HEALTH PREMIUM	WATER	O-DISTR MISC	669.03
	6/22/12	HEALTH PREMIUM	WATER	M-TRANS MAINS	354.87
	6/22/12	HEALTH PREMIUM	WATER	GENERAL ADMIN	89.70
	6/22/12	HEALTH PREMIUM	WATER	ADMIN OFFICE SUPPLIES	2.31
	6/22/12	HEALTH PREMIUM	WATER	ADMIN MISC	24.51
	6/22/12	HEALTH PREMIUM	WATER	ACCTS-METER READING	253.98
	6/22/12	HEALTH PREMIUM	WATER	ACCTS-RECORDS & COLLEC	217.48
	6/22/12	HEALTH PREMIUM	WATER	PROJECT #2	103.18
	6/22/12	HEALTH PREMIUM	WATER	PROJECT #14	51.69
	6/22/12	HEALTH PREMIUM	WATER	PROJECT #14	31.75
	6/22/12	HEALTH INS PREMIUM	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	654.89
	6/22/12	HEALTH INS PREMIUM	MUNICIPAL WASTEWAT	NON-DEPARTMENTAL	739.48
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-SOURCE SUPERVISION	165.13
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-SOURCE MAINS & LIFTS	125.79

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-PURIFY SUPERVISION	385.30
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-PURIFY LABOR	696.75
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-PURIFY LABORATORY	662.08
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	O-PURIFY MISC	177.43
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	M-SOURCE MAINS & LIFTS	933.89
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	M-SOURCE MISC	30.00
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	M-PURIFY STRUCTURES	108.56
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	657.52
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	GENERAL ADMIN	71.75
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	ADMIN OFFICE SUPPLIES	2.31
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	ADMIN MISC	24.50
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	ACCT-RECORDS & COLLECT	181.92
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	PROJECT #2	59.53
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	PROJECT #8	605.59
	6/22/12	HEALTH PREMIUM	MUNICIPAL WASTEWAT	PROJECT #8	7.94
	6/22/12	HEALTH INS PREMIUM	ELECTRIC	NON-DEPARTMENTAL	939.96
	6/22/12	HEALTH INS PREMIUM	ELECTRIC	NON-DEPARTMENTAL	877.63
	6/22/12	HEALTH INSURANCE JUNE FOR	ELECTRIC	NON-DEPARTMENTAL	336.94
	6/22/12	HEALTH PREMIUM	ELECTRIC	O-DISTR UNDERGRND LINE	63.49
	6/22/12	HEALTH PREMIUM	ELECTRIC	O-DISTR MISC	490.87
	6/22/12	HEALTH PREMIUM	ELECTRIC	M-SOURCE MISC	55.04
	6/22/12	HEALTH PREMIUM	ELECTRIC	M-DISTR UNDERGRND LINE	191.53
	6/22/12	HEALTH PREMIUM	ELECTRIC	M-DISTR ST LITE & SIG	91.80
	6/22/12	HEALTH PREMIUM	ELECTRIC	GENERAL ADMIN	436.51
	6/22/12	HEALTH PREMIUM	ELECTRIC	ADMIN OFFICE SUPPLIES	23.11
	6/22/12	HEALTH PREMIUM	ELECTRIC	ADMIN MISC	49.01
	6/22/12	HEALTH PREMIUM	ELECTRIC	ACCTS-METER READING	265.45
	6/22/12	HEALTH PREMIUM	ELECTRIC	ACCTS-RECORDS & COLLEC	928.82
	6/22/12	HEALTH PREMIUM	ELECTRIC	ACCTS-ASSISTANCE	317.47
	6/22/12	HEALTH PREMIUM	ELECTRIC	FA DISTR UNDRGRND COND	1,332.96
	6/22/12	HEALTH PREMIUM	ELECTRIC	FA DISTR UNDRGRND COND	371.67
	6/22/12	HEALTH INS PREMIUM	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	3.65
	6/22/12	HEALTH INS PREMIUM	INDUSTRIAL WASTEWA	NON-DEPARTMENTAL	1.82
	6/22/12	HEALTH PREMIUM	INDUSTRIAL WASTEWA	2011 INDUSTRIAL WWTP I	15.87
	6/22/12	HEALTH INS PREMIUM	STORM WATER MANAGE	NON-DEPARTMENTAL	120.34
	6/22/12	HEALTH INS PREMIUM	STORM WATER MANAGE	NON-DEPARTMENTAL	55.74
	6/22/12	HEALTH PREMIUM	STORM WATER MANAGE	STORM DRAINAGE	227.60
	6/22/12	HEALTH PREMIUM	STORM WATER MANAGE	PROJECT #13	7.94
	6/22/12	HEALTH PREMIUM	LIQUOR	O-GEN MISC	1,651.29
	6/22/12	HEALTH INS PREMIUM	AIRPORT	NON-DEPARTMENTAL	18.90
	6/22/12	HEALTH INS PREMIUM	AIRPORT	NON-DEPARTMENTAL	8.97
	6/22/12	HEALTH PREMIUM	AIRPORT	O-GEN MISC	63.49
	6/22/12	HEALTH PREMIUM	AIRPORT	PROJECT #11	15.85
	6/22/12	HEALTH INS PREMIUM	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	154.00
	6/22/12	HEALTH INS PREMIUM	MEMORIAL AUDITORIUM	NON-DEPARTMENTAL	154.00
	6/22/12	HEALTH PREMIUM	MEMORIAL AUDITORIUM	MEMORIAL AUDITORIUM	242.43
	6/22/12	HEALTH INS PREMIUM	DATA PROCESSING	NON-DEPARTMENTAL	207.00
	6/22/12	HEALTH INS PREMIUM	DATA PROCESSING	NON-DEPARTMENTAL	207.00
	6/22/12	HEALTH PREMIUM	DATA PROCESSING	DATA PROCESSING	1,185.37
				TOTAL:	67,568.21
WINE MERCHANTS	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	144.00
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	99.25
				TOTAL:	243.25
WIRTZ BEVERAGE MINNESOTA WINE & SPIRIT	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	80.00

VENDOR SORT KEY	DATE	DESCRIPTION	FUND	DEPARTMENT	AMOUNT
	6/22/12	WINE	LIQUOR	NON-DEPARTMENTAL	1,608.59
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	4,341.99
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	5,875.80
	6/22/12	MIX	LIQUOR	NON-DEPARTMENTAL	127.78
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	1,187.10
	6/22/12	LIQUOR	LIQUOR	NON-DEPARTMENTAL	1,858.92
				TOTAL:	15,080.18
WORTHINGTON AREA UNITED WAY	6/22/12	PAYROLL WITHHOLDING	GENERAL FUND	NON-DEPARTMENTAL	42.50
	6/22/12	PAYROLL WITHHOLDING	GENERAL FUND	NON-DEPARTMENTAL	42.50
	6/22/12	PAYROLL WITHHOLDING	RECREATION	NON-DEPARTMENTAL	5.00
	6/22/12	PAYROLL WITHHOLDING	RECREATION	NON-DEPARTMENTAL	5.00
				TOTAL:	95.00
WORTHINGTON EXCAVATING INC	6/22/12	RED ROCK	GENERAL FUND	PAVED STREETS	58.00
				TOTAL:	58.00
WORTHINGTON PLUMBING & HEATING	6/22/12	CLEAN WATER HEATER BURNER	RECREATION	PARK AREAS	12.00
	6/22/12	CLEAN WATER HEATER BURNER	RECREATION	PARK AREAS	65.00
				TOTAL:	77.00
WW GOETSCH ASSOCIATES INC	6/22/12	MECHANICAL SEAL	MUNICIPAL WASTEWAT	M-PURIFY EQUIPMENT	499.19
				TOTAL:	499.19
YMCA	6/22/12	2012 CONTRACT PAYMENT JUNE	RECREATION	RECREATION PROGRAMS	3,855.91
	6/22/12	6 MONTHS BLDG INSURANCE	AQUATIC CENTER FAC	AQUATIC CENTER FACILIT	847.75
				TOTAL:	4,703.66

===== FUND TOTALS =====

101	GENERAL FUND	540,125.98
204	SMALL CITIES GRANT	4,105.00
207	PD TASK FORCE	1,098.32
211	WRH	317,793.26
229	RECREATION	11,482.82
231	ECONOMIC DEV AUTHORITY	226.78
321	PIR/TRUNKS	338.23
346	PIR SERIES 2009C	450.00
401	IMPROVEMENT CONST	173,441.13
431	AQUATIC CENTER FACILITY	847.75
432	EVENT CENTER/AUDITORIUM	411.13
601	WATER	68,915.48
602	MUNICIPAL WASTEWATER	15,432.43
604	ELECTRIC	16,714.79
605	INDUSTRIAL WASTEWATER	26.20
606	STORM WATER MANAGEMENT	1,944.34
609	LIQUOR	76,482.08
612	AIRPORT	28,315.62
614	MEMORIAL AUDITORIUM	2,570.03
702	DATA PROCESSING	2,590.32
703	SAFETY PROMO/LOSS CTRL	2,328.99

 GRAND TOTAL: 1,265,640.68

SELECTION CRITERIA

SELECTION OPTIONS

VENDOR SET: 01-CITY OF WORTHINGTON
VENDOR: All
CLASSIFICATION: All
BANK CODE: All
ITEM DATE: 0/00/0000 THRU 99/99/9999
ITEM AMOUNT: 9,999,999.00CR THRU 9,999,999.00
GL POST DATE: 0/00/0000 THRU 99/99/9999
CHECK DATE: 6/22/2012 THRU 6/22/2012

PAYROLL SELECTION

PAYROLL EXPENSES: NO
CHECK DATE: 0/00/0000 THRU 99/99/9999

PRINT OPTIONS

PRINT DATE: Check Date
SEQUENCE: By Vendor Sort
DESCRIPTION: Distribution
GL ACCTS: NO
REPORT TITLE: C O U N C I L R E P O R T 6/22/12
SIGNATURE LINES: 0

PACKET OPTIONS

INCLUDE REFUNDS: NO
INCLUDE OPEN ITEM:NO

CITY OF WORTHINGTON, MINNESOTA

PRAIRIE VIEW GOLF LINKS
STATEMENT OF REVENUES VS. EXPENDITURES
For the Period 1/1/12 Through 5/31/12
(Amounts in Dollars)

	Total 2012 Budget	MAY		% YTD Actual to Budget	YTD	
		Actual	Prev Year		Actual	Prev Year
Sales						
Shop sales - non clothing	-	-	1,482	-	-	1,482
Concessions	-	-	59	-	-	97
Beer	-	-	-	-	-	-
Shop sales - clothing	-	-	-	-	-	-
Net Sales	<u>-</u>	<u>-</u>	<u>1,541</u>	<u>-</u>	<u>-</u>	<u>1,579</u>
Cost of Goods Sold						
Concessions	-	-	-	-	31	(150)
Misc goods for resale	-	-	1,873	-	-	2,713
Total Cost of Goods Sold	<u>-</u>	<u>-</u>	<u>1,873</u>	<u>-</u>	<u>31</u>	<u>2,563</u>
Gross Profit	<u>-</u>	<u>-</u>	<u>(332)</u>	<u>-</u>	<u>(31)</u>	<u>(984)</u>
Operating Revenues						
Annual green & guest card fees	-	-	7,359	-	-	48,085
Dakota Golf revenues*	117,100	10,731	-	25.8%	30,154 *	500
Club rents	-	-	-	-	-	-
Range ball fees	-	-	(850)	-	-	-
League fees	-	-	(260)	-	-	-
Cart storage	-	-	4,063	-	-	9,875
Clubs storage	-	-	-	-	-	-
Handicap fees	-	-	(490)	-	-	-
Pull cart fees	-	-	-	-	-	-
Annual motor cart fees	-	-	3,450	-	-	11,783
Gift certificates	-	-	-	-	-	28
Advertising	-	-	500	-	-	1,000
Clubhouse rent	-	-	(100)	-	-	-
Total Operating Revenues	<u>117,100</u>	<u>10,731</u>	<u>13,672</u>	<u>25.8%</u>	<u>30,154</u>	<u>71,271</u>
Operating Expenses						
Personnel services	113,225	10,846	10,022	32.4%	36,739	32,854
Supplies	58,450	14,177	6,459	39.3%	22,969	22,942
Other services & charges	71,146	5,307	24,361	26.5%	18,836	39,043 @
Total Operating Expenses	<u>242,821</u>	<u>30,330</u>	<u>40,842</u>	<u>32.3%</u>	<u>78,544</u>	<u>94,839</u>
Operating Income (Loss)	<u>(125,721)</u>	<u>(19,599)</u>	<u>(27,502)</u>	<u>-6.6%</u>	<u>(48,421)</u>	<u>(24,552)</u>
Non-Operating Revenues (Expenses)						
Property taxes (current year)	104,468	23,688	47,802	50.3%	52,510	54,562
Equipment loan proceeds	-	-	64,719	-	-	64,719
Equipment revolving reserves (use)	34,000	-	-	-	-	-
Capital outlay	(34,000)	(4,089)	(85,019)	-	(4,089)	(94,729)
Equipment interfund principal pmt	21,253	-	-	-	-	-
Excess (Deficiency) of Revenue Over Expenditures	<u>-</u>	<u>0</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>0</u>

*Dakota Golf revenues are allocated between Dakota Golf and the City of Worthington per the following schedule (the amounts reflected in the financials are the city's portion only):

	DGM	CITY
\$0-\$55,000	100%	0%
\$55,000-\$130,000	0%	100%
\$130,000-\$160,000	10%	90%
\$160,000-\$170,000	20%	80%
\$170,000-\$180,000	30%	70%
\$180,000-\$190,000	40%	60%
Over \$190,000	50%	50%

Financials do not include DGM's May activity

@LMC Insurance premiums were posted/paid in June 2012; whereas 2011's expenditures (\$15,437.25) were paid in May.

PRAIRIE VIEW/DAKOTA GOLF REVENUES

		MAY YEAR-TO-DATE	
		2012	2011
		<hr/>	
Green Fees		10,120	6,488
Season Passes	*	46,763	48,085
Cart Storage Fees	*	8,805	9,875
Prairie Card		3,229	1,200
Season Cart Passes	*	16,430	11,783
Golf Car Rentals		6,289	3,555
Pull Cart Rentals		39	8
Club Rentals		29	17
Driving Range Fees	*	2,314	2,472
Daily Trail Fees		0	12
Club Storage Fees		33	33
Room Rentals		374	636
Sales-Beer/Concessions	**	4,692	3,703
Advertising	***	3,500	1,500
		<hr/>	
		102,617	89,367
		<hr/>	

* City retained in 2011. Part of allocation agreement in 2012.

** City receives 10% of gross revenues

*** City retains first \$4,500

Revenues are based on monthly activity...may not coincide with 'cash basis' accounting (City's Financials) due to Dakota Golf not reimbursing City until subsequent month of activity

To obtain the City's 2012 budgeted revenue of \$117,000 (Per City Monthly Financial Statements); total 2012 (YTD) revenues must total approximately \$180,000 (need to consider Beer/Concessions and Advertising caveats--per above allocation %'s)

The intent of this spreadsheet is to compare 2012 and 2011 YTD 'actual revenues'

Year-to-Date

Prairie View Golf Links - Revenue Summary					
May, 2012					
	Actual	2011	Budgeted	Difference	% Variance
Revenue					
Green Fees	10,120.19	6,488.00	8,000.00	2,120.19	26.50%
Season Passes	46,762.89	0.00	57,000.00	(10,237.11)	-17.96%
Cart Storage Fees	8,805.00	0.00	11,000.00	(2,195.00)	-19.95%
Prairie Card	3,229.06	1,200.00	3,500.00	(270.94)	-7.74%
Season Cart Passes	16,430.33	0.00	19,000.00	(2,569.67)	-13.52%
Golf Car Rentals	6,289.39	3,555.00	5,500.00	789.39	14.35%
Club Rentals	29.03	17.00	25.00	4.03	16.12%
Pull Cart Rentals	39.30	8.00	30.00	9.30	31.00%
Driving Range Fees	2,313.84	2,472.35	2,300.00	13.84	0.60%
Daily Trail Fees	0.00	12.25	0.00	0.00	#DIV/0!
Club Storage Fees	33.00	33.00	0.00	33.00	#DIV/0!
Room Rentals	374.28	636.27	600.00	(225.72)	-37.62%
Total Revenues	94,426.31	14,421.87	106,955.00	(12,528.69)	-11.71%
Revenues to City	39,426.31	0.00	51,955.00	(12,528.69)	-24.11%
Sales - Can/Bottled Beer	1,496.54	1,119.30	1,750.00	(253.46)	-14.48%
Sales - Pop	2,088.26	1,506.52	1,650.00	438.26	26.56%
Sales - Ftn Pop/Hot Drinks	7.00	18.46	0.00	7.00	#DIV/0!
Sales - Candy/Chips/Snacks	819.86	659.18	550.00	269.86	49.07%
Sales - Food	280.49	399.99	400.00	(119.51)	-29.88%
Total Food and Beverage	4,692.15	3,703.45	4,350.00	342.15	7.87%
10 Percent to the City	469.22	370.35	435.00	34.22	7.87%

Revenues to be apportioned as follows:			
	DGM		City
\$0 - \$55,000	100%		0%
\$55,000-\$130,000	0%		100%
\$130,000 - \$160,000	10%		90%
\$160,000 - \$170,000	20%		80%
\$170,000 - \$180,000	30%		70%
\$180,000 - \$190,000	40%		60%
Over \$190,000	50%		50%

PVGL Payment Summary	
May, 2012	
Advertising Revenues	\$ 3,500.00
10% of Food and Beverage Revenues	\$ 469.22
City Share of Revenues over \$50,000	\$ 39,426.31
Total Received from Dakota Golf Year to Date	\$ 43,395.53

Monthly

Prairie View Golf Links - Revenue Summary					
May, 2012					
	Actual	2011	Budgeted	Difference	% Variance
Revenue					
Green Fees	5,851.92	5,606.00	6,000.00	(148.08)	-2.47%
Season Passes	1,239.77		2,000.00	(760.23)	-38.01%
Cart Storage Fees	350.00		1,000.00	(650.00)	-65.00%
Prairie Card	327.50	540.00	1,500.00	(1,172.50)	-78.17%
Season Cart Passes	(93.57)		1,000.00	(1,093.57)	-109.36%
Golf Car Rentals	3,544.48	2,766.00	4,000.00	(455.52)	-11.39%
Club Rentals	29.03	17.00	15.00	14.03	93.53%
Pull Cart Rentals	14.97	8.00	20.00	(5.03)	-25.15%
Driving Range Fees	699.98	1,416.42	1,000.00	(300.02)	-30.00%
Daily Trail Fees	0.00	12.25		0.00	#DIV/0!
Club Storage Fees	0.00	33.00		0.00	#DIV/0!
Room Rentals	0.00	542.70	420.00	(420.00)	-100.00%
Total Revenues	11,964.08		16,955.00	(4,990.92)	-29.44%
Revenues to DGM	0.00		0.00	0.00	#DIV/0!
Revenues to City	11,964.08		16,955.00	(4,990.92)	-29.44%
Sales - Can/Bottled Beer	990.41	1,053.28	1,250.00	(259.59)	-20.77%
Sales - Pop	1,085.79	1,150.28	1,250.00	(164.21)	-13.14%
Sales - Ftn Pop/Hot Drinks	4.90	18.46	0.00	4.90	#DIV/0!
Sales - Candy/Chips/Snacks	453.71	510.89	350.00	103.71	29.63%
Sales - Food	235.42	312.56	300.00	(64.58)	-21.53%
Total Food and Beverage	2,770.23		3,150.00	(379.77)	-12.06%
10 Percent to the City	277.02		315.00	(37.98)	-12.06%

Revenues to be apportioned as follows:			
	DGM		City
\$0 - \$55,000	100%		0%
\$55,000-\$130,000	0%		100%
\$130,000 - \$160,000	10%		90%
\$160,000 - \$170,000	20%		80%
\$170,000 - \$180,000	30%		70%
\$180,000 - \$190,000	40%		60%
Over \$190,000	50%		50%

PVGL Payment Summary	
May, 2012	
Advertising Revenues	\$ 1,000.00
10% of Food and Beverage Revenues	\$ 277.02
City Share of Revenues over \$50,000	\$ 11,964.08
Total Due From Dakota Golf	\$ 13,241.10

CITY OF WORTHINGTON, MINNESOTA

OLSON PARK CAMPGROUND
STATEMENT OF REVENUES VS. EXPENDITURES
For the Period 1/1/11 Through 5/31/12
(Amounts in Dollars)

	Total Current Year Budget	May Actual	YTD	
			Actual	Previous Year
Revenues				
Park fees-daily taxable	58,000	9,540	22,000	12,632
Park fees-other (fire wood, pop & ice)	1,000	16	16	81
Total Revenues	59,000	9,556	22,016	12,713
Expenditures				
Personnel services				
Full-time employees	2,874	158	1,340	2,356
Part-time employees	16,488	1,273	6,366	6,366
Pera contributions	208	150	559	588
Fica/medicare	1,481	156	581	615
Misc. employer paid insurance	636	2	2	456
Deferred compensation	-	-	15	51
Workmen's comp.-ins. premium	614	-	348	294
Supplies				
Misc. office supplies	25	-	-	-
Cleaning supplies	1,100	-	652	324
Misc. operating supplies	150	-	-	-
Building repair supplies	500	29	29	1,261
Misc. repair & maint supplies	5,000	-	5	160
Concessions	300	70	119	-
Other services and charges				
Misc. professional services	2,000	44	205	217
Telephone	550	34	103	136
Postage	5	-	-	-
Misc advertising	200	-	-	-
General liability insurance	2,050	-	518	2,023 *
Property insurance	2,075	-	519	2,053 *
Electric utilities	4,800	225	690	603
Water utilities	750	43	177	134
Gas utilities	1,700	57	500	756
Refuse disposal	2,700	-	-	-
Sewer utilities	550	27	94	98
Buildings-repair & maintenance	200	98	98	175
Improv other than bldg-repair & mai	350	-	495	-
Misc rentals	200	-	350	192
Dues and subscriptions	470	-	-	-
Licenses and taxes	2,595	1,309	1,344	1,363
Total Expenditures	50,571	3,675	15,109	20,221
Excess (Deficiency) of Revenue Over Expenditures	8,429	5,881	6,907	(7,508)

*LMC Insurance premiums were posted/paid in May 2011 actuals. These premiums were paid in June 2012.