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May 29, 2015

Timothy D. Fenner
Axley Brynelson, LLP
2 E. Mifflin Street, Suite 200
P.O. Box 1767
Madison, WI 53701-1767

RE: Proposed Agreement
HOV and Little Chute

Dear Tim:

In the spirit of doing only what is necessary for the time being, please note the following in response to your letter dated May 18, 2015.

The Village is going to initiate discussions for the concrete pad as soon as possible with all parties necessary in view of HOV's support of this solution

In the meantime, the Village is willing to give keys to HOV to access the island through the park. The park gate and temporary bridge already required key access which has not been a problem to date. There is a paved road in the park from the gate to the island that we think HOV personnel are familiar with.

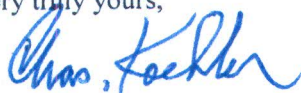
An HOV representative is welcome to pick up keys to the park gate from the Village Administrator's office as soon as needed.

Although the park is used year round by residents, we do not expect that the HOV periodic travel through the park to the island would unreasonably interfere with other park usage.

It is the Village's preference that all other matters remain in abeyance for now to see what cooperative progress can be made regarding the concrete pad access solution to the island. Please let me know if HOV can work with this temporary solution.

Thank you.

Very truly yours,



Charles D. Koehler
Direct Dial: 920-882-3227

CDK: kap
cc: Village of Little Chute

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May 18, 2015

VIA EMAIL

Charles D. Koehler
Herrling Clark Law Firm Ltd.
800 N. Lynndale Dr.
Appleton, WI 54914

Re: Heart of the Valley Metropolitan Sewerage District/Mill Street Bridge Issue
Our File: 10201.51116

Dear Mr. Koehler:

This is in response to your letter of May 14, 2015.

I think all of the items you have raised in your letter can be held in abeyance pending further discussion and ultimate resolution of this matter.

With respect to the "need" for an agreement, I continue to be of the opinion that a written agreement is required if the District is going to be utilizing access to the meter station through the park with vehicles less than 20,000 pounds. As I indicated to you previously, it is my understanding the park has a gate which is locked; and the Village desires that access be through the park on a specific road. It would be appropriate having an agreement addressing the issues associated with the gate as well as the access.

Finally, it is my understanding that the present lease of the temporary bridge will expire in June; and therefore it will be removed. If the temporary bridge that has been provided by the contractor is going to be removed in June, it seems to me we have to address the issue of access, both by vehicles of less than 20,000 pounds as well as what would happen if heavy equipment needs to be brought onto the island. If the plan is to provide concrete pads to allow for access by heavy vehicles, then the agreement should reflect that plan and set forth a timetable for its construction. I think the foregoing certainly justifies an agreement because it is in everybody's best interest to be aware of these issues and have a plan of action to deal with these issues if they arise prior to the permanent replacement.

If you have any questions, please advise.

Very truly yours,

AXLEY BRYNELSON, LLP

Timothy D. Fenner
TDF/avr
cc: Glen Geurts



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May 14, 2015

VIA EMAIL

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Axley Brynerson, LLP
2 E. Mifflin Street, Suite 200
P.O. Box 1767
Madison, WI 53701-1767

RE: Proposed Agreement
HOV and Little Chute

Dear Tim:

Thanks for your response letter dated May 13, 2015 which I found to be very helpful in understanding this situation. Hopefully the concrete pad access solution might work to solve all issues and it's my belief that the Village Officials will be looking into a cooperative effort to see if that could be accomplished.

In the meantime, I would like to reserve for now addressing some remaining questions with you that stand out to me regarding the presumption that the Village of Little Chute will have to pay for the relocation of both the metering system and interceptor if the Village doesn't provide access to the island for heavy equipment above 20,000 pound load limits available on the proposed pedestrian bridge.

These questions are not intended to be contentious for any reason but rather to find the correct place in the law under these circumstances where both the Village and HOVMSD should come to rest in terms of their mutual responsibilities to both the Village residents and the constituent members of HOVMSD.

1. **Concrete Pad Alternative.** Regardless of the access responsibility question on a temporary basis, it seems there is a common interest and desire by HOVMSD, the Village, Army Corps, and FRNSA to pursue the feasibility of installing a concrete pad in the canal capable of supporting all reasonable and necessary vehicles of any load limit. It would seem all parties could coordinate their efforts to pursue this further for the time being and even perhaps without direct involvement or participation by their respective legal counsel except and unless on an as needed basis.

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May 14, 2015

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2. **Duty to Provide Access to Island.** It is still not clear to me why HOVMSD has concluded that the Village of Little Chute must provide access to this particular metering station and interceptor considering that the Village did not provide access to the island in the first place, to my knowledge. When HOVMSD located the metering station at this site, access was pursuant to the Mill Street Lift Bridge which was installed and/or owned by either the County or State. This is a question we can probably hold in abeyance.
3. **Section 200.13(1)(a) Wis. Stats. Relocation Assessment.** This statute appears to apply to the construction of a metering station but not to a relocation of a fully functioning meter station. This is a question we can probably hold in abeyance.
4. **Constitutional Issues.** To pass constitutional muster, all statutes and actions of political bodies must have a rational basis and can neither be arbitrary or capricious. It still seems there is no present benefit to the Village and no present need to HOVMSD to move the metering station or interceptor. This is a question we can probably hold in abeyance.
5. **No Immediate Need for Agreement.** It is not clear to me if or why there is an immediate need to sign an agreement at this time. This is a question we can probably hold in abeyance.

I look forward to further dialog with you on this subject in connection with the proposed agreement. It is worth repeating that the concrete pad solution has the potential to solve all concerns.

Thank you.

Very truly yours,



Charles D. Koehler
Direct Dial: 920-882-3227

CDK: kap

cc: Village of Little Chute