

## **NOTICE TO BONDHOLDERS**

August 24, 2009

The City of Menasha, Wisconsin (the “City”), is providing this notice to the holders of the obligations described in Exhibit A attached hereto (the “Holders”), issued to finance construction and equipping of the City’s Steam Utility (the “Steam Utility”).

### **Informal Bondholders’ Committee**

The City has been informed that an informal bondholders’ committee (the “Bondholders’ Committee”) has been formed consisting of representatives of the three largest identified holders of the City’s \$12,660,000 Taxable Steam Utility Revenue Bond Anticipation Notes and its \$11,500,000 Taxable Steam Utility Revenue Bond Anticipation Notes. The City had no role in the formation of this committee.

The City has been advised that holders who would like to receive further information regarding the Bondholders’ Committee may contact James Dugan, Cavanaugh Capital Management at (410) 769-6124 or [jmdugan@cavcap.com](mailto:jmdugan@cavcap.com).

### **Discussion Document and Forbearance and Standstill Agreement**

The City has provided to the Bondholders’ Committee drafts of a Confidential Discussion Document with Respect to Refinancing/Workout Options and a Forbearance and Standstill Agreement between the City and the Holders. Holders may receive copies of such drafts by contacting Thomas R. Stoffel, Finance Director for the City (contact information below).

### **Bondholder Registration**

All Holders are requested to certify their holdings, including issue, principal amount and CUSIP, together with current contact information, to Thomas R. Stoffel, Finance Director for the City (contact information below).

### **List of Holders**

The City has compiled a list of contact information for those Holders of whom it is aware. Any Holder who would like to receive a copy of such list should contact Thomas R. Stoffel, Finance Director for the City (contact information below).

### **Contact and Disclaimers**

Holders with questions about this Notice should direct them in writing via mail, electronic or facsimile transmission to:

Mr. Thomas R. Stoffel  
Finance Director  
City of Menasha  
140 Main Street  
Menasha, WI 54952-3190  
Fax: (920) 967-5271  
Email: [tstoffel@ci.menasha.wi.us](mailto:tstoffel@ci.menasha.wi.us)

Please be advised that the City may conclude that a specific response to particular inquiries from individual Holders is not consistent with equal and full dissemination of information to all Holders. Holders should not rely on the City as their sole source of information. The City makes no recommendations and gives no investment advice herein or as to the City's obligations generally.

**EXHIBIT A**

**City of Menasha, Wisconsin - Steam Utility Purposes**

**General Obligation Debt**

\$13,930,000 Taxable G.O.  
Prom. Notes - 8/22/2007

<u>Year Due</u>	<u>CUSIP</u>	<u>Principal (9/01)</u>	<u>Interest</u>	<u>Total Debt Service</u>
2009			\$ 390,040	\$ 390,040
2010	586464A90	<u>\$13,930,000</u>	<u>780,080</u>	<u>14,710,080</u>
		<u>\$13,930,000</u>	<u>\$1,170,120</u>	<u>\$15,100,120</u>

**Debt Issued Under Section 67.12(1)(b) Wisconsin Statutes**

Steam Utility  
\$2,675,000 Taxable  
NAN - 12/01/06

<u>Year Due</u>	<u>CUSIP</u>	<u>Principal (9/01)</u>	<u>Interest</u>	<u>Total Debt Service</u>
2009			\$ 69,550	\$ 69,550
2010			139,100	139,100
2011	586499AC9	<u>\$2,675,000</u>	<u>139,100</u>	<u>2,814,100</u>
		<u>\$2,675,000</u>	<u>\$347,750</u>	<u>\$3,022,750</u>

**Revenue Debt**

Revenue Bond Anticipation Notes

<u>Year Due</u>	<u>CUSIP</u>	<u>Principal (9/01)</u>		<u>CUSIP</u>	<u>Principal (9/01)</u>		<u>Total Debt Service</u>
		<u>Interest</u>	<u>Interest</u>				
		<u>\$12,660,000</u>			<u>\$11,500,000</u>		
		Taxable Steam Utility Revenue Bond Anticipation Notes - 02/01/05			Taxable Steam Utility Revenue Bond Anticipation Notes - 12/01/06		
2009	586499AA3	<u>\$12,660,000</u>	<u>\$275,355</u>	586499AB1	<u>\$11,500,000</u>	<u>\$327,750</u>	<u>\$24,763,105</u>
		<u>\$12,660,000</u>	<u>\$275,355</u>		<u>\$11,500,000</u>	<u>\$327,750</u>	<u>\$24,763,105</u>