

NOTICE TO BONDHOLDERS

September 16, 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").

Cessation of Steam Utility Operations

Menasha Utilities ("MU") is a municipal public utility owned by the City and managed and operated for the City by the Menasha Utilities Commission (the "Utilities Commission"). The Steam Utility is under the charge and management of the Utilities Commission. In January of 2009, the City and MU retained Stern Brothers & Co. (the "Consultant") to analyze the financial performance of the Steam Utility and to provide a strategy analysis and recommendation for the Steam Utility. On April 27, 2009, the City released the analysis and recommendation prepared by the Consultant (the "Consultant's Report"), which recommended that the City cease operation of the Steam Utility. A copy of the Consultant's Report was attached to a Material Event Notice filed by the City on April 28, 2009. On May 27, 2009, the Utilities Commission took action to recommend to the Common Council that the Steam Utility cease its operation of the steam plant facility.

At its meeting on September 8, 2009, the Common Council took action upon the Consultant's Report and the recommendation of the Utilities Commission and directed that the Steam Utility cease its operation of the steam plant facility. Pursuant to that action, it is expected that the Steam Utility will cease operation of the steam plant facility on or about October 9, 2009.

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

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>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>