COUNTY OF MILWAUKEE
INTER-OFFICE COMMUNICATION

DATE: November 14, 2025

TO: Marcelia Nicholson-Bovell, Chairwoman, County Board of Supervisors

FROM: Justin Rodriguez, Capital Project Manager, Office of the Comptroller
Celia Benton, Economic Development Director, DAS – Economic Development Division

SUBJECT: Annual Informational Report - Financial Items Contained within the Contribution and Participation Agreement with the BPC ("Ballpark Commons") County Land LLC

REQUEST

The audit "Between the Rock and a Hard Place: Former Landfill Becomes Entertainment Center with Unresolved Community Concerns Beyond the County's Ability to Solve" was released in August 2021 (the "Audit"). The Audit included a recommendation to have Department of Administrative Services – Economic Development and the Office of the Comptroller to provide an annual informational report to the County Board on the status of financial items contained within the Contribution and Participation Agreement with the Ballpark Commons ("BPC").

This report includes the status of the Landfill Infrastructure Capital Fund ("LIC Fund") and the Purchase Price Offset that were included as part of the Contribution and Participation Agreement.

BACKGROUND

In September 2017, the County Board approved County Board Resolution 17-598. The Resolution authorized the Contribution and Participation Agreement and enabled the sale of Crystal Ridge landfill pursuant to an Option to Purchase Agreement and a Development Agreement.

In total there were four agreements that were included with the transaction. These included:

- **Option to Purchase**. The purpose of the Option to Purchase Agreement is to outline the terms under which Milwaukee County would sell the property to the buyer.

- **Development Agreement**. The purpose of the Development Agreement is to establish the process and describe the improvements that must be constructed or installed to maintain compliance with the terms of the sale.

- **Contribution and Participation Agreement**. The purpose of the Contribution and Participation Agreement is to create operating procedures for the long term financial and operational relationship between Milwaukee County and the buyer, including the terms for the annual maintenance of the system, the financial participation of the parties in the financial trust account, and the ongoing enforcement of the sound and light standards.

- **Lease Agreement** – Greendale Ski Hill. The purpose of the Lease Agreement is to lease the ski hill that is located with the Village of Greendale that is physical separated by functionally connected to the overall project

In February 2018, the County entered into a Contribution and Participation Agreement with BPC County Land LLC. The Contribution and Participation Agreement established the Landfill Infrastructure Capital ("LIC") Fund and established the requirement for the Oversight Committee to report the Purchase Price Offset to be reported to the Seller (County).

Landfill Infrastructure Capital ("LIC Fund") - Purpose

The LIC Fund was created to finance

- Replacement or improvement of the Methane Control System when such replacement or improvement is required or advisable in the opinion of the Site Consultant.

- Other Landfill Infrastructure improvements, when such replacement or improvement is required or advisable in the opinion of the Site Consultant

- Landfill Operating Costs as limited by Section 3.3 (c) of the Contribution and Participation Agreement

- The Buyer's share of any deductible and premium to renew the Environmental Legal Liability Policy

- Any new regulatory requirement or capital improvement required by the Wisconsin DNR or any other governmental agency with jurisdiction over the landfill

- Any capital improvement that the Site Consultant in its reasonable discretion deems to be necessary to comply with applicable laws or to protect human health, the environment, or natural resources or would result in substantial operating cost savings by virtue of newer or more efficient technologies or otherwise.

Landfill Infrastructure Capital ("LIC Fund") - Balance

The estimated vs. actual LIC Fund contributions and the actual distributions are included in the table below. As of October 31, 2025, there have been $945,048.45 of funds collected, $44,262.51 of net interest earned, and $98,861.84 of funds distributed from the LIC Fund. The balance of the LIC Fund was $890,449.12.

The County contributes an amount equal to the tax share collected by the County for real and personal property located within the tax incremental financing ("TIF") district. The amount was estimated to be $20,000 annually. The actual amounts are determined by multiplying the base amount of the TIF district by County's tax rate. BPC County Land LLC is to contribute $127,000 annually till 2038. The annual amount will become $136,000 in 2039 and $186,000 in 2059.

LIC Fund Activity and Total Balance as of October 31, 2025

	Contributions							Distributions
	BPC County Land (Buyer)				Milwaukee County (Seller)			Foth Engineering
	Estimate	Actual	Variance		Estimate	Actual	Variance	
2019	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 14,928.23	$ (5,071.77)	
2020	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 14,566.96	$ (5,433.04)	
2021	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 14,022.46	$ (5,977.54)	
2022	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 13,047.63	$ (6,952.37)	$ (14,325.85)
2023	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 11,697.42	$ (8,302.58)	$ (79,043.40)
2024	$ 127,000.00	$ 127,000.00	$ -		$ 20,000.00	$ 9,971.82	$ (10,028.18)	
2025 YTD	$ 127,000.00	$ 95,250.00	$ (31,750.00)		$ 20,000.00	$ 9,563.93	$ (10,436.07)	$ (5,492.59)
Subtotal		$ 857,250.00				$ 87,798.45		$ (98,861.84)
Collected	$ 945,048.45	Distrbutions	$ (98,861.84)	Net Interest	$ 44,262.51	Bank Stmt	$ 890,449.12	

Note: The 2025 collected amount reflects the first three quarters contributions made by the Buyer and the Contribution made by Milwaukee County to BPC County Land in January 2025. It is expected that the Buyer will make the remaining quarterly payments before the end of the year. The total includes Interest Earnings and Bank Service Fees.

The 2025 collected amount in the table above reflects the first three quarterly contributions made by BPC County Land LLC (aka "Buyer"). It is expected that the Buyer will make the remaining quarterly payment before the end of the year. The collected amount reflects the payment made by Milwaukee County (aka "Seller") to BPC County Land LLC in January 2025. The total also includes interest earnings and bank service fees.

The 2022/2023 activity also includes $93,369.25 of payments made to Foth Engineering for work that was approved by the Landfill Oversight Committee in May 2022. The Committee unanimously approved a motion to use $95,000 from the LIC Fund to perform the activities identified by Foth Engineering, who is the Environmental Site Consultant. The work included:

- Monitoring well optimization
- Monitoring well improvements
- Gas probes optimization
- Gas extraction well placements
- Leachate flow investigation
- Knockout sump improvements

In January 2025, the Landfill Oversight Committee approved a motion to use $69,900 of funds from the LIC Fund to:

- Pilot direct venting with the use of the blower (vacuum) and without the use of the flare. A field trial would be conducted, modifying the operation to turn off the flare, eliminating the use of natural gas, for a short period. During this period, odors would be monitored at each blower/flare unit. Should this strategy prove successful, recommendations for operations will be developed and shared with the WDNR.

- Investigate the MMSD Flow Meter: The landfill contains an underdrain that was constructed in the late 1970s which drains water from beneath the landfill to the Milwaukee Metropolitan Sewerage District (MMSD) sanitary sewer. The connection to MMSD piping is monitored within a manhole containing a flow meter to record flow volumes and sampling equipment to collect semiannual samples. The flow is recorded via a flow sensor in the flow meter. The recorded daily flows have exhibited an unusual gradual increase and sudden decrease in daily flow volume as a repeated pattern, which is likely related to an issue with the meter and /or the sensor rather than indicative of actual flow conditions.

  Potential issues that should be investigated include calibration of the flow sensor and assessment of the physical configuration of the flow meter. Flow meters have specifications such as a certain length of straight pipe before and after the meter, and a verification that all specifications are met is important.

  Potential solutions may be replacement with a different flow sensor that can accommodate liquids with high sediment volumes, or modification to the flow meter configuration.

- Replace the Valve Actuator. The valve actuator on Flare B requires replacement due to age. It is no longer functional.

Purchase Price Offset

The Contribution and Participation Agreement includes a requirement for the Oversight Committee to report the annual Landfill Operating Costs incurred and the status of the Purchase Price Offset, against the purchase price.

The Purchase Price and the Purchase Price Offset were defined as part of the Option to Purchase Agreement. The Purchase price was $840,000, less the accumulated Landfill Operating Costs. The Purchase Price was not due at closing but is deferred until the term of the TID expires. The Developer shall receive a credit or offset against the Purchase Price ("Purchase Price Offset") equal to the Landfill Operating Costs paid by Developer during the term of the TID, but in no event shall the Purchase Price be less than One Dollar ($1.00).

As of December 31, 2023 there has been $1,011,302.25 of Landfill Operating Costs paid by the Developer. Therefore, the purchase price is one dollar ($1.00).

Calculation of Purchase Price Offset in Accordance with Option to Purchase Agreement		
Purchase Price	**$**	**840,000.00**
Year		Purchase Price Offset (Credit for Landfill Operating Costs Paid by Developer)
2018		
2019		$48,855.52
2020		$226,941.67
2021		$250,713.43
2022		$259,960.29
2023		$224,831.34
Total Landfill Operating Costs	**$**	**1,011,302.25**
PURCHASE PRICE	**$**	**1.00**

RECOMMENDATION

This report is informational only. It is recommended to be placed on file.

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cc: David Crowley, County Executive
Jack Eckblad, Chairman, Audit Committee
Liz Sumner, Milwaukee County Comptroller
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