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September 3, 2013

Sarpy County Clerk
Sarpy County Courthouse
1210 Golden Gate Dr., #1118
Papillion, NE 68046

In re: SID No. 68

Dear Clerk:

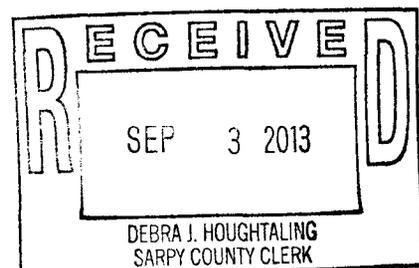
Enclosed please find a copy of the minutes of SID 68 Board of Trustees meeting of August 8, 2013 for filing with your office.

Sincerely,



Steven J. Olson

SJO/maw
Enclosure



**MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES
OF SANITARY AND IMPROVEMENT DISTRICT NO. 68
OF SARPY COUNTY, NEBRASKA**

A meeting of the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska, was convened at 7:15 p.m. on **August 8, 2013**, at 8901 South 154th Street, Omaha, Nebraska. Present were Trustees Gene Mackey, Darran Holst, Dale Arndt and Richard Verby. Absent: Rodney Martin. Also present Steven J. Olson, Attorney for the District and Sarah Stein, resident of the District.

Notice of the meeting was given in advance thereof by publication in The Papillion Times, Papillion, Nebraska, on July 24, 2013, a copy of the Proof of Publication being attached to these Minutes. Notice of this meeting was sent to the Sarpy County Clerk, Sarpy County Courthouse, Highway 370 and 84th Street, Papillion, Nebraska, and to the LaVista City Clerk, LaVista City Hall, 8116 Park View Blvd., LaVista, Nebraska not less than seven (7) days prior to the date of this meeting. Notice of this meeting was simultaneously given to all members of the Board of Trustees, and a copy of their Acknowledgment of Receipt of Notice is attached to these Minutes. Availability of the Agenda was communicated in the published notice and in the notice to the Trustees of this meeting. All proceedings of the Board were taken while the convened meeting was open to the attendance of the public.

The Clerk noted that the Chairman was unable to be present for the meeting. After full and careful discussion, the following resolution was then duly moved and seconded, to wit:

BE IT RESOLVED that Trustee Gene Mackey is hereby appointed as Acting Chairman for the purposes of this meeting only.

On roll call on the foregoing motion, the following Trustees voted aye: Gene Mackey, Darran Holst, Dale Arndt and Richard Verby. Voting nay thereon were the following Trustees: None. The Chairman then declared said resolution to be duly carried and adopted.

Mr. Olson advised that the construction contract for the 2013 Paving Repair had been executed by and between the District and the contractor, Navarro Enterprises. Mr. Olson further advised that the engineer for the District had sent Navarro Enterprises a Notice to Proceed on July 25, 2013 and the engineer estimated that Navarro will start the work in approximately three weeks. Mr. Olson further advised that the Sarpy County Board of Commissioners adopted resolution 2013-179 on June 25, 2013 approving the plans and specifications for the District's 2013 Paving Repair.

The Chairman advised that general fund warrant no. 2020 to Omaha Public Power District for \$1024.39, construction fund warrant no. 2009 to Steven J. Olson for \$1,485.58 and construction fund warrant no. 2008 to Thompson Dreessen & Dornier, Inc. for \$6,849.42 were issued on July 11, 2013 in order to pay then current expenses of the District. The Chairman also presented the hereinafter described bill statements and invoices.

After full and careful discussion, the following resolutions were then duly moved and seconded, to wit:

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska, that the action of the Chairman and Clerk in executing and delivering warrant no. 2020 dated July 11, 2013 to the following payee and in the following amount, said warrant drawn on the General Fund account of the District and to draw interest at the rate of 7% per annum and to be redeemed no later then the date noted below, to wit:

GENERAL FUND ACCOUNT
(Due July 11, 2016)

(a) Warrant No. 2020 in the sum of \$1,024.39, payable to Omaha Public Power District, in payment of street lights May 30 through June 27, 2013 account No. 83831000061;

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska that the action of the Chairman and Clerk in executing and delivering warrant nos. 2008 and 2009 dated July 11, 2013 to the following payees and in the following amounts, said warrants be drawn on the Construction Fund of the District and to draw interest at the rate of 7% per annum, interest to be payable on July 1, of each year, and to be redeemed on the date noted below, subject to extension of said maturity date by order of the District Court, Sapry County, Nebraska, after notice is given as required by law, to wit:

CONSTRUCTION FUND ACCOUNT
(Due July 11, 2018)

(a) Warrant No. 2008 in the sum of \$6,849.42, payable to Thompson, Dreessen & Dorner, Inc., in payment of engineering services 2013 Paving Repair;

(b) Warrant No. 2009 in the sum of \$1,485.58, payable to Steven J. Olson, in payment of legal services 2013 Paving Repair;

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska, that the Chairman and Clerk be, and hereby are authorized and directed to execute and deliver warrant nos. 2021 through 2022 dated the date of this meeting to the following payees and in the following amounts, said warrants to be drawn on the General Fund account

of the District and to draw interest at the rate of 7% per annum and to be redeemed no later than the date noted below, to wit:

GENERAL FUND ACCOUNT

(Due August 8, 2016)

(a) Warrant No. 2021 in the sum of \$1,350.00, payable to Upper-Cut Lawns, in payment of July mowing services;

(b) Warrant No. 2022 in the sum of \$1,025.83, payable to Omaha Public Power District, in payment of power services;

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska, that both they and the District hereby find and determine and covenant, warrant and agree as follows: the improvements and/or facilities being financed or refinanced by the above Warrants are for essential governmental functions and are designed to serve members of the general public on an equal basis; all said improvements have from the time of their first acquisition and construction been owned, are owned and are to be owned by the District or another political subdivision; to the extent special assessments have been or are to be levied for any of said improvements, such special assessments have been or are to be levied upon Nebraska law as a matter of general application to all property specially benefited by said improvements in the District; the development of the land in the District is for residential or commercial use and the development of the land in the District for sale and occupation by the general public has proceeded and is proceeding with reasonable speed; other than any incidental use of said improvements by a developer during the initial period of development of said improvements, there have been, are and will be no persons with rights to use such improvements other than as members of the general public; none of the proceeds of said Bonds or any refinanced indebtedness have been or will be loaned to any private person or entity; the District hereby authorizes and directs the Chairperson or Clerk to file or cause to be filed, when due, an information reporting form pursuant to Section 149(e) of the Internal Revenue Code of 1986, as amended, pertaining to the above Warrants; and the District does not reasonably expect to sell or otherwise dispose of said improvements and/or facilities, in whole or in part, prior to the last maturity of the above Warrants.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska, that the District hereby covenants, warrants and agrees as follows: (a) to take all actions necessary under current law to maintain the tax exempt status (as to taxpayers generally) of interest on the above Warrants; and (b) to the extent that it may lawfully do so, the District hereby designates the above Warrants as its "qualified tax exempt obligation"

under Section 265(b)(3)(B)(ii) of the Internal Revenue Code of 1986, as amended, and covenants and warrants that the District does not reasonably expect to issue warrants or bonds or other obligations aggregating in the principal amount of more than \$5,000,000 during the calendar year in which the above Warrants are to be issued.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 68 of Sarpy County, Nebraska that this and the preceding Resolutions are hereby adopted as the Certificate with Respect to Arbitrage of the District pertaining to the above Warrants and the District and the Chairman and Clerk of the District hereby further certify, as of the date of the registration of the above Warrants with the County Treasurer of Sarpy County, Nebraska, as follows:

1. No separate reserve or replacement fund has been or will be established with respect to the above Warrants. The District reasonably anticipates that monies in its Bond Fund reasonably attributable to the above Warrants in excess of the less of: (a) 10% of the net principal proceeds of the above Warrants, (b) the maximum annual debt service due on the above Warrants, or (c) 125% of average annual debt service due on the above Warrants will be expended for payment of principal of and interest on the above Warrants within 13 months after receipt of such monies. That amount which is currently held in the District's Bond Fund which exceeds the amount which is to be expended for payment of principal and interest on the above Warrants within 13 months after receipt of such monies, plus that amount arrived at pursuant to the immediately preceding sentence, will not be invested in any securities or any other investment obligations which bear a yield, as computed in accordance with the actuarial method, in excess of the yield on the above Warrants.

2. To the best of their knowledge, information and belief, the above expectations are reasonable.

3. The District has not been notified of any listing of it by the Internal Revenue Service as an issuer that may not certify its bonds.

4. This Certificate is being passed, executed and delivered pursuant to Section 1.148(b)(2) of the Income Tax Regulations of the Internal Revenue Code of 1986, as amended.

On roll call on the foregoing motion, the following Trustees voted aye: Gene Mackey, Darran Holst, Dale Arndt and Richard Verby. Voting nay thereon were the following Trustees: None. The Chairman then declared said resolution to be duly carried and adopted.

Mr. Olson advised that recent changes in the federal law and regulation regarding the issuance and underwriting of municipal debt securities will affect the relationship between the

district and its fiscal agent, Kuehl Capital Corporation. Until now, Kuehl Capital as fiscal agent for the district has provided post-issuance financial advisory services in addition to underwriting bonds and warrants issued by the district. However, financial advisors are now legally required to act in the best interests of the issuer. As such, financial advisors cannot underwrite the purchase or arrange for the placement of municipal debt securities such as sanitary and improvement district warrants and bonds.

As a result, Kuehl Capital advised that effective January 1, 2013 the services provided by it will be limited to those underwriting services that are transaction specific unless the district elects to execute a contract for financial advisor/fiscal agent services proposed by Kuehl Capital. Mr. Olson advised that going forward under the proposed contract, Kuehl Capital will charge \$3,000 annually for strategic and post-issuance services plus a 2.50% fee for warrants and a 4.00% fee for bonds on transaction-related/private placement services. Mr. Olson further advised that in the past fiscal agents were compensated through an underwriter's discount (10%) for the sale of bonds or a fee (5%) for the placement of warrants and fiscal agents did not separately charge for strategic or post-issuance services.

Kuehl Capital advised that if the district elected to not enter into the new contract the district will need to find another source to provide strategic and post-issuance services such as annual budget cash flow analysis, investment of funds and processing of warrants with the county treasurer, post-issuance tax-exempt compliance as well as continuing disclosure obligations of the district (SEC rule 15c2-12).

Thereupon the meeting adjourned.

Gene Mackey, Acting Chairman and Trustee

Darran Holst, Trustee

Dale Arndt, Trustee

Richard Verby, Trustee