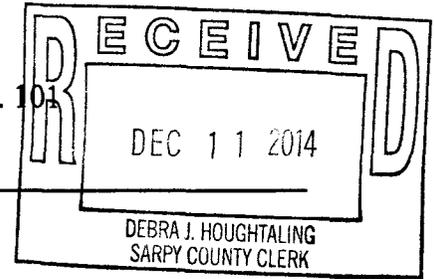


SANITARY AND IMPROVEMENT DISTRICT NO. 101
OF SARPY COUNTY, NEBRASKA



Minutes of the Meeting of the Board of Trustees
November 19, 2014

A meeting of the Board of Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska was convened in open public session at 7:00 p.m. on the 19th day of November, 2014, at the La Platte Community Church, 16412 Main Street, La Platte, Nebraska.

Present at the meeting were: Doug Hill, Don Story, Chip Frazier, Bill Nosek and Lou Riedmann, Trustees of the District; Jeff Farnham, the District's attorney; Jim Olmsted of Olmsted & Perry Consulting Engineers; and Rene Nelson and Joy Nelson of Urban Utilities.

Notice of the meeting was given in advance thereof by publication in *The Bellevue Leader* on November 12, 2014, a copy of the Proof of Publication being attached to these Minutes. Advance notice was also given to the Board of Trustees and a copy of their acknowledgment of the receipt of such notice is attached to these minutes. Notice was also given to the County Clerk of Sarpy County, Nebraska per the attached certificate of the Clerk of the District. Availability of the agenda was communicated in the advance notices and in the notices to the Board of Trustees and the County Clerk.

The Clerk then certified that notices of this meeting had been given to the County Clerk of Sarpy County, Nebraska, at least seven days prior to the time set by the Board of Trustees for this meeting, said Certificate being attached to these minutes and made a part hereof by this reference.

All proceedings hereafter shown were taken while the meeting was open to the attendance of the public.

The Chairman then stated that one copy of the reproducible written material to be discussed at this meeting was available for examination or copying and that a current copy of the Open Meetings Act was posted in the meeting room.

The District's Clerk then presented the Treasurer's Report as of October 30, 2014. The balance in the District's General Fund was approximately \$167,582.80; the balance in the District's General Fund Investment account was approximately \$0.00; the cash balance in the District's Bond Fund account was approximately \$662,590.99; the balance in the District's Bond Fund Investment account was approximately \$0.00; and the Service Fee Fund balance was approximately \$73,275.63.

Trustee Don Story made a motion to approve the minutes of the last meeting and Trustee Chip Frazier seconded the motion. Upon motion made and duly seconded and vote taken in open session convened, the motion carried.

Jim Olmsted then presented a status report with respect to the 2013 Drainage & Guard Rail Improvements. He stated that the project was winding down and was essentially complete except for the removal of some additional trees, proposed to be added by change order at this meeting. Trustee Lou Riedmann indicated that the project looked good and he had received a number of favorable comments from the residents in the immediate area. Mr. Olmsted indicated that he felt the Application for Change Order #2, Application for Payment #1 in the amount of \$61,503.95 and Application for Payment #2 in the amount of \$3,237.05 (relating to Change Order #2) should all be approved by the Board, however the warrants should be held until the additional trees were removed. After discussion, Trustee Lou Riedmann offered the following resolution and moved for its adoption:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, that Change Order #2, a copy of which is attached to these minutes and incorporated herein by this reference, should be adopted.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, that Application for Payment #1 in the amount of \$61,503.95 should be approved.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, that Application for Payment #2 in the amount of \$3,237.05 should be approved.

Upon motion made and duly seconded by Don Story and vote taken in open session convened, and vote being in favor, none opposed.

Mr. Farnham then indicated that he had been in contact with Rob Wood of Kuehl Capital Corporation concerning the amount of an extra principal payment to the Nebraska Department of Environmental Quality on the SRF loan. Mr. Farnham stated that he and Mr. Wood discussed the amount of the extra payment and determined that \$100,000.00 would be appropriate as it is a significant prepayment but also retains a sufficient reserve in the Bond Fund for any unanticipated expenditures and allows for payment of the existing construction projects out of the cash reserve in the Bond Fund. The Trustees unanimously agreed that the payment to the Nebraska Department of Environmental Quality for the December 15, 2014 payment should be increased by \$100,000.00 to a total of \$143,495.05.

There was then discussion concerning the invoice from Quinn Insurance in the amount of \$1,395.00. Doug Hill advised the Board that he and Mr. Farnham had reviewed the proposed policy and felt that the coverage on the building was too high and the coverage on the contents was too low. Mr. Farnham was instructed to review this coverage with Quinn Insurance, discuss the matter with Mr. Hill and the two of them could then revise the coverage as needed. It was determined that the warrant to Quinn Insurance should be issued but that the District's attorney would hold it pending a possible adjustment of the bill.

The Chairman stated that the next item of business was payment of existing bills.

The Chairman then presented the following statements for consideration:

Construction Fund:

<i>Warrant No. 2840(C)</i> – Olmsted & Perry Consulting Engineers Waste Water Treatment Plant Invoice No. 06-13025-01	\$421.82
<i>Warrant No. 2841(C)</i> – Olmsted & Perry Consulting Engineers 2013 Drainage and Guard Rail Improvements Invoice No. 15-12025-01	\$399.93
<i>Warrant No. 2842(C)</i> – Nebraska Dept. of Environmental Quality Clean Water SRF Semi-Annual Payment Invoice No. 20648	\$143,495.05
<i>Warrant No. 2843(C)</i> – Olmsted & Perry Consulting Engineers Waste Water Treatment Plant Invoice No. 07-13025-01	\$586.73
<i>Warrant No. 2844(C)</i> – Olmsted & Perry Consulting Engineers 2013 Drainage and Guard Rail Improvements Invoice No. 16-12025-01	\$3,233.04
<i>Warrant No. 2845(C)</i> – Dostals Construction Co., Inc. 2013 Drainage and Guard Rail Improvements Contractor Payment #1	\$61,503.95
<i>Warrant No. 2846(C)</i> – Dostals Construction Co., Inc. 2013 Drainage and Guard Rail Improvements Contractor Payment #2	\$3,237.05

General Fund:

<i>Warrant No. 2847</i> – Olmsted & Perry Consulting Engineers General Engineering Services, 06-15-14 to 09/15/14 Invoice No. 03-14025	\$324.71
<i>Warrant No. 2848</i> – Josh Tedder Construction Inc. Mow Dike 7/1/14 Invoice No. 1317	\$200.00
<i>Warrant No. 2849</i> – Josh Tedder Construction Inc. Mow Dike 9/25/14 Invoice No. 1362	\$200.00
<i>Warrant No. 2850</i> – Omaha Public Power District Statement Dated: October 6, 2014	\$626.89
<i>Warrant No. 2851</i> – Omaha Public Power District Statement Dated: November 5, 2014	\$563.79
<i>Warrant No. 2852</i> – Quinn Insurance, Inc. 2014/2015 Property Policy Invoice No. 43763	\$1,395.00
<i>Warrant No. 2853</i> – Josh Tedder Construction Inc. Clean Ditch – Crystal Drive Invoice No. 1381	\$860.00

<i>Warrant No. 2854 – Josh Tedder Construction Inc.</i>	\$100.00
Snow Removal 11/15/14	
Invoice No. 1398	
<i>Warrant No. 2855 – Farnham & Simpson, P.C., L.L.O.</i>	\$2,341.97
General Legal Services & Costs	
Statement No. 2674	
<i>Warrant No. 2856 – La Platte Community Church</i>	\$300.00
Donation for User of Facilities	
<u>Service Fee Fund:</u>	
<i>Warrant No. 323 – Midwest Laboratories, Inc.</i>	\$105.26
Invoice No. 738693	
<i>Warrant No. 324 – Midwest Laboratories, Inc.</i>	\$1,199.19
Invoice No. 742399	
<i>Warrant No. 325 – Urban Utilities, Inc.</i>	\$5,257.88
Invoice No. 7302	
<i>Warrant No. 326 – Urban Utilities, Inc.</i>	\$3,629.33
Invoice No. 7303	
<i>Warrant No. 327 – Urban Utilities, Inc.</i>	\$4,484.93
Invoice No. 7304	
<i>Warrant No. 328 – Urban Utilities, Inc.</i>	\$4,132.88
Invoice No. 7305	

Trustee Don Story made a motion to pay all the bills and Trustee Bill Nosek seconded the Motion. Upon motion made and duly seconded and vote taken in open session convened, and vote being in favor, none opposed. The following resolution was adopted:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant No. 2840(C) through 2846(C) of the District, drawn on the Construction Fund of the District and to draw interest at the rate of 7% per annum to be redeemed no later than November 19, 2019, subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after said notice is given as required by law; Warrant Nos. 2847 through 2856 of the District, drawn on the General Fund of the District and to draw interest at the rate of 7% per annum to be redeemed no later than November 19, 2017, subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after said notice is given as required by law; and Warrant Nos. 323 through 328 of the District, drawn on the Service Fee Fund of the District and to draw interest at the rate of 7% per annum to be redeemed no later than November 19, 2017, subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after said notice is given as required by law; to-wit:

- A. *Warrant No. 2840(C)* payable to Olmsted & Perry Consulting Engineers Inc. in the amount of \$421.82
- B. *Warrant No. 2841(C)* payable to Olmsted & Perry Consulting Engineers Inc. in the amount of \$399.93
- C. *Warrant No. 2842(C)* payable to the Nebraska Department of Environmental Quality in the amount of \$143,495.05
- D. *Warrant No. 2843(C)* payable to Olmsted & Perry Consulting Engineers Inc. in the amount of \$586.73
- E. *Warrant No. 2844(C)* payable to Olmsted & Perry Consulting Engineers Inc. in the amount of \$3,233.04
- F. *Warrant No. 2845(C)* payable to Dostals Construction Co., Inc. in the amount of \$61,503.95
- G. *Warrant No. 2846(C)* payable to Dostals Construction Co., Inc. in the amount of \$3,237.05
- H. *Warrant No. 2847* payable to Olmsted & Perry Consulting Engineers Inc. in the amount of \$324.71
- I. *Warrant No. 2848* payable to Josh Tedder Construction Inc. in the amount of \$200.00
- J. *Warrant No. 2849* payable to Josh Tedder Construction Inc. in the amount of \$200.00
- K. *Warrant No. 2850* payable to Omaha Public Power District in the amount of \$626.89
- L. *Warrant No. 2851* payable to Omaha Public Power District in the amount of \$563.79
- M. *Warrant No. 2852* payable to Quinn Insurance, Inc. in the amount of \$1,395.00
- N. *Warrant No. 2853* payable to Josh Tedder Construction Inc. in the amount of \$860.00
- O. *Warrant No. 2854* payable to Josh Tedder Construction Inc. in the amount of \$100.00
- P. *Warrant No. 2855* payable to Farnham & Simpson, P.C., L.L.O. in the amount of \$2,341.97
- Q. *Warrant No. 2856* payable to La Platte Community Church in the amount of \$300.00
- R. *Warrant No. 323* payable to Midwest Laboratories, Inc. in the amount of \$105.26
- S. *Warrant No. 324* payable to Midwest Laboratories, Inc. in the amount of \$1,199.19

- T. *Warrant No. 325* payable to Urban Utilities, Inc. in the amount of \$5,257.88
- U. *Warrant No. 326* payable to Urban Utilities, Inc. in the amount of \$3,629.33
- V. *Warrant No. 327* payable to Urban Utilities, Inc. in the amount of \$4,484.93
- W. *Warrant No. 328* payable to Urban Utilities, Inc. in the amount of \$4,132.88

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 101 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 under Nebraska law as a matter of general application to all property specially benefitted 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. 101 of Sarpy County, Nebraska, that the District hereby covenants, warrants and agrees as follows: (a) to take all actions necessary under current federal 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 obligations" under Section 265(b)(3)(B)(ii) of the Internal Revenue Code of 1986 as amended and covenant 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 \$5,000,000.00 during a calendar year in which the Warrants are issued.

1. No separate reserves or replacement fund has been or will be established with respect to the above Warrants. The District reasonably anticipates that the monies in its bond fund reasonably attributable to the above Warrants in excess of the lessor of: (a) 10% of the net principle proceeds of the above Warrants, or (b) the maximum annual debar service due on the above Warrants, or (c) 125% of the average annual debt service due on the above Warrants will be expended for payment and principle of and interest on the above amount arrived at pursuant to invested in any securities or any other of 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 Services as an issuer that may not certify its bonds.
4. This Certificate is being passed, executed and delivered pursuant to Section 1.102-13, 1.103-14 and 103-15 of the Income Tax Regulations under the Internal Revenue Code of 1954, as amended, and under the Internal Revenue Code of 1986.

Rene Nelson then presented the September and October sewer reports which were fairly routine. He stated that they were out of stainless steel chain and recommended that the District purchase a new barrel of chain for approximately \$3,000.00. Mr. Nelson also indicated that they were down to five or six pumps, that they usually like to have approximately ten on hand and that he recommended that an additional four to five pumps be purchased at this time. The Board agreed with Mr. Nelson and authorized him to purchase the chain and four to five additional pumps.

Mr. Olmsted then reported on the 2013 Treatment Plant Improvements; he indicated that they were just starting to clean out the tanks and that there was not enough work done to warrant an Application for Payment. He further stated that there had been issues with the amount of time it took to clean the first tank, however Jim and Mr. Nelson have talked with the contractor and advised him that when he starts to clean a tank it needs to be completed as soon as possible as part of a continuous process.

Doug Hill then addressed the layout of District-owned outlots and their possible sale. Mr. Hill stated that Sarpy County was considering an Overlay District that would change the setback requirements on the District's outlots; he mentioned that the setback is now 50 feet and that with that amount of setback there really wasn't too much that could be done with most outlots. After discussion the Trustees decided to table this matter until Sarpy County took action, which is anticipated in 2015.

There was then a discussion about the mailboxes at Dyson Hollow and who is supposed to take care of the surrounding area. The District has been paying a resident to mow this area, however it was evidently a mess this summer and residents ended up cleaning it up. Mr. Hill stated that we

needed a better plan to maintain this area along with other areas owned by the SID near Chalet Drive, Crystal Drive and at the east end of Annabelle. The general feeling was that the SID should take responsibility for the maintenance of these areas, however Trustee Chip Frazier raised the question of whether or not the District held title to these areas. Mr. Farnham was directed to look into this matter.

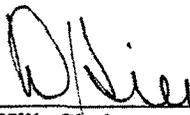
There was then a discussion concerning the fact that people are still riding 4-wheelers in the District's drainage ditch. It was the general feeling that kids from the SID are doing this and they are tearing up the ditch. It was determined that additional "No Trespassing" signs needed to be placed in this area.

Trustee Bill Nosek stated that the District needed to clean out the ditch south of Hanson Drive and that he would be getting a price from Josh Tedder to do this.

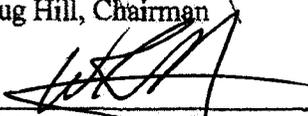
There were no future agenda items.

It was determined that the next Board meeting would be at 7:00 PM on February 4, 2015.

There being no further business appearing, and upon motion duly made by Don Story, seconded by Chip Frazier and unanimously carried, the meeting was adjourned.



Doug Hill, Chairman



William R. Nosek, Clerk

CERTIFICATE

The undersigned being Clerk of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, hereby certifies that notice of a meeting of the Board of Trustees of said District held on November 19, 2014, was mailed to the County Clerk of Sarpy County, Nebraska at least seven days prior to the date of said meeting.

The undersigned further certifies that the agenda for the meeting of the Board of Trustees of said District was prepared and available for public inspection at the address designated in the notice of meeting published in *The Bellevue Leader* on November 12, 2014 and that no items were added to the agenda after the commencement of the meeting; and further, that the minutes for the meeting were available for public inspection within ten (10) days of the date of said meeting and that a copy of the minutes of this meeting were sent to the County Clerk of Sarpy County, Nebraska within thirty days from the date of this meeting.

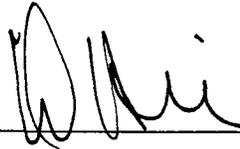


Clerk

ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 101 of Sarpy County, Nebraska, do hereby acknowledge receipt of advance notice of a meeting of the Board of Trustees of said District and the agenda for such meeting held at 7:00 p.m. on Wednesday, November 19, 2014, at La Platte Community Church, 16412 Main Street, Sarpy County, La Platte, Nebraska.

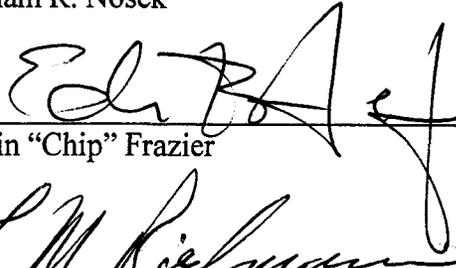
DATED this 19th day of November, 2014.



Doug Hill



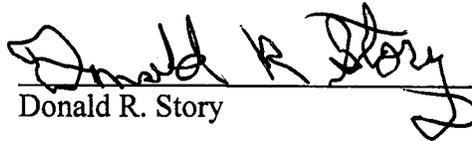
William R. Nosek



Edwin "Chip" Frazier



Lou Riedmann



Donald R. Story