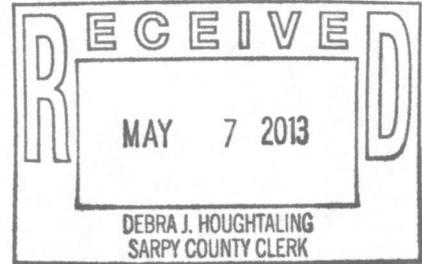


AFFIDAVIT OF PUBLICATION

STATE OF NEBRASKA }
 } SS.
County of Sarpy }

Being duly sworn, upon oath, Shon Barenklau deposes and says that he is the Publisher or Kirk Hoffman deposes and says that he is the Business Manager of the **Bellevue Leader, Papillion Times, Gretna Breeze and Springfield Monitor**, legal newspapers of general circulation in Sarpy County, Nebraska, and published therein; that said newspaper has been established for more than one year last past; that it has a bona-fide paid subscription list of more than three hundred; that to this personal knowledge, the advertisement, a copy of which is hereto attached, was printed in the said newspaper once each week, the first insertion having been on:



Wednesday, April 17, 2013 Papillion Times

And that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.

Shon Barenklau OR Kirk Hoffman
Publisher Business Manager

HILLMAN, FORMAN,
CHILDERS & McCORMACK
ATTORNEYS AT LAW
SUITE 650
7171 MERCY ROAD
OMAHA, NEBRASKA 68106
NOTICE OF MEETING
Sanitary and Improvement District No. 162
of Sarpy County, Nebraska

Today's Date 04-16-2013
Signed in my presence and sworn to before me:

Notary Public

GENERAL NOTARY - State of Nebraska
LAURA ESTEP BRONK
My Comm. Exp. Oct. 21, 2013

NOTICE IS HEREBY GIVEN that a meeting of the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, will be held at 2:30 p.m. on Thursday, April 25, 2013, at Chalco Hills Recreation Area Visitors Center, Small Conference Room, 8901 South

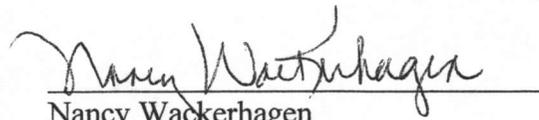
154th Street, Omaha, Nebraska 68138, which meeting will be open to the public. An agenda for such meeting, kept continuously current, is available for public inspection at 7171 Mercy Road, Suite 650, Omaha, Nebraska 68106, and includes payment of bills of the District. Nancy Wackerhagen Clerk of the District 1626575; 4/17

Printer's Fee \$ 11.89
Customer Number: 31901
Order Number: 0001626575

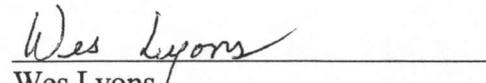
ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF MEETING

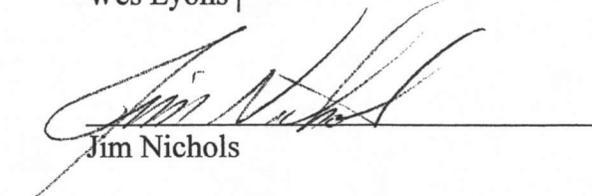
The undersigned Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, hereby acknowledge receipt of advance notice of a meeting of the Board of Trustees of said District and the agenda for such meeting held at 2:30 o'clock p.m. on Thursday, April 25, 2013, at Chalco Hills Recreation Area Visitors Center, Small Conference Room, 8901 South 154th Street, Omaha, Nebraska 68138.


Richard L. Hansen


Nancy Wackerhagen


John Ritchey


Wes Lyons


Jim Nichols

CERTIFICATE

The undersigned hereby certify that they are the Chairman and Clerk of Sanitary and Improvement District Number 162 of Sarpy County, Nebraska, (the "District") and hereby further certify as follows:

1. Annexed to this certificate is a true and correct transcript of the proceedings of the Board of Trustees of the District relating to a meeting of said District held on the date at the time reflected in the meeting minutes contained in said foregoing transcript (the "Meeting"). All of the proceedings of the District and of the Board of Trustees thereof which are set out in the annexed and foregoing transcript have been fully recorded in the journal of proceedings of the District and the undersigned District Clerk has carefully compared the annexed and foregoing transcript with said journal and with the records and files of the District which are in such Clerk's official custody and said transcript is a full, true and complete copy of said journal, records and files which are set out therein.

2. Advance notice for the Meeting was given by publication as set forth in the affidavit of publication contained in the foregoing transcript and was mailed to the Clerk of the municipality or county within whose zoning jurisdiction the District is located at least seven days prior to the date of the Meeting. Advance notice for the Meeting, including notice of agenda subjects, was given to all members of the Board of Trustees. All news media requesting notification of meetings of said body were provided with advance notice of the times and places of such meetings and the subjects to be discussed.

3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects were contained in said agenda for at least 24 hours prior to the Meeting and each agenda item was sufficiently descriptive to give the public reasonable notice of the matters to be considered at the Meeting.

4. A current copy of the Nebraska Open Meetings Act was available and accessible to members of the public, posted during the Meeting in the room in which such Meeting was held and all in attendance at the Meeting were informed that such copy of the Nebraska Open Meetings Act was available for review and were informed of the location of such copy in the room in which such Meeting was being held. At least one copy of all resolutions and other reproducible written materials, for which actions are shown in said proceedings, was made available for examination and copying by members of the public at the Meeting.

5. The minutes of the Meeting were in written form and available for public inspection within ten (10) working days after the Meeting or prior to the next convened meeting, whichever occurred earlier, at the office of the District; within thirty (30) days after the date of the Meeting, a copy of the minutes of the Meeting was sent to the Clerk of the municipality or county within whose zoning jurisdiction the District is located.

6. No litigation is now pending or threatened to restrain or enjoin the District from the issuance and delivery of any warrants or other obligations issued by the District or the levy and collection of tax or other revenues or relating to any of the improvements for which any such warrants or other obligations were or are issued nor in any manner questioning the proceedings and authority under which any such warrants or other obligations were or are issued or affecting the validity thereof; neither the corporate existence or boundaries of the District nor the title of its present officers to their respective offices is being contested; no authority or proceedings for the issuance of any warrants or other obligations by the District have been repealed, revoked or rescinded as of the date hereof. All actions taken by the Board of Trustees referred to in said transcript were taken at a public meeting while open to the attendance of the public.

IN WITNESS WHEREOF, we have hereunto affixed our official signatures this 1st day of May, 2013.

Richard J. Hansen
Chairman

Nancy Witzke
Clerk

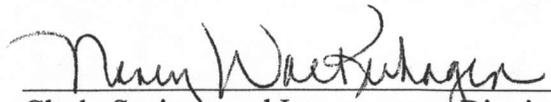
**AGENDA FOR MEETING OF BOARD OF TRUSTEES OF
SANITARY AND IMPROVEMENT DISTRICT NO. 162
OF SARPY COUNTY, NEBRASKA**

Agenda for meeting of Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska on April 25, 2013, at 2:30 p.m. at Chalco Hills Recreation Area Visitors Center, Small Conference Room, 8901 South 154th Street, Omaha, Nebraska 68138.

1. Call meeting to order and roll call.
2. Announcement in compliance with Open Meetings Act.
3. Approval of minutes of March 28, 2013 meeting.
4. Engineer's Report.
 - A. Harrison Street Traffic Issues - Discussion with Dennis Wilson
 - B. Mission Creek Channel Restoration Project
 - C. Emergency Street Repairs
 - D. 2013 Street Repairs
5. Resident Concerns
6. Attorney's Report
 - A. Revised Contract with Tim Knust
 - B. Accountant Letter of March 4, 2013
 - C. Dissemination Agent Agreement
7. Temporary Use Permits
8. Signs
9. Budget Tracking.
10. Payment of Bills
11. Set Date for Next Meeting

CERTIFICATE

The undersigned Clerk of the above-designated District certifies that the foregoing agenda was prepared and available for public inspection at the address shown in the notice of the meeting prior to the commencement of the meeting and no items were added to the agenda after the commencement of the meeting.



Clerk, Sanitary and Improvement District
No. 162 of Sarpy County, Nebraska

**SANITARY AND IMPROVEMENT DISTRICT NO. 162
OF SARPY COUNTY, NEBRASKA**

**Minutes of Meeting of Board of Trustees
April 25, 2013**

A meeting of the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska was convened in open and public session on April 25, 2013 at 2:30 p.m. at Chalco Hills Recreation Area Visitors Center, Small Conference Room, 8901 South 154th Street Nebraska.

Present were: Chairman Richard L. Hansen, Clerk Nancy Wackerhagen and Trustees John Ritchey, Wes Lyons and Jim Nichols.

Absent: None.

Also present: Engineers Bill Glismann and Dave Harnish of HGM Associates, Inc., and Attorney Larry Forman.

Notice of the meeting was given in advance thereof by publication in the Papillion Times on April 17, 2013, and the attorney presented proof of publication of said notice, a copy of said proof being attached to these minutes. Advance notice was also given to the members of the Board of Trustees and a copy of their acknowledgment of 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 notice and in the notice given to the Board of Trustees and to the County Clerk. All proceedings hereafter shown were taken while the meeting was open to the attendance of the public.

The Chairman called the meeting to order and the Clerk called the roll of Board members.

The Chairman stated the next item of business on the agenda was an announcement in compliance with the Nebraska Open Meetings Act. He stated that in compliance with the provisions of the Act, a copy of the Nebraska Open Meetings Act was available for inspection at the table around which the Trustees were seated.

The Chairman stated that the next item of business on the agenda was approval of the minutes of the March 28, 2013 meeting of the Board of Trustees. After brief discussion, the minutes of that meeting were approved as submitted.

The Chairman stated that the next item of business on the agenda was the Engineer's Report. Engineers Bill Glismann and Dave Harnish reported as follows:

A. Harrison Street Traffic Issues. Mr. Glismann stated that the issues discussed at prior meetings will be discussed in more detail at the May 23 meeting which will hopefully be attended by Dennis Wilson from Sarpy County. The Chairman stated that a number of personal family issues will require him to be out of town during the week when that meeting will be held, and he suggested that Trustee John Ritchey may need to chair that meeting. Trustee Jim Nichols stated that he will also be out of the state during that week. Discussion ensued concerning the possibility of moving the meeting forward or back by a week, but the Trustees ultimately concluded that since the District has established the fourth Thursday of the month at 2:30 p.m. as the regular meeting time, and since other Board members had conflicts on the two alternate dates, the meeting should be held at the previously discussed time. The Trustees directed the Attorney to prepare and distribute the next issue of the District newsletter, including the minutes of this meeting, as rapidly as possible so that any residents unable to attend the May meeting will have ample opportunity to submit their questions, concerns and comments to a Board member for consideration at that meeting. The Chairman stated that he would contact Dennis Wilson to confirm Mr. Wilson's availability for the May meeting.

B. Mission Creek Channel Restoration Project. Mr. Glismann stated that the District's application for assistance in the Mission Creek Channel Restoration Project had been tentatively approved by the Board of Directors of the Papio-Missouri River NRD, contingent upon inclusion of funds in the amount of \$358,080.00 being included in the NRD's fiscal year 2014 budget as finally adopted. The Attorney submitted to the Trustees copies of a letter from Gerry Bowen, Natural Resources Planner with the Papio-Missouri River NRD dated April 22, 2013, confirming the information shared by Mr. Glismann. He also distributed to the Trustees copies of a Special Operation and Maintenance Agreement, copies of the letter and Agreement being attached to these Minutes, between the NRD and the SID setting forth conditions of the grant and stated that the Board will need to approve that agreement and submit a copy to the NRD in order for the project to receive

continued consideration. After further discussion, upon motion duly made, seconded and roll call vote taken in open session convened, the votes being as follows:

Richard L. Hansen	- Aye
Nancy Wackerhagen	- Aye
Wes Lyons	- Aye
Jim Nichols	- Aye
John Ritchey	- Aye

the following resolution was adopted:

RESOLVED, THAT the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, does hereby approve the terms and conditions of the Special Operation and Maintenance Agreement between the Papio-Missouri River Natural Resources District and Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, for the project designated Millard Park Channel Improvement Project, Phase III and does hereby authorize and direct the Chairman and Clerk of the District to execute two copies of such agreement for and on behalf of the District.

The Attorney stated that he would immediately forward a copy of the executed Agreement to Mr. Bowen. Discussion continued with regard to overall funding of the project. The Attorney stated that subject to the Board's authorization, he would recommend approaching Rich Harman of Ameritas Investments Corp. to secure a commitment for the District's 40% share of the estimated cost to be incurred in connection with this project. After brief discussion, the Trustees directed the Attorney to contact Mr. Harman as soon as possible in that regard. The Engineers stated that they will begin preparation of plans and specifications for the project for preliminary review at the May meeting, performing additional survey work as needed during that same time frame. Once plans are finalized, a Resolution of Necessary can be proposed at the June meeting, with a Notice to Contractors being published thereafter so that the Resolution of Necessity can be adopted and a construction contract awarded at the July meeting.

C. Emergency Street Repairs. The Engineers reported that the emergency street repair work has now been completed. The Trustees stated that since the work had now been completed, the barricades previously installed to warn motorists of the work areas should be removed.

D. 2013 Street Repairs. Trustee John Ritchey suggested that the District should take steps as soon as possible to proceed with an overall street repair project. After brief discussion, Mr.

Glismann stated that the Engineers would promptly reinspect the streets in the District and would proceed immediately with preparation of plans and specifications for a street repair project so that a Notice to Bidders can be published and a contract awarded in the reasonably near future.

The Chairman stated the next item of business on the agenda was resident concerns.

A. The Clerk stated that concern had been expressed regarding a dead tree adjacent to 6912 South 164th Street. After brief discussion, the Trustees directed the Engineers to survey the location to determine whether or not the tree is on SID property before any action is taken.

B. A question was raised concerning insurance on the District's playground equipment. The Attorney stated that he would determine the limits of coverage currently in effect.

The Chairman stated the next item of business on the agenda was the Attorney's report. Larry Forman reported as follows:

A. Revised Contract with Tim Knust. Mr. Forman stated that he has not yet obtained any additional figures from Mr. Knust for insertion in the mowing and snow removal agreement which was to have been executed prior to the beginning of the month. After further discussion, the clerk stated that she would contact Mr. Knust to request the necessary figures for completion of the contract. Discussions ensued regarding the content of the portion of the contract dealing with trash removal, the Trustees concluding that an item needs to be included for periodic cleaning of grates in the park. Discussion continued regarding the total number of grates to be cleaned. Thereafter, the Engineers stated that they would add locations of grates to the plat attached to the new agreement between the District and LS2.

B. Accountant Letter of March 4, 2013. The Attorney stated that he has not yet received any further response from Rhonda Riha. The Trustees concurred with the Attorney's position that the Accountant letter must be modified to delete inferences regarding Board members. After further discussion, the Attorney stated that he would recontact Ms. Riha to renew his request for modifications to the March 4 letter.

C. Dissemination Agent Agreement. Mr. Forman distributed to the Trustees copies of a proposed Dissemination Agent Agreement between the District and Bankers Trust Co., a copy of which is attached to these Minutes. He stated that due to recent changes in federal securities laws, the District's Fiscal Agent is recommending that the District contract with Bankers Trust Company

to assure continued compliance by the District with its continuing obligations under its 2009 and 2012 Bond Issues. He explained that while Ameritas Investment Corp. had heretofore been monitoring matters of this nature, revised security laws have rendered this approach impractical, leaving the District with the option of either contracting with Bankers Trust Co., an institution providing this service for a large number of Districts at a nominal fee, or contacting with a law firm qualified to offer services in the securities law arena for a significantly higher fee. Mr. Forman explained that a number of other SIDs with which he is familiar have previously executed a similar agreement with Bankers Trust for an annual fee of \$250.00, the amount referenced in the proposed agreement, and he recommended that the Trustees authorize execution of the agreement to place the compliance burden on Bankers Trust so as to avoid any problems with the District and its bond holders moving forward. Discussion ensued, with the Trustees inquiring as to the nature of other charges currently being made by Bankers Trust, with the Attorney indicating that those charges relate to services rendered by Bankers Trust as registrar and paying agent, functions which are totally independent of the services to be performed in the capacity of dissemination agent. After further discussion, upon motion duly made, seconded and roll call vote taken in open session convened, the votes being as follows:

Richard L. Hansen	- Aye
Nancy Wackerhagen	- Aye
Wes Lyons	- Aye
Jim Nichols	- Aye
John Ritchey	- Aye

the following resolutions were adopted:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, that the Dissemination Agent Agreement between the District as issuer and Bankers Trust Co. as Dissemination Agent, for the annual fee of \$250.00, be and hereby is approved and accepted.

FURTHER RESOLVED, that the Chairman of the District be and hereby is authorized and directed to execute two copies of such agreement for and on behalf of the District.

The Chairman stated the next item of business on the agenda was Temporary Use Permits. Trustee John Ritchey stated that wet weather and ground conditions have prevented him from

reinspecting improvements covered by temporary use permits as well as areas where previously existing temporary use permits have expired. He stated that he will perform inspection work prior to the next meeting of the Board and will report to the Board at that time.

The Chairman stated the next item of business on the agenda was signs. Terry Williams, the District's handyman, has indicated that he will utilize the poles previously acquired by the District for placement of additional signs rather than trading those poles to Lowe's for heavy duty poles since Lowe's cannot restock the existing poles which have already been modified with holes drilled to accommodate signs to be erected by the District. With the frost finally out of the ground, Mr. Williams will now be able to install the posts and place the signs on those posts. Trustee John Ritchey stated that he and the Chairman have also talked to Mr. Williams about reinstalling the railing by the gazebo, and Mr. Williams has indicated that that work will be performed at the same time the poles are being installed. The Clerk stated that she has received reports of broken and cracked components of playground equipment. Trustee Wes Lyons stated that he would check the condition of that playground equipment and report back to the Clerk. The Trustees asked the Attorney if the District has property damage insurance which would cover broken playground equipment. The Attorney stated that he will check on the type of coverage currently maintained by the District.

The Chairman stated the next item of business on the agenda was budget tracking. The Chairman distributed to the Trustees copies of the budget comparison sheets for recent months as compiled by bookkeeper Shirlee Vakoc, copies of which are attached to these Minutes, and copies of the County Treasurer's ledger reports for March, 2013, copies of which are attached to these Minutes, and a brief review of those documents ensued.

The Chairman stated the next item of business on the agenda was payment of bills. The Chairman recommended payment of the following bills from the District's general fund:

Hillman, Forman - \$1,676.19 for legal services and expenses
HGM Associates - \$3,595.14 for engineering services

Upon motion duly made, seconded and roll call vote taken in open session convened, the votes being as follows:

Richard L. Hansen	- Aye
Nancy Wackerhagen	- Aye
Wes Lyons	- Aye
Jim Nichols	- Aye
John Ritchey	- Aye

the following resolution was adopted:

RESOLVED, that the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrants No. 5707 and 5709 to the following payees and in the following amounts, said warrants to be drawn on the General Fund of the District and to draw interest at the rate of 7% per annum and to be redeemed no later than three years from the date of issuance, subject to extension of said maturity date by order of the District Court of Sarpy County, Nebraska, after notice is given as required by law, to-wit:

#5707 Hillman Forman invoice dated 4/15/13	\$1,676.19
#5709 HGM Associates for Inv #703510-15	\$3,595.14

The Clerk then presented the following statement for payment through the District's Construction Fund:

Bankers Trust Co. - \$500.00 annual administration fee

Upon motion duly made, seconded and roll call vote taken in open session convened, the votes being as follows:

Richard L. Hansen	- Aye
Nancy Wackerhagen	- Aye
Wes Lyons	- Aye
Jim Nichols	- Aye
John Ritchey	- Aye

the following resolutions were adopted:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 162 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant No. 5708 to the following payee and in the following amount, said warrant to be drawn on the Construction Fund of the District and to draw interest at the rate of 7% per annum and to be redeemed no later than five years from the date of issuance, subject to extension of

said maturity date by order of the District Court of Sarpy County, Nebraska, after notice is given as required by law, to-wit:

#5708 Bankers Trust Company - annual administration fee \$500.00

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 162 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 for 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 authorized 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. 162 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 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. 162 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 lesser 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. The Certificate is being passed, executed and delivered pursuant to Section 1.148-2(b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

The Chairman stated the next item of business on the agenda was setting of the time and place for the next meeting of the Board. After brief discussion it was determined that the next meeting of the Board will be scheduled for Thursday, May 23, 2013 at 2:30 p.m. at Chalco Hills Recreation Area Visitors Center, Small Conference Room, 8901 South 154th Street, Omaha, Nebraska.

Thereafter, there being no further business to come before the meeting, the same was adjourned.

Richard L. Hansen
CHAIRMAN

ATTEST:

Nancy Westphalen
CLERK

PAPIO-MISSOURI RIVER
NATURAL
RESOURCES
DISTRICT



8901 S. 154TH ST.
OMAHA, NE 68138-3621
(402) 444-6222
FAX (402) 895-6543
www.papionrd.org

April 22, 2013

Mr. Richard Hansen
Millard Park SID #162
c/o Mr. Larry Forman
7171 Mercy Road, Ste. 650
Omaha, Nebraska 68106

Re: Urban Drainageway Program
Millard Park SID #162 Channel Improvements

Dear Mr. Hansen:

On April 11, 2013, the Papio-Missouri River NRD Board of Directors determined that the SID's request for assistance in improving a channel in the Millard Park Subdivision met the requirements of the District's Urban Drainageway Program. The action was contingent upon funds ultimately being included in the NRD's FY 2014 Budget. The NRD's Draft FY 2014 Budget will include \$358,080.00 for this project.

Current guidelines require the SID to execute the attached Special Operation and Maintenance Agreement as a condition of the funding. Please obtain the appropriate signatures and return one copy to this office. In addition, the agreement will also require the SID to provide public recognition of the District's contribution to the project on all project signs and public announcements.

In addition, the project must be completed, and reimbursement requested from the District by **June 1, 2014**. If for any reason, this deadline can't be met, or, the project's scheduled completion is after this date, a written request for an extension must be submitted to the District Office as soon as practical.

If you have any questions, please contact me.

Sincerely,


Gerry Bowen
Natural Resources Planner

Attachment

15813 GB:pb file 521

**PAPIO-MISSOURI RIVER NATURAL RESOURCES DISTRICT
URBAN DRAINAGEWAY PROGRAM**

Special Operation and Maintenance Agreement

This agreement is made between the **Papio-Missouri River Natural Resources District** (hereinafter "the District"), acting under authority of Section 2-3235 R.R.S., 2007, and **the Millard Park SID #162** (hereinafter "the Sponsor") which sponsor intends to carry out the following described project: **Millard Park Channel Improvement Project Phase 3** (hereinafter "the Project") located in **Sarpy County, Nebraska**.

It is agreed that, if the District furnished financial aid to the Sponsor for the Project, in consideration thereof:

1. The Sponsor warrants that it now has, or can obtain, the resources, ability, and authority, and will obtain the additional funds, permits, services, materials, and land rights necessary to complete the Project, without additional cost to the District.
2. The Sponsor shall operate, maintain, and repair the Project after completion in accordance with accepted engineering standards and practices, without additional cost to the District. If the Project is either removed or improperly maintained within a period of **ten (10) years** following completion, the Sponsor may be requested to refund all, or a portion, of the District's cost share funds.
3. The Sponsor shall indemnify and hold the District harmless from and against all liability and damages resulting from the design, construction, operation, or maintenance of the Project, and against all demands, causes of action, and claims arising therefrom, except as may be caused by negligence of the District, its agents, representatives, or employees.
4. The Sponsor shall publicly acknowledge the District's contribution to the Project on a permanent sign, plaque or other fixture (containing the District's logo), to be maintained by the Sponsor for the life of the project specified above. Such acknowledgement shall also be contained on all temporary construction signs and in all media publicity about the Project.

SPONSOR: **MILLARD PARK SID #162**

PAPIO-MISSOURI RIVER NRD

By: *Richard L. Hansen* By: _____

RICHARD HANSEN, Chairman

Attest: _____

Nancy Gackenberg
NANCY GACKENBERG, CLERK

Attest: _____

David S. Boy

Date: _____

4/25/13

Date: _____

4-23-13

DISSEMINATION AGENT AGREEMENT

This Dissemination Agent Agreement (the "Agreement") is executed and delivered by Sanitary and Improvement District No. 162 of Sarpy County, Nebraska (the "Issuer") and Bankers Trust Company, as dissemination agent (the "Dissemination Agent"), in connection with the outstanding debt obligations as listed in Exhibit A (the "Indebtedness").

Section 1. Purpose of the Disclosure Agreement. This Disclosure Agreement is being executed and delivered by the Issuer and the Dissemination Agent for the benefit of the Bondholders/Warrantholders (including any beneficial owners thereof when the bonds are held in a book-entry system) of the Indebtedness.

Section 2. Duties, Immunities and Liabilities of the Dissemination Agent. The Dissemination Agent shall, on behalf of the Issuer, make the filings with the Municipal Securities Rulemaking Board ("MSRB"), through the Electronic Municipal Market Access ("EMMA") centralized online system, necessary to comply with the Issuer's undertakings in relation to the Indebtedness adopted by the resolutions of the Issuer (collectively, the "Undertakings"). The Undertakings are hereby incorporated by reference into this Agreement as if set forth herein. The Issuer agrees to indemnify and save the Dissemination Agent, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performance of its powers and duties hereunder, including the costs and expenses (including attorneys fees) of defending against any claim of liability, but excluding liabilities due to the Dissemination Agent's negligence or willful misconduct. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the Issuer pursuant to this Agreement.

Section 3. Termination of Reporting Obligations. The Issuer's obligations under this Agreement shall terminate immediately once all of the Indebtedness is no longer outstanding by reason of legal defeasance, redemption, or payment at maturity thereof. This Agreement, or any provision hereof, shall be null and void in the event that the Issuer obtains an opinion of nationally recognized bond counsel to the effect that those portions of the Securities and Exchange Commission Rule 15c2-12 under the Securities Exchange Act of 1934, as amended (17 C.F.R. § 240.15c2-12) (the "Rule") which require the Undertakings, are invalid, have been repealed retroactively or otherwise do not apply to the Indebtedness; provided that the Issuer shall have provided notice of such delivery and the cancellation of the Undertakings to the MSRB.

Section 4. Beneficiaries. This Agreement shall inure solely to the benefit of the Issuer, Dissemination Agent, and the Bondholders/Warrantholders (including any beneficial owners thereof when the Bonds are held in a book-entry system) from time to time of the Indebtedness, and shall create no rights in any other person or entity.

Section 5. Compensation. The Issuer hereby agrees to compensate the Dissemination Agent for the services provided and the expenses incurred pursuant to this Agreement, in the amount of \$250 annually (see Fee Schedule attached as Exhibit B).

Section 6. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of Nebraska.

Section 7. Counterparts. This Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

☐

BANKERS TRUST COMPANY, as Dissemination Agent

By: _____

Authorized Officer
Sanitary and Improvement District
ISSUER No. 162 of Sarpy County, Nebraska

By: Richard L. Hansen
Richard L. Hansen
Authorized Signer

Dated: 4/25/13

EXHIBIT A

OUTSTANDING DEBT OBLIGATIONS

Sarpy County SID #162

General Obligation Refunding Bonds Series 2009	Dated 05/15/2012	\$2,650,000
General Obligation Refunding Bonds Series 2012	Dated 06/01/2012	\$4,875,000

EXHIBIT B

FEE SCHEDULE – DISSEMINATION AGENT



It's our name . . . and our promise.

DISSEMINATION AGENT FEE

\$250 (annual fee)

As Dissemination Agent, Bankers Trust (the "Agent") will disclose the required documentation under the Rule to the MSRB via the Electronic Municipal Market Access (EMMA) system. The Issuer will provide the information required in the Undertakings to the Agent, through the Fiscal Agent as appropriate. The Dissemination Agent will not be responsible for compiling any of the information required under the Rule.

Fees are subject to terms and conditions of the Agreement between Bankers Trust Company and Issuer as described herein.

SID 162
Profit & Loss Budget vs. Actual
 July 2012 through June 2013

	Jul '12 - Jun 13	Budget	\$ Over Budget
Income			
Bond Fund			
Taxes			
Personal Property Taxes	11,377.41		
Real Estate Taxes	696,059.78	770,666.00	-74,606.22
Total Taxes	707,437.19	770,666.00	-63,228.81
Real Estate Tax Credit	10,630.71		
Homestead Exemption Allocation	11,166.76		
Miscellaneous			
MUD refund	9,843.57		
Total Miscellaneous	9,843.57		
Motor Vehicle Pro Rate	1,458.91	2,000.00	-541.09
Total Bond Fund	740,537.14	772,666.00	-32,128.86
General Fund			
Taxes			
Personal Property Taxes	4,315.56		
Real Estate Taxes	264,022.53	292,322.00	-28,299.47
Total Taxes	268,338.09	292,322.00	-23,983.91
Real Estate Tax Credit	4,032.34		
Homestead Exemption Allocation	4,235.66		
Motor Vehicle Pro Rate	553.37	800.00	-246.63
Other Income	0.00	10,000.00	-10,000.00
Total General Fund	277,159.46	303,122.00	-25,962.54
Total Income	1,017,696.60	1,075,788.00	-58,091.40
Expense			
BondFund			
Bond Interest Pymt.	96,886.25	193,773.00	-96,886.75
Bond Principal Paid	0.00	540,000.00	-540,000.00
Collection Fees - Sarpy Treas	14,148.74		
Fiscal Agent Fees	250.00	750.00	-500.00
Total BondFund	111,284.99	734,523.00	-623,238.01
GeneralFund			
Audit Fees	5,185.00	5,185.00	0.00
Bookkeeping	283.50	1,500.00	-1,216.50
Collection Fees - Sarpy Treas	5,366.77		
Engineering Fees	11,374.44	50,000.00	-38,625.56
Green Area Maintenance	38,963.37	55,000.00	-16,036.63
Insurance	3,276.00	4,000.00	-724.00
Legal Fees	26,360.00	30,000.00	-3,640.00
Miscellaneous	1,415.88	200.00	1,215.88
Publishing	73.02	2,000.00	-1,926.98
Repairs&Maintenance			
General	732.18		
Mission Creek	1,730.50		
Paving	15,000.00		
Repairs&Maintenance - Other	0.00	100,000.00	-100,000.00
Total Repairs&Maintenance	17,462.68	100,000.00	-82,537.32
Snow Removal	966.00	10,000.00	-9,034.00
Street Cleaning	0.00	1,100.00	-1,100.00
Street Lighting/Utilities	39,000.00	50,000.00	-11,000.00
Street Signs	1,423.45		
Total GeneralFund	151,150.11	308,985.00	-157,834.89
Total Expense	262,435.10	1,043,508.00	-781,072.90
Net Income	755,261.50	32,280.00	722,981.50

4/3/2013
11:39:53

**** COUNTY TREASURER GENERAL LEDGER ****
DETAIL REVENUE LISTING PER FUND
FOR: MARCH 2013

PAGE: 1

FUND: 8062	STD #162 GENERAL	M-T-D	Y-T-D
10100	- BEGINNING CASH ON HAND	34,756.99	37,722.41
15100	- BEGINNING INVESTMENT ON HAND	0.00	0.00
BEGINNING BALANCE:		34,756.99	37,722.41
TAX RECEIPT COLLECTIONS:			
30137	- 2011 PERSONAL PROPERTY TAX	0.00	1,935.24
30138	- 2012 PERSONAL PROPERTY TAX	41.00	2,380.32
30337	- 2011 REAL ESTATE TAXES	666.15	131,510.79
30338	- 2012 REAL ESTATE TAXES	120,661.25	132,511.74
TAX RECEIPT TOTALS:		121,368.40	268,338.09
34401	- HOMESTEAD EXEMP ALLOCATION	1,455.44	4,235.66
34403	- REAL ESTATE TAX CREDIT	0.00	4,032.34
34601	- MOTOR VEHICLE PRO RATE	296.77	553.37
OTHER RECEIPT TOTALS:		1,752.21	8,821.37
60000	- DISBURSEMENTS	-12,027.18	-166,092.05
60001	- PROPERTY TAX COMMISSION	-2,427.37	-5,366.77
10000	ENDING CASH ON HAND	143,423.05	143,423.05
15100	ENDING INVESTMENT ON HAND	0.00	0.00
GRAND TOTALS		143,423.05	143,423.05

4/3/2013
11:40:21

**** COUNTY TREASURER GENERAL LEDGER ****
DETAIL REVENUE LISTING PER FUND
FOR: MARCH 2013

PAGE: 1

FUND: 8362	SID #162 BOND	M-T-D	Y-T-D
10100	- BEGINNING CASH ON HAND	733,548.92	457,063.54
15100	- BEGINNING INVESTMENT ON HAND	0.00	0.00
BEGINNING BALANCE:		733,548.92	457,063.54
TAX RECEIPT COLLECTIONS:			
30137	- 2011 PERSONAL PROPERTY TAX	0.00	5,101.98
30138	- 2012 PERSONAL PROPERTY TAX	108.11	6,275.43
30337	- 2011 REAL ESTATE TAXES	1,756.21	346,710.03
30338	- 2012 REAL ESTATE TAXES	318,107.40	349,349.75
TAX RECEIPT TOTALS:		319,971.72	707,437.19
34401	- HOMESTEAD EXEMP ALLOCATION	3,837.08	11,166.76
34403	- REAL ESTATE TAX CREDIT	0.00	10,630.71
34601	- MOTOR VEHICLE PRO RATE	782.40	1,458.91
54001	- MISCELLANEOUS REVENUE	0.00	9,843.57
OTHER RECEIPT TOTALS:		4,619.48	33,099.95
60000	- DISBURSEMENTS	-250.00	-137,961.25
60001	- PROPERTY TAX COMMISSION	-6,399.43	-14,148.74
10000	ENDING CASH ON HAND	1,051,490.69	1,051,490.69
15100	ENDING INVESTMENT ON HAND	0.00	0.00
GRAND TOTALS		1,051,490.69	1,051,490.69

HILLMAN, FORMAN, CHILDERS & McCORMACK

7171 Mercy Road, Suite 650
Omaha, Nebraska 68106-2669
(402) 397-8051
Tax ID #47-0648847

Sanitary and Improvement District No 162 of Sarpy Count

PAGE 1
BILLING DATE: 04/15/13
ACCT NO.: LRF-162-001

RE: General

PREVIOUS BALANCE: \$4,148.40

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	AMOUNT
03/03/13	Prepare 3 warrants and cover letter to clerk	LRF	0.80	120.00
03/04/13	Review e-mails re snow removal	LRF	0.20	30.00
03/07/13	Review e-mails from trustees; review budget tracking document from Ms. Vakoc; review materials from accountant; e-mail memo to accountant re revision of letter re misstatements; review county treasurer reports for Feb.; letter to Knust re attendance at March meeting	LRF	1.80	270.00
03/08/13	Conf. bond house; warrants and cover letter re OPPD warrants	LRF	0.40	60.00
03/18/13	Review e-mails re snow removal issues; review e-mails re emergency road repairs; prepare receipts of notice, meeting agenda; e-mail bills to trustees	LRF	1.20	180.00
03/20/13	Review e-mail from engineer; review Jan. minutes, revise agenda for March; prepare meeting notice and cover letter to paper; notices to county, et al; prepare room reservation form and fax to Visitor Center	LRF	1.80	270.00
03/21/13	Review e-mail from engineer re street repair prices	LRF	0.20	30.00
03/22/13	Review e-mails from trustees and engineer; proof and pay meeting publication	LRF	0.70	105.00
03/26/13	Review e-mail from Mr. Ritchey; prepare revised agenda and e-mail to trustees with memo; study Knust snow contract; memo to trustees re same	LRF	1.40	210.00
03/27/13	Review e-mail from Mr. Ritchey	LRF	0.20	30.00
03/28/13	Review revised financial reports from accountant; e-mail to accountant re objections to reports	LRF	1.30	195.00

HILLMAN, FORMAN, CHILDERS & McCORMACK

7171 Mercy Road, Suite 650
 Omaha, Nebraska 68106-2669
 (402) 397-8051
 Tax ID #47-0648847

Sanitary and Improvement District No 162 of Sarpy Count

PAGE 2
 BILLING DATE: 04/15/13
 ACC'T NO.: LRF-162-001

03/28/13	Review packet from Knust re snow removal; revise extension agreement snow removal provisions; review e-mail from engineer; e-mail memo and revised agreement to trustees; review meeting file; review accountant materials; call to accountant; revise agenda; attend trustees meeting	LRF	1.00	150.00
Total of New Services:			11.00	1,650.00

DATE	EXPENSE	AMOUNT
03/29/13	Omaha World Herald - publication of meeting notice	11.89
03/31/13	Mileage	14.30
Total of New Expenses:		26.19

DATE	PAYMENT	AMOUNT
04/15/13		4,148.40
Total of New Payments:		4,148.40

ACCOUNT SUMMARY

PREVIOUS BALANCE:	\$4,148.40
NEW SERVICES:	\$1,650.00
NEW EXPENSES:	\$26.19
NEW PAYMENTS:	\$4,148.40
TOT. CURRENT PERIOD:	\$1,676.19
CURRENT BALANCE:	\$1,676.19

pd 4-25-13 #5707

hgm

ASSOCIATES INC.

***** INVOICE *****

SID No. 162
 Millard Park Subdivision
 c/o Larry Forman
 7171 Mercy Road Suite 650
 Omaha, NE 68105

DATE : 4/24/2013
 CLIENT NO. : 7241
 INVOICE NO. : 703510-16

Progress billing for professional engineering services for the Millard Park 2011 general services as per agreement; from 3/1/13 through 4/15/13.

	CURRENT HOURS	RATE	CURRENT PERIOD
Board Meetings			
(Attend meeting 3/28/13)			
Senior Project Engineer- W. Glismann	2.00	148.56	\$ 297.12
Design Engineer - D. Harnisch	2.00	77.88	155.76
			\$ <u>452.88</u>
Misc. Tasks			
Emergency Pavement Repair			
Senior Project Engineer- W. Glismann	7.00	148.56	\$ 1,039.92
Design Engineer - D. Harnisch	1.50	77.88	116.82
			<u>1,156.74</u>
Mowing & Snow Contract			
			\$ 0.00
Mission Creek Phase III			
(Field Investigation, Prepare Preliminary Plans & Cost Estimate for Papio NRD Funding Submittal)			
Senior Project Engineer- W. Glismann	9.50	148.56	1,411.32
Engineering Technician I - Les Lenz	6.00	95.70	574.20
			<u>1,985.52</u>
Current Amount Due			\$ <u><u>3,595.14</u></u>

PO 4-25-13
 5709



Bankers Trust Company
 435 7th Street
 Des Moines, IA 50309

Invoice

SARPY CO NE SID 162 GO & RFND BD 6/1/12
 HILLMAN, FORMAN, CHILDERS & MCCORMACK
 7171 MERCY ROAD, SUITE 650
 OMAHA NE 68106

Invoice No: 9351
 Invoice Date: 06/01/2013

CATEGORY	QUANTITY	RATE	AMOUNT
BALANCE CARRIED FORWARD:			\$0.0

PREVIOUS AMOUNT BILLED:	\$0.00		
AMOUNT RECEIVED:	\$0.00		
FLAT FEE			
ADMIN FEE ANNUAL			\$500.0
=====			
TOTAL DUE			\$500.0

*pd 4-25-13
 #5708-CF*

CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
500.00	0.00	0.00	0.00	0.00	500.00

 PLEASE DETACH AND RETURN WITH PAYMENT

SARPY CO NE SID 162 GO & RFND BD 6/1/12
 HILLMAN, FORMAN, CHILDERS & MCCORMACK
 7171 MERCY ROAD, SUITE 650
 OMAHA NE 68106

Invoice #: 9351
 Invoice Date: 06/01/2013
 Bill Code: 0185388469

Total Due: 500.00

Remit to: Bankers Trust Company
 Attn: Corporate Trust Department
 PO Box 897
 Des Moines, IA 50304

Amount Enclosed: