

MINUTES OF MEETING

OF

SANITARY AND IMPROVEMENT DISTRICT NO. 183  
OF SARPY COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, was convened in open and public session at 12:00 noon on the 19th day of June, 2009, at 9719 Giles Road, LaVista, Nebraska.

Present were: Daniel G. Linder, Ruben J. Bera and Mark Williamson. Also present was John Q. Bachman, attorney for the District. Also present was Bob Lauterbach, resident of the District.

Absent: None.

Notice of the meeting was given in advance thereof by publication in the Bellevue Leader on June 17, 2009, a copy of the proof of publication being attached to these minutes. 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 agenda was at all times available at the office for the District at 10250 Regency Circle, Suite 300, Omaha, Nebraska 68114.

The undersigned Clerk hereby certifies that these minutes were written and available for public inspection within ten (10) working days after the date of such meeting. The meeting was called to order. Upon roll call, all of the above-referenced Trustees were present.

The Chairman publicly stated to all in attendance that a current copy of the Nebraska Open Meetings Act was available for review and indicated the location of such copy in the room where the meeting was being held.

There was next presented the Resignation of Ronald G. Hanson, as Chairman/Trustee of the District, due to the fact that he will be moving out of the District. The Board expressed its appreciation for his services as Chairman/Trustee. A copy of his Resignation was directed to be attached to these proceedings and effective upon the conclusion of the meeting. Daniel J. Linder was present and indicated a willingness to serve as Chairman. Upon conclusion of such discussion, the following roll call vote was taken during which the Trustees, Ruben J. Bera and Mark Williamson voting "Aye," with none voting "Nay," and Daniel J. Linder abstaining, thereby adopting and approving the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, that the Resignation of Ronald G. Hanson, as Chairman/Trustee of the District, be and hereby is regretfully accepted as tendered.

FURTHER RESOLVED, that Daniel G. Linder be hereby elected to serve in the capacity of Chairman for Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, until the next regularly scheduled election of the Board of Trustees.

There were next presented miscellaneous bills, invoices, statements, and recommendations for the Board's consideration.

There were next presented statements from First National Bank for registrar and paying agent services as follows: (i) invoice dated April 15, 2009 for opening fees in connection with the 2009 bond issue in the amount of Eight Hundred and no/100 Dollars (\$800.00); and (ii) invoice dated April 15, 2009 for services in connection with the 1998, 2001 and 2002 bond issues in the amount of One Thousand Seven Hundred Forty-Nine and no/100 Dollars (\$1,749.00); said statements being in the aggregate amount of Two Thousand Five Hundred Forty-Nine and no/100 Dollars (\$2,549.00).

There was next presented correspondence from D.A. Davidson & Co., fiscal agent for the District, presenting and recommending payment in favor of Baird, Holm, LLP for bond counsel services with respect to the 2009 bond issue, invoice dated April 15, 2009 in the amount of Seven Thousand Six Hundred Eighty and no/100 Dollars (\$7,680.00).

The Board was next reminded that on January 18, 2006, the Board adopted the resolution of necessity to enter into an Interlocal Cooperation Agreement between the County of Sarpy, State of Nebraska; the City of Bellevue; Sanitary and Improvement District No. 265 of Sarpy County, Nebraska (Williamsburg); Sanitary and Improvement District No. 171 of Sarpy County, Nebraska (Tregaron) and Sanitary and Improvement District No. 183 of Sarpy County, Nebraska (Pilgrims Landing) for cost sharing in connection with the improvements to Fairview Road. The project has now been completed and payment is now due and owing to Sanitary and Improvement District No. 265 of Sarpy County, Nebraska for the District's share of the improvements in the amount of One Hundred Twenty-Five Thousand Eight Hundred Sixty-Six and 61/100 Dollars (\$125,866.61).

There was next presented a statement from Pansing Hogan Ernst & Bachman LLP, attorneys for the District for services rendered in connection with the 2009 bond issue in the amount of Nine Thousand Six Hundred and no/100 Dollars (\$9,600.00).

There was next presented a statement from H & H Lawn Care for mowing and trimming the park grounds from April 22, 2009 through May 22, 2009, Invoice No. 104 in the aggregate amount of One Thousand and no/100 Dollars (\$1,000.00).

There were next presented statements from Omaha Public Power District, for street lights at the service location of 2500 Fairview Road, from January 29, 2009 through May 28, 2009, in the aggregate amount of Four Thousand Four Hundred Ninety-Three and 04/100 Dollars (\$4,493.04).

The previously described bills, invoices, recommendations and statements having been presented for the Board's consideration and after review and discussion of such items, the following resolution was duly moved and passed:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby authorized and directed to execute and deliver Warrant Nos. 873 through 903 of the District, dated the date of this meeting, 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 seven percent (7%) per annum (interest to be payable on October 10 of each year) and to be redeemed no later than June 19, 2014, 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:

Warrant No. 873, for the amount of Two Thousand Five Hundred Forty-Nine and no/100 Dollars (\$2,549.00), payable to First National Bank of Omaha.

Warrant No. 874, for the amount of Five Thousand and no/100 Dollars (\$5,000.00), and Warrant No. 875, for the amount of Two Thousand Six Hundred Eighty and no/100 Dollars (\$2,680.00), payable to Baird Holm LLP.

Warrant Nos. 876 through 900, each for the amount of Five Thousand and no/100 Dollars (\$5,000.00), and Warrant No. 901, for the amount of Eight Hundred Sixty-Six and 61/100 Dollars (\$866.61), payable to Sanitary and Improvement District No. 265 of Sarpy County, Nebraska.

Warrant No. 902, for the amount of Five Thousand and no/100 Dollars (\$5,000.00), and Warrant No. 903, for the amount of Four Thousand Six Hundred and no/100 Dollars (\$4,600.00), payable to Pansing Hogan Ernst & Bachman LLP.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby authorized and directed to execute and deliver Warrant Nos. 904 and 905 of the District, dated the date of this meeting, 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 seven percent (7%) per annum and to be redeemed no later than June 19, 2012, 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:

Warrant No. 904, for the amount of One Thousand and no/100 Dollars (\$1,000.00), payable to H & H Lawn Care.

Warrant No. 905, for the amount of Four Thousand Four Hundred Ninety-Three and 04/100 Dollars (\$4,493.04), payable to Omaha Public Power District, Acct. No. 5824100031.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 183 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 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.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 183 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)(i)(III) 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.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 183 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) ten percent (10%) of the net principal proceeds of the above Warrants, (b) the maximum annual debt service due on the above Warrants, or (c) one hundred twenty-five percent (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 thirteen (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 thirteen (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 1.148-2(b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

There was next presented correspondence from D.A. Davidson & Co., fiscal agent for the District requesting that the Board approve the Designation of Final Rates and Maturity Schedule with respect to the 2009 bond issue. A copy of the Designation being attached to these minutes. Upon a roll call vote taken on such resolution the following Trustees, Daniel G. Linder, Ruben J. Bera and Mark Williamson voted "Aye" with none voting "Nay thereby adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 183 of Sarpy County, Nebraska, that the Designation of Final Rates and Maturity Schedule with respect to the 2009 bond issue be adopted, ratified and approved.

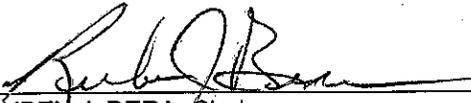
Discussion was next had concerning lawn maintenance services. Following a thorough discussion, the Board requested the attorneys to contact H & H Lawn Services to cease mowing in certain areas.

Discussion was next had concerning installation of stop signs throughout the District. The Board instructed the attorneys to contact the engineers of the District to prepare a recommendation for installation of speed tables and speed limit signs.

Discussion was next had concerning the playground, end of the season clean-up in the entrance island. Mulhalls will be contacted to perform the services.

The Clerk next reviewed the Agenda which had been available for public inspection in accordance with the law prior to this meeting of the Board of Trustees and reported that all matters considered by the Board at this meeting appeared on the Agenda.

Ruben J. Bera, as Clerk for Sanitary and Improvement District No. 183 of Sarpy County, Nebraska (the "District") does hereby certify that the above proceedings are a true and accurate statement of the proceedings had by the District at its June 19, 2009 meeting.

  
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RUBEN J. BERA, Clerk