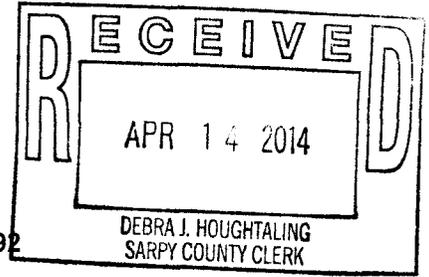


MINUTES OF MEETING
OF
SANITARY AND IMPROVEMENT DISTRICT NO. 192
OF SARPY COUNTY, NEBRASKA



A meeting of the Board of Trustees of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, was convened in open and public session at 10:00 a.m. on the 9th day of April, 2014, at 17202 Fairway Drive, Omaha, Nebraska.

Present were: Lee Harrow, Timothy P. Goodman, Steven Moore, Tom Dein and Morrie Naumann.

Absent:

Notice of the meeting was given in advance thereof by publication in The Papillion Times, on April 2, 2014, 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 meeting was called to order.

It was first 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.

The Chairman stated that the first order of business was an update from Gerry Gutoski. The first item of discussion was an update on the lift stations. Mr. Gutoski stated that there have been no major issues with the lift stations to report.

There was next a discussion regarding the water acquisition agreement. The Chairman reported that the Agreement had been reviewed by legal counsel and comments had been provided to MUD. Ms. Kasum indicated that the changes had been reviewed internally by MUD and has been finally approved. The specific substantive changes requested by legal counsel were clarification that the District would retain present deposits, additional language allowing the District to correct any deficiencies in the transfer of the easements, and clarification that MUD would begin collecting and remitting sewer system payments as well as clarification regarding customer deposits. Upon motion duly made and seconded, and as unanimously approved by roll call vote:

RESOLVED, that the District hereby approves the Water Acquisition Agreement subject to the revision of the Agreement to include final costs and fees, as well as the revisions required by legal counsel.

RESOLVED FURTHER, that the Chairman and Clerk are hereby authorized to execute the Water Acquisition Agreement and any other documents reasonably necessary including warrants for payment.

There was next a discussion regarding the correspondence to be sent by the District to water system customers with respect to the water system transition and schedule. An updated draft was provided and the

Trustees discussed the addition of enclosures to the letter. Legal counsel will continue to work with MUD to finalize correspondence.

There was next a discussion of the status of inspection of curb stops in the neighborhood. Mr. Gutoski reported that twenty-two (22) curb stops had been located and exercised. Mr. Gutoski provided a form notice he intends to send or hand deliver to residents whose curb stops require work by a private contractor, and such form is attached to these Minutes.

There was next a discussion regarding the expense of a District-installed water meter on a home constructed by Birchwood Homes. Mr. LaPuzza and Mr. Gutoski will work together for Mr. LaPuzza to send an invoice to Birchwood Homes for the \$800 cost of such meter as delivered.

There was next a discussion regarding lawn and landscaping service provided within the neighborhood. Mr. Goodman obtained verbal bids from Sun Daze Lawn Service as well as a written bid from Absolute Lawn & Landscaping, LLC. Considering the bids, the District authorized Mr. Goodman to work with Absolute Lawn & Landscaping, LLC to schedule services. Additionally, the District instructed Mr. LaPuzza to obtain evidence of the insurance and/or bonding obtained by Absolute Lawn & Landscaping, LLC so a file can be kept in the District's records.

The District then moved to discuss street sweeping for the 2014 season. The District has previously used various contractors and wishes to investigate options for hiring a new contractor. Mr. LaPuzza was directed to obtain bids from known street sweeping contractors for street sweeping to be conducted as soon as possible. There was a specific discussion that Clean Sweep had been used in previous years and that the service provided by Clean Sweep was not up to the expected standards of the District and, furthermore, that Clean Sweep had previously provided service against instruction and had invoiced the District for service in 2012.

The Clerk then presented for the consideration of the Trustees the plans and specifications for the Water System Acquisition Agreement prepared by Metropolitan Utilities District, and reviewed by Dean Jaeger of Thompson Dreessen & Dornier, Inc., the consulting engineers for the District, for the cost of such improvement in the total amount of Nine Hundred Nineteen Thousand Five Hundred Eighty-Nine Dollars and no/100 (\$919,589.00), with Two Hundred Twenty-Nine Thousand Eight Hundred Ninety-Seven Dollars and 25/100 (\$229,897.25) to be paid initially by the District. The Clerk was directed to attach a copy of the engineer's estimates of the costs to the minutes of these proceedings. After discussion, the resolution attached hereto and by this reference made a part hereof was duly introduced and upon a motion properly made and seconded, a roll call vote was had upon such motion during which the Trustees, Lee Harrow, Timothy P. Goodman, Steven Moore, Tom Dein and Morrie Naumann voted "Aye" with none voting "Nay" thereby adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, that a hearing be had on the proposed Resolution of Advisability and Necessity for the construction, installation and connection of the SID 192 Water System consistent with the terms of the Water System Acquisition Agreement at 17210 Fairway Drive, Omaha, Nebraska, at 9:00 a.m. on April 30, 2014, at which time owners of the property within the District who might become subject to assessment for the improvement contemplated by the proposed Resolution of Advisability and Necessity may appear and make objections to the proposed improvement, and if a petition opposing the proposed resolution is signed by property owners representing the majority of the front footage which may be subject to assessment for the costs of improvements set out in the resolution is filed with the Clerk of the District within three days before the date set for hearing on such resolution, such resolution shall and will not be passed.

FURTHER RESOLVED, that notice of such hearing be given by publication in The Papillion Times of Papillion, Sarpy County, Nebraska, for two (2) consecutive weeks beginning on the 16th day of April, 2014, and ending on the 23rd day of April, 2014, which publication shall contain the entire wording of the proposed Resolution of Advisability and Necessity, and that notice shall be posted in three (3) conspicuous places within the District as required by Section 31-745, Reissue Rev. Stat. of Neb. 1943.

The following is a reporting item for the Trustee's information and required no action: Service Fee Fund Statement for March, 2014.

There was next presented a statement from Omaha Public Power District, for service at the locations of 16800 Ridgemont Street and 16802 Oakmont Drive, account number 0622093108, dated March 11, 2014, in the amount of One Thousand One Hundred Two Dollars and 06/100 (\$1,102.06).

There was next presented a statement from Omaha Public Power District, for service at the location of 17209 Fairway Drive, account number 2953028855, dated March 11, 2014, in the amount of One Hundred Forty Dollars and 64/100 (\$140.64).

There was next presented a statement from Omaha Public Power District, for service at the location of 17221 Oakmont Street, account number 5958727663, dated March 11, 2014, in the amount of Fifty-Three Dollars and 32/100 (\$53.32).

There was next presented a statement from Omaha Public Power District, for service at the location of 10817 Fairway Drive, account number 6474900369, dated March 11, 2014, in the amount of Fifty-Six Dollars and 66/100 (\$56.66).

There was next presented statements from Thompson, Dreessen & Dornier, Inc., for engineering services and for One Call services, dated March 25, 2014, Invoice No. 103607, in the amount of Seven Hundred Six Dollars and 55/100 (\$706.55); Invoice No. 103608 in the amount of Six Hundred Fifty-Nine Dollars and 50/100 (\$659.50); said statements being in the aggregate amount of One Thousand Three Hundred Sixty-Six Dollars and 05/100 (\$1,366.05).

There was next presented a statement from Black Hills Energy, Account No. 3497 3578 91 for services provided at 17207 Fairway Drive dated March 28, 2014, in the amount of One Hundred Thirty Dollars and 97/100 (\$130.97).

There was next presented a statement from Papillion Sanitation for residential service charges for account number 3050-30014918-001, dated April 1, 2014, in the amount of One Thousand Two Hundred Eighty-One Dollars and 15/100 (\$1,281.15).

There was next presented a statement from One Call Concepts, Inc., Invoice No. 4030458, dated March 31, 2014, in the amount of Fifteen Dollars and 90/100 (\$15.90).

There was next presented a statement from Clean Sweep Commercial, Inc. Parking Lot Services for street sweeping, Invoice No. 2066 dated April 17, 2012, in the amount of Six Hundred Thirty Dollars and no/100 (\$630.00). ***[Board decided not to pay due to reasons stated herein.]***

There was next presented a statement from Pansing Hogan Ernst & Bachman LLP, attorneys for the District, for legal services performed in miscellaneous District matters, dated April 3, 2014, in the amount of Three Thousand Three Hundred and Thirty Dollars and no/100 (\$3,330.00), and costs advanced in the

amount of Ninety-Six Dollars and 40/100 (\$96.40); said statement being in the aggregate amount of Three Thousand Four Hundred Twenty-Six Dollars and 40/100 (\$3,426.40).

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:

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby authorized and directed to execute and deliver Warrant Nos. 2755 through 2760 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 April 9, 2017, 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. 2755, for the amount of One Thousand One Hundred Two Dollars and 06/100 (\$1,102.06), payable to Omaha Public Power District for Account No. 0622093108.

Warrant No. 2756, for the amount of One Thousand Three Hundred Sixty-Six Dollars and 05/100 (\$1,366.05), payable to Thompson, Dreessen & Dorner, Inc for Invoice Nos. 103607 and 103608.

Warrant No. 2757, for the amount of One Thousand Two Hundred Eighty-One Dollars and 15/100 (\$1,281.15), payable to Papillion Sanitation for Account No. 3050-30014918-001.

Warrant No. 2758, for the amount of Fifteen Dollars and 90/100 (\$15.90), payable to One Call Concepts, Inc. for Account No. 04-SID192S.

Warrant No. 2759, for the amount of Six Hundred Thirty Dollars and no/100 (\$630.00), payable to Clean Sweep Commercial, Inc. Parking Lots Services. **[VOID]**

Warrant No. 2760, for the amount of Three Thousand Four Hundred Twenty-Six Dollars and 40/100 (\$3,426.40), payable to Pansing Hogan Ernst & Bachman, LLP.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, that the Chairman and Clerk be and hereby are authorized and directed to execute and deliver Check Nos. 1310, and 1341 through 1343 of the District, dated the date of this meeting, to the following payees and in the following amounts, said Checks to be drawn on the American National Bank Service Fee Fund Checking Account of the District, to-wit:

Check No. 1310, for the amount of One Hundred Forty Dollars and 64/100 (\$140.64), payable to OPPD for Account No. 2953028855.

Check No. 1341, for the amount of Fifty-Two Dollars and 32/100 (\$52.32), payable to OPPD for Account No. 5958727663.

Check No. 1342, for the amount of Fifty-Six Dollars and 66/100 (\$56.66), payable to OPPD for Account No. 6474900369.

Check No. 1343, for the amount of One Hundred Thirty Dollars and 97/100 (\$130.97), payable to Black Hills Energy for Account No. 3497 3578 91.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 192 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. 192 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 \$10,000,000 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. 192 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.

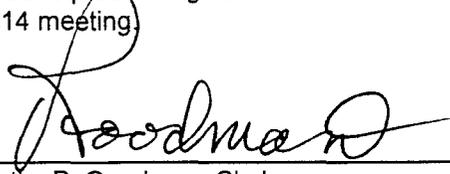
3. The District has not been notified of any listing of it by the Internal Revenue Service as an issuer that may not certify its bonds.

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.

**[THE BALANCE OF THIS PAGE LEFT INTENTIONALLY BLANK –
SIGNATURES APPEAR ON THE FOLLOWING PAGE]**

The Chairman 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.

Timothy P. Goodman, as Clerk for Sanitary and Improvement District No. 192 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 April 9, 2014 meeting.

A handwritten signature in cursive script, appearing to read "Timothy P. Goodman", written over a horizontal line.

Timothy P. Goodman, Clerk

ACKNOWLEDGMENT OF RECEIPT

OF

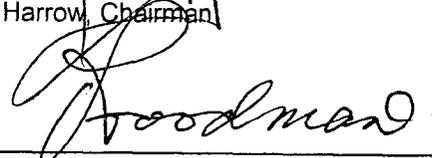
NOTICE OF MEETING

The undersigned Trustees of Sanitary and Improvement District No. 192 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 initially held at 10:00 a.m. on April 9, 2014, at 17202 Fairway Drive, Omaha, Nebraska.

Dated this 9th day of April, 2014.



Lee Harrow, Chairman



Timothy P. Goodman, Clerk



Steven Moore



Tom Dein



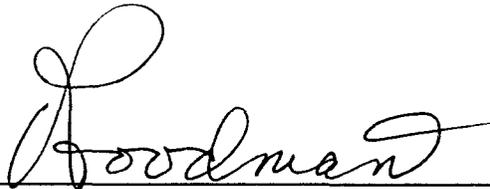
Morrie Naumann

CERTIFICATE

TO WHOM IT MAY CONCERN:

The undersigned, Timothy P. Goodman, being the Clerk of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, does hereby certify that he did send a Notice of Meeting to the Clerk of Sarpy County, Nebraska, more than seven (7) days prior to the date of this meeting.

Dated this 9th day of April, 2014.

A handwritten signature in cursive script that reads "Goodman". The signature is written in black ink and is positioned above a horizontal line.

Timothy P. Goodman, Clerk

CERTIFICATE

TO WHOM IT MAY CONCERN:

The undersigned, Timothy P. Goodman, being a Clerk of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, does hereby certify that the Minutes of the meeting of the Board of Trustees of said District were written and available for public inspection at the following address:

10250 Regency Circle, Suite 300,
Omaha, Nebraska

Dated this 9th day of April, 2014.

A handwritten signature in black ink, appearing to read "T. Goodman", written over a horizontal line.

Timothy P. Goodman, Clerk

CERTIFICATE

TO WHOM IT MAY CONCERN:

The undersigned, Timothy P. Goodman, being Clerk of the Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, does hereby certify that a copy of the attached Agenda was prepared and available for public inspection at the address shown on the Notice of Meeting, attached to these proceedings, prior to the commencement of the meeting. I further certify that no items were added to the Agenda after the commencement of the meeting.

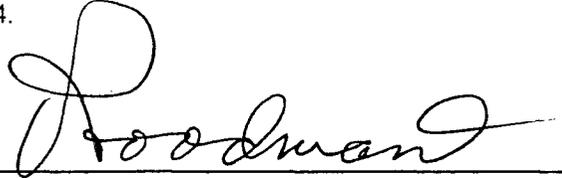
DATED: April 9, 2014.

A handwritten signature in black ink, appearing to read "T. Goodman", written over a horizontal line.

Timothy P. Goodman, Clerk

CERTIFICATE

I, the undersigned, certify that I am the acting Clerk of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, and that the following is a true and correct transcript of the records and proceedings of such District through 9th day of April, 2014.

A handwritten signature in cursive script, appearing to read "Goodman", written over a horizontal line.

Timothy P. Goodman, Clerk

AGENDA

Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, Agenda for meeting of April 9, 2014:

1. Pay bills:
 - . Omaha Public Power District
 - . Thompson, Dreessen & Dorner, Inc.
 - . Black Hills Energy
 - . Papillion Sanitation
 - . One Call Concepts
 - . Clean Sweep Commercial, Inc. Parking Lot Services
 - . Pansing Hogan Ernst & Bachman LLP

2. Update from Gerry Gutoski:
 - (1) Update on water systems.
 - (2) Lift station activities.
 - (3) Billing Issues.
 - (4) Update on meter pits, curb stops and main apartment shutoff.

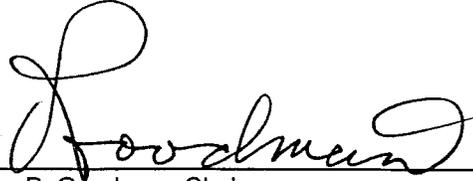
3. Items from Chairman:
 - (1) Trustee items.
 - (2) Letter to Ron Pearson.
 - (3) Lawn Care for 2014.
 - (4) Street sweeping.
 - (5) Keri Kesun to provide update on MUD water.
 - (6) Cart path detour – Williamson's liability.
 - (7) Water Acquisition Agreement.
 - (8) Status of letter to residents regarding MUD water.
 - (9) Was billing sent for meter for new house in the estates?
 - (10) Kristi's copy of the PO Box key.
 - (11) Mark's status update on well sale negotiations.
 - (12) Mark's status update on pump house roof repair.

4. Discussion regarding homeowner questions and/or concerns.

CERTIFICATE

TO WHOM IT MAY CONCERN:

The undersigned, Timothy P. Goodman, being a Clerk of Sanitary and Improvement District No. 192 of Sarpy County, Nebraska, does hereby certify that the minutes of the meeting of the Board of Trustees of such District were forwarded to the Clerk of Sarpy County, Nebraska, on the 11th day of April, 2014.

A handwritten signature in cursive script, appearing to read "Goodman", written over a horizontal line.

Timothy P. Goodman, Clerk