

MINUTES OF MEETING  
OF  
SANITARY AND IMPROVEMENT DISTRICT NO. 220  
OF SARPY COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 220 of Sarpy County, Nebraska, was convened in open and public session at 12:30 p.m. on the 5th day of December, 2011, at 10250 Regency Circle, Suite 300, Omaha, Nebraska.

Present were: Herbert L. Freeman, Marcy Knobbe, John R. Christiansen, Maurice Anderson and Craig Finnestad. Also present were John Q. Bachman, attorney for the District and Brett J. Wawers of Lamp, Rynearson & Associates, Inc., engineers for the District.

Absent: None.

Notice of the meeting was given in advance thereof by publication in the Bellevue Leader on November 30, 2011, 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 by the undersigned presiding as Chairman. Upon roll call, all of the 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 were next presented miscellaneous bills, invoices, statements, and recommendations for the Board's consideration.

There was next presented correspondence from Kuehl Capital Corporation, fiscal agent for the District presenting and recommending payment in favor of Bankers Trust for the initial fee for the Series 2011 Refunding Bonds in the amount of Two Hundred and no/100 Dollars (\$200.00).

There was next presented correspondence from Kuehl Capital Corporation, fiscal agent for the District presenting and recommending payment in favor of Baird Holm LLP for bond counsel services in connection with the Series 2011 Refunding Bonds in the amount of Eleven Thousand Six Hundred and no/100 Dollars (\$11,600.00).

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of Jerry Jensen Construction, Inc. for Pay Estimate No. 1 in connection with the Paving Maintenance 2011 (Harrison Woods) project in the amount of Thirty-Six Thousand Five Hundred Sixty-One and 82/100 Dollars (\$36,561.82).

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of Vierregger Electric Co. for entrance lights repairs, Invoice No. 13779 in the amount of Three Hundred Seven and 71/100 Dollars (\$307.71).

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of Royal Lawns, Inc. for green area maintenance, Invoice No. 743 in the amount of One Thousand Two Hundred Seventy-Three and no/100 Dollars (\$1,273.00) and (ii) Invoice No. 867 in the amount of One Thousand Eight Hundred Fifty-Three and no/100 Dollars (\$1,853.00); said invoices being in the aggregate amount of Three Thousand One Hundred Twenty-Six and no/100 Dollars (\$3,126.00).

There was next presented a statement from Mullen Irrigation for replacement of a sprinkler head and winterization, Invoice No. 5378 in the amount of One Hundred Seven and 95/100 Dollars (\$107.95).

There were next presented statements from Great Plains One-Call Services Inc. for line locating services as follows: (i) Invoice No. 911SD220 in the amount of Eighty-Four and 96/100 Dollars (\$84.96); and (ii) Invoice No. 1011SD220 in the amount of Seventy-Eight and 63/100 Dollars (\$78.63); said statements being in the aggregate amount of One Hundred Sixty-Three and 59/100 Dollars (\$163.59).

There were next presented statements from Lamp, Rynearson & Associates, Inc., engineers for the District, for miscellaneous engineering services rendered as follows: (i) through August 20, 2011, Invoice No. 0110098.90-0000011 in the amount of Five Thousand Nine Hundred Ninety-Eight and 68/100 Dollars (\$5,998.68); and (ii) through September 17, 2011, Invoice No. 0110098.90-0000012 in the amount of Two Thousand Four Hundred Fifty-Three and 77/100 Dollars (\$2,453.77); said statements being in the aggregate amount of Eight Thousand Four Hundred Fifty-Two and 45/100 Dollars (\$8,452.45).

There were next presented statements from Metropolitan Utilities District for service at the 7006 S. 173<sup>rd</sup> Street location through November 3, 2011 in the amount of Fifty-Six and 26/100 Dollars (\$56.26). ***The Board directed advance payment to be made in the amount of Five Hundred and no/100 Dollars (\$500.00).***

There were next presented statements from Metropolitan Utilities District for service at the 16802 Edna Street location through November 4, 2011, in the amount of One Hundred Twenty-One and 46/100 Dollars (\$121.46). ***The Board directed advance payment to be made in the amount of Seven Hundred and no/100 Dollars (\$700.00).***

There were next presented statements from Omaha Public Power District, for power service at the 17300 Emiline Street, 16802 Edna Street and 6904 South 173<sup>rd</sup> Street locations through October 27, 2011 in the aggregate amount of Four Thousand Six Hundred Thirty-Nine and 35/100 Dollars (\$4,639.35).

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of Skyline Sign Co. for stop sign installation, invoice dated October 30, 2011 in the amount of Eight Hundred Ninety-Nine and 89/100 Dollars (\$899.89)

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of RH Construction Corp. for storm sewer maintenance, Invoice No. 3908 in the amount of Eighteen Thousand Three Hundred Eighty-Six and no/100 Dollars (\$18,386.00).

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of RH Construction Corp. for storm sewer maintenance, Invoice No. 3909 in the amount of Two Thousand Seven Hundred Sixty-Seven and no/100 Dollars (\$2,767.00).

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. 220 of Sarpy County, Nebraska, that the Chairman and Clerk

be and they hereby authorized and directed to execute and deliver Warrant Nos. 1597 through 1601 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 Construction Fund of the District and to draw interest at the rate of seven percent (7%) per annum (interest to be payable on June 1 of each year) and to be redeemed no later than December 5, 2016, 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. 1597, for the amount of Two Hundred and no/100 Dollars (\$200.00), payable to Bankers Trust.

Warrant Nos. 1598 through 1600, each for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1601, for the amount of Two Thousand Six Hundred and no/100 Dollars (\$2,600.00), payable to Baird Holm LLP.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 220 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby authorized and directed to execute and deliver Warrant Nos. 1602 through 1635 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 December 5, 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 Nos. 1602 through 1613, each for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1614, for the amount of Five Hundred Sixty-One and 82/100 Dollars (\$561.82), payable to Jerry Jensen Construction, Inc.

Warrant No. 1615, for the amount of Three Hundred Seven and 71/100 Dollars (\$307.71), payable to Vierregger Electric Co.

Warrant No. 1616, for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1617, for the amount of One Hundred Twenty-Six and no/100 Dollars (\$126.00), payable to Royal Lawns, Inc.

Warrant No. 1618, for the amount of One Hundred Seven and 95/100 Dollars (\$107.95), payable to Mullen Irrigation.

Warrant No. 1619, for the amount of One Hundred Sixty-Three and 59/100 Dollars (\$163.59), payable to Great Plains One-Call Services Inc.

Warrant Nos. 1620 and 1621, each for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1622, for the amount of Two Thousand Four Hundred Fifty-Two and 45/100 Dollars (\$2,452.45), payable to Lamp, Rynearson & Associates, Inc.

Warrant No. 1623, for the amount of Five Hundred and no/100 Dollars (\$500.00), payable to Metropolitan Utilities District, Acct. No. 173240-1350509.

Warrant No. 1624, for the amount of Seven Hundred and no/100 Dollars (\$700.00), payable to Metropolitan Utilities District, Acct. No. 310499-1358105.

Warrant No. 1625, for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1626, for the amount of One Thousand Six Hundred Thirty-Nine and 35/100 Dollars (\$1,639.35), payable to Omaha Public Power District, Acct. No. 4031256681.

Warrant No. 1627, for the amount of Eight Hundred Ninety-Nine and 89/100 Dollars (\$899.89), payable to Skyline Sign Co.

Warrant Nos. 1628 through 1633, each for the amount of Three Thousand and no/100 Dollars (\$3,000.00), and Warrant No. 1634, for the amount of Three Hundred Eighty-Six and no/100 Dollars (\$386.00), payable to RH Construction Corp.

Warrant No. 1635, for the amount of Two Thousand Seven Hundred Sixty-Seven and no/100 Dollars (\$2,767.00), payable to RH Construction Corp.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 220 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. 220 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. 220 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 a receipt from the Sarpy County Treasurer's office representing a deposit to the District's General Fund of proceeds from the sale of Outlot E, Harrison Woods in the amount of Two Thousand Five Hundred and no/100 Dollars (\$2,500.00).

Brett Wawers presented a number of topics to the Trustees. The Trustees accepted the bid from Omaha Electric Service regarding entrance lighting. The proposal of Robert's Nursery regarding tree maintenance was accepted. The Trustees authorized Royal Lawns, Inc. to continue with green area

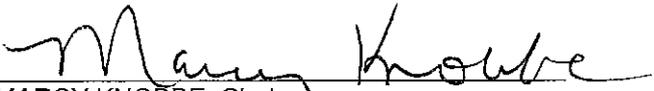
maintenance during 2012. However, they requested that prior to installing any wood mulch, Royal Lawns, Inc. receive the approval of the District engineers. Also, the Trustees requested additional edging for the entrance walks as it appeared that they were not properly edged. The Trustees instructed the engineers to solicit new bids for irrigation maintenance. Snow removal for the 2011 – 2012 winter would be handled by Ground Effects.

Finally, J.R. Christiansen inquired if it would be possible for the District to cancel the interest owing on the special assessments for the two lots adjacent to the pool recently purchased by the Homeowners Association. John Bachman indicated the cancellation of interest was unusual, but it had been done before in other SIDs when circumstances warranted the cancellation. The District must receive approval of the District's fiscal agent, and if approved, would need to adopt a resolution to cancel the interest. John Bachman agreed to report back to the Trustees.

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SIGNATURES APPEAR ON THE FOLLOWING PAGE]**

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.

Marcy Knobbe, as Clerk for Sanitary and Improvement District No. 220 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 December 5, 2011, meeting.

  
MARCY KNOBBE, Clerk