

MINUTES OF MEETING  
OF  
SANITARY AND IMPROVEMENT DISTRICT NO. 264  
OF SARPY COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 264 of Sarpy County, Nebraska, was convened in open and public session at 9:00 a.m. on the 12<sup>th</sup> day of March, 2010, at 9412 Giles Road, Papillion, Nebraska.

Present were: John C. Allen, Joyce A. Sramek, Joseph J. Valenti, Jeanne D. Knox and Gerald L. Torczon.

Absent: None.

Notice of the meeting was given in advance thereof by publication in the Bellevue Leader on March 10, 2010, 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.

The Clerk next presented to the Board the final estimate with regard to Silt Basin Removal – Basins 1, 2 and 3 (Shadow Lake) and its installation by Wenninghoff Seeding, Inc., which recommended that a final and complete payment be made in the total amount of Four Thousand Five Hundred Eighty-Seven and 59/100 Dollars (\$4,587.59), with such being final payment and the final estimate for work completed on such project. The Clerk also presented the Certificate of Completion from the District's engineers, Lamp, Rynearson & Associates, Inc., recommending that final payment and acceptance of such project be made by the District. Upon a motion duly made and seconded, and upon the following roll call vote, the Trustees, John C. Allen, Joyce A. Sramek, Joseph J. Valenti, Jeanne D. Knox and Gerald L. Torczon voted "Aye" with none voting "Nay" thereby passing and adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 264 of Sarpy County, Nebraska, that the District's project entitled Silt Basin Removal – Basins 1, 2 and 3 (Shadow Lake) be accepted as completed in accordance with recommendation of the District's engineers, Lamp, Rynearson & Associates, Inc., and that final payment be made in the following scheduled amount:

<u>Contractor</u>	<u>Amount</u>
Wenninghoff Seeding, Inc.	\$4,587.59

There was next presented a statement from Pansing Hogan Ernst & Bachman LLP, attorneys for the District, for services rendered in construction-related matters in the amount of Two Hundred Thirty and No/100 Dollars (\$230.00).

The Clerk next directed the attention of the Board of Trustees to the fact that Ameritas Investment Corp. will purchase Four Thousand Eight Hundred Seventeen and 59/100 Dollars (\$4,817.59) in warrants at this time and that the contracted charge for such purchase of warrants is five percent (5%), or Two Hundred Forty and 88/100 Dollars (\$240.88), in accordance with the financing agreement previously adopted by the Board. The Chairman recommended issuance of a warrant in such amount to Ameritas Investment Corp.

There was next presented correspondence from Lamp, Rynearson & Associates, Inc., engineers for the District, presenting and recommending payment in favor of Signature Grounds Management Co. in connection with the Outlot Improvements, Section I (Shadow Lake) project as follows: (i) Estimate No. 17 in the amount of One Thousand Nine Hundred Fifty and No/100 Dollars (\$1,950.00), and (ii) Estimate No. 18 in the amount of One Thousand One Hundred Fifty and No/100 Dollars (\$1,150.00); said estimates being in the aggregate amount of Three Thousand One Hundred and No/100 Dollars (\$3,100.00).

There was next presented a statement from UNICO Group for general liability insurance renewal, Invoice No. 449882, in the amount of Two Thousand Two Hundred and No/100 Dollars (\$2,200.00).

There was next presented a statement from Lamp, Rynearson & Associates, Inc., engineers for the District, for miscellaneous engineering services, Invoice No. 0104031.90-0000025, in the amount of One Thousand Two Hundred Twenty-Six and 47/100 Dollars (\$1,226.47).

There were next presented statements from Omaha Public Power District for general service with respect to Account No. 6569831349, for the billing period from January 22, 2010 to February 22, 2010, in the aggregate amount of Four Thousand Five Hundred Seventy-Six and 76/100 Dollars (\$4,576.76).

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. 264 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant Nos. 5201 through 5203 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 September 1 of each year) and to be redeemed no later than March 12, 2015, 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. 5201, in the amount of Four Thousand Five Hundred Eighty-Seven and 59/100 (\$4,587.59), payable to Wenninghoff Seeding, Inc.

Warrant No. 5202, for the amount of Two Hundred Thirty and No/100 Dollars (\$230.00), payable to Pansing Hogan Ernst & Bachman LLP.

Warrant No. 5203, for the amount of Two Hundred Forty and 88/100 Dollars (\$240.88), payable to Ameritas Investment Corp.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 264 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant Nos. 5204 through 5207 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 March 12, 2013, 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. 5204, for the amount of Three Thousand One Hundred and No/100 Dollars (\$3,100.00), payable to Signature Grounds Management Co.

Warrant No. 5205, for the amount of Two Thousand Two Hundred and No/100 Dollars (\$2,200.00), payable to UNICO Group.

Warrant No. 5206, for the amount of One Thousand Two Hundred Twenty-Six and 47/100 Dollars (\$1,226.47), payable to Lamp, Rynearson & Associates, Inc.

Warrant No. 5207, for the amount of Four Thousand Five Hundred Seventy-Six and 76/100 Dollars (\$4,576.76), payable to Omaha Public Power District, Account No. 6569831349.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 264 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. 264 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. 264 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 representing a deposit to the District's bond fund in the amount of Forty-Seven Thousand and No/100 Dollars (\$47,000.00) for funds received from the City of Papillion in payment of storm water management fees pursuant to the District's Development/Subdivision Agreement with the City of Papillion.

The Clerk then presented for the consideration of the Trustees the plans and specifications for Green Area Maintenance 2010 (Shadow Lake) prepared by Lamp, Rynearson & Associates, Inc., the consulting engineers for the District, for the cost of such improvement from April 1, 2010 to March 31, 2011 (Phase I) in the amount of Fifty-Six Thousand Six Hundred and No/100 Dollars (\$56,600.00), and from April 1, 2011 to March 31, 2012 (Phase II) in the amount Fifty-Six Thousand Six Hundred and No/100 Dollars (\$56,600.00), for a the total cost for Phases I and II of One Hundred Thirteen Thousand Two Hundred and No/100 Dollars (\$113,200.00). 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, John C. Allen, Joyce A. Sramek, Joseph J. Valenti, Jeanne D. Knox and Gerald L. Torczon, voted "Aye" with none voting "Nay" thereby adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 264 of Sarpy County, Nebraska, that a hearing be had on the proposed Resolution of Necessity and Advisability for the construction of Green Area Maintenance 2010 (Shadow Lake) at 9412 Giles Road, Papillion, Nebraska, at 9:00 a.m. on March 31, 2010, at which time owners of the property within the District who might become subject to assessment for the improvements contemplated by the proposed Resolution of Necessity and Advisability may appear and make objections to the proposed improvements, 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 Bellevue Leader of Bellevue, Sarpy County, Nebraska, for two (2) consecutive weeks beginning on the 17<sup>th</sup> day of March, 2010, and ending on the 24<sup>th</sup> day of March, 2010, which publication shall contain the entire wording of the proposed Resolution of Necessity and Advisability, 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 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.

Joyce A. Sramek, as Clerk for Sanitary and Improvement District No. 264 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 March 12, 2010 meeting.

  
JOYCE A. SRAMEK, Clerk