

MINUTES OF MEETING OF SANITARY AND
IMPROVEMENT DISTRICT NO. 278 OF
SARPY COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 278 of Sarpy County, Nebraska, was convened in open and public session at 11:00 a.m. on January 13, 2014, at 2120 South 72nd Street, Suite 1200, Omaha, Nebraska. Present were: Trustees Paul S. McCune, Michelle Zimmerman, Susan McCune, Stacey Holt and Jason McCune; Absent: None. Also present was Attorney Robert J. Huck.

Notice of the meeting was given in advance thereof by publication in *The Gretna Breeze* of Gretna, Sarpy County, Nebraska, on January 8, 2014, a copy of the Proof of Publication being attached to these minutes. Notice of this meeting was sent to the Sarpy County Clerk, Papillion, Nebraska, not less than seven (7) days prior to the date of this meeting. 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 undersigned Clerk hereby certifies that these minutes were written and available for public inspection within ten (10) working days after the date of said meeting.

After calling the meeting to order and completion of roll call, 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.

The Chairman directed the Board's attention to Agenda Item No. 3 for an update on the status of various Interlocal Cooperation Agreements, and the following transpired:

a.) Attorney Huck reported the Amendment to Interlocal Cooperation Agreement (between SID 176, SID 192, SID 240 and SID 278), regarding the right to connect to the sanitary sewer force main constructed by SID 176, has now been executed on behalf of all parties (SID 176, SID 192, SID 240 and SID 278). A copy of said Amendment to Interlocal Cooperation Agreement is attached to these minutes for reference. The Chairman reminded the Board that the resolution of necessity regarding the connection charge required to be paid to SID No. 176 and SID 192 under this Amendment to Interlocal Agreement (along with the other related fees and costs) had been adopted at the Board's August 13th, 2013 meeting, and indicated that payment of the connection charge would be appropriate at this time and would be addressed with payment of the current bills of the District under Agenda Item No. 5.

b.) Attorney Huck reported the Second Amendment to Interlocal Cooperation Agreement (between SID 240, SID 255, SID 260 and SID 278) for connection by SID 278 of an outfall sewer to SID 240's sewer system, which in turn will flow through the outfall sewer and

force main constructed by SID 240, SID 255 and SID 260, has now been executed on behalf of all parties (SID 240, SID 255, SID 260 and SID 278). A copy of said Second Amendment to Interlocal Cooperation Agreement is attached to these minutes for reference. The Chairman reminded the Board that the resolution of necessity regarding the connection charge required to be paid to SID Nos. 240, 255 and 260 under this Second Amendment to Interlocal Agreement (along with the other related fees and costs) had been adopted at the Board's August 13th, 2013 meeting, and indicated that payment of the connection charge would be appropriate at this time and would be addressed with payment of the current bills of the District under Agenda Item No. 5.

c.) The Chairman then presented a proposed Interlocal Cooperation Agreement with SID 240 for SID 278 to connect into the sanitary sewer system of SID 240. The Agreement requires SID 278 to design and construct, at its sole cost, its outfall sanitary sewer to SID 240's system. The Agreement further provides that in the event it is necessary to reconstruct or improve the SID 240 lift station because of and after the connection of SID 278, the total cost of such reconstruction or improvement will be paid by SID 278. The Agreement further provides that, during the period of connection, SID 278 will pay a percentage of any electrical, maintenance and operational costs for SID 240's existing lift station, as more specifically outlined in said Agreement. The Chairman noted that SID 240 has agreed to and executed the Interlocal Cooperation Agreement. After a review of the Agreement and full discussion on the matter, the following resolution was duly moved and seconded, to-wit:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 of Sarpy County, Nebraska, that the Chairman and Clerk of the District be, and hereby are, authorized and directed to execute the Interlocal Cooperation Agreement with SID 240 of Sarpy County, Nebraska on behalf of the District.

FURTHER RESOLVED, that a copy of said Interlocal Cooperation Agreement be made a part of the records of the District by attaching same to these minutes.

On roll call on said resolution, the following Trustees voted aye: Paul S. McCune, Michelle Zimmerman, Susan McCune, Stacey Holt and Jason McCune; voting nay thereon were the following Trustees: None. The Chairman then declared said resolution to be duly carried and adopted.

The Chairman directed the Board's attention to Agenda Item No. 4 for an update on various engineering matters. Attorney Huck reported as follows:

a. Easements: The Perpetual Easement from Charleston Homes, LLC to SID 240 of Sarpy County, Nebraska and SID 278 of Sarpy County, Nebraska related to the outfall sanitary sewer pipe line has been executed and will be recorded with the Sarpy County Register of Deeds. A copy of said Perpetual Easement is attached to these minutes for reference.

b. Plat and Dedication of Street Widening: The Plat and Dedication for Street Widening, a copy of which is attached to these minutes for reference, has been fully executed and the District's Engineers have recorded or will record it. A copy is attached to these minutes for reference.

c. Other: Proposals were solicited for installation of street and regulatory signs in the District, and the proposal of Skyline Sign Company was the lowest responsible bid in the amount of \$3,999.00. After discussion, the following resolution was duly moved and seconded, to-wit:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 of Sarpy County, Nebraska, that the proposal of Skyline Sign Company in the amount of \$3,999.00 for installation of street and regulatory signs in the District be and hereby is accepted.

On roll call on said resolution, the following Trustees voted aye: Paul S. McCune, Michelle Zimmerman, Susan McCune, Stacey Holt and Jason McCune; voting nay thereon were the following Trustees: None. The Chairman then declared said resolution to be duly carried and adopted.

The Chairman directed the Board's attention to Agenda Item No. 5, Payment of Bills of the District, and presented for the Board's consideration the following bills, statements and invoices. Thereupon, the following resolutions were duly moved and seconded, to-wit:

BE IT RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant Nos. 152 through 175 of the District, dated the date of this meeting, to the following payees and in the following amounts, said Warrant Nos. 152 through 157 to be drawn on the General Fund of the District and to draw interest at the rate of seven percent (7%) per annum, and Warrant Nos. 158 through 175, inclusive, 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, as to the Construction Fund Warrants only), and to be redeemed no later than the dates noted below, subject to extension of said maturity date, (for Construction Fund Warrants only), by order of the District Court of Sarpy County, Nebraska, after notice is given as required by law, to-wit:

<u>GENERAL FUND</u>			
January 13, 2017			
152	Lutz & Company, PC	500.00	Invoice No. 159032 dated 12/31/13
153	Croker Huck Kasher DeWitt Anderson & Gonderinger, LLC	2,683.35	Invoice No. 98775 dated 12/17/13
154	Kuehl Capital Corporation	3,000.00	Invoice No. 1193 dated 8/14/13
155	Kuehl Capital Corporation	3,000.00	Invoice No. 1193 dated 8/14/13
156	Kuehl Capital Corporation	3,000.00	Invoice No. 1193 dated 8/14/13
157	Kuehl Capital Corporation	79.58	Municipal Advisor Structuring Fee; Warrants 151 and 152
<u>CONSTRUCTION FUND</u>			
January 13, 2019			
158	Kutak Rock LLP	3,000.00	Invoice Dated 10/15/13 for Warrant Offering Circular
159	Utilities Services Group	4,053.50	SS OS SS and P - Sec. I - Invoice Nos. 10055 and 10122
160	Thiele Geotech, Inc.	10,000.00	SS OS SS and P - Sec. I - Invoice Nos. 47270, 47530 and 47923
161	Thiele Geotech, Inc.	6,331.00	SS OS SS and P - Sec. I - Invoice Nos. 47270, 47530 and 47923
162	Lamp Rynearson & Associates	10,000.00	Invoice No.0107018.11-0000006
163	Lamp Rynearson & Associates	4,405.87	Invoice No.0107018.11-0000006
164	Lamp Rynearson & Associates	10,000.00	Invoice No. 0107018.11-0000007
165	Lamp Rynearson & Associates	9,899.38	Invoice No. 0107018.11-0000007
166	SID No. 176 of Sarpy County and SID No. 192 of Sarpy County	10,000.00	Connection Charge per Amendment to Interlocal Agreement
167	SID No. 176 of Sarpy County and SID No. 192 of Sarpy County	6,723.09	Connection Charge per Amendment to Interlocal Agreement
168	SID Nos. 240, 255 and 260 of Sarpy County, Nebraska	10,000.00	Connection Charge per Second Amendment to Interlocal Agreement
169	SID Nos. 240, 255 and 260 of Sarpy County, Nebraska	10,000.00	Connection Charge per Second Amendment to Interlocal Agreement
170	SID Nos. 240, 255 and 260 of Sarpy County, Nebraska	1,785.20	Connection Charge per Second Amendment to Interlocal Agreement
171	Croker Huck Kasher DeWitt Anderson & Gonderinger, LLC	10,000.00	Invoice No. 99770
172	Croker Huck Kasher DeWitt Anderson & Gonderinger, LLC	10,000.00	Invoice No. 99770
173	Croker Huck Kasher DeWitt Anderson & Gonderinger, LLC	10,000.00	Invoice No. 99770
174	Croker Huck Kasher DeWitt Anderson & Gonderinger, LLC	7,801.66	Invoice No. 99770
175	Kuehl Capital Corporation	3,350.00	Municipal Advisor Structuring Fee; Warrant Nos. 158 through 174, inclusive

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 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 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.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 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.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 278 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.

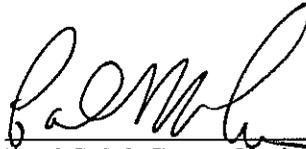
4. This Certificate is being passed, executed and delivered pursuant to Section 1.148-2(b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

On roll call on the foregoing resolutions, the following Trustees voted aye: Paul S. McCune, Michelle Zimmerman, Susan McCune, Stacey Holt and Jason McCune; voting nay

thereon were the following Trustees: None. The Chairman then declared said resolutions to be duly carried and adopted.

Under Miscellaneous Matters, Attorney Huck reported that the State Auditor has granted the District's request for a waiver of the requirement of an audit for the year ended June 30, 2013. A copy of the State Auditor's letter is attached to these minutes.

There being no further business, a motion for adjournment was duly moved, seconded and unanimously carried.



Paul S. McCune, Chairman and Trustee



Michelle Zimmerman, Clerk and Trustee