

SANITARY AND IMPROVEMENT DISTRICT NO. 282 OF
SARPY COUNTY, NEBRASKA

Minutes of Meeting of Board of Trustees

June 12, 2013

A meeting of the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska, was convened in open and public session at 4:00 p.m. on the 12th day of June, 2013 the offices of Wick's Truck Trailer, 10580 South 147th Street, Omaha, Nebraska. Present were: Dawn M. Buck, Steve Wickersham and Terry Schnauber. Judy Wickersham and Gale Wickersham were absent.

Notice of the meeting was given in advance thereof by publication in The Papillion Times on June 5, 2013, copy of the Affidavit of Publication being attached to these Minutes. Notice of the meeting was simultaneously given to all members of the Board of Trustees, and their Acknowledgements of Receipt of Notice are attached to these Minutes. Notice has also been given to the County Clerk. Availability of the agenda was communicated in the published Notice and in the Notice to the Trustees of the meeting; a copy of the meeting agenda is attached to these Minutes. All proceedings of the Board were taken while the convened meeting was open to the attendance of the public.

The following proceedings were had:

The meeting was called to order by Steve Wickersham, who was appointed Acting Chairman of the meeting.

The Acting 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 Acting Chairman announced that the first matter for consideration was the approval of the Minutes of the meeting held on April 18, 2013. After a review and discussion of the Minutes, the minutes were unanimously approved.

The Acting Chairman announced that the next matter for discussion was the consideration of the execution of the Dissemination Agent Agreement with Bankers Trust. Mr. Thomas J. Guilfoyle, attorney for the District, explained that he had received a letter from Richard S. Harman of Ameritas, who explained that due to changes in various federal securities laws, and filing requirements in connection with those changes, that Ameritas is no longer in a position to assist the District with such filings. Ameritas Investment Corp. is making recommendation that the District retain Bankers Trust to act as a Dissemination Agent for such disclosure filings. After thorough discussion and upon motion duly made, seconded and by roll call vote as follows:

<u>Trustee</u>	<u>Vote</u>
Gale L. Wickersham	Absent
Dawn M. Buck	Yes
Judy Wickersham	Absent
Steve Wickersham	Yes
Terry Schnauber	Yes

the following resolution was unanimously adopted:

RESOLVED, that the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska, do and the same hereby does appoint Bankers Trust as its Dissemination Agent and the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska does hereby authorize its Chairman to execute the proposed Dissemination Agreement presented to the Board.

The Acting Chairman announced that the next matter for consideration was the engagement of Averkamp Goodnight Schwaller & Nelson PC for accounting services to be provided to the District for the year ending June 30, 2012. The Acting Chairman informed the Board that the District had received a letter outlining the accountants' duties and responsibilities in connection with the year-end and annual budget and that it would be appropriate to approve the execution of the proposal on behalf of the District. After thorough discussion and upon motion duly made, seconded and by roll call vote as follows:

<u>Trustee</u>	<u>Vote</u>
Gale L. Wickersham	Absent
Dawn Buck	Yes
Judy Wickersham	Absent
Steve Wickersham	Yes
Terry Schnauber	Yes

The Board of Trustees authorized the employment of Averkamp Goodnight Schwaller & Nelson PC as accountants for the District on the terms set forth in the accountants' proposal, and ordered the Chairman's execution of the proposal on behalf of the District.

The Acting Chairman announced that the next matter for consideration was the ratification of warrants drawn on the General Fund Account of the District and payable to Omaha Public Power District. The Acting Chairman announced that at a prior meeting the Chairman and Clerk were authorized to issue warrants payable to Omaha Public Power District for street and sign lights as they became due to avoid problems caused by payment delays occasioned by delays in meetings. Such warrants are to be ratified at the meeting following their issuance. Warrants were issued as follows:

<u>Warrant No.</u>	<u>Payee</u>	<u>Amount</u>
784	Omaha Public Power District (issued 5-3-13)	654.06

In addition, the Acting Chairman announced that the next matter for discussion was the consideration of bills to be paid from the General Fund of the District. The Clerk presented a statement from Erickson & Sederstrom, PC in the amount of \$1,676.04 for legal fees and costs; statements from Lamp Rynearson & Associates, Inc. in the total sum of \$759.58 for engineering services; statement from World Herald Media Group in the total amount of \$9.84 for publication expense; statement from Omaha Public Power District in the amount of \$632.16 for street and sign lighting; a statement from Clean Sweep Commercial, Inc. in the amount of \$200.00 for street sweeping; a statement from Alfred Benesch, Inc. in the amount of \$3,220.43 for wetlands monitoring; a statement from Signature Advertising & Display, Inc. in the amount of \$411.45 for street sign repair; upon motion duly made, seconded and by roll call vote as follows:

<u>Trustee</u>	<u>Vote</u>
Gale L. Wickersham	Absent
Dawn Buck	Yes
Judy Wickersham	Absent
Steve Wickersham	Yes
Terry Schnauber	Yes

the following resolution was adopted:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Warrant Nos. 784 through 791 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 7% per annum (interest to be payable at maturity) and to be redeemed no later than June 12, 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:

- A. Warrant No. 784 in the amount of \$654.06, payable to Omaha Public Power District;
- B. Warrant No. 785 in the amount of \$1,676.04, payable to Erickson & Sederstrom, PC;
- C. Warrant No. 786 in the amount of \$759.58, payable to Lamp Rynearson & Associates, Inc.; and
- D. Warrant No. 787 in the amount of \$9.84, payable to World Herald Media Group;
- E. Warrant No. 788 in the amount of \$632.16, payable to Omaha Public Power District;
- F. Warrant No. 789 in the amount of \$200.00, payable to Clean Sweep Commercial, Inc.;
- G. Warrant No. 790 in the amount of \$3,220.43, payable to Alfred Benesch, Inc.; and
- H. Warrant No. 791 in the amount of \$411.45, payable to Signature Advertising & Display, Inc.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 282 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 being 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 specifically 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.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska that the District hereby covenants, warrants and agrees as follows: (a) to take all actions necessary under the 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.

There being no further business to come before the meeting, upon motion duly made, seconded and by roll call vote as follows:

<u>Trustee</u>	<u>Vote</u>
Gale L. Wickersham	Absent
Dawn M. Buck	Yes
Judy Wickersham	Absent
Steve Wickersham	Yes
Terry Schnauber	Yes

the meeting was adjourned.



DAWN M. BUCK, Clerk

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 282 of Sarpy County, Nebraska, ("The District") and hereby further certify as follows:

1. Annexed to this certificate is a true and correct transcript of the proceedings of the Board of Trustees of the District relating to a meeting of said District held on the date and at the time reflected in the meeting minutes contained in said foregoing transcript (the "Meeting"). All of the proceedings of the District and of the Board of Trustees thereof which are set out in the annexed and foregoing transcript have been fully recorded in the journal of proceedings of the District and the undersigned District Clerk has carefully compared the annexed and foregoing transcript with said journal and with the records and files of the District which are in such Clerk's official custody and said transcript is a full, true and complete copy of said journal, records and files which are set out therein.

2. Advance notice for the Meeting was given by publication as set forth in the affidavit of publication contained in the foregoing transcript and was mailed to the Clerk of the municipality or county within whose zoning jurisdiction the District is located at least seven days prior to the date of the Meeting. Advance notice for the meeting, including notice of agenda subjects, was given to all members of the Board of Trustees. All news media requesting notification of meetings of said body were provided with advance notice of the times and places of such meetings and the subjects to be discussed.

3. All of the subjects addressed at the Meeting were contained in the agenda for the Meeting, which agenda was kept continually current and readily available for public inspection at the address listed in the meeting notice for the Meeting and a copy of which is attached to this Certificate; such subjects were contained in said agenda for at least 24 hours prior to the Meeting and each agenda item was sufficiently descriptive to give the public reasonable notice of the matters to be considered at the Meeting.

4. A current copy of the Nebraska Open Meetings Act was available and accessible to members of the public, posted during the Meeting in the room in which such Meeting was held and all in attendance at the Meeting were informed that such copy of the Nebraska Open Meetings Act was available for review and were informed of the location of such copy in the room in which such Meeting was being held. At least one copy of all resolutions and other reproducible written materials, which actions are shown in said proceedings, was made available for examination and copying by members of the public at the Meeting.

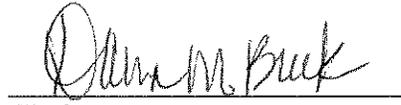
5. The minutes of the Meeting were in written form and available for public inspection within ten (10) working days after the Meeting or prior to the next convened meeting, whichever occurred earlier, at the office of the District; within thirty (30) days after the date of the Meeting, a copy of the Minutes of the Meeting was sent to the Clerk of the municipality or county within whose zoning jurisdiction the District is located.

6. No litigation is now pending or threatened to restrain or enjoin the District from the issuance and delivery of any warrants or other obligations issued by the District or the levy and collection of tax or other revenues or relating to any of the improvements for which any such warrants or other obligations were or are issued nor in any manner questioning the proceedings and authority under which any such warrants or other obligations were or are issued or affecting the validity thereof; neither the corporate existence or boundaries of the District nor the title of its present officers to their respective offices is being contested; no authority or proceedings for the issuance of any warrants or other obligations by the District have been repealed, revoked or rescinded as of the date hereof. All actions taken by the Board of Trustees referred to in said transcript were taken at a public meeting while open to the attendance of the public.

IN WITNESS WHEREOF, we have hereunto affixed our official signatures this 24
day of June, 2013.



Chairperson



Clerk

AGENDA

Sanitary and Improvement District No. 282 of
Sarpy County, Nebraska
June 12, 2013

1. Appoint Acting Chairman
2. Meeting called to Order – Announcement to be made by Acting Chairman as follows:

“A current copy of the Nebraska Open Meetings Act is available for review by anyone in attendance. [indicate where the copy is located].”
3. Review of the Minutes of April 18, 2013 meeting
4. Items to Discuss
 - a. Execution of Dissemination Agent Agreement with Bankers Trust
 - b. Engagement letter with Awerkamp Goodnight Schwaller & Nelson, PC

5. Ratification of General Fund Warrants:

<u>Warrant</u> <u>No.</u>	<u>Payee</u>	<u>Amount</u>
784	Omaha Public Power District (issued 5-3-13)	654.06

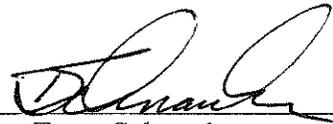
6. Payment of General Fund Bills:

<u>Warrant</u> <u>No.</u>	<u>Payee</u>	<u>Amount</u>
785	Erickson & Sederstrom PC	1,676.04
786	Lamp Rynearson & Associates, Inc.	759.58
787	World Herald Media Group (Papillion Times)	9.84
788	Omaha Public Power District	632.16
789	Clean Sweep Commercial, Inc.	200.00
790	Alfred Benesch, Inc.	3,220.43
791	Signature Advertising & Display, Inc.	411.45

7. New business, if any.
8. Adjournment.

ACKNOWLEDGEMENT OF RECEIPT OF NOTICE MEETING

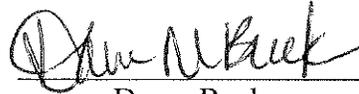
The undersigned Trustee hereby acknowledges receipt of Notice of the meeting of the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska, to be held on June 12, 2013 at the offices of Wick's Truck Trailer, 10580 South 147th Street, Omaha, Nebraska beginning at 4:00 P.M.



Terry Schnauber

ACKNOWLEDGEMENT OF RECEIPT OF NOTICE MEETING

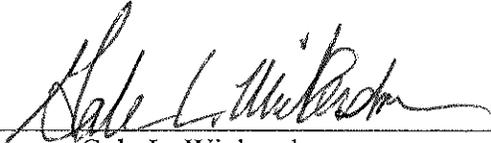
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A handwritten signature in black ink, appearing to read "Dawn Buck". The signature is written in a cursive style with a large initial "D".

Dawn Buck

ACKNOWLEDGEMENT OF RECEIPT OF NOTICE OF MEETING

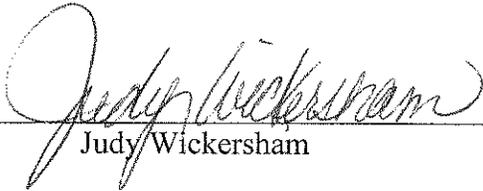
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Gale L. Wickersham

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Judy Wickersham

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Steve Wickersham

Deb Arkfeld

From: Sandra Mills [smills@sarpy.com]
Sent: Wednesday, June 05, 2013 9:37 AM
To: Tom Guilfoyle
Cc: Renee Lansman; Debra J. Houghtaling; Chris Vance; Kendra Koehler
Subject: RE: SID 282 - Notice of June 12, 2013 meeting

Thank you for the e-mail.

Deb Houghtaling

Deb Houghtaling
Sarpy County Clerk
Deb@sarpy.com
(By Sandy Mills, Administrative Assistant)
402-593-5957
Fax: 402-593-4471

From: Tom Guilfoyle [<mailto:tguil@eslaw.com>]
Sent: Wednesday, May 29, 2013 3:09 PM
To: SID
Subject: SID 282 - Notice of June 12, 2013 meeting

Dear Sir or Madam:

Please see attached Notice of Meeting to be held on June 12, 2013 in the above-captioned SID. Please acknowledge receipt of the Notice by replying to this e-mail.

Thank you for your assistance.

Tom

Thomas J. Guilfoyle
Erickson | Sederstrom, P.C.
10330 Regency Parkway Drive, Suite 100
Omaha, NE 68114
(402) 397-2200
Direct Line: (402) 390-7124
Fax: (402) 390-7137
guilfoyle@eslaw.com

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ERICKSON | SEDERSTROM, P.C.
Attorneys
10330 Regency Parkway Drive
Omaha, Nebraska

NOTICE

NOTICE is hereby given that a meeting of the Board of Trustees of Sanitary and Improvement District No. 282 of Sarpy County, Nebraska will be held at 4:00 p.m. on the 12th day of June, 2013, at the offices of Wick's Truck Trailer, 10580 South 147th Street, Omaha, Nebraska, which meeting shall be open to the public.

An agenda for such meeting is kept continuously current and is available for public inspection at the office of counsel for the District at 10330 Regency Parkway Drive, Omaha, Nebraska, and includes the payment of bills and general business of the District.

Dawn Buck, Clerk