

**MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF
SANITARY & IMPROVEMENT DISTRICT NO. 285 OF SARPY COUNTY, NE**

The meeting of the Board of Trustees of Sanitary & Improvement District No. 285 of Sarpy County, Nebraska, was convened in open and public session at 4:00 o'clock P.M. on October 29, 2013 at 11718 Nicholas Street, Suite 101, Omaha, Nebraska. Present were the following Trustees: Rick Scheer, Robert Fechtmeister, Shawn Nowling and Dale Mueller. Absent was Greg McNeese. Also present was Mark L. Laughlin, counsel for the District. Notice of the meeting was given in advance thereof by publication in the Gretna Breeze, Sarpy County, Nebraska, on October 23, 2013, 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 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.

Mark Laughlin 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 first item on the agenda was to approve the minutes of the September 4, 2013, District meeting.

After a full discussion and upon a motion being duly made and seconded, with everyone voting "aye" and no one voting "no", the following resolution was adopted:

RESOLVED, that the minutes of the September 4, 2013, District meeting are hereby approved.

Mark Laughlin indicated that the election of trustees resulted in re-election of Rick Sheer, Robert Fechtmeister, Shawn Nowling and Greg McNeese. Dale Mueller was also elected to the Board. Nomination for Chairman and Clerk of the District were taken with Shawn Nowling proposing that Rick Scheer be nominated as Chairman and Dale J. Mueller as Clerk.

After a full discussion, and upon a motion being duly made with everyone voting "aye" and no one voting "no", the following resolution was adopted:

BE IT RESOLVED, that Rick Scheer is elected Chairman and Dale J. Mueller is elected Clerk of SID 285.

Rick Scheer then stated that the grading and repair of the streets in the District had been satisfactorily completed and he had received invoices for the street repair work on the District's roadways. The invoice submitted from Martin Marietta Materials in the amount of \$10,409.85 was the amount of their proposal. The invoice submitted by Ron Hurst for street grading in the amount of \$2,250.00. The invoice submitted by Husker Chem Sales for application of chloride/dust control was in the amount of \$5,713.67.

After a full discussion, and upon a motion being duly made with everyone voting "aye" and no one voting "no", the following resolution was adopted:

BE IT RESOLVED, that the District approve issuance of its general fund warrants in payment to Ron Hurst for street grading in the amount of \$2,250.00; that the District approve payment to Martin Marietta Materials in the amount of \$10,409.85; that the District approve payment to Husker Chem Sales in the amount of \$5,713.67.

Counsel then submitted to the Board the following invoices for payment from the General Fund:

- A) Statement from World Herald Media Group in the amount of \$9.36 for publication costs.
- B) Statement from Ron Hurst in the amount of \$2,250.00 for invoice number 368196.
- C) Statement from Husker Chem Sales in the amount of \$5,713.67 for invoice number 0065693-IN.
- D) Statement from Martin Marietta Materials in the amount of \$10,409.85 for invoice number 12187935.

After full discussion upon motion being duly made and seconded with all Trustees present voting "aye" and with no Trustees voting "no", the following Resolutions were adopted:

RESOLVED, that the Board of Trustees of Sanitary and Improvement District No. 285 of Sarpy County, Nebraska hereby approves the above items for payment and that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver warrants to be payable from the General Fund Account of the District and to be redeemed no later than three (3) years from the date hereof, being October 29, 2016, and Warrant Nos. 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, said warrants to bear interest at the rate of 7% per annum after registration, to-wit:

- A) General Fund Warrant No. 43 in the amount of \$9.36, payable to World Herald Media Group for publication costs.
- B) General Fund Warrant No. 44 in the amount of \$2,250.00, payable to Ron Hurst for invoice number 368196.
- C) General Fund Warrant No. 45 in the amount of \$5,713.67 payable to Husker Chem Sales or invoice number 0065693-IN.
- D) General Fund Warrant No. 46 in the amount of \$5,000.00 and General Fund Warrant No. 47 in the amount of \$5,409.85 payable to Martin Marietta Materials for a total amount due of \$10,409.85 for invoice number 12187935.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 285 of Sarpy County, Nebraska, that both they and the District hereby find and determine and covenant, and warrant and

agree that (a) the facilities for which the above Warrants are issued are designed to serve members of the general public on an equal basis; (b) there are no persons with rights to use said facilities other than as members of the general public; (c) ownership and operation of said facilities is with the District or another political subdivision; (d) none of the proceeds of the Warrants will be loaned to any person and to the extent that special assessments have been or are to be levied for any said facilities, 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 such facilities in the District; (e) the development of the land in the District for sale and occupation by the general public is proceeding with reasonable speed and (f) the District hereby authorizes and directs the Chairman or Clerk to file, when due, an information reporting form pursuant to section 149(e) of the Internal Revenue Code of 1986 pertaining to the above Warrants.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 285 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.

BE IT FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 285 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 Douglas County, Nebraska, as follows:

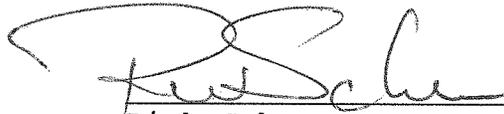
1. No separate reserve or replacement fund has been or will be established with respect to the above Warrants. The District reasonably anticipates that monies in its Bond Fund reasonably attributable to the above Warrants in excess of the lesser of: (a) 10% of the net principal proceeds of the above 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 Sections 1.103-13, 1.103-14 and 1.103-15 of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

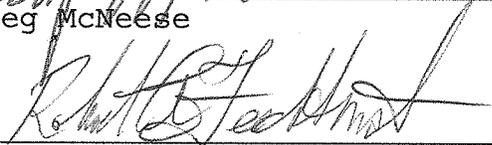
There being no further business to come before the meeting,
the same was adjourned.



Rick Scheer



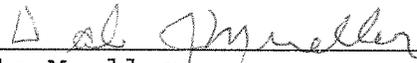
Greg McNeese



Robert Fechtmeister



Shawn Nowling

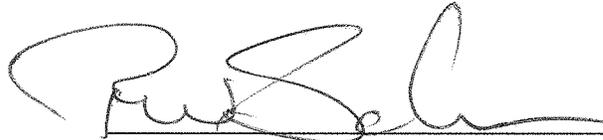


Dale Mueller

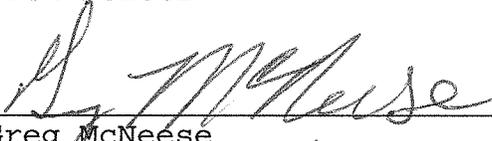
ACKNOWLEDGMENT OF RECEIPT OF NOTICE OF HEARING

The undersigned Trustees of Sanitary and Improvement District No. 285 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 held at 4:00 p.m. at 11718 Nicholas Street, Suite 101, Omaha, Nebraska.

Dated this 29th day of October, 2013.



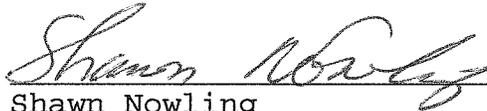
Rick Scheer



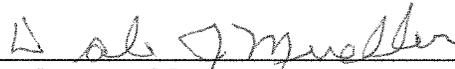
Greg McNeese



Robert Fechtmeister



Shawn Nowling



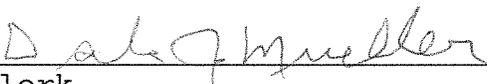
Dale Mueller

CERTIFICATE

STATE OF NEBRASKA)
)
COUNTY OF SARPY)
)
SANITARY AND)
IMPROVEMENT)
DISTRICT NO. 285)

I, the undersigned, Clerk for Sanitary and Improvement District No. 285 of Sarpy County, Nebraska, hereby certify that all of the subjects included in the attached proceedings were contained in the agenda for the meeting of October 29, 2013, kept continually current and available for public inspection at the office of the Clerk; that such subjects were contained in said agenda for at least twenty-four hours prior to said meeting; that the minutes of the Chairman and Board of Trustees of the District, from which the foregoing proceedings have been extracted were in written form and available for public inspection within ten working days and prior to the next convened meeting of said body; that all news media requesting notification concerning meetings of said body were provided advance notification of the time and place of said meeting and the subjects to be discussed at said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of October, 2013.



Clerk

CERTIFICATE OF NOTICE

STATE OF NEBRASKA)
)
COUNTY OF SARPY)

I hereby certify that I am the duly qualified and acting Clerk of Sanitary and Improvement District No. 285 of Sarpy County, Nebraska, and that not less than seven (7) days prior to the date set for this meeting of the Board of Trustees of this District, a notice was sent to the Clerk of the City of Gretna, Nebraska, the municipality or county whose zoning jurisdiction this District is located, notifying said Clerk of this meeting.

Dated this 29th day of October, 2013.

Dale Mueller
Clerk

CERTIFICATE

The undersigned hereby certify that they are the Chairperson and Clerk of Sanitary and Improvement District Number 285 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, for 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 29th day of October, 2013.



Chairman



Clerk

SANITARY AND IMPROVEMENT DISTRICT NO. 285
OF SARPY COUNTY, NEBRASKA

AGENDA

October 29, 2013
4:00 P.M.

The following items are the matters which are to be brought before the Board of Trustees of the above District at 11718 Nicholas Street, Suite 101, Omaha, Nebraska.

1. Approve minutes of meeting of September 4, 2013.
2. Discuss results of election; nominate and appoint Chairman and Clerk.
3. Discuss and approve invoices for road repairs.
4. General District Business.
5. Payment of bills:
 - a) World Herald Media Group (G) \$ 9.36
 - b) Ron Hurst (G) \$ 2,250.00
 - c) Husker Chem Sales (G) \$ 5,713.67
 - d) Martin Marietta Materials (G) \$10,409.85
6. Additional matters brought before the Board of Trustees.

Rick Scheer, Chairman

From: Row Hurst
 21984 BOBWHITE AVE.
 GRETNA, NE. 68028

368196

customer's order no.	phone	date
		9-23-13
name		
SOUTH GATE ESTATES		
address		
c/o RICK SHEARS		
city, state, zip		
sold by	cash <input type="checkbox"/> charge <input type="checkbox"/> check <input type="checkbox"/>	shipping information
	c.o.d. <input type="checkbox"/> on acct. <input type="checkbox"/> # _____	

quantity	description	price	amount
1	5 Ms. fill holes, Patch Rough		
2	spots, open Drainage @	150	750 ⁰⁰
3	10 Des on scene for Rock		
4	delivery + leveling @	150	1500 ⁰⁰
5	TOT		2250 ⁰⁰
6			
7			
8			
9			
10			
11			
12			
13			
14			

received by

Husker Chem Sales

Liquidow® Calcium Chloride • Magnesium Chloride
Dust & Ice Control Products

Dust Control Application • Salt Wetting Equipment

36712 Fletcher Ave., P. O. Box 405

Weeping Water, NE 68463-0405

PHONE (402)267-2985 • NE WATS (800)422-4820

Invoice

Invoice Number: 0065693-IN

Invoice Date: 9/3/2013

Customer Number: 30-0068500

Sold To:

S.I.D. #285
2121 Burr Oak Road
Gretna, NE 68028

Ship To:

Dust control at same

Customer P.O.	Ship VIA	Date Shipped	Terms	Salesperson
	Company Truck	9/3/2013	Net 30 Days	Gary Thimgan - Chloride

Shipped	Unit	Description	Price	Amount
5,040.00	GL M	APPL CHLORIDE-DUST CONTROL	1.0200	5,140.80
1.00	EA	MOBILIZATION CHARGE	275.0000	275.00

Please pay from this invoice and remit to:

HUSKER CHEM SALES
P O BOX 405
WEEPING WATER, NE 68463-0405

A finance charge of 1 1/2 % per month, or 18% PER ANNUM will be charged on accounts after 30 days.

Net Invoice:	5,415.80
Sales Tax Collected:	297.87
NE	
Invoice Total:	<u>5,713.67</u>

Customer

We appreciate your business & prompt payment!

Martin Marietta Materials



P.O. Box 30013
 Raleigh, North Carolina 27622-0013
 Visit eRocks™ at www.martinmarietta.com

R
E
M
I
T
T
O

CUSTOMER NO.
669376

STATEMENT NO.
2093358

Martin Marietta Materials
 PO Box 93186
 Chicago IL 60673-3186

FOR QUESTIONS, PLEASE CALL: 515 254-0030

007487 007749

SOUTHGATE ESTATES SID #285
 11718 NICHOLAS STREET
 OMAHA NE 68154 US

Balance Due 10,409.85

Payment Amount

If remittance does not agree with the balance on this statement, please send details of what is being

DETACH and include this Return Portion with Payment

Please report any potential ethics violations to the Martin Marietta Corporate Ethics Office 1-800-209-4508 or see www.martinmarietta.com.

DATE	LOCATION	INVOICE NUMBER	REFERENCE NUMBER	DOC TYPE	DESCRIPTION	CHARGES AND CREDITS
08/31/13	38104	12187935	00000	RI	Invoice	10,409.85

AS OF DATE	09/30/13	ENDING BALANCE	10,409.85
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P.O. Box 30013
 Raleigh, NC 27622-0013
 Visit eRocks™ at www.martinmarietta.com

FOR BILLING QUESTIONS PLEASE CALL
 515-254-0030

JOB NAME: MISC JOB TAXABLE TRK

SOLD TO: 003354 005254
 SOUTHGATE ESTATES SID #285
 11718 NICHOLAS STREET
 OMAHA NE 68154

SHIP TO:
 MISCELLANEOUS JOB TAXABLE TRUCK
 SPREAD ROAD OFF OF CAPEHART ROAD BTWN 23
 AND HWY 6 / GRETNA NE / RON 402-690-8370
 GRETNA NE 68028

PAYMENT TERMS: NET 30 DAYS- A/R

Order No.	Customer PO No.	Dest. No.	Job No.	Dist	Business Unit	Business Unit Name	Cust. No.	Invoice Date	Invoice No.	
7762271 SO		001	888801	81	38104	Springfield Quarry-Co 2	669376	8/31/13	12187935	
Ship Date Car/Barge No.	Product No.	Description	Quantity	UM	Unit Price	Material Amount	Freight Rate	Freight Amount	Taxes & Fees	TOTAL
08/29/13	0796	3/4 CRU RUN								
		7499997	29.63	TN	10.25	303.71	4.00	118.52		422.23
		7500000	29.78	TN	10.25	305.25	4.00	119.12		424.37
		7500001	27.44	TN	10.25	281.26	4.00	109.76		391.02
		7500007	29.80	TN	10.25	305.45	4.00	119.20		424.65
		7500008	29.80	TN	10.25	305.45	4.00	119.20		424.65
		7500009	27.48	TN	10.25	281.67	4.00	109.92		391.59
		7500016	29.61	TN	10.25	303.50	4.00	118.44		421.94
		7500017	27.73	TN	10.25	284.23	4.00	110.92		395.15
		7500018	29.42	TN	10.25	301.56	4.00	117.68		419.24
		7500027	29.41	TN	10.25	301.45	4.00	117.64		419.09
		7500029	27.39	TN	10.25	280.75	4.00	109.56		390.31
		7500030	29.52	TN	10.25	302.58	4.00	118.08		420.66
		7500038	29.46	TN	10.25	301.97	4.00	117.84		419.81
		7500040	29.46	TN	10.25	301.97	4.00	117.84		419.81
		7500044	27.97	TN	10.25	286.69	4.00	111.88		398.57
		7500048	29.34	TN	10.25	300.74	4.00	117.36		418.10
		7500049	29.78	TN	10.25	305.25	4.00	119.12		424.37

INVOICE TOTAL CONTINUED

DETACH and Include this Return Portion with Payment



CUSTOMER NUMBER: 669376 SOUTHGATE ESTATES SI
 INVOICE NUMBER: 12187935

REMIT TO:
 MARTIN MARIETTA MATERIALS
 PO Box 93186
 Chicago IL 60673-3186

PAYMENT DUE \$10,409.85

Please report any potential ethics violations to the Martin Marietta Materials Corporate Ethics Office 1-800-209-4508 or see www.martinmarietta.com.
 For all other questions call the number above

PLEASE NOTIFY US OF ANY ALTERATIONS YOU MAKE TOWARDS THE INVOICE AMOUNT



P.O. Box 30013
 Raleigh, NC 27622-0013
 Visit eRocks™ at www.martinmarietta.com

FOR BILLING QUESTIONS PLEASE CALL
 515-254-0030

SOLD TO: 005255

SOUTHGATE ESTATES SID #285
 11718 NICHOLAS STREET
 OMAHA NE 68154

SHIP TO:

MISCELLANEOUS JOB TAXABLE TRUCK
 SPREAD ROAD OFF OF CAPEHART ROAD BTWN 23
 AND HWY 6 / GRETNA NE / RON 402-690-8370
 GRETNA NE 68028

Order No.	Customer PO No.	Dest. No.	Job No.	Dist	Business Unit	Business Unit Name	Cust. No.	Invoice Date	Invoice No.	
7762271 SO		001	888801	81	38104	Springfield Quarry-Co 2	669376	8/31/13	12187935	
Ship Date Car/Barge No.	Product No.	Description	Quantity	UM	Unit Price	Material Amount	Freight Rate	Freight Amount	Taxes & Fees	TOTAL
	7500053		27.43	TN	10.25	281.16	4.00	109.72		390.88
	7500058		29.68	TN	10.25	304.22	4.00	118.72		422.94
	7500060		29.41	TN	10.25	301.45	4.00	117.64		419.09
	7500067		27.08	TN	10.25	277.57	4.00	108.32		385.89
	7500072		29.09	TN	10.25	298.17	4.00	116.36		414.53
	7500074		29.62	TN	10.25	303.61	4.00	118.48		422.09
	7500078		27.10	TN	10.25	277.78	4.00	108.40		386.18
		SUBTOTAL	692.43			7,097.44		2,769.72		9,867.16
TOTAL			692.43			7,097.44		2,769.72		9,867.16
					TAX RATE		5.5 %	TAX AMOUNT	542.69	
\$10,409.85										