

MINUTES OF MEETING
OF
SANITARY AND IMPROVEMENT DISTRICT NO. 297
OF SARPY COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 297 of Sarpy County, Nebraska, was convened in open and public session at 10:00 a.m. on the 13th day of September, 2013, at 8216 South 109th Street, LaVista, Nebraska.

Present were: John C. Allen, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler.

Absent: None.

Notice of the meeting was given in advance thereof by publication in the Bellevue Leader on September 11, 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 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.

The following Trustees were subsequently nominated and elected by unanimous vote to serve in the capacity as designated until the first public election of the Trustees or until their successors are duly elected and qualified:

Chairman – John C. Allen
Clerk – Jeanne D. Knox

The Clerk next presented a certificate for inclusion in these minutes and for examination by the Trustees acknowledging that the Trustees Bonds have been filed with the County Clerk of Sarpy County, Nebraska. The Clerk next affixed to these minutes the proposed official seal of the District. Upon a motion duly made and seconded, the following roll call vote was had with each one of the Trustees, John C. Allen, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler voting "Aye", with none voting "Nay" thereby adopting the following resolution:

RESOLVED, that the seal affixed hereon be adopted and approved as the official seal for Sanitary and Improvement District No. 297 of Sarpy County, Nebraska.

Discussion was next had by the Trustees with regard to retaining various advisors and professionals for and on behalf of the District. The Chairman reported that he had discussed the affairs of the District with

Lamp, Rynearson & Associates, Inc., architects, engineers and planners with regard to performing services for and on behalf of the District. The Chairman also reported that legal representation of the District had been discussed with the law firm of Pansing Hogan Ernst & Bachman LLP for purposes of retaining such firm in the representation of the District. Upon a motion duly made and seconded and upon a roll call vote the Trustees, John C. Allen, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler voted "Aye" with none voting "Nay" adopting the following resolution:

RESOLVED, that the Board of Trustees employ and retain Lamp, Rynearson & Associates, Inc., consulting engineers and planners as the engineers and planners for the District and that the attached engineering contract be approved and ratified. Further, that the Chairman and Clerk be and they hereby are authorized to execute such contract for and on behalf of the District.

FURTHER RESOLVED, that the law firm of Pansing Hogan Ernst & Bachman LLP, be appointed and retained as attorneys for the District with their fair compensation to be set by the Board from time to time on a basis of reasonable compensation for services rendered and that such firm be reimbursed on a similar basis for prior services rendered in connection with the organization and formation of the District.

The Chairman next directed the attention of the Board to the fact that during the construction phase of the District the Clerk will be responsible for various construction functions and services requiring extended use of his personal time. As a result of the discussion of such efforts which would be required of the Clerk, a motion was duly made and seconded whereupon a roll call vote was taken at which the Trustees, John C. Allen, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler voted "Aye" with none voting "Nay", with Jeanne D. Knox abstaining, with the following resolution being duly adopted and passed:

RESOLVED, that the Clerk of the District be compensated at the statutory rate of \$100.00 per month.

The Chairman next directed that the statement be required pursuant to the provisions of 31-727.01 and 31-727.03 of the Nebraska Revised Statutes, 1943, be prepared and filed with appropriate Sarpy County authorities.

The Clerk then presented for the consideration of the Trustees the proposed Plan of Merger with Sanitary and Improvement District No. 284 of Sarpy County, Nebraska. The Clerk was directed to attach a copy of the proposed Plan of Merger with Sanitary and Improvement District No. 284 of Sarpy County, Nebraska 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, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler, voted "Aye" with none voting "Nay" thereby adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 297 of Sarpy County, Nebraska, that a hearing be had on the proposed Plan of Merger with Sanitary and Improvement District No. 284 of Sarpy County, Nebraska, at 8216 South 109th Street, LaVista, Nebraska, at 10:00 a.m. on October 23, 2013, at which time the property owners representing a majority of the area of real estate within the either district or

any holder of unpaid bonds, warrants or other obligations of either district may appear and make objections to the proposed Plan of Merger, and if a petition opposing the proposed resolution is signed by the property owners representing a majority of the area of real estate within either district or any holder of unpaid bonds, warrants or other obligations of either district set out in the resolution is filed with the Clerk of the District on or prior to the date set for hearing on such resolution for the proposed Plan of Merger with Sanitary and Improvement District No. 284 of Sarpy County, Nebraska, 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 9th day of October, 2013, and ending on the 16th day of October, 2013, which publication shall contain the entire wording of the proposed Resolution of Plan of Merger.

There was next presented for consideration of the Board the Subdivision Agreement concerning the Southern Pines project. At the conclusion of such discussion, there was proposed a resolution of necessity and advisability for entering into such Residential Subdivision Agreement with Sarpy County, Nebraska, which resolution of necessity is also attached hereto and by this reference made a part of the minutes of this meeting. Upon a motion duly made and seconded and upon the roll call vote thereafter taken, the Trustees, John C. Allen, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler, voted "Aye," with none voting "Nay," the following resolution was adopted:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 297 of Sarpy County, Nebraska, that the Board does offer and propose a Resolution of Necessity and Advisability for the accomplishment of a Residential Subdivision Agreement with Sarpy County, Nebraska.

FURTHER RESOLVED, that the proposed Resolution of Necessity and Advisability for the Residential Subdivision Agreement with Sarpy County, Nebraska be set for consideration at a meeting before the Board of Trustees at 8216 South 109th Street, LaVista, Nebraska, at 10:00 a.m. on October 23, 2013 and that notice of the time and place of hearing be given by publication in the Bellevue Leader of Bellevue, Sarpy County, Nebraska, for two (2) consecutive weeks on October 9 and 16, 2013, which publication shall contain the entire wording of the Resolution of Necessity and shall also be posted in three (3) conspicuous places within the boundaries of the District as required by Section 31-745 R.R.S., 1943.

There was next presented for consideration of the Board the Agreement for Interceptor Connection and Wastewater Service between the District, the City of Gretna, Nebraska and the City of Omaha, Nebraska. At the conclusion of such discussion, there was proposed a resolution of necessity and advisability for entering into such Agreement for Interceptor Connection and Wastewater Service, which resolution of necessity is also attached hereto and by this reference made a part of the minutes of this meeting. Upon a motion duly made and seconded and upon the roll call vote thereafter taken, the Trustees, John C. Allen, Jeanne D. Knox, Gerald L. Torczon, Doris J. Nicholson and Joadele Ressler, voted "Aye," with none voting "Nay," the following resolution was adopted:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 297 of Sarpy County, Nebraska, that the Board does offer and propose a Resolution of Necessity and Advisability for the accomplishment of an

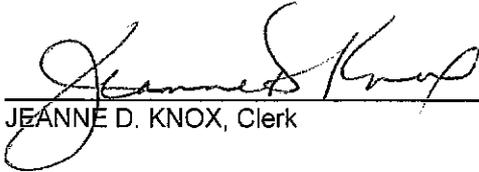
Agreement for Interceptor Connection and Wastewater Service between the District, the City of Gretna, Nebraska and the City of Omaha, Nebraska.

FURTHER RESOLVED, that the proposed Resolution of Necessity and Advisability for the Agreement for Interceptor Connection and Wastewater Service be set for consideration at a meeting before the Board of Trustees at 8216 South 109th Street, LaVista, Nebraska, at 10:00 a.m. on October 23, 2013 and that notice of the time and place of hearing be given by publication in the Bellevue Leader of Bellevue, Sarpy County, Nebraska, for two (2) consecutive weeks on October 9 and 16, 2013, which publication shall contain the entire wording of the Resolution of Necessity and shall also be posted in three (3) conspicuous places within the boundaries of the District as required by Section 31-745 R.R.S., 1943.

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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.

Jeanne D. Knox, as Clerk for Sanitary and Improvement District No. 297 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 September 13, 2013, meeting.


JEANNE D. KNOX, Clerk