

MINUTES OF MEETING OF BOARD OF TRUSTEES OF
SANITARY AND IMPROVEMENT DISTRICT NO. 180
OF SARPY COUNTY, NEBRASKA

The meeting of the Board of Trustees of Sanitary and Improvement District No. 180 of Sarpy County, Nebraska, was convened in public and open session at 4:00 p.m. on the 9th day of July, 2009 at N.P. Dodge Real Estate Company located at 4912 Shannon Drive, Papillion, Nebraska. Present were the following Trustees of the District: Lori Pickette, Sherry Fletcher, and Susan Decker. Absent was the following Trustee: Alan Moore. Trustee Perrone arrived to the meeting late. Present by invitation were Ronald W. Hunter, attorney for the District; Kristi Bland, his assistant; and Dennis Wilson and Dave Harnish, both representatives for HGM Associates, Inc. Also present was Phyliss Bender, a taxpayer living in the District. Notice of the meeting was given in the Papillion Times on July 2, 2009, all as provided in the Proof of Publication being attached to these Minutes. A copy of the Acknowledgment of Receipt of Notice signed by all the Trustees is attached to these Minutes. Availability of the Agenda was communicated in the published Notice and in the Notice of the meeting. All proceedings of the Board were taken while the convened meeting was held open to the attendance of the public.

The attorney for the District certifies that these Minutes were written and available for public inspection within ten (10) working days and prior to the next convened meeting of the Board of Trustees.

The Chairman called the meeting to order and called the roll.

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 stated the first order of business was a discussion regarding property owner questions or concerns. Trustee Decker stated that the trees along the trail need to be trimmed. It was agreed that Trustee Decker would trim the trees which obstructing the trail.

Trustee Decker also stated that the grass around trees near 5007 Westlake Drive is not being mowed. The Trustees agreed that the Chairman would determine whether it is the homeowner or mowing contractor's responsibility to maintain this area.

Trustee Decker asked if it would be possible to install a sidewalk on Outlot 12. Mr. Hunter explained that this outlot is owned by the Developer and because it was a landfill, the land could not be disturbed.

Trustee Pickette asked Mr. Harnisch if an estimate had been received to paint the island at Timberridge and Larkeforest Drive. After a lengthy discussion, the Trustees agreed that this maintenance was not necessary at this time.

Mrs. Bender stated that the duckweed algae needs to be treated in the wetlands. It was agreed that the engineers would contact Natural Habitats regarding treating the algae.

At this point in the meeting, Trustee Perrone arrived.

The Chairman stated the next order of business was an engineer's update. Mr. Harnisch reported that the traffic study has been completed. The Trustees reviewed the results from the traffic study which showed that 85% of the traffic is traveling at 25 mph or less. It was agreed that Trustee Pickette would contact Mr. Georges, the resident with the complaint, and explain the results of the traffic study. The Trustees also agreed that since the majority of traffic is not speeding, no further action would be taken at this time.

The Chairman stated the next order of business was a discussion regarding vandalism within the District. The Chairman stated that she had received an e-mail from Monte Cox, a resident living in the District, who reported that several automobiles have been broken into. Mr. Cox also asked if the Board of Trustees would consider offering a reward for information leading to the arrest and conviction of vandals. After a lengthy discussion, it was agreed that the SID could not pay reward money.

The Chairman stated the next order of business was a discussion regarding the emergency road removal. Mr. Wilson stated that the City of Bellevue has refused permission for SID 180 to remove the emergency road which connects Lakewood Villages to Quail Creek. The Trustees agreed to hire Scholl Excavating for a cost not to exceed \$2,500.00 to clean out the creek.

The Chairman stated the next order of business was an arrangement letter, dated June 10, 2009, from Infinity CPA Group, LLC for the audit of the District's June 30, 2009 financial statements. After a full and complete discussion, the following Resolution was proposed by Trustee Pickette and seconded by Trustee Perrone, to-wit:

RESOLVED, that the Chairman's signature on the arrangement letter, dated June 10, 2009, from Infinity CPA Group, LLC for the audit of the District's June 30, 2009 financial statements is hereby ratified and confirmed.

On the foregoing Resolution the following Trustees voted "aye": Trustees Pickette, Fletcher, Decker, and Perrone. Voting "nay" thereon were the following: None. It was then declared that said Resolution was duly carried and adopted.

The following is a reporting item for the Trustees' information and requires no action: April, 2009 financial statements from Bev Burr.

. In reviewing the invoices, the Trustees agreed to layover the invoice from Swisher Hygiene Franchise Corp. until further details could be received. Ms. Bland stated that since

a proper breakdown has not been received from Swisher Hygiene Franchise Corp., General Fund Warrant No. 5547 in the amount of \$170.48 which was issued to Swisher Hygiene at the Board of Trustees meeting held on May 28, 2009, should be voided. After a full and complete discussion, the following Resolution was proposed by Trustee Perrone and seconded by the Chairman, to-wit:

RESOLVED, that General Fund Warrant No. 5547 in the amount of \$170.48 issued to Swisher Hygiene Franchise Corp. at the Board of Trustees meeting held on May 28, 2009, is hereby voided.

On the foregoing Resolution the following Trustees voted "aye": Trustees Pickette, Fletcher, Decker, and Perrone. Voting "nay" thereon were the following: None. It was then declared that said Resolution was duly carried and adopted.

The Chairman stated the next item on the Agenda was the Board's consideration of the hereinafter described statements, bills and invoices. After a full and complete discussion, the following Resolutions were moved by the Chairman and seconded by Trustee Perrone, to-wit:

BE IT RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 180 of Sarpy County, Nebraska, that the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver General Fund Warrant Nos. 5552 through Warrant No. 5566 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 July 9, 2012, 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. 5552 in the amount of \$10.72 made payable to PAPHILLION TIMES, per Customer No. 003612, Order No. 11999226, attached.

WARRANT NO. 5553 in the amount of \$31.26 made payable to M.U.D., per Account No. 359904-1353598, dated 06/05/09, attached.

WARRANT NO. 5554 in the amount of \$9,156.73 made payable to O.P.P.D., per Account No. 5724100090, dated 05/28/09 and 06/29/09,

attached.

WARRANT NO. 5555 in the amount of \$600.00 made payable to GREENLIFE GARDENS, per Invoice No. 21295, attached.

WARRANT NO. 5556 in the amount of \$1,794.00 made payable to N.P. DODGE INSURANCE AGENCY, per Invoice No. 25312, attached.

WARRANT NO. 5557 in the amount of \$1,545.00 made payable to ROYAL LAWNS, INC., per Invoice No. 409, attached.

WARRANT NOS. 5558 through WARRANT NO. 5560 in the amounts of \$5,000.00 each and WARRANT NO. 5561 in the amount of \$2,711.80 for a total of \$17,711.80 made payable to SCHOLL EXCAVATING, per Pay Estimate No. 1, Timberridge Dr. Drainage Improvements, attached.

WARRANT NO. 5562 in the amount of \$3,341.00 made payable to SCHOLL EXCAVATING, per repairs at 48th and Maass Road and 48th and Pine Street, attached.

WARRANT NO. 5563 in the amount of \$5,000.00 each and WARRANT NO. 5564 in the amount of \$1,239.84 for a total of \$6,239.84 made payable to HGM ASSOCIATES, INC., per Client No. 7243, Invoice No. 70268-2, attached.

WARRANT NO. 5565 in the amount of \$100.00 made payable to FARMERS NATIONAL COMPANY, d.b.a. NATURAL HABITATS, per Invoice No. 3444, attached.

WARRANT NO. 5566 in the amount of \$1,395.00 made payable to RONALD W. HUNTER, per Statement dated 07/08/09, attached.

BE IT RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 180 of Sarpy County, Nebraska, that

the Chairman and Clerk be and they hereby are authorized and directed to execute and deliver Construction Fund Warrants Nos. 5567 through 5571 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 March 1 of each year) and to be redeemed no later than July 9, 2014, 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. 5567 and WARRANT NO. 5568 in the amounts of \$5,000.00 each and WARRANT NO. 5569 in the amount of \$3,033.00 for a total of \$13,033.00 made payable to BAIRD HOLM, per Client No. S063-01818, attached.

WARRANT NO. 5570 in the amount of \$2,500.00 made payable to RONALD W. HUNTER, per Statement on \$3,200,000 bond issue, attached.

WARRANT NO. 5571 in the amount of \$776.65 made payable to AMERITAS INVESTMENT CORP., per 5% Fee Agreement, attached.

BE IT FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 180 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. 180 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 \$5,000,000.00 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. 180 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 Sections 1.148-2 (b)(2) of the Income Tax Regulations under the Internal Revenue Code of 1986, as amended.

On the foregoing Resolutions, the following Trustees voted "aye": Trustees Pickette, Fletcher, Decker, and Perrone. Voting "nay" thereon were the following: None. It was then declared that said Resolutions were duly carried and adopted.

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

SHERRY J. FLETCHER, Chairman

LORI PICKETTE, Clerk

CHRISTOPHER PERRONE, Trustee

ABSENT
ALAN MOORE, Trustee

ABSENT
SUSAN DECKER, Trustee