

MINUTES OF MEETING
OF
SANITARY AND IMPROVEMENT DISTRICT NO. 1
OF CASS COUNTY, NEBRASKA

A meeting of the Board of Trustees of Sanitary and Improvement District No. 1 of Cass County, Nebraska, was convened in open and public session at 8:00 a.m. on the 12th day of October, 2021, and to be held at 10250 Regency Circle, Suite 300, Omaha, Nebraska.

Present: Peggy L. Lawton, Jon Meyers, Wayne Breyfogle and Matt Burnham. Also, in attendance were Mark J. LaPuzza, attorney for the District, and Ed Hobza of Thompson, Dreessen & Dorner, Inc.

Absent: Scott Pekarek, Kraig Thelen, John Kuehl and Jim Noerrlinger.

Notice of the meeting was given in advance thereof by publication in The Plattsmouth Journal on October 7, 2021, 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 Regency Center, Suite 300, 10250 Regency Circle, Omaha, Nebraska 68114.

The meeting was called to order. Upon roll call, all of the above referenced Trustees were present.

It was first 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 Board was next presented with consideration of its outstanding bills and invoices.

The Board was next reminded that in accordance with the resolution of necessity adopted July 16, 2021, for the project entitled Levee Expansion Land Acquisition (Lake Wa-Con-Da), there is due to United States Army Corps of Engineers, in the amount of Nine Hundred Fifty-Five Thousand Six Hundred Sixty-Three and 60/100 Dollars (\$955,663.60).

The Clerk next presented to the Board the final estimate with regard to Bullfrog Bay Water Main Relocation (Lake Wa-Con-Da) and its installation by Kerns Excavating Co., Inc., which recommended that a final and complete payment be made in the total amount of Eighteen Thousand Three Hundred Five and no/100 Dollars (\$18,305.00) with such being final payment and the final estimate for work completed on such project. The Clerk also presented the Certificate of Completion from the District's engineers, Thompson, Dreessen & Dorner, Inc., recommending that final payment and acceptance of such project be made by the District. Upon a motion duly made and seconded, and upon the following roll call vote, the Trustees, Peggy L. Lawton, Jon Meyers, Wayne Breyfogle and Matt Burnham voted "Aye" with none voting "Nay" thereby passing and adopting the following resolution:

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 1 of Cass County, Nebraska, that the District's project entitled Bullfrog Bay Water Main Relocation (Lake Wa-Con-Da) be accepted as completed in accordance with recommendation of the District's engineers, Thompson, Dreessen & Dorner, Inc. and that final payment be made in the following scheduled amount:

<u>Contractor</u>	<u>Amount</u>
Kerns Excavating Co., Inc.	\$18,305.00

The Clerk next directed the attention of the Board of Trustees to the fact that D.A. Davidson & Co. will purchase Eighteen Thousand Three Hundred Five and no/100 Dollars (\$18,305.00) in warrants at this time and that the contracted charge for such purchase of warrants is two percent (2%) or Three Hundred Sixty-Six and 10/100 Dollars (\$366.10) in accordance with the financing agreement previously adopted by the Board. The Chairman recommended the issuance of a warrant for such amount to D.A. Davidson & Co.

The previously described bills, invoices, recommendations and statements having been presented for the Board's consideration and after review and discussion of such items, the following resolution was duly moved and passed on a 5-0 vote.

RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 1 of Cass County, Nebraska, that the Chairman and Clerk be and they hereby authorized and directed to execute and deliver Warrant Nos. 5991 through 6015, of the District, dated the date of this meeting, to the following payees and in the following amount, said Warrants to be drawn on the **BOND** Fund of the District and to draw interest at the rate of five percent (5%) per annum (interest to be payable on February 10 of each year) and to be redeemed no later than October 12, 2026, subject to extension of said maturity date by order of the District Court of Cass County, Nebraska, after notice is given as required by law, to-wit:

Warrant Nos. 5991 through 6009, each for the amount of Fifty Thousand and no/100 Dollars (\$50,000.00), and Warrant No. 6010, for the amount of Forty-Five Thousand Six Hundred Sixty-Three and 60/100 Dollars (\$45,663.60), payable to United States Army Corps of Engineers.

Warrant No. 6011 through 6013, each for the amount of Five Thousand and no/100 Dollars (\$5,000.00), and Warrant No. 6014, for the amount of Three Thousand Three Hundred Five and no/100 Dollars (\$3,305.00), payable to Kerns Excavating Co., Inc.

Warrant No. 6015, for the amount of Three Hundred Sixty-Six and 10/100 Dollars (\$366.10), payable to D.A. Davidson & Co.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 1 of Cass 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 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.

FURTHER RESOLVED by the Board of Trustees of Sanitary and Improvement District No. 1 of Cass 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.

FURTHER RESOLVED, by the Board of Trustees of Sanitary and Improvement District No. 1 of Cass 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 Cass 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) ten percent (10%) of the net principal proceeds of the above Warrants, (b) the maximum annual debt service due on the above Warrants, or (c) one hundred twenty-five percent (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 thirteen (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 thirteen (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.

The next order of business was discussion regarding the purchase of fill materials from Noerllinger Farms. Noerllinger Farms has agreed to provide fill materials at a rate of \$2.00 per cubic yard. Although the exact amount of fill material is not known, a conservative estimate, as provided by the District engineer, is that 8,000 cubic yards should be an expected final number. The District engineer also noted the total yardage can be best determined by a topographical survey of the property from which the fill material is taken before and after the project begins, computing the removed material. The Trustees discussed that the nearby location of the fill material provided the best opportunity for the District to purchase such material. Upon a motion duly made and seconded, and upon the following roll call vote, the Trustees, Peggy L. Lawton, Jon Meyers, Wayne Breyfogle and Matt Burnham voted "Aye" with none voting "Nay" thereby passing and adopting the following resolution:

RESOLVED that the District hereby approves the purchase of fill material from Noerllinger Farms at the cost of \$2.00 per cubic yard.

FURTHER RESOLVED that legal counsel for the District is hereby directed to prepare an appropriate purchase agreement providing price and mechanism of measurement for the amount of material taken.


FURTHER RESOLVED that Jon Meyers or Matt Burnham are hereby authorized and directed to execute the Purchase Agreement and any other documents reasonably necessary to secure the rights to purchase and take the fill material, as well as to provide the Noerllinger Farms agrees to reasonably cooperate with the District and the United States Army Corps of Engineers with respect to such removal.

FURTHER RESOLVED that the agreement should state the expectation of the parties that the United States Army Corps of Engineers which is not a party to the agreement, will cooperate with Noerllinger Farms to perform actions necessary to finalizes the grade and seeding of the removal site.

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SIGNATURES APPEAR ON THE FOLLOWING PAGE]**

There was 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.

Jon Meyers, as Clerk for Sanitary and Improvement District No. 1 of Cass 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 October 12, 2021, meeting.



Jon Meyers, Clerk