

The Council met in regular session in compliance with agenda posted at City Hall, Post Office and First National Bank with each Council member being notified of agenda prior to the meeting. The meeting was called to order by Mayor Janet Jonas at 7:00 p.m. and opened with the Pledge of Allegiance. The Mayor informed the public of the location of posting of the Open Meetings Law. Roll call was taken with the following Council members present: Mike Lawver, Greg Kavan, Gerry Tyler, Jim Svoboda, and Kevin Dunbar. Absent: Stuart Krejci.

The Mayor read a proclamation declaring July as Park and Recreation Month in Wahoo.

The Mayor called for audience comments on items not listed on the agenda. None were offered.

A motion was made by Kavan, seconded by Lawver to approve the following items listed on the consent agenda:

1. Acceptance of excused absence of Krejci.
2. Minutes of the May 23, 2013 meeting of the Mayor and Council
3. Minutes of May 14, 2013 meeting of Library Board
4. Approval of Mayor's appointment of Phil Dawson to the Wahoo Library Board, term expiring June, 2016
5. Minutes of June 6, 2013 meeting of Planning Commission
6. The following licenses: Plumbers: Brian Wiese, Wiese Plumbing & Excavating, Fremont (new); Tracy Nesson, Fud & Tracy's Plumbing & Heating, Fremont; Douglas Loftus, Loftus Septic Pumping, Ashland (new). HVAC: Fud Snyder, Fud & Tracy's Plumbing & Heating, Fremont; Darwin Himmerich, Superior Mechanical, Urbandale IA (new). Electricians: Bernard Carritt, Triple A Electric, Wahoo

Roll call vote: Kavan, yes; Lawver, yes; Tyler, yes; Svoboda, yes; and Dunbar, yes. Absent and not voting: Krejci. Motion carried.

Lawver reported the Street Committee met. Harrell reported the Finance Committee and staff will meet with Mary Grefe of INSPRO regarding health insurance. Finance Committee is working on the budget. Harrell reported the Airport Authority met on June 10.

Denise Lawver reported the Summer Reading Program started and the library is busy. Jackson stated a report of operating cost for the old police vehicle is included with his department reports. Beavers reported lots of building activity. Tyler reported the Board of Public Works will meet next week. Harrell distributed a draft relinquishment agreement with the Department of Roads for return of the highway to the City when the bypass is finished. This must be in place before bids are let.

The Mayor declared the public hearing opened at 7:07 p.m. on the general redevelopment plan for areas previously declared blighted and substandard as described. Areas 1, 2, 3 and 5 were declared blighted and substandard and in need of redevelopment pursuant to the Community Development Law, Chapter 18, Article 21, Reissue Revised Statutes of Nebraska, as amended by action on February 22, 2007. No public comments were received. Motion by Tyler to close the public hearing at 7:08 p.m., seconded by Lawver. Roll call vote: Tyler, yes; Lawver, yes; Dunbar, yes; Svoboda, yes; and Kavan, yes. Absent and not voting: Krejci. Motion carried.

Council Member Lawver introduced the following resolution, **Resolution 2013-14** and moved for its approval, seconded by Tyler:

WHEREAS, the City of Wahoo, Nebraska, a municipal corporation (the “City”), has determined it to be desirable to undertake and carry out certain community redevelopment projects in certain areas of the City that are determined to be blighted and substandard and in need of redevelopment;

WHEREAS, Sections 18-2101 through 18-2154, Reissue Revised Statutes of Nebraska, as amended (collectively, the “Act”), prescribe the requirements and procedures for the planning and implementation of community redevelopment projects;

WHEREAS, the City has previously declared the area described in **Attachment 1** (the “Redevelopment Area”) to be blighted and substandard and in need of redevelopment pursuant to the Act;

WHEREAS, the Community Development Agency of the City of Wahoo, Nebraska (the “Authority”) has prepared or caused to be prepared a general redevelopment plan for the Redevelopment Area in the form attached as **Attachment 2** (the “Redevelopment Plan”) and recommended its approval by the Mayor and Council of the City;

WHEREAS, the Planning Commission of the City has also reviewed the Redevelopment Plan and recommended its approval by the Mayor and Council of the City;

WHEREAS, the City published and mailed notices of a public hearing regarding the consideration of the approval of the Redevelopment Plan pursuant to Section 18-2115 of the Act, and has on the date of this Resolution held a public hearing on the proposal to approve the Redevelopment Plan; and

WHEREAS, the City has reviewed the Redevelopment Plan and determined that the proposed land uses and building requirements described in the Redevelopment Plan are designed with the general purpose of accomplishing a coordinated, adjusted, and harmonious development of the City and its environs which will, in accordance with present and future needs, promote health, safety, morals, order, convenience, prosperity and the general welfare, as well as efficiency in economy in the process of development; including, among other things, adequate provision for traffic, vehicular parking, the promotion of safety from fire, panic, and other dangers, adequate provisions for light and air, the promotion of the healthful and convenient distribution of population, the provision of adequate transportation, water, sewerage, and other public utilities, schools, parks, recreational and communitive facilities, and other public requirements, the promotion of sound design and arrangement, the wise and efficient expenditure of public funds, and the prevention of the recurrence of unsanitary or unsafe dwelling accommodations, or conditions of blight.

NOW THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE CITY OF WAHOO, NEBRASKA:

Section 1. The Redevelopment Plan is hereby approved.

Section 2. The Redevelopment Area is designated a redevelopment area as such term is defined in the Act.”

Roll call vote: Lawver, yes; Tyler, yes; Kavan, yes; Dunbar, yes; and Svoboda, yes. Absent and not voting: Krejci. Motion carried.

The Mayor declared the public hearing opened at 7:09 p.m. on the redevelopment contract for the Wahoo Locker. Charles Emswiler appeared in support of the contract. No other public comments were received. Motion by Svoboda to close the public hearing at 7:10 p.m., seconded by Dunbar. Roll call

vote: Svoboda, yes; Dunbar, yes; Lawver, yes; Kavan, yes; and Tyler, yes. Absent and not voting: Krejci. Motion carried.

Council Member Lawver introduced the following resolution, **Resolution 2013-15** and moved for its approval, seconded by Kavan:

“WHEREAS, the City of Wahoo, Nebraska, a municipal corporation (the **“City”**), has determined it to be desirable to undertake and to carry out certain community redevelopment projects in certain areas of the City that are determined to be blighted and substandard and in need of redevelopment;

WHEREAS, Sections 18-2101 through 18-2154, Reissue Revised Statutes of Nebraska, as amended (collectively, the **“Act”**), prescribe the requirements and procedures for the planning and implementation of community redevelopment projects;

WHEREAS, the City has previously declared the area described in **Attachment 1** (the **“Redevelopment Area”**) to be blighted and substandard and in need of redevelopment pursuant to the Act;

WHEREAS, the Community Development Agency of the City (the **“Authority”**) has prepared or caused to be prepared a general redevelopment plan for the Redevelopment Area in the form attached as **Attachment 2** (the **“Redevelopment Plan”**), which has previously been approved by the Mayor and Council of the City;

WHEREAS, pursuant to and in furtherance of the Act, the Authority has caused to be prepared a substantial modification to the Redevelopment Plan in the form attached as **Attachment 3** (the **“Plan Amendment”**), the purpose of which is to authorize certain community redevelopment projects (collectively, the **“Project”**) within a portion of the Redevelopment Area described in **Attachment 4** (the **“Project Area”**);

WHEREAS, the Authority and the Planning Commission of the City (the **“Planning Commission”**) have both reviewed the Plan Amendment and recommended its approval by the Mayor and Council of the City;

WHEREAS, the City published and mailed notices of a public hearing regarding the consideration of the approval of the Plan Amendment pursuant to Section 18-2115 of the Act, and has on the date of this Resolution held a public hearing on the proposal to approve the Plan Amendment; and

WHEREAS, the City has reviewed the Redevelopment Plan, including the Plan Amendment, and determined that the proposed land uses and building requirements described therein are designed with the general purpose of accomplishing a coordinated, adjusted, and harmonious development of the City and its environs which will, in accordance with present and future needs, promote health, safety, morals, order, convenience, prosperity and the general welfare, as well as efficiency in economy in the process of development; including, among other things, adequate provision for traffic, vehicular parking, the promotion of safety from fire, panic, and other dangers, adequate provisions for light and air, the promotion of the healthful and convenient distribution of population, the provision of adequate transportation, water, sewerage, and other public utilities, schools, parks, recreational and communitive facilities, and other public requirements, the promotion of sound design and arrangement, the wise and efficient expenditure of public funds, and the prevention of the recurrence of unsanitary or unsafe dwelling accommodations, or conditions of blight.

NOW THEREFORE, BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE CITY OF WAHOO, NEBRASKA:

Section 1. The Redevelopment Plan for the Redevelopment Area, including the

Project Area, is hereby determined to be feasible and in conformity with the general plan for the development of the City as a whole, and the Redevelopment Plan, including the Plan Amendment, is in conformity with the legislative declarations and determinations set forth in the Act; and it is hereby found and determined, based on the analysis conducted by the Authority, that (a) the Project described in the Plan Amendment would not be economically feasible without the use of tax-increment financing, (b) the Project would not occur in the Project Area without the use of tax-increment financing, and (c) the costs and benefits of the Project, including costs and benefits to other affected political subdivisions, the economy of the City, and the demand for public and private services have been analyzed by the City and have been found to be in the long-term best interest of the community impacted by the Project. The City acknowledges receipt of the recommendations of the Authority and the Planning Commission with respect to the Plan Amendment.

Section 2. The Plan Amendment is hereby approved in substantially the form attached hereto, with such immaterial changes, additions, or deletions thereto as may be determined to be necessary by the Mayor in the Mayor's sole and absolute discretion. The Plan Amendment shall for all purposes serve as an amendment to the Redevelopment Plan.

Section 3. The Redevelopment Plan, as amended by this Resolution and the Plan Amendment, is hereby ratified and reaffirmed, and the Authority is hereby directed to implement the Redevelopment Plan in accordance with the Act.

Section 4. In accordance with Section 18-2147 of the Act, the City hereby amends the Redevelopment Plan by providing that any ad valorem tax on real property in the Project Area for the benefit of any public body be divided as follows for a period of 15 years after the effective date of this provision as provided in Section 18-2147 of the Act, which effective date shall be January 1, 2014:

(a) That proportion of the ad valorem tax which is produced by levy at the rate fixed each year by or for each public body upon the Redevelopment Project Valuation (as defined in the Act) shall be paid into the funds of each such public body in the same proportion as all other taxes collected by or for the bodies; and

(b) That proportion of the ad valorem tax on real property in the Project Area in excess of such amount (the Redevelopment Project Valuation), if any, shall be allocated to, is pledged to, and, when collected, paid into a special fund of the Authority or City to pay the principal of, the interest on, and any premiums due in connection with the bonds, loans, notes or advances of money to, or indebtedness incurred by, whether funded, refunded, assumed, or otherwise, such Authority for financing or refinancing, in whole or in part, the Project. When such bonds, loans, notes, advances of money, or indebtedness, including interest and premium due have been paid, the Authority or City shall so notify the County Assessor and County Treasurer and all ad valorem taxes upon real property in the Project Area shall be paid into the funds of the respective public bodies.

Section 5. The City has determined that the proposed land uses and building requirements in the Redevelopment Area, including the Project Area, are designed with the general purposes of accomplishing, and in conformance with the general plan of the City, a coordinated, adjusted, and harmonious development of the City and its environs which will, in accordance with present and future needs, promote health, safety, morals, order, convenience, prosperity and the general welfare, as well as efficiency in economy in the process of development; including, among other things, adequate provision for traffic, vehicular parking, the promotion of safety from fire, panic, and other dangers, adequate provisions for light and air, the promotion of the healthful and

convenient distribution of population, the provision of adequate transportation, water, sewerage, and other public utilities, schools, parks, recreational and communitive facilities, and other public requirements, the promotion of sound design and arrangement, the wise and efficient expenditure of public funds, and the prevention of the recurrence of unsanitary or unsafe dwelling accommodations, or conditions of blight.

Section 6. The Mayor and Clerk are hereby authorized and directed to execute such documents and take such further actions as are necessary to carry out the purposes and intent of this Resolution and the Plan Amendment.”

Roll call vote: Lawver, yes; Kavan, yes; Tyler, yes; Dunbar, yes; and Svoboda, yes. Absent and not voting: Krejci. Motion carried.

Council member Kavan introduced the following resolution, **Resolution 2013-16** and moved for its approval, seconded by Lawver:

“WHEREAS, the City is a city and political subdivision organized and existing under the constitution and laws of the State of Nebraska;

WHEREAS, the Act prescribes the requirements and procedures for the planning and implementation of redevelopment projects;

WHEREAS, pursuant to the Act and to resolution and upon the recommendation of the Planning Commission, the Mayor and Council previously declared the Redevelopment Area to be blighted and substandard and in need of redevelopment pursuant to the Act;

WHEREAS, the Council previously adopted and the City has in place a comprehensive plan, which includes a general plan for development of the City within the meaning of Section 18-2110 of the Act;

WHEREAS, pursuant to the Act and to resolution and upon the recommendation of the Authority and of the Planning Commission, the Council approved the Redevelopment Plan for the Redevelopment Area;

WHEREAS, pursuant to the Act and to resolution and upon the recommendation of the Authority and of the Planning Commission, the Council approved the Redevelopment Plan Amendment as an amendment to the Redevelopment Plan, and authorized the Project within the Project Area in accordance with the Act;

WHEREAS, the Redevelopment Plan Amendment provides, among other things, that the Authority will issue debt to be secured by moneys in the TIF Revenue Fund for the purpose of paying a portion of the Project Costs for the Project; and

WHEREAS, in order to pay a portion of the Project Costs, it is necessary, desirable, advisable, and in the best interest of the City to issue the City’s Taxable Tax Increment Revenue Notes (Wahoo Locker, LLC Project), Series 2013, to pay a portion of the Project Costs, to pay the costs of issuing the Notes, and to be issued and secured in the form and manner as hereinafter provided.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND MEMBERS OF THE COUNCIL OF THE CITY OF WAHOO, NEBRASKA, AS FOLLOWS:

**ARTICLE I
DEFINITIONS**

Section 1.1. Definitions of Words and Terms. In addition to words and terms defined elsewhere in this Resolution, the following capitalized words and terms as used in this Resolution shall have the following meanings:

“Act” means Sections 18-2101 to 18-2154, inclusive, Reissue Revised Statutes of Nebraska, as amended.

“Authority” means the Community Development Agency of the City of Wahoo, Nebraska.

“Business Day” means a day on which the banking institutions in the City are scheduled in the normal course of operations to be open to the public.

“Chair” means the Chair of the Authority.

“City” means the City of Wahoo, Nebraska, a city and political subdivision.

“City Clerk” means the Clerk of the City of Wahoo, Nebraska.

“Code” means the Internal Revenue Code of 1986, as amended, and the applicable regulations of the Treasury Department proposed or promulgated thereunder.

“Company” means Wahoo Locker, LLC, a Nebraska limited liability company.

“Council” means the Council of the City of Wahoo, Nebraska.

“County” means Saunders County, Nebraska.

“Government Obligations” means direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America.

“Interest Amounts” means the amount of interest accrued on the Principal Amounts.

“Mayor” means the Mayor of the City of Wahoo, Nebraska.

“Note(s)” means the Series 2013 Notes.

“Note Counsel” means Abbott & Associates, or other firm of recognized bond counsel.

“Note Payment Date” means June 1 and October 1 of each year, beginning on June 1, 2014, and ending on October 1, 2028, and then also December 31, 2028.

“Note Register” means the books for the registration, transfer and exchange of the Notes kept at the office of the City.

“Permitted Investments” means any of the following securities and obligations, if and to the extent the same are at the time legal for investment of the City’s moneys held in the funds and accounts referred to in **Section 5.1** hereof:

(a) United States Government Obligations;

(b) bonds, notes or other obligations of the State of Nebraska, or any political subdivision of the State of Nebraska, that at the time of their purchase are rated in either of the two highest rating categories by a nationally recognized rating service;

(c) repurchase agreements with any bank, bank holding company, savings and loan association, trust company, or other financial institution organized under the laws of the United States or any state, that are continuously and fully secured by any one or more of the securities described in clause (a) or (b) above and have a market value, exclusive of accrued interest, at all times at least equal to the principal amount of such repurchase agreement and are held in a custodial or trust account for the benefit of the City;

(d) obligations of the Federal National Mortgage Association, the Government National Mortgage Association, the Federal Financing Bank, the Federal Intermediate Credit Corporation, Federal Banks for Cooperatives, Federal Land Banks, Federal Home Loan Banks, Farmers Home Administration and Federal Home Loan Mortgage Corporation;

(e) certificates of deposit, time deposits or other deposits, whether negotiable or nonnegotiable, issued by any bank or trust company organized under the laws of the United States or any state, provided that such certificates of deposit or time deposits shall be either (1) continuously and fully insured by the Federal Deposit Insurance Corporation, or (2) continuously and fully secured by such securities as are described above in clauses (a), (b) or (d) above, which shall have a market value, exclusive of accrued

interest, at all times at least equal to the principal amount of such certificate of deposit or time deposits; and

(f) any other securities or investments that are lawful for the investment of moneys held in such funds or accounts under the laws of the State of Nebraska.

“Planning Commission” means the Planning Commission of the City of Wahoo, Nebraska.

“Principal Amounts” means principal amounts of the Notes.

“Project Area” means that portion of the Redevelopment Area described on **Exhibit B-2**.

“Project” means the redevelopment project as defined in the Redevelopment Plan Amendment.

“Project Costs” means the costs attributable to the Project and to work on any “redevelopment project,” as defined in the Act, that may be paid through TIF Revenues and which the City has agreed to pay under the Redevelopment Plan Amendment and such other costs allowed under the Redevelopment Plan and the Redevelopment Plan Amendment, including those identified in **Exhibit B-3**.

“Project Fund” means the fund by that name described in **Section 5.1** hereof.

“Purchaser(s)” means the original purchaser(s) of the Series 2013 Notes.

“Record Date” for the interest payable on any Note Payment Date means the 15th day (whether or not a Business Day) of the calendar month first preceding such Note Payment Date.

“Redevelopment Area” means the area described on **Exhibit B-1** which the governing body of the City found to be blighted and substandard pursuant to the Act.

“Redevelopment Plan Amendment” means the substantial modification to the Redevelopment Plan and all revisions thereto amending the Redevelopment Plan.

“Redevelopment Plan” means the general redevelopment plan approved by the City for the Redevelopment Area.

“Registered Owner” or **“Note Owner”** when used with respect to any Note means the person in whose name such Note is registered on the Note Register.

“Resolution” means this Resolution as from time to time amended in accordance with the terms hereof.

“Series 2013 Notes” means the City of Wahoo, Nebraska Taxable Tax Increment Revenue Notes (Wahoo Locker, LLC Project), Series 2013, in the maximum aggregate principal amount of \$63,929.

“TIF Revenue Fund” means the fund by that name described by **Section 5.1** hereof.

“TIF Revenues” means the moneys received from the County attributable to the increase in the current equalized assessed valuation of taxable real property in the Project Area over and above the initial equalized assessed value of each such unit of property in the Project Area, all as determined in accordance with the Redevelopment Plan, the Redevelopment Plan Amendment, and the Act as in effect on the date the Notes are issued.

“State” means the State of Nebraska.

“Value” as of any particular time of determination, means, (a) with respect to cash the face value thereof, and (b) with respect to any investments, the lower of the cost of the investment or the market price of the investment on the date of valuation.

ARTICLE II

AUTHORIZATION OF NOTES

Section 2.1. Authorization of Notes. There is hereby authorized and directed to be issued on a draw down basis Notes of the City, designated “City of Wahoo,

Nebraska Taxable Tax Increment Revenue Notes (Wahoo Locker, LLC Project) Series 2013,” in the maximum aggregate principal amount of \$63,929, for the purpose of paying a portion of the Project Costs, to fund capitalized interest on the Notes through the first occurring Note Payment Date, if any, and paying the costs of issuance of the Notes. The Series 2013 Notes shall be issued as a single Note.

Section 2.2. Description of the Notes. The Notes shall be substantially in the form set forth in **Exhibit A** hereto, and shall be subject to registration, transfer and exchange as provided in **Section 2.4** hereof. The Notes shall be dated the date of their initial issuance and delivery, shall mature on the final Note Payment Date (subject to prior prepayment as provided in Article III), and shall bear interest at the respective rates per annum as stated on the face of the Notes.

The Notes shall bear interest (computed on the basis of a 360-day year of twelve 30-day months) from their issuance date or from the most recent interest payment date to which interest has been paid or duly provided for.

Section 2.3. Method and Place of Payment of Notes. The principal of and interest on the Notes shall be payable in any coin or currency which, on the respective dates of payment thereof, is legal tender for the payment of debts due the United States of America.

The principal and interest payable on the Notes on any Note Payment Date shall be paid to the respective Registered Owners of such Notes as shown on the Note Register at the close of business on the Record Date for such interest. At the option of the City, payment shall be made (a) by check or draft mailed to such Registered Owner, or (b) by electronic transfer to such Registered Owner upon written notice given to the City by such Registered Owner not less than 15 days prior to the Record Date for such payment, containing the electronic transfer instructions including the bank (which shall be in the continental United States), ABA routing number and account number to which such Registered Owner wishes to have such transfer directed. Such electronic transfer notice shall be effective until such Registered Owner gives the City written notice to the contrary.

Section 2.4. Registration, Transfer and Exchange of Notes. The City covenants that it will, so long as the Notes remain outstanding, cause to be kept at the office of the City books for the registration, transfer and exchange of the Notes as herein provided. The Notes when issued shall be registered in the name of the Registered Owners thereof on the Note Register.

The Notes may be transferred and exchanged only upon the Note Register as provided in this Section. The Notes are transferable only to banks, other financial institutions or accredited investors (as defined in Rule 501 of Regulation D of the Securities Act of 1933), or as otherwise permitted by the City in writing, and only upon the execution by such transferee of an investment letter substantially in the form attached hereto as **Exhibit C**. Upon surrender thereof at the City, the City shall transfer or exchange any Note for a new Note of the same maturity and in the same principal amount as the outstanding principal amount of the Note that was presented for transfer or exchange. Any Note presented for transfer or exchange shall be accompanied by an investment letter substantially in the form attached hereto as **Exhibit C** and by a written instrument or instruments of transfer or authorization for exchange, in a form and with guarantee of signature satisfactory to the City, duly executed by the Registered Owner thereof or by the Registered Owner’s duly authorized agent.

In all cases in which the privilege of transferring or exchanging a Note is exercised, the City shall authenticate and deliver the Note in accordance with the provisions of this Resolution. All fees and expenses of the City or the City for the registration, transfer and exchange of a Note provided for by this Resolution shall be paid by the new Registered

Owner. Any additional costs or fees that might be incurred in the secondary market are the responsibility of the Registered Owner.

The City may deem and treat the person in whose name any Note is registered as the absolute owner of such Note, whether the Note is overdue or not, for the purpose of receiving payment of, or on account of, the principal of and interest on said Note and for all other purposes. All payments so made to any such Registered Owner or upon the Registered Owner's order shall be valid and effectual to satisfy and discharge the liability upon such Note to the extent of the sum or sums so paid, and the City shall not be affected by any notice to the contrary.

At reasonable times and under reasonable regulations established by the City, the Note Register may be inspected and copied by any Registered Owner (or a designated representative thereof).

The City may impose a charge against a Registered Owner for the reimbursement of any governmental charge required to be paid in the event that such Registered Owner fails to provide a correct taxpayer identification number to the City. Such charge may be deducted from an interest or principal payment due to the Registered Owner.

Section 2.5. Execution, Authentication and Delivery of the Notes. The Notes, including any Notes issued in exchange or as substitution for the Notes initially delivered, shall be signed by the manual or facsimile signature of the Mayor and attested by the manual or facsimile signature of the City Clerk. In case any officer whose signature appears on any Notes ceases to be such officer before the delivery of such Notes, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such person had remained in office until delivery. Any Notes may be signed by such persons who at the actual time of the execution of such Notes are the proper officers to sign such Notes although at the date of such Notes such persons may not have been such officers.

The Mayor and City Clerk are hereby authorized and directed to prepare and execute the Notes. The City shall deliver the Notes to the Purchasers, upon payment of the purchase price of the Notes.

Section 2.6. Mutilated, Destroyed, Lost and Stolen Notes. If (a) any mutilated Note is surrendered to the City, or the City receives evidence to its satisfaction of the destruction, loss or theft of any Note, and (b) there is delivered to the City such security or indemnity as may be required to save the City harmless, then, in the absence of notice to the City that such Note has been acquired by a bona fide purchaser, the City shall execute, register and deliver, in exchange for or in lieu of any such mutilated, destroyed, lost or stolen Note, a new Note of the same maturity and of like tenor and principal amount.

If any such mutilated, destroyed, lost or stolen Note has become or is about to become due and payable, the City in its discretion may, instead of issuing a new Note, pay such Note when due.

Upon the issuance of any new Note under this Section, the City may require the payment by the Registered Owner of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto and any other expenses (including the fees and expenses of the City) connected therewith.

Every new Note issued pursuant to this Section shall constitute a replacement of the prior obligation of the City, and shall be entitled to all the benefits of this Resolution equally and ratably with all other outstanding Notes.

Section 2.7. Sale of Notes. Upon receipt of documents sufficient to evidence that the City has received consideration equal to the amount of 100% of the principal amount of the respective Note, the sale of the such Note to the Purchaser at a purchase price of 100% of the principal amount of the Notes, plus accrued interest, if any, to the

date of delivery, will be hereby ratified and confirmed. Delivery of the Notes shall be made to the Purchasers as soon as practicable after the adoption of this Resolution and upon payment therefor in accordance with the terms of sale.

ARTICLE III

TERMS AND PAYMENT

Section 3.1. Terms and Payment. The Notes shall be issued substantially in the form set forth in **Exhibit A**. The Notes shall be dated the date of the initial issuance and delivery, shall become due and shall bear interest as set forth below and on the face of the Notes.

Each Note shall be issued on a draw down basis and shall stand on a parity with all other outstanding Notes and have an equal right to repayment from the TIF Revenues then on Deposit in the TIF Revenue Fund. On each Note Payment Date, an amount equal to all amounts then on deposit in the TIF Revenue Fund shall be due and payable ratably and on a parity basis as to all outstanding Notes, first to interest accrued and the remainder to principal. All remaining principal of the Notes and interest accrued and unpaid thereon shall be due and payable on the final Note Payment Date. The City may prepay all or any portion of the Notes at any time and from time to time without premium or penalty of any kind, at the prepayment price equal to 100% of the principal amount to be prepaid, together with interest accrued to the date fixed for prepayment.

ARTICLE IV

SECURITY FOR THE NOTES

Section 4.1. Security for the Notes. The Notes shall be a limited, special obligation of the City payable solely from and equally and ratably secured as to the payment of principal and interest, subject to the provisions of **Section 4.2**, by a pledge of the TIF Revenues, except for such portion of the TIF Revenues required to pay annual administration costs of the City related to the Redevelopment Plan Amendment and to any TIF Indebtedness, including attorneys fees, such amounts not to exceed \$2,000 per calendar year, and no other moneys, revenues, funds or accounts. The taxing powers of the City are not pledged to the payment of the Notes either as to principal or interest. The Notes shall not constitute a general obligation of the City, nor shall they constitute an indebtedness of the City within the meaning of any constitutional, statutory or charter provision, limitation or restriction.

Section 4.2. Pledge of Certain Funds. The moneys and securities now or hereafter held in, and moneys and securities to be deposited in, the TIF Revenue Fund, and all interest and earnings thereon and proceeds thereof are hereby pledged to secure the payment of the Notes. Each Note shall stand on a parity and enjoy complete equality of pledge upon the TIF Revenues with all other outstanding Notes. When the Notes have been paid in full and discharged, then the requirements contained in this Resolution and the pledge of revenues made hereunder and all other rights granted hereby shall terminate.

ARTICLE V

CREATION OF FUNDS AND ACCOUNTS; DEPOSIT AND APPLICATION OF NOTE PROCEEDS

Section 5.1. Creation of Funds and Accounts. There are hereby created and ordered to be established within the treasury of the City the following separate funds and accounts:

- (a) City of Wahoo, Nebraska, Wahoo Locker, LLC Project, TIF Revenue Fund (the "TIF Revenue Fund").
- (b) City of Wahoo, Nebraska, Wahoo Locker, LLC Project, Project Fund (the "Project Fund").

Said funds and accounts shall be segregated and kept separate and apart from all other moneys, revenues, funds and accounts of the City and shall not be commingled with any other moneys, revenues, funds and accounts of the City. The TIF Revenue Fund and the Project Fund shall be maintained and administered in the manner provided in this Resolution so long as the Notes remains outstanding hereunder.

Section 5.2. Deposit of Note Proceeds. The net proceeds received from the sale of the Notes shall be deposited in the Project Fund.

Section 5.3. Application of Moneys in the Project Fund. Moneys in the Project Fund shall be used solely for the purpose of paying the costs and expenses incident to the issuance of the Notes.

ARTICLE VI

APPLICATION OF REVENUES

Section 6.1. TIF Revenue Fund. The moneys in the TIF Revenue Fund shall be administered and applied solely for the purposes and in the manner provided in this Resolution. The TIF Revenues shall be determined and collected in the manner provided by law.

All amounts paid and credited to the TIF Revenue Fund shall be expended and used for the sole purpose of paying the principal of and interest on the Notes as and when the same become due on each Note Payment Date or as otherwise provided in **Section 3.1.**

ARTICLE VII

DEPOSIT AND INVESTMENT OF MONEYS

Section 7.1. Deposits of Moneys. Moneys in each of the funds and accounts created by and referred to in this Resolution and held by the City shall be continuously and adequately secured as provided by the laws of the State and invested in Permitted Investments.

Section 7.2. Investment of Moneys. All earnings on any investments held in any fund shall accrue to and become a part of such fund.

ARTICLE VIII

ADDITIONAL NOTES

Section 8.1. Additional Notes. The City covenants and agrees that so long as the Notes remain outstanding, the City will not issue any additional bonds, notes or debt payable from the TIF Revenue Fund or the Project Fund or any part thereof without the prior written consent of the Registered Owners.

ARTICLE IX

DEFAULT AND REMEDIES

Section 9.1. Acceleration of Maturity Upon Default. The City covenants and agrees that if it defaults in the payment of the principal of or interest on the Notes as the same becomes due on any Note Payment Date, then, at any time thereafter and while such default continues, the Registered Owner may by written notice to the City filed in the office of the City Clerk or delivered in person to said City Clerk, declare the principal of the Notes then outstanding to be due and payable immediately, and upon any such declaration the Notes shall become and be immediately due and payable, anything in this Resolution or in the Notes contained to the contrary notwithstanding. This provision, however, is subject to the condition that if at any time after the principal of said outstanding Notes has been so declared to be due and payable, all arrears of interest upon all of said Notes, except interest accrued but not yet due on such Notes, and all arrears of principal upon all of said Notes has been paid in full and all other defaults, if any, by the City under the provisions of this Resolution and under the provisions of the statutes of the State of Nebraska have been cured, then and in every such case the

Registered Owner shall, rescind and annul such declaration and its consequences, but no such rescission or annulment shall extend to or affect any subsequent default or impair any rights consequent thereon. Notwithstanding the foregoing, failure by the City to pay any amounts due as principal or interest on any Note Payment Date that are in excess of the amounts then on deposit in the TIF Revenue Fund shall not be deemed a default.

Section 9.2. Remedies. The provisions of this Resolution, including the covenants and agreements herein contained, shall constitute a contract between the City and each Registered Owner. Subject to the limitations set forth in **Section 9.3**, each Registered Owner shall have the following rights:

(a) by mandamus or other suit, action or proceeding at law or in equity to enforce the rights of the Registered Owner against the City and its officers, agents and employees, and to require and compel duties and obligations required by the provisions of this Resolution or by the constitution and laws of the State of Nebraska;

(b) by suit, action or other proceedings in equity or at law to require the City, its officers, agents and employees to account as if they were the trustees of an express trust; and

(c) by suit, action or other proceedings in equity or at law to enjoin any acts or things which may be unlawful or in violation of the rights of the Registered Owner.

Section 9.3. Remedies Cumulative. No remedy conferred herein upon the Registered Owners is intended to be exclusive of any other remedy, but each such remedy shall be cumulative and in addition to every other remedy and may be exercised without exhausting and without regard to any other remedy conferred herein. No waiver of any default or breach of duty or contract by a Registered Owner shall extend to or affect any subsequent default or breach of duty or contract or shall impair any rights or remedies thereon. No delay or omission of a Registered Owner to exercise any right or power accruing upon any default shall impair any such right or power or shall be construed to be a waiver of any such default or acquiescence therein. Every substantive right and every remedy conferred upon the Registered Owners by this Resolution may be enforced and exercised from time to time and as often as may be deemed expedient. In case any suit, action or proceeding taken by a Registered Owner on account of any default or to enforce any right or exercise any remedy has been discontinued or abandoned for any reason, or has been determined adversely to such Registered Owner, then, and in every such case, the City and such Registered Owner shall be restored to their former positions and rights hereunder, respectively, and all rights, remedies, powers and duties of such Registered Owner shall continue as if no such suit, action or other proceedings had been brought or taken.

ARTICLE X

MISCELLANEOUS PROVISIONS

Section 10.1. Amendments. The rights and duties of the City and the Registered Owners, and the terms and provisions of the Notes or of this Resolution, may be amended or modified at any time in any respect by Resolution of the City with the written consent of the Registered Owners, such consent to be evidenced by an instrument or instruments executed by the Registered Owners and duly acknowledged or proved in the manner of a deed to be recorded, and such instrument shall be filed with the City Clerk, but no such amendment, modification or alteration shall:

(a) extend the maturity of any payment of principal or interest due upon the Notes;

(b) effect a reduction in the amount which the City is required to pay by way of principal of or interest on the Notes; or

(c) permit the creation of a lien on the TIF Revenue Fund, the Project Fund, or other funds and accounts pledged hereunder prior or equal to the lien of the Notes.

Any provision of the Notes or of this Resolution may, however, be amended or modified by Resolution duly adopted by the governing body of the City at any time in any respect with the written consent of the Registered Owners.

Without notice to or the consent of the Registered Owners, the City may amend or supplement this Resolution for the purpose of curing any formal defect, omission, inconsistency or ambiguity therein or in connection with any other change therein which is not materially adverse to the interests of the Registered Owners.

Every amendment or modification of the provisions of the Notes or of this Resolution, to which the consent of the Registered Owners is given, as above provided, shall be expressed in a Resolution adopted by the governing body of the City amending or supplementing the provisions of this Resolution and shall be deemed to be a part of this Resolution. A certified copy of every such amendatory or supplemental Resolution, if any, and a certified copy of this Resolution shall always be kept on file in the office of the City Clerk and shall be made available for inspection by the Registered Owners or a prospective purchaser or owner of the Notes authorized by this Resolution, and upon payment of the reasonable cost of preparing the same, a certified copy of any such amendatory or supplemental Resolution or of this Resolution will be sent by the City Clerk to any such Registered Owner or prospective Registered Owner.

Notwithstanding anything to the contrary in this **Section 10.1**, before any Resolution supplementing or amending this Resolution pursuant to this **Section 10.1** shall become effective, there shall have been delivered to the City an opinion of Note Counsel stating that such supplemental Resolution is authorized or permitted by this Resolution and the Act, complies with their respective terms, will, upon the execution and delivery thereof, be valid and binding upon the City in accordance with its terms, and will not adversely affect the exclusion from federal gross income of interest on the Notes, if applicable.

Any and all modifications made in the manner hereinabove provided shall not become effective until there has been filed with the City Clerk a copy of the Resolution of the City, duly certified, as well as proof of any required consent to such modification by the Registered Owners. It shall not be necessary to note on any outstanding Notes any reference to such amendment or modification.

Section 10.2. Payments Due on Days Other Than Business Days. In any case where the date of maturity of principal or interest on the Notes or the date fixed for prepayment of any Note is not a Business Day, then payment of principal or interest need not be made on such date but may be made on the first succeeding Business Day with the same force and effect as if made on the date of maturity or the date fixed for prepayment, with no adjustment in accrued interest for the period between such prepayment date and such first succeeding Business Day.

Section 10.3. Notices, Consents and Other Instruments by Registered Owner. Any notice, consent, request, direction, approval, objection or other instrument required by this Resolution to be signed and executed by the Registered Owner other than the assignment of the Ownership of the Notes, may be in any number of concurrent writings of similar tenor and may be signed or executed by such Registered Owner in person or by agent appointed in writing. Proof of the execution of any such instrument or of the writing appointing any such agent and of the ownership of the Notes, if made in the following manner, shall be sufficient for any of the purposes of this Resolution, and shall be conclusive in favor of the City with regard to any action taken, suffered or omitted under any such instrument, namely:

(a) The fact and date of the execution by any person of any such instrument may be proved by a certificate of any officer in any jurisdiction who by law has power to take acknowledgments within such jurisdiction that the person signing such instrument acknowledged before such officer the execution thereof, or by affidavit of any witness to such execution.

(b) The fact of ownership of the Notes, the amount or amounts, numbers and other identification of the Notes, and the date of holding the same shall be proved by the Note Register.

Section 10.4. Further Authority. The officers of the City, including the Mayor and the City Clerk, are hereby authorized and directed to execute all documents and take such actions as they may deem necessary or advisable in order to carry out and perform the purposes of this Resolution and to make any changes or additions in this Resolution and the foregoing agreements, statements, instruments and other documents herein approved, authorized and confirmed which they determine to be in the City's best interest, and the execution or taking of such action shall be conclusive evidence of such determination.

Section 10.5. Severability. If any section or other part of this Resolution or the Notes is for any reason held invalid, the invalidity thereof shall not affect the validity of the other provisions of this Resolution.

Section 10.6. Governing Law. This Resolution shall be governed exclusively by and constructed in accordance with the applicable laws of the State.

Section 10.7. Effective Date. This Resolution shall take effect and be in full force from and after its passage by the governing body of the City."

Roll call vote: Kavan, yes; Lawver, yes; Svoboda, yes; Dunbar, yes; and Tyler, yes. Absent and not voting: Krejci. Motion carried.

The Mayor declared the next item of business was second reading of Ordinance 2127, to grant a Conditional Use Permit to provide an off-premises parking area within 400 feet of an entrance to the principal use on Lot 4 and part of Lot 5, Block 181, Second County Addition filed by St. Wenceslaus Church, and setting conditions. Lori Hanson, west neighbor, expressed concerns about the use of the property as a parking lot, including: effect on property values, appearance, drainage, and lighting, and asked why another nearby lot which was cleared is not being used for parking. Joe Sensibaugh reported the plan includes fence to shield nearby properties from vehicle lights, relocating the fence on the west side, shielded 20-foot light poles with timers.

Lawver moved to table action on the second reading of Ordinance No. 2127, motion was seconded by Kavan. Roll call vote: Lawver, yes; Kavan, yes; Dunbar, yes; Svoboda, yes; and Tyler, yes. Absent and not voting: Krejci. Motion carried.

Kevin Thiele and Greg Hohl appeared to request the Council approve modification of the parking plan for a building project at 6th and Elm Streets. The original plan provided access to the parking area only from the alley. They request a curb cut on 6th Street, plan to do landscaping and install fence to screen the east boundary of the property. Lawver stated the Street Committee discussed this request, and were concerned drainage from 6th Street would flow through the parking lot onto neighboring property. Jerry Johnson, neighboring property owner, also expressed concern about drainage. Thiele and Hohl stated gutter on the building will route water to 6th Street, and they can structure the entrance to keep water flowing east on 6th Street.

Lawver moved to table action until an amended plan is submitted. Motion seconded by Kavan. Roll call vote: Lawver, yes; Kavan, yes; Tyler, yes; Svoboda, yes; and Dunbar, yes. Absent and not voting: Krejci. Motion carried.

Julie Ogden of JEO Consulting Group explained Change Order No. 8 on the Chestnut Street project will extend the contract completion date by an additional 20 calendar days, July 3, 2013, due to rain delays. Motion by Svoboda, seconded by Tyler, to approve Change Order No. 8 on the Chestnut Street project. Roll call vote: Svoboda, yes; Tyler, yes; Kavan, yes; Dunbar, yes; and Lawver, yes. Absent and not voting: Krejci. Motion carried.

Ogden explained the pay application, which includes work through June 1, which has been inspected and reviewed. One more pay application is planned. Motion by Dunbar, seconded by Kavan, to approve Pay Application No. 8 to Tab Construction for \$55,668.22. Roll call vote: Dunbar, yes; Kavan, yes; Svoboda, yes; Tyler, yes; and Lawver, yes. Absent and not voting: Krejci. Motion carried.

Council members were advised that Lawver has filed a statement of potential conflict of interest as required by the Nebraska Accountability and Disclosure Commission regarding award of contract for 23rd Street. Lawver excused himself from the meeting at 7:38 p.m.

Ogden reviewed the bids received on the 23rd Street Project with the Council. The following bids were received:

M.E. Collins Contracting Co., Inc.	\$554,920.00
TAB Construction	\$599,580.07

Ogden suggested the Council consider allowing parking only on the south side of 23rd Street, and removing the sidewalk on the north side from the project as a change order. A motion was made by Dunbar, seconded by Tyler, to approve a contract with M. E. Collins Contracting Co. Inc., for the bid of \$554,920.00 for the 23rd Street Project, and authorize the Mayor to sign the necessary documents. Tyler offered a motion to amend Dunbar's motion to approve the contract to also authorize the City Administrator to negotiate a change of the contract to remove the sidewalk from the project. Motion was seconded by Dunbar. Roll call vote: Tyler, yes; Dunbar, yes; Svoboda, yes; and Kavan, yes. Absent and not voting: Krejci and Lawver. Motion carried.

Roll call vote on the motion as amended: Dunbar, yes; Tyler, yes; Svoboda, yes; and Kavan, yes. Absent and not voting: Krejci and Lawver. Motion carried.

Lawver returned to the meeting at 7:48 p.m.

Proposals received for appraisal of Kennedy Campus property were reviewed. Use of the information obtained to negotiate purchase or for eminent domain, and budgeting for the expense were discussed. Jerry Johnson reported funding for the appraisal is available through the Wahoo Community Foundation. A motion was made by Lawver to give the Mayor and City Administrator the authority to enter into a contract for appraisal of the Kennedy Campus property, conditioned that the cost be paid by private funding, not City funds. Motion seconded by Svoboda. Tyler offered a motion to amend the motion to state that the cost be paid by the Wahoo Community Foundation, motion seconded by Dunbar. Roll call vote: Tyler, yes; Dunbar, yes; Svoboda, no; Kavan, yes; and Lawver, no. Absent and not voting: Krejci. Motion to amend carried. Roll call vote on the motion to give the Mayor and City Administrator the authority to enter into a contract for appraisal of the Kennedy Campus property, conditioned that the cost be paid by the Wahoo Community Foundation: Lawver, yes; Svoboda, yes; Kavan, yes; Dunbar, yes; and Tyler, yes. Absent and not voting: Krejci. Motion carried. City Attorney Lausterer noted the scope of work must include "appraisal for purposes of eminent domain."

Lawver moved to table action on the ordinance to vacate the alley in Block 152 and portion of Maple Street, as the Street Committee would like to review location of utilities and easements. Motion seconded by Dunbar. Roll call vote: Lawver, yes; Dunbar, yes; Kavan, yes; Tyler, yes; and Svoboda, yes. Absent and not voting: Krejci. Motion carried.

Louis Austin addressed the Council regarding replacement of a berm on his property on A Street. He stated an agreement was entered into, several loads of dirt have been placed there, but work is not complete. He stated he has someone who would compact the dirt for \$500, and requested the city provide additional dirt to complete the berm. Lawver moved to authorize the Mayor to enter into an agreement for completion of the berm with Austins. Motion seconded by Svoboda. Roll call vote: Lawver, yes; Svoboda, yes; Dunbar, yes; Kavan, yes; and Tyler, yes. Absent and not voting: Krejci. Motion carried.

Council Member Svoboda introduced the following resolution, **Resolution 2013- 17**, and moved for its approval, seconded by Kavan.

“BE IT RESOLVED by the Mayor and Council of the City of Wahoo, Nebraska, as follows:

Section 1. The Mayor and Council hereby find and determine that it is necessary and appropriate to declare an official intent to issue tax-exempt bond anticipation notes or bonds by the City and, in addition, the City’s reasonable expectations to reimburse certain expenditures with the proceeds of such bond anticipation notes or bonds as proposed to be issued by the City in connection with the construction of certain street improvements, drainage improvements, water system improvements and other related appurtenant improvements now being or to be constructed in the City of Wahoo, Nebraska, specifically including 12th Street and 23rd Street, consisting of street construction and related infrastructure improvements and water mains and related improvements in the area of east 12 Street, together with engineering, legal, financing and other related project costs.

Section 2: This resolution shall stand as a statement of the official intent of the City under Regulation Section 1.150-2 and for such purpose the following information is hereby given:

1. A general functional description of the projects for which expenditures may be made and reimbursement to be provided from bond anticipation notes or bond proceeds are public improvements specifically including 12th Street and 23rd Street, consisting of street construction and related infrastructure improvements and water mains and related improvements in the area of east 12 Street together with engineering, legal, financing and other related project costs for the city of Wahoo, Nebraska.
2. The principal amount of notes or bonds expected to be issued as authorized under authority of applicable Nebraska Statutes for that portion of improvements pertaining to this reimbursement resolution is estimated to be \$1,200,000.”

Roll call vote: Svoboda, yes; Kavan, yes; Tyler, yes; Dunbar, yes; and Lawver, yes. Absent and not voting: Krejci. Motion carried.

Harrell reported there is a qualified applicant for housing rehab funds the City has available, and SENHAC will work with the City to administer this grant/loan. If not utilized by June 30, 2013, the money will need to be returned to the State. Motion by Lawver, seconded by Tyler, to authorize a grant/loan of City of Wahoo Housing Rehab funds to a qualified applicant and work with SENHAC on this project. Roll

call vote: Lawver, yes; Tyler, yes; Kavan, yes; Dunbar, yes; and Svoboda, yes. Absent and not voting: Krejci. Motion carried.

Harrell stated services are provided by SENDD for grant administration, and Wahoo has been a member since the beginning of the organization. Motion by Dunbar, seconded by Lawver, to authorize the City of Wahoo to renew its membership with SENDD and housing dues for fiscal year 2013-14. Roll call vote: Dunbar, yes; Lawver, yes; Tyler, yes; Kavan, yes; and Svoboda, yes. Absent and not voting: Krejci. Motion carried.

The next meeting will be held on Thursday, June 27, 2013.

A motion was made by Svoboda, seconded by Dunbar to adjourn at 8:32 p.m.

Approved: _____.

Lucinda Morrow, Deputy Clerk

Janet A. Jonas, Mayor