

BOARD OF EQUALIZATION

Madison, Nebraska

October 10, 2012

The Board of Equalization of Madison County, Nebraska met at 9:00 A.M.

Advance notice of meeting was published in the Thursday, October 4, 2012 edition of The Norfolk Daily News. A copy of said notice was mailed to each Board member. An affidavit of acknowledgment of receipt of notice of meeting as published was executed.

Present: Commissioners Jerry McCallum and Martin Griffith, County Assessor Jeff Hackerott, County Treasurer Donna Primrose, and County Clerk Nancy Scheer. Absent, Commissioner Lee Klein. Chairman Jerry McCallum called the meeting to order and notified the public of the location of the information regarding the Open Meeting Act posted in the meeting room.

Motion was made by Griffith and seconded by McCallum to approve the agenda for the meeting. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Motion was made by Griffith and seconded by McCallum to approve the minutes of the September 11, 2012 meeting. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Protest #2012-158: William M. Marx, 54659 838th Road, Battle Creek

Pt. SW $\frac{1}{4}$ SE $\frac{1}{4}$ 7-23-2 Eugene Reeves Third Lot Split 4.05 Acres

Hearing opened at 9:01 A.M. William Marx appeared at the hearing. County Assessor Jeff Hackerott explained that in the 2012 tax year, the Assessor's office assessed a machine shed on the property owned by Danay Marx, which is located directly west of the William Marx parcel. He reported that Danay Marx contacted the Assessor's Office in August to report that the machine shed was not located on her property; therefore, he corrected the records to assess the machine shed to William Marx's property. He further explained that he sent a notice of valuation change to William Marx who chose to protest the valuation. William Marx testified that, in his opinion, the valuation is too high based upon surrounding properties and the valuation increased \$150,000 by putting up a machine shed that is 100' by 60' in size. He explained that the machine shed was originally 60' by 60' and he added a 40' addition to it. He reported that the building was already purchased, laying on the ground, and he put it up, with the building permit being issued the prior year. Chairman McCallum asked what the building valuation was when it was located on the other property and County Assessor Jeff Hackerott responded that he did not have that information available for the hearing. Chairman McCallum asked if there were other buildings on the property and County Assessor Jeff Hackerott responded that another building was constructed in 2012 and will be added to the assessment record in 2013. County Assessor Jeff Hackerott explained that there is living space in the building. William Marx reported that the living quarters were added after the 40' by 40' addition to the original building, which was prior to January 1, 2012. He stated that when the building was assessed to the other parcel, he paid the taxes because he was still living on that property and was still married. He stated that he is protesting the total valuation of the building because the County is valuing the building at \$150,000 and the building cost \$50,000 to put up. County Assessor Jeff Hackerott reported that the assessment record listed the building as a 60' by 60' pole shed with a dirt floor for \$26,000; however, the building should not be assessed as a pole shed because it has a liner, heat, electricity, water, sewer, and a concrete floor. He stated that a 2009 building permit is for a 60' by 60' storage building at a cost of \$25,000, and a 2010 building permit was issued for a 40' by 60' storage building, which is the addition on the back. He reported that another building permit was issued for a 16' by 32' office in the amount of \$3,000, which is the portion built on to the south side of the building and another building permit was issued for a 16' by 16' storage area. William Marx explained that the additions are wrapped around the original building on the south and east sides. County Assessor Jeff Hackerott stated that he doesn't have a building permit for a 12' by 60' lean too on the back of the building and a 16' by 38' living area located on the east side. William Marx stated that there should be building permits for all these additions because he was serving on the Planning Commission during this time. County Assessor Jeff Hackerott questioned who the contractor was for the building and William Marx responded that he and S & S Builders were the contractors. He stated that he completed most of the work himself and he also built the lean too by himself. He stated that the permit for the 16' by 16' storage was the last one issued, which was for the addition onto the back of the living quarters for more storage space. He stated that the County building inspector has already inspected the entire building. Chairman McCallum asked what the prior valuation was for the building since something caused him to protest. William Marx responded that he protested the valuation because the value increased from \$20,000 to \$170,000 and that is what alerted him. He explained that he has a building with wrap around living quarters added onto it with a cement floor, lining, insulation, water, and sewer but the property that he previously owned had the exact same building except for the living quarters added onto it, and also included a 2,600 square foot brick home with a basement complete, plus the 60' by 60' storage building with a dirt floor valued at \$26,000 more than this property. William Marx stated that he is not protesting to get the valuation for Danay Marx's property raised, but he wants to talk about why his valuation is so high compared to what he knows is comparable because he can pull all the information up on the internet and see what the valuation of other properties are and there is a \$26,000 difference when everything is the same except for a 2,600 square foot brick home on the property next to his. He explained that the reason he put the living quarters in his building was to keep the valuation down and keep his taxes down because he doesn't need a big brick home to live in, but if he is going to pay the same amount of taxes he could have had a nice home. He stated that every time a tornado comes he needs to find a place to hide. Commissioner Griffith questioned if the entire building has a concrete floor, because that would be a substantial increase in valuation. County Assessor Jeff Hackerott stated that substantial changes were made to the building and subsequently to the assessment record. He stated that the 2012 valuation for the Danay Marx property can't be changed. He recommended that the valuation for the pole shed be equalized with the Danay Marx building for 2012. William Marx stated that Danay's building is 50' by 120' and his building is 60' by 100'. County Assessor Jeff Hackerott explained that both buildings are 6,000 square feet in size. He stated that both buildings would then be re-valued for the year 2013. Chairman McCallum closed the hearing at 9:17 A.M. Motion was made by Griffith and seconded by McCallum to set the 2012 property valuation at \$141,036. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Chairman McCallum opened a public hearing at 9:19 A.M. to receive testimony regarding the following motor vehicle exemption applications:

Community Concern of Norfolk, P.O. Box 302, Norfolk	2001 Ford Econoline Van
Countryside Home, 703 North Main Street, Madison	2008 Ford Ranger
Liberty Centre Services, Inc., 900 East Norfolk Avenue, Norfolk	2003 Ford Bus, 2003 Ford Taurus, 2004 Chevrolet Sport Van, 2005 Ford Taurus (4), 2005 Ford Taurus, 2006 Ford Taurus (3), 2002 Ford Windstar, 2006 Chevrolet Express Van, 2008 Nissan Rogue, 2007 Ford Taurus, 2008 Chevrolet Impala, 2009 Chevrolet Impala (2), 2010 Ford Bus, 2010 Chevrolet Impala, 2011 Chevrolet Traverse, 2012 Chevrolet Express Van, 2012 Chevrolet Malibu
Mosaic, 105 East Norfolk Avenue, Suite 200, Norfolk	2001 Chevrolet Express Van
Norfolk Rescue Mission, 111 North 9th Street, Norfolk	2000 Dodge Ram Van
Wesley Center, Inc., 500 West Phillip Avenue, Norfolk	2001 Dodge Van (2)

County Treasurer Donna Primrose reported that exemption applications have previously been approved for all these organizations. No one appeared at the hearing to offer verbal testimony. Chairman McCallum closed the hearing at 9:20 A.M.

After discussion, it was moved by Griffith and seconded by McCallum to approve the motor vehicle exemption applications as submitted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

County Assessor Jeff Hackerott submitted the following tax list corrections:

- #2822 Perkins Delaware LLC, 608 North 114th Street, Omaha, Nebraska
Deduction to the tax rolls in the amount of \$9,108.06 for correction to the 2011 real estate taxes due to a reduction of 2011 taxable valuation as ordered by the Tax Equalization and Review Commission
- #2823 Perkins Delaware, LLC, 608 North 114th Street, Omaha
Deduction to the tax rolls in the amount of \$7,030.64 for correction to the 2011 real estate taxes due to a reduction of the 2011 valuation as ordered by the Tax Equalization and Review Commission
- #2824 Heartland Pantry, Inc., 5820 Westown Parkway, West Des Moines, Iowa
Deduction to the tax rolls in the amount of \$10,557.86 for correction to the 2011 real estate taxes due to a reduction of the 2011 valuation as ordered by the Tax Equalization and Review Commission
- #2825 HyVee, Inc., 5820 Westown Parkway, West Des Moines, Iowa
Deduction from the tax rolls in the amount of \$13,486.76 for a correction to the 2011 real estate taxes due to a reduction of the 2011 valuation as ordered by the Tax Equalization and Review Commission
- #2826 Bradley and Julie Wiebe, 2104 Maurer Drive, Norfolk
Deduction from the tax rolls in the amount of \$120.56 for a correction to the 2011 real estate taxes due to a reduction of the 2011 valuation as ordered by the Tax Equalization and Review Commission
- #2827 S & J Enterprise, 90714 North Eli Road, Eli
Addition to the tax rolls in the amount of \$150.64 for acceleration of the 2011 personal property taxes due to the sale of the business on October 1, 2012

After discussion, it was moved by Griffith and seconded by McCallum to approve the tax list corrections as submitted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

County Clerk Nancy Scheer presented the following property tax levies for the 2012-2013 fiscal year:

<u>MADISON COUNTY</u>			
<u>FUND</u>		<u>LEVY</u>	<u>TOTAL</u>
General		0.231775	
Road/Bridge		None	
Federal Aid Secondary		0.178077	
Visitor's Promotion		None	
Visitor's Improvement		None	
Preservation and Modernization		None	
Drug Law Enforcement		None	
Drug Testing		None	
CDBG #2		None	
Inheritance Tax		None	
911 Emergency Management		None	
Law Enforcement Operating		None	
Drug Court		None	
Road/Bridge Bond		0.015000	0.424852
<u>CITIES AND VILLAGES</u>			
<u>CITY OR VILLAGE</u>	<u>FUND</u>	<u>LEVY</u>	<u>TOTAL</u>
City of Battle Creek	General Fund	0.449999	
	Bond Fund	0.061069	0.511068
City of Madison	General Fund	0.450000	0.450000
Village of Meadow Grove	General Fund	0.499981	
	Bond Fund	0.049989	0.549970
City of Newman Grove	General Fund	0.450000	0.450000

CITIES AND VILLAGES (CONTINUED)

<u>CITY OR VILLAGE</u>	<u>FUND</u>	<u>LEVY</u>	<u>TOTAL</u>
City of Norfolk	General Fund	0.133464	
	Bond Fund	0.061539	
	Economic Development Fund	0.035640	0.230643
City of Tilden	General Fund	0.442583	
	Sewer Refunding Bond	0.161178	
	GO/VP Bond Fund	0.262974	0.866735

RURAL FIRE PROTECTION DISTRICTS

<u>NAME OF DISTRICT</u>	<u>FUND</u>	<u>LEVY</u>	<u>TOTAL</u>
Battle Creek Rural Fire	General Fund	0.016792	
	Sinking Fund	0.004844	
	Bond Fund	0.018364	0.040000
Creston Rural Fire	General Fund	0.010887	
	Sinking Fund	0.007583	
	Bond Fund	0.016909	0.035379
Lindsay Rural Fire	General Fund	0.019331	0.019331
Madison Rural Fire	General Fund	0.040000	0.040000
Meadow Grove Rural Fire	General Fund	0.013420	
	Sinking Fund	0.009104	
	Bond Fund	0.017476	0.040000
Newman Grove Rural Fire	General Fund	0.040000	0.040000
Norfolk Rural Fire	General Fund	0.020659	
	Sinking Fund	0.019341	0.040000
Tilden Rural Fire	General Fund	0.025000	0.025000

MISCELLANEOUS

<u>NAME OF SUBDIVISION</u>	<u>FUND</u>	<u>LEVY</u>	<u>TOTAL</u>
Educational Service Unit #7	General Fund	0.015000	0.015000
Educational Service Unit #8	General Fund	0.014996	0.014996
Lower Elkhorn Natural Resources District	General Fund	0.029609	0.029609
Lower Platte North Natural Resources Dist.	General Fund	0.054870	0.054870
Madison County Agricultural Society	General Fund	0.006103	
	Building Fund	0.007766	0.013869
Norfolk Airport Authority	General Fund	0.031321	0.031321
Norfolk Parking District #1	Vehicle Parking	0.350000	0.350000
Northeast Community College	General Fund	0.085253	
	Capitol Improvement Fund	0.010000	
	ADA/Hazardous Materials Fund	0.003000	0.098253
Railroad Transportation Safety District	General Fund	0.005000	0.005000
Norfolk Sanitary District	General Fund	0.009790	0.009790
Sanitary & Improvement District #3	General Fund	0.329258	0.329258
Sanitary & Improvement District #5	General Fund	0.104373	0.104373
Sanitary & Improvement District #9	General Fund	0.016613	0.016613
Sanitary & Improvement District #10	General Fund	0.092656	0.092656
Sanitary & Improvement District #13	General Fund	0.145914	
	Construction Fund	0.119324	0.265238

SCHOOL DISTRICTS

<u>SCHOOL DISTRICT</u>	<u>GENERAL FUND</u>	<u>SPECIAL BUILDING FUND</u>	<u>QUALIFIED CAPITAL PURPOSE UNDERTAKING FUND</u>	<u>TECHNOLOGY</u>				<u>TOTAL</u>
				<u>BOND FUND K-12</u>	<u>BOND FUND K-8</u>	<u>BOND FUND K-12</u>	<u>BOND FUND 9-12</u>	
59-0001	1.033822	0.010001	0.023138			0.023079		1.090040
59-0002	1.050000		0.031924	0.005425	0.079812	0.046270	0.045510	1.258941
59-0005	0.982315	0.017843			0.049503		0.092241	1.141902
59-0013	0.645183	0.021673			0.009787		0.038614	0.715257
59-0080	1.012013	0.027302						1.039315
70-0002							0.075740	0.075740
71-0067	0.426913	0.021133					0.023734	0.471780

Motion was made by Griffith and seconded by McCallum to adopt the property tax levies for the 2012-2013 fiscal year as presented. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

The Board of Equalization adjourned at 9:25 A.M.

County Clerk

Chairman

COMMISSIONERS PROCEEDINGS

Madison, Nebraska

October 10, 2012

The Board of County Commissioners of Madison County, Nebraska met in regular session at 9:30 A.M.

Advance notice of meeting was published in the Thursday, October 4, 2012 edition of The Norfolk Daily News. A copy of said notice was mailed to each Board member. An affidavit of acknowledgment of receipt of notice of meeting as published was executed. Vice-Chairman Jerry McCallum called the meeting to order and notified the public of the location of the information regarding the Open Meeting Act posted in the meeting room.

Present: Commissioners Jerry McCallum and Martin Griffith, County Clerk Nancy Scheer, and Norfolk Daily News reporter Jerry Guenther. Absent, Commissioner Lee Klein. County Highway Superintendent Richard Johnson joined the meeting at 9:36 A.M. County Attorney Joseph Smith was intermittently present during the meeting.

Vice-Chairman McCallum read the following consent agenda items into the record:

- 1) Approval of minutes of the September 25, 2012 meeting
- 2) Acknowledge receipt of the Cost Allocation Plan for the fiscal year ended June 30, 2011 and authorization for execution of the certification
- 3) Release of Irrevocable Letter of Credit with Midwest Bank in favor of Telebeep issued as a performance bond for the contract for purchase of digital radios
- 4) Approval of location agreement with Paramount Pictures Corporation to film at the County Sheriff's Office for the Alexander Payne film, "Nebraska"
- 5)

RESOLUTION #2012-56
Cyber Security Month - October 2012
Madison County

WHEREAS, counties recognize the vital role that the Internet and information technology play in their county staffs and residents daily lives,

WHEREAS, counties understand that critical sectors are increasingly reliant on information systems to support financial services, energy, telecommunications, transportation, utilities, health care, and emergency response systems; and

WHEREAS, Internet users and the nation's information infrastructure face an increasing threat of malicious cyber attack, loss of privacy from spyware and adware and significant financial and personal privacy losses due to identity theft and fraud; and

WHEREAS, National Association of Counties President Chris Rodgers has established Cyber Security Awareness as a principal focus of his term and is encouraging the nation's county governments to enhance their cyber security efforts and encourage their citizens to adopt secure online practices, and

WHEREAS, The Stop.Think.Connect. Campaign (www.stoptCo) is a national effort coordinated by a coalition of private companies, nonprofits and government organizations to help all digital citizens stay safer and more secure online; and

WHEREAS, the Multi-State Information Sharing and Analysis Center (www.msissac.org) is designated by the U.S. Department of Homeland Security as a key resource for cyber threat prevention, protection, response and recovery for the nation's state, local, territorial and tribal governments, and

WHEREAS, maintaining the security of cyberspace is a shared responsibility in which each of us has a critical role, and awareness of computer security essentials will improve the security of Madison County information infrastructure and economy; and

WHEREAS, the U.S. Department of Homeland Security, and the National Cyber Security Alliance (www.staysafeonline.org) have declared October as National Cyber Security Awareness Month; and all citizens are encouraged to visit their sites, to learn about cyber security and put that knowledge into practice in their homes, schools, workplaces, and businesses.

NOW, THEREFORE BE IT RESOLVED that, the Madison County Board of Commissioners do hereby proclaim the month of October 2012 as Cyber Security Awareness Month in the County of Madison.

6) RESOLUTION #2012-57

BE IT RESOLVED, that the withdrawal by Frontier Bank, Madison, Nebraska of the following securities, held in safekeeping by Wells Fargo Bank, N.A., Minneapolis, Minnesota, to secure deposits of the county in said bank, to wit:

FNMA REMIC 2009 27 NV	Wells Fargo Bank, N.A.
\$1,000,000.00	Minneapolis, Minnesota
Rate 6.00000	Issued 03/01/2009
Cusip 31397NST3	Maturity 02/25/2020
Receipt No. 10680	

and the substitution of the following securities be and the same hereby are approved:

Irrevocable Letter of Credit	Federal Home Loan Bank
\$1,000,000.00	Topeka, Kansas
Letter of Credit No. 29594	Effective Date 09/28/2012
Expiration Date 09/27/2013	

Motion was made by Griffith and seconded by McCallum to approve the consent agenda. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Motion was made by Griffith and seconded by McCallum to approve the regular agenda. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Andy Snyder, Investment Banker with Smith Hayes Financial Services Corporation, presented documents regarding the issuance of Revenue and Refunding Bonds for the Behavioral Health Specialists, Inc. Project, Series 2012. County Attorney Joseph Smith was present and reported that he reviewed the documents and spoke with the bond counsel regarding federal government compliance issues. The following resolution was introduced for consideration by the County Board:

RESOLUTION #2012-58

BEFORE THE BOARD OF COMMISSIONERS OF THE COUNTY OF MADISON, NEBRASKA
A RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE AND REFUNDING BONDS (BEHAVIORAL HEALTH SPECIALISTS, INC. PROJECT), SERIES 2012, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$2,400,000 FOR THE PURPOSE OF MAKING A LOAN TO BEHAVIORAL HEALTH SPECIALISTS, INC., A NEBRASKA NONPROFIT CORPORATION, TO PAY THE COSTS OF FINANCING, REFINANCING, CONSTRUCTING, EQUIPPING AND FURNISHING IMPROVEMENTS TO THE FACILITIES OF BEHAVIORAL HEALTH SPECIALISTS, INC. AND TO PAY ALL OR PART OF THE COSTS OF ISSUING THE SERIES 2012 BONDS; MAKING FINDINGS AND DETERMINATIONS WITH RESPECT TO THE BONDS; APPROVING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION WITH THE ISSUANCE OF THE BONDS; AND RELATED MATTERS

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF MADISON, NEBRASKA:

Section 1. Findings and Determinations. The Board of Commissioners (the "Board") of The County of Madison, Nebraska (the "County") hereby finds and determines as follows:

(a) The County is organized and existing as a county and a political subdivision of the State of Nebraska (the "State") with lawful power and authority to pass and adopt this Resolution acting by and through its Board of Commissioners.

(b) The County, in furtherance of the purposes, and pursuant to the provisions of Article XIII, Section 2 of the Nebraska Constitution and Sections 13-1101 to 13-1110, inclusive, Reissue Revised Statutes of Nebraska, as amended (the "Act") and in order to provide for the public welfare and development in the State has proposed and does hereby propose that it issue its Revenue and Refunding Bonds in a principal amount not to exceed \$2,400,000 (the "Bonds"), pursuant to a Trust Indenture, dated the date of its execution and delivery (the "Indenture"), between the County and BOKF, National Association, a national banking association, (the "Trustee") and loan the proceeds thereof to Behavioral Health Specialists, Inc. (the "Corporation"), a Nebraska nonprofit corporation, pursuant to a Loan Agreement, dated the date of its execution and delivery (the "Loan Agreement"), between the County and the Corporation, for the purposes of (1) providing for the payment and redemption of \$1,115,000 outstanding principal amount of Hospital Authority No. 1 of Madison County, Nebraska Revenue Bonds (Behavioral Specialists, Inc. Project), Series 2008 (the "Refunded Bonds"), (2) refinancing, constructing, equipping and renovating the Corporation's facilities, including, without limitation, (i) refinancing the Institution's acquisition of Seekers of Serenity Place, located at 4432 Sunrise Place, Columbus, Nebraska, (ii) constructing, furnishing, and equipping an addition to Seekers of Serenity Place, (iii) replacing a portion of the roof on the Corporation's main building, located at 900 West Norfolk Avenue, Norfolk, Nebraska, (iv) remodeling, equipping, and furnishing the Taylor Building, located at 600 South 13th Street, Norfolk, Nebraska; and (v) constructing a parking lot and installing landscaping at Sunrise Place located at 923 East Norfolk Avenue, Norfolk, Nebraska (collectively, the "Project"), (3) funding a debt service reserve, and (4) paying a portion of the costs of issuance of the Bonds, all in accordance with the provisions of the Act.

(c) To secure the Bonds, the County will, pursuant to the Indenture, assign to the Trustee its interest in the Loan Agreement (except for the certain rights specified in the Loan Agreement).

(d) The following documents (the "Financing Documents") have been prepared in connection with the issuance and sale of the Bonds and lending the proceeds thereof to the Corporation:

- (1) the form of the Indenture setting forth the terms of the Bonds and the conditions and security for the Bonds;
- (2) the form of the Loan Agreement;
- (3) the form of the Escrow Agreement among Corporation, the County and the Trustee with respect to the payment and redemption of the Refunded Bonds;
- (4) the form of the Tax Compliance Agreement among the Corporation, the County and the Trustee entered into in order to set forth certain representations, facts, expectations, terms and conditions relating to the use and investment of the proceeds of the Bonds, to establish and maintain the exclusion of interest on the Bonds from gross income for federal income tax purposes, and to provide guidance for complying with the arbitrage rebate provisions of Section 148(f) of the Internal Revenue Code;
- (5) the form of the Bond Purchase Agreement among the Corporation, the County and SMITH HAYES Financial Services Corporation., as underwriter of the Bonds (the "Underwriter"), setting forth the terms and conditions under which Underwriter has agreed to purchase the Bonds; and
- (6) The form of the Preliminary Official Statement with respect to the Bonds (the "Official Statement"); and
- (e) The issuance of the Bonds will effectuate the public purposes of the County and carry out the purposes of the Act.
- (f) In accordance with the requirements of the Act, the Board does hereby determine and find the following:
 - (1) The amount necessary to pay the principal of and interest on the Bonds will be the sums of loan payments calculated in the manner specified and provided for in Article IV of the Loan Agreement;
 - (2) The payments to be made by the Corporation pursuant to such Article IV of the Loan Agreement will be sufficient in amount to pay all principal and interest requirements on the Bonds as the same become due;
 - (3) The Corporation has in the Loan Agreement covenanted and agreed with the County to maintain the Project, to pay all taxes with respect thereto and to indemnify and save harmless the County and the Trustee against and from any loss, damage or claim suffered, occasioned by or incurred in connection with the Project; and
 - (4) The Loan Agreement is in full and complete compliance and conformity with all of the provisions of the Act.
- (g) The Bonds are special limited revenue obligations of the County payable solely out of the basic rental payments of the Corporation under the Loan Agreement and other amounts pledged pursuant to the Indenture, and shall not be a general liability of the County or a charge against its general credit or taxing powers.
- (h) The Bonds will not and shall never constitute a debt, liability or general obligation of the State of Nebraska, or any political subdivision, agency or instrumentality thereof, nor will the faith and credit or the taxing power of the State of Nebraska be pledged to the payment of the principal of or interest on the Bonds. Under no circumstance will any tax revenues ever be used to pay any portion of the debt service on the Bonds.
- (i) In connection with the issuance of the Bonds, notice of a public hearing was published in the *Columbus Telegram* and the *Norfolk Daily News* on September 10, 2012 concerning the proposal by the County to issue the Bonds in accordance with the provisions of the Act.
- (j) Pursuant to such notice, a public hearing on the proposal to issue the Bonds on behalf of the Corporation has been conducted by the Board at the time and place specified in such notice and all persons who appeared were given an opportunity to express their views for or against the proposal to issue the Bonds.
- (k) All objections or other comments relating to the issuance of the Bonds have been heard and have been duly considered by the Board in connection with the adoption of this Resolution.

Section 2. Authorization of the Bonds. The County is authorized to issue the Bonds in an aggregate principal amount not to exceed \$2,400,000 in order to obtain funds to pay the costs of the Project. The Bonds shall be issued under and secured by and shall have the terms and provisions set forth in the Indenture. The Bonds shall be dated, bear interest, mature, have redemption provisions and other terms to be determined by the Chair in the manner described herein. The final terms of the Bonds shall be specified in the Indenture upon the execution thereof, and the signatures of the Chair and the Clerk executing the Indenture shall constitute conclusive evidence of their approval and the County's approval thereof. The Bonds shall be executed on behalf of the County by the manual or facsimile signature of its Chair and attested by the manual or facsimile signature of its Clerk and shall have the corporate seal of the County affixed thereto or imprinted thereon.

Section 3. Limited Obligations. The Bonds shall be special limited revenue obligations of the County payable solely from the sources and in the manner as provided in the Indenture, and shall be secured by a pledge and assignment of and a grant of a security interest in the Trust Estate (as defined in the Indenture) to the Trustee and in favor of the registered owner of the Bonds, as provided in the Indenture. The Bonds and interest thereon shall not be deemed to constitute a debt or liability of the State or of any political subdivision thereof within the meaning of any constitutional provision or statutory limitation of the State and shall not constitute a pledge of the full faith and credit of the State or of any political subdivision thereof, but shall be payable solely from the funds provided for in the Indenture. The issuance of the Bonds shall not, directly, indirectly or contingently, obligate the State or any political subdivision thereof to levy any form of taxation therefor or to make any appropriation for their payment. The State shall not in any event be liable for the payment of the principal or redemption price of or interest on the Bonds or for the performance of any pledge, mortgage, obligation or agreement of any kind whatsoever which may be undertaken by the County. No breach by the County of any such pledge, mortgage, obligation or agreement may impose any liability, pecuniary or otherwise, upon the State or any charge upon its general credit or against its taxing power.

Section 4. Authorization and Approval of Documents. The form, terms and provisions of the proposed Financing Documents are, in all respects, hereby approved, authorized, ratified and confirmed, and the Chair and each commissioner are each separately and individually hereby authorized and directed to execute, acknowledge and deliver the Financing Documents, including counterparts thereof, in the name and on behalf of the Authority. The Financing Documents, as executed and delivered, shall be in substantially the form now before this meeting and hereby approved, subject to such changes therein as shall be approved by the officer of the County executing the same, such execution thereof to constitute conclusive evidence of the County's approval of any and all changes or revisions therein from the form of the Financing Documents now before this meeting; and from and after the execution and delivery of the Financing Documents by the County, the officers, agents and employees of the County are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Financing Documents as executed.

Section 5. Consent to Use of Preliminary Official Statement and Official Statement. The County hereby consents to the use and distribution of the Preliminary Official Statement and the Official Statement relating to the Bonds by the Underwriter. Notwithstanding the foregoing, the County has not prepared or assisted in the preparation of either the Preliminary Official Statement or the Official Statement and, except for the information contained under the captions "THE COUNTY" and "LITIGATION - The County," the County disclaims any responsibility for the disclosures set forth in either the Preliminary Official Statement or the Official Statement or otherwise made in connection with the offer, sale and distribution of the Bonds.

Section 6. Execution of Bonds and Financing Documents. The Chair and the Clerk are hereby authorized and directed to execute the Bonds by manual or facsimile signature and to deliver the Bonds to the Trustee for authentication for and on behalf of and as the act and deed of the County in the manner provided in the Indenture. The Chair is hereby authorized and directed to execute and deliver the Financing Documents for and on behalf of and as the act and deed of the County. The Clerk or any Deputy Clerk is hereby authorized and directed to attest to the Financing Documents and to such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution.

Section 7. Final Terms. The Chair is hereby authorized, for and on behalf of the County, to establish for the Bonds, in conjunction with authorized representatives of the Corporation: (a) the aggregate principal amount thereof, which shall not exceed \$2,400,000, (b) the principal maturity dates thereof and the aggregate principal amount thereof maturing on such dates, (c) the redemption provisions applicable to the Bonds, and (d) the interest rates to be borne by the Bonds.

Section 8. Further Authority. The County shall, and the officers, agents and employees of the County are hereby authorized and directed to, take such further action, and to approve and execute such other documents, certificates and instruments, including, without limitation, any security documents, financing statements, note endorsements, arbitrage certificates, closing certificates or tax forms as may be necessary or desirable to carry out and comply with the intent of this Resolution, and to carry out, comply with and perform the duties of the County with respect to the Bonds and the Financing Documents.

Section 9. Severability. If any one or more provisions of this Resolution should be determined by a court of competent jurisdiction to be contrary to law, then such provisions shall be deemed severable from the remaining provisions hereof and the invalidity thereof shall in no way affect the validity of the other provisions of this Resolution.

If any provisions of this Resolution shall be held or deemed to be or shall, in fact, be inoperative or unenforceable or invalid in any particular case in any jurisdiction or jurisdictions, or in all cases because it conflicts with any constitution or statute or rule or public policy, or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable or invalid in any other case or circumstance, or of rendering any other provision or provisions herein contained inoperative or unenforceable or invalid to any extent whatever.

Section 10. Section Headings. The headings or titles of the several sections hereof shall be solely for convenience of reference and shall not affect the meaning or construction, interpretation or effect of this Resolution.

Section 11. Repeal of Conflicting Resolutions. All prior Resolutions of the County or any parts thereof in conflict with any or all of this Resolution are hereby repealed to the extent of such conflict.

Section 12. Effectiveness of This Resolution. This Resolution shall become effective upon its passage as provided by law.

Motion was made by Griffith and seconded by McCallum that the foregoing resolution be adopted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

Andy Snyder, Investment Banker with Smith Hayes Financial Services Corporation, Snyder presented documents regarding submitted the following resolution for adoption of a Tax-Exempt Financing Compliance procedure for conduit bond issues:

RESOLUTION #2012-59

THE COUNTY OF MADISON, NEBRASKA

TAX-EXEMPT FINANCING COMPLIANCE PROCEDURE FOR CONDUIT ISSUES

Dated as of October 10, 2012

TAX-EXEMPT FINANCING COMPLIANCE PROCEDURE FOR CONDUIT ISSUES

TABLE OF CONTENTS

ARTICLE I - DEFINITIONS

Section 1.1 Definitions

ARTICLE II – PURPOSE AND SCOPE

Section 2.1 Purpose of Compliance Procedure

Section 2.2 Scope of Compliance Procedure; Conflicts

Section 2.3 Amendments and Publication of Compliance Procedure

ARTICLE III – BOND COMPLIANCE OFFICER; TRAINING

Section 3.1 Bond Compliance Officer Duties

Section 3.2 Training

ARTICLE IV – COMPLIANCE PROCEDURE FOR NEW TAX EXEMPT BOND ISSUES

Section 4.1 Application

Section 4.2 Prior to Issuance of Tax Exempt Bonds

Section 4.3 Accounting and Recordkeeping

Section 4.4 Final Allocation of Bond Proceeds

ARTICLE V – ONGOING MONITORING PROCEDURES

Section 5.1 Annual Compliance Checklist

Section 5.2 Arbitrage and Rebate Compliance

ARTICLE VI – CONTINUING DISCLOSURE

Section 6.1 Periodic Disclosure Filings

Section 6.2 Material Event Disclosure Filings

Exhibit A – List of Tax-Exempt Bonds Covered by this Compliance Procedure

TAX-EXEMPT FINANCING COMPLIANCE PROCEDURE

ARTICLE I DEFINITIONS

Section 1.1. Definitions. Capitalized words and terms used in this Compliance Procedure have the following meanings:

“Annual Compliance Checklist” means a questionnaire and/or checklist described in Section 6.1 hereof that is completed each year by a Conduit User for the Tax-Exempt Bonds.

“Annual Report” means the Conduit User’s audited financial statements (or unaudited financial statements as permitted by the Continuing Disclosure Undertaking for the Tax-Exempt Bonds) and certain other financial information and operating data required to be filed annually with the MSRB for the Tax-Exempt Bonds.

“Bond Compliance Officer” means the Issuer’s Clerk or, if the position of Clerk is vacant, the person filling the responsibilities of the Clerk for the Issuer.

“Bond Counsel” means a law firm selected by the Issuer or the Conduit User to provide a legal opinion regarding the tax status of interest on the Tax-Exempt Bonds as of the issue date or the law firm selected to advise the Issuer on matters referenced in this Compliance Procedure.

“Bond Restricted Funds” means the funds, accounts, and investments that are subject to arbitrage rebate and/or yield restriction rules that have been identified in the Tax Compliance Agreement for the Tax-Exempt Bonds.

“Bond Transcript” means the “transcript of proceedings” or other similarly titled set of transaction documents assembled by Bond Counsel following the issuance of the Tax-Exempt Bonds.

“Code” means the Internal Revenue Code of 1986, as amended.

“Compliance Procedure” means this Tax-Exempt Financing Compliance Procedure for Conduit Issues.

“Conduit User” means the entity that receives proceeds of Tax-Exempt Bonds issued by the Issuer and is required to pay principal of and interest on the Tax-Exempt Bonds.

“Conduit User Bond Compliance Officer” means the individual officer or employee of the Conduit User named as the primary individual responsible for post-issuance tax compliance by the Conduit User in connection with the Tax-Exempt Bonds.

“Continuing Disclosure Undertaking” means the Continuing Disclosure Agreement(s), Continuing Disclosure Undertaking(s), Continuing Disclosure Instructions or other written certification(s) and agreements of the Conduit User setting out covenants for satisfying the Conduit User’s requirements for providing information to the MSRB pursuant to SEC Rule 15c2-12 on an ongoing basis for one or more Tax-Exempt Bond issues.

“Cost” or “Costs” means all costs and expenses paid for the acquisition, design, construction, equipping or improvement of a Project Facility or costs of issuing Tax-Exempt Bonds for a Project Facility.

“EMMA” means the Electronic Municipal Market Access system for municipal securities disclosures established and maintained by the MSRB, which can be accessed at www.emma.msrb.org.

“Final Written Allocation” means the Final Written Allocation of Tax-Exempt Bond proceeds prepared pursuant to Section 5.4 of this Compliance Procedure.

“Financed Assets” means that part of a Project Facility treated as financed with Tax-Exempt Bond proceeds as reflected in a Final Written Allocation or, if no Final Written Allocation was prepared, the accounting records of the Trustee and the Conduit User and the Tax Compliance Agreement for the Tax-Exempt Bonds.

“Governing Body” means the Board of Commissioners of the Issuer.

“Intent Resolution” means a resolution of the Issuer or the Conduit User stating (1) the intent of the Issuer or the Conduit User to finance all or a portion of the Project Facility, (2) the expected maximum size of the financing and (3) the intent of the Issuer to reimburse Costs of the Project Facility paid by the Conduit User from proceeds of the Tax-Exempt Bonds.

“IRS” means the Internal Revenue Service.

“Issuer” means the The County of Madison, Nebraska.

“MSRB” means the Municipal Securities Rulemaking Board, or any successor repository designated as such by the Securities and Exchange Commission in accordance with Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

“Placed In Service” means that date (as determined by the Conduit User Bond Compliance Officer) when the Project Facility is substantially complete and in operation at substantially its design level.

“Project Facility” means all tangible or intangible property financed in whole or in part with Tax-Exempt Bonds that are (1) functionally related or integrated in use, (2) located on the same physical site or proximate sites, and (3) expected to be Placed In Service within a one-year period of each other.

“Rebate Analyst” means the rebate analyst for the Tax-Exempt Bonds selected pursuant to the Tax Compliance Agreement.

“Regulations” means all regulations issued by the U.S. Treasury Department to implement the provisions of Code §§ 103 and 141 through 150 and applicable to tax-exempt obligations.

“Tax Compliance Agreement” means the Federal Tax Certificate, Tax Compliance Agreement, Arbitrage Agreement, or other written certification or agreement of the Issuer and the Conduit User setting out representations and covenants for satisfying the post-issuance tax compliance requirements for the Tax-Exempt Bonds.

“Tax-Exempt Bonds” means any bond, note, installment sale agreement, lease or certificate intended to be a debt obligation of the Issuer, the proceeds of which are to be loaned or otherwise made available to the Conduit User, and the interest on which is excludable from gross income for federal income tax purposes. A list of the Tax-Exempt Bonds currently expected to be subject to this Compliance Procedure is attached as Exhibit A.

“Tax-Exempt Bond File” means documents and records which may consist of paper and electronic medium, maintained for the Tax-Exempt Bonds. Each Tax-Exempt Bond File will include the following information if applicable:

- (a) Intent Resolution. (Duplicate Copy Maintained by Bond Compliance Officer)
- (b) Bond Transcript. (Duplicate Copy Maintained by Bond Compliance Officer)
- (c) Final Written Allocation and/or all available accounting records related to the Project Facility showing expenditures allocated to the proceeds of the Tax-Exempt Bonds and expenditures (if any) allocated to other sources of funds.
- (d) All rebate and yield reduction payment calculations performed by the Rebate Analyst and all investment records provided to the Rebate Analyst for purposes of preparing the calculations.
- (e) Forms 8038-T together with proof of filing and payment of rebate. (Duplicate Copy Maintained by Bond Compliance Officer)
- (f) Investment agreement bid documents (unless included in the Bond Transcript) including:
 - (1) bid solicitation, bid responses, certificate of broker;
 - (2) written summary of reasons for deviations from the terms of the solicitation that are incorporated into the investment agreement; and
 - (3) copies of the investment agreement and any amendments.

- (g) Any item required to be maintained by the terms of the Tax Compliance Agreement involving the use of the Project Facility or expenditures related to tax compliance for the Tax-Exempt Bonds.
- (h) Any opinion of Bond Counsel regarding the Tax-Exempt Bonds not included in the Bond Transcript. (Duplicate Copy Maintained by Bond Compliance Officer)
- (i) Amendments, modifications or substitute agreements to any agreement contained in the Bond Transcript. (Duplicate Copy Maintained by Bond Compliance Officer)
- (j) Any correspondence with the IRS relating to the Tax-Exempt Bonds including all correspondence relating to an audit by the IRS of the Tax-Exempt Bonds or any proceedings under the Tax-Exempt Bonds Voluntary Closing Agreement Program (VCAP). (Duplicate Copy Maintained by Bond Compliance Officer)
- (k) Any available questionnaires or correspondence substantiating the use of the Project Facility in accordance with the terms of the Tax Compliance Agreement for the Tax-Exempt Bonds.
- (l) For refunding bond issues, the Tax-Exempt Bond File for the refunded Tax-Exempt Bonds.

“Trustee” means the corporate trustee named in a trust indenture or other similar document included in the Bond Transcript for the Tax-Exempt Bonds.

ARTICLE II PURPOSE AND SCOPE

Section 2.1. Purpose of Compliance Procedure.

(a) Issuer’s Use of Tax-Exempt Bonds. The Issuer issues Tax-Exempt Bonds and loans or otherwise makes the proceeds available to Conduit Users to fund Costs of a Project Facility. The Issuer understands that in exchange for the right to issue Tax-Exempt Bonds at favorable interest rates and terms, the Code and Regulations impose ongoing requirements related to the proceeds of the Tax-Exempt Bonds and the Project Facility financed by the Tax-Exempt Bonds. These requirements focus on the investment, use and expenditure of proceeds of the Tax-Exempt Bonds and related funds as well as restrictions on the use of the Project Facility.

(b) IRS Recommends Separate Written Procedures. The Issuer recognizes that the IRS has stated that all issuers of Tax-Exempt Bonds should have separate written procedures regarding ongoing compliance with the federal tax requirements for Tax-Exempt Bonds.

(c) Continuing Disclosure Undertaking. The Issuer does not anticipate that it will ever be an “obligated person” under any Continuing Disclosure Undertaking. The Conduit Users are required under Continuing Disclosure Undertakings to provide disclosures of certain financial information and operating data and to file notices of certain material events to the marketplace to facilitate informed secondary market trading in Tax-Exempt Bonds issued by the Issuer for the benefit of the Conduit User.

(d) Issuer Commitment. The Issuer is committed to full compliance with the federal tax and securities law requirements for all of its outstanding and future tax-exempt financings. This Compliance Procedure is adopted by the Governing Body to comply with the IRS and Securities and Exchange Commission directives and to improve tax and securities law compliance and documentation. As the Conduit User for the Tax-Exempt Bonds is primarily responsible for the expenditure and investment of proceeds of the Issuer’s Tax-Exempt Bonds, the use of the Financed Assets and the Project Facility, and disclosure of information related to the Tax-Exempt Bonds, this Compliance Procedure provides that the Conduit User will assume substantially all obligations related to post-issuance compliance for Tax-Exempt Bonds issued for its benefit.

Section 2.2. Scope of Compliance Procedure; Conflicts (a) This Compliance Procedure applies to all Tax-Exempt Bonds currently outstanding and all Tax-Exempt Bonds issued in the future. If the provisions of this Compliance Procedure conflict with a Tax Compliance Agreement, the Continuing Disclosure Undertaking or any other specific written instructions of Bond Counsel, the terms of the Tax Compliance Agreement, Continuing Disclosure Undertaking or specific written instructions of Bond Counsel will supersede and govern in lieu of this Compliance Procedure. Any exception to this Compliance Procedure required by Bond Counsel as part of a future issue of Tax-Exempt Bonds will be incorporated in the Tax Compliance Agreement for the future issue. Any requirements imposed on the Issuer in the Tax Compliance Agreement, will be noted by the Bond Compliance Officer and incorporated into the Annual Compliance Checklist. The Issuer acknowledges that the Continuing Disclosure Undertaking by a Conduit User may also apply to one or more issues of taxable securities issued by the Issuer on behalf of the Conduit User.

Section 2.3. Amendments and Publication of Compliance Procedure. This Compliance Procedure may be amended from time-to-time by the Governing Body. Copies of this Compliance Procedure and any amendments will be included in the permanent records of the Issuer.

ARTICLE III BOND COMPLIANCE OFFICER; TRAINING

Section 3.1. Bond Compliance Officer Duties. The Bond Compliance Officer is responsible for implementing this Compliance Procedure. The Bond Compliance Officer will work with the Conduit User Bond Compliance Officer and the Trustee to assist in implementing this Compliance Procedure. The Bond Compliance Officer will consult with Bond Counsel, legal counsel to the Issuer, accountants, tax return preparers and other outside experts to the extent necessary to carry out the purposes of this Compliance Procedure. The Bond Compliance Officer will report to the Governing Body as necessary, and at least annually, regarding implementation of this Compliance Procedure and any recommended changes or amendments to this Compliance Procedure.

Section 3.2. Training. When appropriate, the Bond Compliance Officer and/or other employees of the Issuer under the direction of the Bond Compliance Officer will attend training programs offered by the IRS or other industry professionals regarding tax-exempt financing that are relevant to the Issuer. At the time the individual acting as the Bond Compliance Officer passes the responsibilities for carrying out the provisions of this Compliance Procedure to another individual, the outgoing Bond Compliance Officer is responsible for training the incoming individual acting as Bond Compliance Officer to ensure the Issuer’s continued compliance with the provisions of this Compliance Procedure and all Tax Compliance Agreements for any outstanding Tax-Exempt Bonds.

ARTICLE IV COMPLIANCE PROCEDURE FOR NEW TAX-EXEMPT BOND ISSUES

Section 4.1. Application. This Article V applies to Tax-Exempt Bonds issued on or after the date of this Compliance Procedure.

Section 4.2. Prior to Issuance of Tax-Exempt Bonds.

(a) Intent Resolution. The Governing Body will authorize and approve the issuance of Tax-Exempt Bonds. Prior to or as a part of the authorizing resolution or ordinance, the Governing Body may adopt an Intent Resolution. The Bond Compliance Officer will provide the Conduit User with a copy of this Compliance Procedure prior to adoption of the Intent Resolution.

(b) Directions to Bond Counsel. The Bond Compliance Officer will provide a copy of this Compliance Procedure to Bond Counsel with directions for Bond Counsel to structure the documentation and procedural steps taken prior to issuing the Tax-Exempt Bonds so that they conform to the requirements of this Compliance Procedure, except to the extent Bond Counsel determines that different procedures are required. The Bond Compliance Officer will consult with Bond Counsel so that appropriate provisions are made to fund or reimburse the Issuer's costs and expenses incurred to implement this Compliance Procedure. To the extent the Issuer relies on or acts at the direction of the Conduit User, the Tax Compliance Agreement will contain appropriate provision for Issuer indemnification by the Conduit User.

(c) Tax Compliance Agreement. For each issuance of Tax-Exempt Bonds, a Tax Compliance Agreement will be signed by the Conduit User Bond Compliance Officer or other duly authorized officer of the Conduit User. The Tax Compliance Agreement will (1) describe the Project Facility and the anticipated Financed Assets, (2) identify all Bond Restricted Funds and provide for arbitrage and rebate compliance by the Conduit User, (3) for new money financings, require the Conduit User to complete a Final Written Allocation, and (4) contain a form of the Annual Compliance Checklist for the Tax-Exempt Bonds. The Conduit User Bond Compliance Officer will confer with Bond Counsel, the Bond Compliance Officer and the Issuer's counsel regarding the meaning and scope of each representation and covenant contained in the Tax Compliance Agreement.

(d) Preliminary Cost Allocations. For each issuance of Tax-Exempt Bonds, the Conduit User Bond Compliance Officer in consultation with Bond Counsel, will prepare a preliminary cost allocation plan for the Project Facility. The preliminary cost allocation plan will identify the assets and expected costs for the Project Facility, and when necessary, will break-out the portions of Costs that are expected to be financed with proceeds of the Tax-Exempt Bonds (the "Financed Assets") and the portions, if any, expected to be financed from other sources.

(e) Tax Review with Bond Counsel. Prior to the sale of Tax-Exempt Bonds, the Bond Compliance Officer, Conduit User Bond Compliance Officer and Bond Counsel will review this Compliance Procedure together with the draft Tax Compliance Agreement to ensure that any tax compliance issues in the new financing are adequately addressed by this Compliance Procedure and/or the Tax Compliance Agreement. If Bond Counsel determines that this Compliance Procedure conflicts with the Tax Compliance Agreement, or must be supplemented to account for special issues or requirements for the Tax-Exempt Bonds, the Bond Compliance Officer will ask Bond Counsel to include the written modifications or additions in the final Tax Compliance Agreement. The Bond Compliance Officer will request Bond Counsel to prepare a form of Annual Compliance Checklist for use in monitoring the ongoing compliance requirements for the Tax-Exempt Bonds.

Section 4.3. Accounting and Recordkeeping.

(a) Accounting for New Money Projects. The Conduit User Bond Compliance Officer will be responsible for accounting for the investment and allocation of proceeds of the Tax-Exempt Bonds. The Conduit User Bond Compliance Officer will establish separate accounts or subaccounts to record expenditures for Costs of the Project Facility. The Conduit User Bond Compliance Officer may use accounts established pursuant to a trust indenture for the Tax-Exempt Bonds to assist it in accounting for the investment and expenditure of Tax-Exempt Bonds. In recording Costs for the Project Facility, the Conduit User Bond Compliance Officer will ensure that the accounting system will include the following information: (1) identity of person or business paid, along with any other available narrative description of the purpose for the payment, (2) date of payment, (3) amount paid, and (4) invoice number or other identifying reference.

(b) Accounting for Refunded Bonds and Related Refunded Bond Accounts. For Tax-Exempt Bonds that are issued to refund prior Tax-Exempt Bonds, the Tax Compliance Agreement will set out special accounting and allocation procedures for the proceeds of the financing, and if necessary proceeds of the refinanced Tax-Exempt Bonds.

(c) Tax-Exempt Bond File. The Conduit User Bond Compliance Officer will be responsible for assembling and maintaining the Tax-Exempt Bond File. The Conduit User Bond Compliance Officer will provide copies to the Issuer of items contained in the Tax-Exempt Bond File upon request. The Annual Reports, other reports and notices of certain material events filed by the Conduit User with the MSRB will be publicly available on EMMA and need not be separately maintained in the Tax-Exempt Bond File.

Section 4.4. Final Allocation of Bond Proceeds.

(a) Preparation of Final Written Allocation; Timing. The Conduit User Bond Compliance Officer is responsible for making a written allocation of proceeds of Tax-Exempt Bonds to expenditures and identifying the Financed Assets. This process will be memorialized in the Final Written Allocation. For a new money financing, the Conduit User Bond Compliance Officer will commence this process as of the earliest of (1) the requisition of all Tax-Exempt Bond proceeds from any segregated Tax-Exempt Bond funded account, (2) the date the Project Facility has been substantially completed or (3) four and one-half years following the issue date of the Tax-Exempt Bonds. For Tax-Exempt Bonds issued only to refund a prior issue of Tax-Exempt Bonds, the Conduit User Bond Compliance Officer will work with Bond Counsel to prepare and/or document the Final Written Allocation for the Project Facility financed by the refunded Tax-Exempt Bonds and include it in the Tax Compliance Agreement.

(b) Contents and Procedure. The Conduit User Bond Compliance Officer will consult the Tax Compliance Agreement and, if necessary, contact Bond Counsel to seek advice regarding any special allocation of Tax-Exempt Bond proceeds and other money of the Conduit User to the Costs of the Project Facility. If no special allocation is required or recommended, the Conduit User Bond Compliance Officer will allocate Costs of the Project Facility to the proceeds of the Tax-Exempt Bonds in accordance with the Conduit User's accounting records. Each Final Written Allocation will contain the following: (1) a reconciliation of the actual sources and uses to Costs of the Project Facility, (2) the percentage of the cost of the Project Facility financed with proceeds of the Tax-Exempt Bonds (sale proceeds plus any investment earnings on those sale proceeds), (3) the Project Facility's Placed in Service date, (4) the estimated economic useful life of the Project Facility, and (5) any special procedures to be followed in completing the Annual Compliance Checklist (e.g., limiting the Annual Compliance Checklist to specific areas of the Project Facility that the Final Written Allocation or the Tax Compliance Agreement treats as having been financed by Tax-Exempt Bonds).

(c) Finalize Annual Compliance Checklist. As part of the preparation of the Final Written Allocation, the Conduit User Bond Compliance Officer will update the draft Annual Compliance Checklist contained in the relevant Tax Compliance Agreement. The Conduit User Bond Compliance Officer will include reminders for all subsequent arbitrage rebate computations required for the Tax-Exempt Bonds in the Annual Compliance Checklist.

(d) Review of Final Written Allocation and Annual Compliance Checklist. Each Final Written Allocation and Annual Compliance Checklist will be reviewed by legal counsel to the Conduit User or Bond Counsel for sufficiency and compliance with the Tax Compliance Agreement and this Compliance Procedure. Following the completion of the review, the Conduit User Bond Compliance Officer will execute the Final Written Allocation.

(e) Conduit User Certification of Compliance. The Conduit User Bond Compliance Officer will certify in writing to the Trustee completion of its responsibilities under this Section 5.4.

ARTICLE V
ONGOING MONITORING PROCEDURES

Section 5.1. Annual Compliance Checklist. An Annual Compliance Checklist will be completed by the Conduit User Bond Compliance Officer each year following completion of the Final Written Allocation. Each Annual Compliance Checklist will be designed and completed for the purpose of identifying potential noncompliance with the terms of the Tax Compliance Agreement or this Compliance Procedure and obtaining documents (such as investment records, arbitrage calculations, or other documentation for the Project Facility) that are required to be incorporated in the Tax-Exempt Bond File. The Conduit User Bond Compliance Officer will refer any responses indicating a violation of the terms of the Tax Compliance Agreement to legal counsel to the Conduit User or Bond Counsel and, if recommended by counsel, will follow the procedure set out in Section 4.4 hereof to remediate the non-compliance.

Section 5.2. Arbitrage and Rebate Compliance. The Conduit User Bond Compliance Officer will monitor the investment of Bond Restricted Funds and provide investment records to the Rebate Analyst on a timely basis. The Bond Compliance Officer will follow the directions of the Rebate Analyst with respect to the preparation of and the timing of rebate or yield reduction computations.

ARTICLE VI
CONTINUING DISCLOSURE

Section 6.1. Periodic Disclosure Filings. For each issuance of Tax-Exempt Bonds, the Conduit User Bond Compliance Officer will review the Continuing Disclosure Undertaking to determine the financial information and operating data required to be included in the Conduit User's Annual Report to be filed by the Conduit User with the MSRB on EMMA. The Conduit User Bond Compliance Officer will cause the Annual Report and any required monthly or quarterly reports to be filed with the MSRB on EMMA within the time limits provided in the Continuing Disclosure Undertaking for the Tax-Exempt Bonds.

Section 6.2. Material Event Disclosure Filings. For each outstanding issue of Tax-Exempt Bonds, the Conduit User Bond Compliance Officer will review the Continuing Disclosure Undertaking to determine the "material events" that require prompt notice to be filed with the MSRB. Generally, the occurrence of any of the following events with respect to the Tax-Exempt Bonds represents a "material event:"

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults, if material;
- (3) unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) substitution of credit or liquidity providers, or their failure to perform;
- (6) adverse tax opinions, the issuance by the IRS of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Tax-Exempt Bonds, or other material events affecting the tax status of the Tax-Exempt Bonds;
- (7) modifications to rights of bondholders, if material;
- (8) bond calls, if material, and tender offers;
- (9) defeasances;
- (10) release, substitution or sale of property securing repayment of the Tax-Exempt Bonds, if material;
- (11) rating changes;
- (12) bankruptcy, insolvency, receivership or similar event of the obligated person;
- (13) the consummation of a merger, consolidation, or acquisition involving the obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and
- (14) appointment of a successor or additional trustee or the change of name of the trustee, if material.

After obtaining actual knowledge of the occurrence of any event that the Conduit User Bond Compliance Officer believes may constitute an event requiring disclosure, the Conduit User Bond Compliance Officer will contact the Conduit User's chief financial officer or other appropriate officer of the Conduit User and counsel to the Conduit User to determine if notice of the event is required to be given to the MSRB under the Continuing Disclosure Undertaking. If it is determined that notice should be provided to the MSRB or is required to be provided to the MSRB by the Continuing Disclosure Undertaking, the Conduit User Bond Compliance Officer will cause the appropriate notice to be filed with the MSRB on EMMA within 10 business days after the occurrence of the event or as otherwise directed by counsel to the Conduit User.

EXHIBIT A
LIST OF TAX-EXEMPT BONDS EXPECTED TO BE COVERED
BY THIS COMPLIANCE PROCEDURE

Not to exceed \$2,400,000 The County of Madison, Nebraska Revenue and Refunding Bonds (Behavioral Health Specialists, Inc. Project), Series 2012, expected to be issued on or about November 1, 2012.

Motion was made by Griffith and seconded by McCallum that the foregoing resolution be adopted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

County Attorney Joseph Smith reported on pending litigation with Verschuurs. He stated that he spoke to Verschuur's attorney, Steve Mossman, and advised that he could speak to County Highway Superintendent Richard Johnson regarding negotiations of the lawsuit. He explained that the road involved in the lawsuit can't be restored at its original location. He reported that there are FEMA funds available to assist with restoration of the road. County Highway Superintendent Richard Johnson stated that FEMA pays 75% and NEMA pays 12.5% of project costs.

Vice-Chairman McCallum questioned what the goal is regarding reconstruction of the road. County Attorney Joseph Smith explained that they are discussing options because the County doesn't want to re-construct a road if it will cost the County a large sum of money. Vice-Chairman McCallum asked if the County is required to build a road and County Attorney Joseph Smith responded that he didn't think the County would need to build a road, but he could lose the lawsuit because the statute is not very clear. He explained that the Verschuurs will try to force the County to build a road. He stated that if the Verschuurs would have owned the land before 1978 and follow the statutes that they don't want to use, they could put the County in a bad spot.

County Attorney Joseph Smith recommended that the County Board consider using the FEMA funds since the County share of the costs would be approximately \$20,000. He stated that he spoke with Verschuurs attorney and told him that he didn't think the County wants to pay \$20,000 for a road. He explained that this would avoid litigation for the County. He stated that improving the road would bring the tax base up in this area. He stated that he would like to tell Verschuurs' attorney that if the County contribution could be reduced to a certain amount of money, then the County could proceed. He stated that he would like to discuss the monetary consideration in executive session. In addition, he stated that there is a way for the County to spend a certain amount of money and recover this money really quickly and he would also discuss this in executive session.

Vice-Chairman McCallum asked what the County's position would be if the road was re-constructed and then it is destroyed by another flood. He stated that the County would be setting precedence by re-constructing the road. County Attorney Joseph Smith responded that the County has an opportunity to repair the road with FEMA funds now and there may not be federal funds available in the future. He reported that the new road should be designed so it won't get this major damage, except if there would be a major flood. He explained that there are many roads next to the river throughout the County and many roads that have eroded.

Vice-Chairman McCallum stated that there are many roads that are next to the river and if more flooding occurs, the County could be required to build a lot of roads. County Attorney Joseph Smith stated that he doesn't know what the County's exposure is throughout the County. He explained that if the County litigates for a year, then the FEMA money won't be available, and if the County loses the lawsuit, there may be substantial costs.

Vice-Chairman McCallum stated that it is the Board's responsibility to protect the constituents' money and if the County is not liable for re-constructing the road, he didn't know why the Board was discussing the issue. County Attorney Joseph Smith stated that he won't know what the County's liability is until the Court renders a decision. He reported that Judge Ensz decided a case a year ago that hurt the County. He explained that the landowners involved are Brad Easland and Verschuurs and he doesn't believe that Mr. Easland is set on having a public road.

Motion was made by Griffith and seconded by McCallum to recess into executive session to discuss litigation strategy. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

The Board recessed into executive at 9:53 A.M. with County Attorney Joseph Smith, County Highway Superintendent Richard Johnson, and County Clerk Nancy Scheer present.

Motion was made by Griffith and seconded by McCallum to recess from executive session. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried. The Board recessed from executive session at 10:10 A.M.

After recessing from executive session, the Board directed County Attorney Joseph Smith to continue negotiations under the terms discussed in executive session.

John Trecek, Vice-President of Ameritas Investment Corporation, met with the Board regarding refinancing of 2007 Highway Allocation Bonds. He reported that interest rates were lower than was he reported two weeks ago and the County would experience a savings of \$80,078.75. He submitted the following resolutions for consideration by the Board:

RESOLUTION #2012-60

BE IT RESOLVED AND ENACTED BY THE COUNTY BOARD OF COMMISSIONERS OF MADISON COUNTY, NEBRASKA, as follows:

Section 1. That the following bonds, in accordance with their option provisions, are hereby called for payment at par plus accrued interest on November 13, 2012, after which date interest on the bonds will cease:

Highway Allocation Fund Pledge Bonds, date of original issue, October 17, 2007, in the outstanding principal amount of \$1,100,000, numbered as shown on the books and records of the Paying Agent and Registrar, mature and bear CUSIP numbers as follows (issued for the purpose of constructing additions and improvements to the county hospital):

<u>Principal Amount</u>	<u>Maturity Date</u>	<u>CUSIP Number</u>
\$200,000	May 15, 2013	557344 CA4
210,000	May 15, 2014	557344 CB2
220,000	May 15, 2015	557344 CC0
230,000	May 15, 2016	557344 CD8
240,000	May 15, 2017	557344 CE6

Section 2. These bonds are to be paid at the office of the County Treasurer as Paying Agent and Registrar for said bonds, at its office in Madison, Nebraska.

Section 3. A true copy of this Resolution shall be filed by the County Clerk with said Paying Agent at least 30 days prior to the call date and said Paying Agent is hereby irrevocably instructed to take appropriate action to mail notice to registered owners at least thirty days prior to the call date.

Motion was made by Griffith and seconded by McCallum that the foregoing resolution be adopted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

RESOLUTION #2012-61

A RESOLUTION PROVIDING FOR THE ISSUANCE OF HIGHWAY ALLOCATION FUND PLEDGE REFUNDING BONDS, IN THE AMOUNT OF ONE MILLION ONE HUNDRED TEN THOUSAND DOLLARS (\$1,110,000) FOR THE PAYMENT OF CERTAIN OUTSTANDING BONDS OF THE COUNTY; PRESCRIBING THE FORM OF SAID BONDS; PLEDGING FUNDS TO BE RECEIVED BY THE COUNTY FROM THE STATE OF NEBRASKA HIGHWAY ALLOCATION FUND; AGREEING TO LEVY TAXES; PROVIDING FOR THE SALE OF THE BONDS; AUTHORIZING THE DELIVERY OF THE BONDS TO THE PURCHASER; PROVIDING FOR THE DISPOSITION OF THE BOND PROCEEDS.

BE IT ORDAINED BY THE CHAIR AND BOARD OF COMMISSIONERS OF THE COUNTY OF MADISON, IN THE STATE OF NEBRASKA:

Section 1. The Chair and Board hereby find and determine:

(a) that the County has heretofore issued interest-bearing bonds, all of which remain unpaid and constitute a legal liability against the County as follows:

Highway Allocation Fund Pledge Bonds, in the outstanding principal amount of \$1,100,000, date of original issue October 17, 2007 (the "Outstanding Bonds");

that in accordance with their optional call provisions the Outstanding Bonds or have been called for redemption on November 13, 2012 (the "Redemption Date"); that since the issuance of said Outstanding Bonds the rates of interest have so declined in the markets that by calling the Outstanding Bonds for redemption on the Redemption Date and taking up and paying off the Outstanding Bonds, by an issue of Refunding Bonds of the County, a substantial savings in the amount of yearly running interest will be made to the County; that by issuing its Refunding Bonds in the amount of \$1,100,000, the Refunded Bonds can be taken up and paid off on the Redemption Date, and have been called for redemption on said date; and that all conditions, acts and things required by law to exist or to be done precedent to the issuance of Refunding Bonds in the principal amount of \$1,110,000 do exist and have been done as required by law.

(b) that based upon current receipts by the County for its road funds from funds which are attributable to the State of Nebraska Highway Allocation Fund, the County anticipates receipts in future years which will exceed the payments due on the bonds herein authorized in each year;

(c) that the County currently has no bonds outstanding issued pursuant to Section 66-4,101, Reissue Revised Statutes of Nebraska, 2009 and that all conditions exist for the issuance of bonds in the amount of \$1,110,000 pursuant to Sections 10-142 and 66-4,101, R.R.S. Neb. 2009.

Section 2. Bonds to be designated Highway Allocation Fund Pledge Refunding Bonds, in the amount of \$1,110,000, shall be and hereby are ordered issued, to bear date of original issue of November 13, 2012, and to be in fully registered form. Said bonds shall bear interest at the rates per annum and mature on May 15 of each year in the principal amounts as follows:

<u>Principal Amount</u>	<u>Maturing on May 15 of Year</u>	<u>Interest Rate Per Annum</u>
\$210,000	2013	
\$215,000	2014	
\$220,000	2015	
\$230,000	2016	
\$235,000	2017	

The bonds shall be issued in the denomination of \$5,000 or any integral multiple thereof and shall be numbered from 1 upwards in the order of their issuance. No bond shall be issued originally or upon transfer or partial redemption having more than one principal maturity. The initial bond numbering and principal amounts for each of the bonds issued shall be as directed by the initial purchasers thereof. Interest on the bonds shall be payable semiannually on May 15 and November 15 of each year, starting May 15, 2013. The interest due on each interest payment date shall be payable to the registered owners of record as of the close of business on the last day of the calendar month immediately preceding the calendar month in which the interest payment date occurs (the "Record Date"), subject to the provisions of Section 3 hereof. Payment of interest due on the bonds prior to maturity or redemption shall be made by the Paying Agent and Registrar, as designated pursuant to Section 3 hereof, by mailing a check in the amount due for such interest on each interest payment date to the registered owner of each bond, as of the applicable Record Date, to such owner's registered address as shown on the books of registration, as required to be maintained in Section 3 hereof. Payment of principal due at maturity, together with any accrued interest then due, shall be made by said Paying Agent and Registrar to the registered owners upon presentation and surrender of the bonds to said Paying Agent and Registrar. In the event that bonds of this issue are held in the nominee name of a national clearinghouse or depository, payment of principal or interest shall be made by wire transfer of funds in accordance with any applicable regulations governing "Depository Eligible Securities". The County and said Paying Agent and Registrar may treat the registered owner of any bond as the absolute owner of such bond for the purpose of making payments thereon and for all other purposes and neither the County nor said Paying Agent and Registrar shall be affected by any notice or knowledge to the contrary whether such bond or any installment of interest due thereon shall be overdue or not. All payments on account of interest or principal made to the registered owner of any bond shall be valid and effectual and shall be a discharge of the County and said Paying Agent and Registrar, in respect of the liability upon the bonds or claims for interest to the extent of the sum or sums so paid. If any bond is not paid upon presentation of the bond at maturity or any interest installment is not paid when due, the delinquent bond or delinquent interest installment shall bear interest thereafter until paid at a rate equal to the rate assessed against delinquent taxes under Section 45-104.01 R.R.S. Nebraska, 2010, as now existing or as the same may be amended from time to time by the Nebraska Legislature.

Section 3. The County Treasurer is hereby designated as Paying Agent and Registrar for the bonds. Said Paying Agent and Registrar shall keep and maintain for the County books for the registration and transfer of the bonds at the office of the Paying Agent and Registrar in Madison, Nebraska. The names and registered addresses of the registered owner or owners of the bonds shall at all times be recorded in such books. Any bond may be transferred pursuant to its provisions at the office of the Paying Agent and Registrar upon surrender of such bond for cancellation, accompanied by a written instrument of transfer, in form satisfactory to such Paying Agent and Registrar, duly executed by the registered owner in person or by such owner's duly authorized agent, and thereupon the Paying Agent and Registrar will register such transfer upon said registration books and deliver to the transferee registered owner or owners (or send by registered mail to the transferee owner or owners at such owner's or owners' risk and expense), registered in the name of such transferee owner or owners, a new bond or bonds of the same interest rate, aggregate principal amount and maturity. To the extent of the denominations authorized for the bonds by this resolution, one bond may be transferred for several such bonds of the same interest rate and maturity and for a like aggregate principal amount, and several such bonds may be transferred for one or several such bonds, respectively, of the same interest rate and maturity and for a like aggregate principal amount. In every case of transfer of a bond, the surrendered bond or bonds shall be cancelled and destroyed. All bonds issued upon transfer of the bonds so surrendered shall be valid obligations of the County evidencing the same obligations as the bonds surrendered and shall be entitled to all benefits and protection of this resolution to the same extent as the bonds upon transfer of which they were delivered. The County and the Paying Agent and Registrar shall not be required to transfer bonds during any period from any Record Date until its immediately following interest payment date. In the event that payments of interest due on the bonds on an interest payment date are not timely made, such interest shall cease to be payable to the registered owners as of the Record Date for such interest payment date and shall be payable to the registered owners of the bonds as of a special date of record for payment of such defaulted interest as shall be designated by the Paying Agent and Registrar whenever monies for the purpose of paying such defaulted interest become available.

Section 4. If the date for payment of the principal of or interest on the Bonds shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the city where the office of the Paying Agent and Registrar is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the nominal date of payment.

Section 5. The bonds shall be executed on behalf of the County by being signed by the Chair and the County Clerk, both of which signatures may be facsimile signatures, and shall have the County seal impressed on each bond. The County Clerk shall make and certify a transcript of proceedings had and done precedent to the issuance of said bonds which shall be delivered to the purchaser of said bonds. After being executed by the Chair and Clerk, said bonds shall be delivered to the Treasurer of the County who shall be responsible therefore under his/her official bond. Such Treasurer shall maintain a record of information with respect to said bonds in accordance with the requirements of Section 10-140, R.R.S. Neb. 2007, as amended, and shall cause the same to be filed with the Auditor of Public Accounts of the State of Nebraska. The Paying Agent and Registrar shall register each bond in the name of its initial registered owner as designated by the initial purchaser. Each bond shall be authenticated on behalf of the County by the Paying Agent and Registrar. The bonds shall be issued initially as "book-entry only" bonds using the services of The Depository Trust Company (the "Depository"), with one typewritten bond per maturity being issued to the Depository. In such connection said officers of the County are authorized to execute and deliver a letter of representations and inducement (the "Letter of Representations") in the form required by the Depository, for and on behalf of the County, which shall thereafter govern matters with respect to registration, transfer, payment and redemption of the bonds. Upon issuance of the bonds as "book-entry-only" bonds, the following provisions shall apply:

(a) The County and the Paying Agent and Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which the Depository holds bonds as securities depository (each, a "Bond Participant") or to any person who is an actual purchaser of a bond from a Bond Participant while the bonds are in book-entry form (each a "Beneficial Owner") with respect to the following:

(i) the accuracy of the records of the Depository, any nominees of the Depository or any Bond Participant with respect to any ownership interest in the bonds;

(ii) the delivery to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any notice with respect to the bonds, including any notice of redemption, or

(iii) the payment to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any amount with respect to the bonds. The Paying Agent and Registrar shall make payments with respect to the bonds only to or upon the order of the Depository or its nominee, and all such payments shall be valid and effective fully to satisfy and discharge the obligations with respect to such bonds to the extent of the sum or sums so paid. No person other than the Depository shall receive an authenticated Bond, except as provided in (e) below.

(b) Upon receipt by the Paying Agent and Registrar of written notice from the Depository to the effect that the Depository is unable to or unwilling to discharge its responsibilities, the Paying Agent and Registrar shall issue, transfer and exchange bonds requested by the Depository in appropriate amounts. Whenever the Depository requests the Paying Agent and Registrar to do so, the Paying Agent and Registrar will cooperate with the Depository in taking appropriate action after reasonable notice (i) to arrange, with the prior written consent of the County, for a substitute depository willing and able upon reasonable and customary terms to maintain custody of the bonds or (ii) to make available bonds registered in whatever name or names the Beneficial Owners transferring or exchanging such bonds shall designate.

(c) If the County determines that it is desirable that certificates representing the bonds be delivered to the ultimate Beneficial Owners of the bonds and so notifies the Paying Agent and Registrar in writing, the Paying Agent and Registrar shall so notify the Depository, whereupon the depository will notify the Bond Participants of the availability through the Depository of bond certificates representing the bonds. In such event, the Paying Agent and Registrar shall issue, transfer and exchange bond certificates representing the bonds as requested by the Depository in appropriate amounts and in authorized denominations.

(d) Notwithstanding any other provision of this Resolution to the contrary, so long as any bond is registered in the name of the Depository or any nominee thereof, all payments with respect to such bond and all notices with respect to such bond shall be made and given, respectively, to the Depository as provided in the Letter of Representations.

(e) Registered ownership of the bonds may be transferred on the books of registration maintained by the Paying Agent and Registrar, and the bonds may be delivered in physical form to the following:

(i) any successor securities depository or its nominee; or

(ii) any person, upon (A) the resignation of the Depository from its functions as depository or

(B) termination of the use of the Depository pursuant to this Section and the terms of the Paying Agent and Registrar's Agreement.

(f) In the event of any partial redemption of a bond unless and until such partially redeemed bond has been replaced in accordance with the provisions of this Resolution, the books and records of the Paying Agent and Registrar shall govern and establish the principal amount of such bond as is then outstanding and all of the bonds issued to the Depository or its nominee shall contain a legend to such effect.

If for any reason the Depository resigns and is not replaced or upon termination by the County of book-entry-only form, the County shall immediately provide a supply of bond certificates for issuance upon subsequent transfers or in the event of partial redemption. In the event that such supply of certificates shall be insufficient to meet the requirements of the Paying Agent and Registrar for issuance of replacement bond certificates upon transfer or partial redemption, the County agrees to order printed an additional supply of bond certificates and to direct their execution by manual or facsimile signature of its then duly qualified and acting officers. In case any officer whose signature or facsimile thereof shall appear on any bond shall cease to be such officer before the delivery of such bond (including any bond certificates delivered to the Paying Agent and Registrar for issuance upon transfer or partial redemption) such signature or such facsimile signature shall nevertheless be valid and sufficient for all purposes the same as if such officer or officers had remained in office until the delivery of such bond. The bonds shall not be valid and binding on the County until authenticated by the Paying Agent and Registrar. The bonds shall be delivered to the Paying Agent and Registrar for registration and authentication.

Section 6. Said bonds shall be in substantially the following form:

UNITED STATES OF AMERICA
COUNTY OF MADISON, STATE OF NEBRASKA
HIGHWAY ALLOCATION FUND
PLEDGE REFUNDING BOND

Bond No.

\$

Interest Rate
%

Maturity Date
May 15, ____

Date of Original Issue
November 13, 2012

CUSIP No.

Registered Owner: _____

Principal Amount: _____

KNOW ALL PERSONS BY THESE PRESENTS: That The County of Madison, in the State of Nebraska, hereby acknowledges itself to owe and for value received promises to pay to the registered owner specified above the principal amount specified above in lawful money of the United States of America on the maturity date specified above, with interest thereon from date of original issue specified above or most recent interest payment date, whichever is later, to maturity at the rate per annum specified above. Said interest shall be payable semiannually on the fifteenth day of May and November in each year, starting May 15, 2013. If this bond is not paid upon presentation at maturity or any interest installment hereon is not paid when due, the bond or interest installment shall bear interest thereafter until paid at a rate equal to the rate assessed against delinquent taxes under Section 45-104.01 R.R.S. Nebraska 2010, as now existing or as the same may be amended from time to time by the Nebraska Legislature. The interest hereon shall be paid on each interest payment date by the County Treasurer as Paying Agent and Registrar for the County, by wire transfer, check or draft mailed to the registered owner hereof, as of the close of business on the last day of the month immediately preceding the month in which the interest payment date occurs, at such owner's registered address as it appears on the books of registration of the County. The principal of this bond and the interest due at maturity is payable on presentation and surrender to said Paying Agent and Registrar at the office of the Paying Agent in Madison, Nebraska. Any interest not so timely paid shall cease to be payable to the person entitled thereto as of the record date such interest was payable, and shall be payable to the person who is the registered owner of this bond (or of one or more predecessor bonds hereto) on such special record date for payment of such defaulted interest as shall be fixed by the Paying Agent and Registrar whenever monies for such purpose become available. For the prompt payment of this bond, principal and interest as the same become due, the County hereby pledges all receipts by the County which are attributable to the Highway Allocation Fund of the State of Nebraska. In the event such receipts for the Highway Allocation Fund are insufficient to meet the payments of principal and interest, the full faith, credit and resources of said County are hereby irrevocably pledged.

This bond is one of an issue of fully registered bonds of the total principal amount of \$1,110,000 of like tenor herewith except as to date of maturity and rate of interest, issued by said County for the purpose of paying the paying the bonded debt of the County on its Highway Allocation Fund Pledge Bonds, dated October 17, 2007, in the principal amount of \$1,100,000, and is issued pursuant to Sections 10-142 and 66-4,101, R.R.S. Neb., 2009. This bond and the others of said issue have been duly authorized by a resolution duly passed and adopted by the Chair and Board of said County.

This bond is transferable by the registered owner or such owner's attorney duly authorized in writing at the office of the Paying Agent and Registrar upon surrender and cancellation of this bond, and thereupon a new bond or bonds of the same aggregate principal amount, interest rate and maturity will be issued to the transferee as provided in the resolution authorizing said issue of bonds, subject to the limitations therein prescribed. The County, its Paying Agent and Registrar and any other person may treat the person in whose name this bond is registered as the absolute owner hereof for the purpose of receiving payment hereof and for all purposes and shall not be affected by any notice to the contrary, whether this bond be overdue or not.

AS PROVIDED IN THE RESOLUTION REFERRED TO HEREIN, UNTIL THE TERMINATION OF THE SYSTEM OF BOOK-ENTRY-ONLY TRANSFERS THROUGH THE DEPOSITORY TRUST COMPANY, NEW YORK, NEW YORK (TOGETHER WITH ANY SUCCESSOR SECURITIES DEPOSITORY APPOINTED PURSUANT TO THE RESOLUTION, "DTC"), AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THE RESOLUTION TO THE CONTRARY, A PORTION OF THE PRINCIPAL AMOUNT OF THIS BOND MAY BE PAID OR REDEEMED WITHOUT SURRENDER HEREOF TO THE PAYING AGENT AND REGISTRAR. DTC OR A NOMINEE, TRANSFEREE OR ASSIGNEE OF DTC OF THIS BOND MAY NOT RELY UPON THE PRINCIPAL AMOUNT INDICATED HEREON AS THE PRINCIPAL AMOUNT HEREOF OUTSTANDING AND UNPAID. THE PRINCIPAL AMOUNT HEREOF OUTSTANDING AND UNPAID SHALL FOR ALL PURPOSES BE THE AMOUNT DETERMINED IN THE MANNER PROVIDED IN THE RESOLUTION.

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE PAYING AGENT AND REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE PAYING AGENT AND REGISTRAR FOR PAYMENT OF PRINCIPAL, AND ANY BOND ISSUED IN REPLACEMENT HEREOF OR SUBSTITUTION HEREFOR IS REGISTERED IN THE NAME OF DTC AND ANY PAYMENT IS MADE TO DTC OR ITS NOMINEE, ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL BECAUSE ONLY THE REGISTERED OWNER HEREOF, DTC OR ITS NOMINEE, HAS AN INTEREST HEREIN.

This bond shall not be valid and binding on the County until authenticated by the Paying Agent and Registrar.

IT IS HEREBY CERTIFIED AND WARRANTED that all conditions, acts and things required by law to exist or to be done precedent to and in the issuance of this bond did exist, did happen and were done and performed in regular and due form and time as required by law, and that the indebtedness of said County, including this bond, does not exceed any limitation imposed by law. This bond and the interest accruing hereon shall be payable from funds received by the County from the Highway Allocation Fund of the State of Nebraska which have been pledged to the payment of such principal and interest or from ad valorem taxes levied by the County, within applicable statutory limitations, as provided in Section 66-4,101, R.R.S. Neb., 2003. The County has reserved the right to issue additional bonds payable from receipts from the Highway Allocation Fund of the State of Nebraska, without limitation.

IN WITNESS WHEREOF, the Chair and Board of the County of Madison, in the State of Nebraska, have caused this bond to be executed on behalf of the County by being signed by the Chair and Clerk of the County, both of which signatures may be facsimile signatures, and by causing the official seal of the County to be affixed hereto all as of the date of original issue shown above.

THE COUNTY OF MADISON,
IN THE STATE OF NEBRASKA
By _____ (Do not sign) _____
Chair

ATTEST:

(Do not sign)
County Clerk
(S E A L)

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds authorized by a resolution passed and approved by the Chair and Board of the County of Madison as described in said bonds.

(do not sign)

County Treasurer, Madison County, Nebraska,
Paying Agent and Registrar

(FORM OF ASSIGNMENT)

For value received _____ hereby sells, assigns and transfers unto _____ the within bond and hereby irrevocably constitutes and appoints _____, Attorney, to transfer the same on the books of registration in the office of the within mentioned Paying Agent and Registrar with full power of substitution in the premises. Date: _____

Registered Owner

SIGNATURE GUARANTEED

By _____

Authorized Officer

Note: The signature(s) of this assignment MUST CORRESPOND with the name as written on the face of the within bond in every particular without alteration, enlargement or any change whatsoever, and must be guaranteed by a commercial bank or a trust company or by a firm having membership on the New York, Midwest or other stock exchange.

Section 7. Said bonds are hereby sold to Ameritas Investment Corp. (the "Underwriter") at _____% of the principal amount thereof, and the County Treasurer is authorized to deliver the bonds to said purchaser upon receipt of the said amount plus accrued interest to the date of payment. Said bonds are sold to the purchaser subject to the opinion of independent bond counsel that said bonds are lawfully issued; that said bonds constitute a valid obligation of the County; and that under existing laws and regulations the interest on said bonds is exempt from both Nebraska state and federal income taxes. Such purchaser and its agents, representatives and counsel (including its bond counsel) are hereby authorized to take such actions on behalf of the County as are necessary to effectuate the closing of the issuance and sale of the Bonds, including, without limitation, authorizing the release of the Bonds by the Depository at closing. The proceeds of the bonds herein authorized shall be used to pay the cost of improvements set out in Section 1 of this resolution.

Section 8. For the payment of the bonds, principal and interest as the same fall due, there are hereby pledged all receipts by the County which are attributable to the Highway Allocation Fund of the State of Nebraska. So long as the County has in each year made adequate provision for the payments of principal and interest due on the bonds falling due in such year, monies received by the County attributable to the Highway Allocation Fund may be applied for any other permitted purpose. The County reserves the right to issue additional bonds pursuant to Section 66-4,101, R.R.S. Neb., 2009 which shall also be secured equally and ratably with the bonds by a pledge of funds to be received by the County attributable to the Highway Allocation Fund without limitation. The County hereby agrees that, in the event that receipts by the County in any year attributable to the Highway Allocation Fund are insufficient to meet the payments of principal and interest falling due on the bonds, the County shall levy ad valorem taxes upon all taxable property in the County, at such rate or rates, within applicable statutory limitations, as will provide funds which, together with receipts from the Highway Allocation Fund, will be sufficient to pay principal and interest on the bonds as they severally mature. The County reserves the right to issue bonds pursuant to Section 66-44,101, R.R.S. Nebraska, 2009 and Section 10-142, R.R.S. Nebraska, 2007 for the purpose of refunding the bonds herein authorized.

Section 9. The County Board hereby approves (and declares final) on behalf of the County the preliminary Official Statement prepared with respect to the bonds and hereby authorizes the Chairperson and Clerk or either of them to approve, execute and deliver on behalf of the County a final Official Statement relating to and describing the bonds. The officers of the County are further authorized to take any and all actions deemed necessary by them in connection with the carrying out and performance of the terms of this Resolution.

Section 10. In accordance with the requirements of Rule 15c2-12 (the "Rule") promulgated by the Securities and Exchange Commission, the County being the only "obligated persons" other than the County with respect to the Bonds, and being an "obligated person" with respect to no more than \$10,000,000 in aggregate amount of outstanding municipal securities (including the Bonds), agrees that it will provide the following continuing disclosure information to the Municipal Securities Rulemaking Board (the "MSRB") in an electronic format as prescribed by the MSRB:

- (a) at least nine months after the end of the fiscal year, financial information or operating data for the County which is customarily prepared by the County and is publicly available, including the County's audited financial statements and information of the type accompanying the audited financial statements of the County entitled "Management's Discussion and Analysis";
- (b) in a timely manner not in excess of ten business days after the occurrence of the event, notice of the occurrence of any of the following events with respect to the Bonds:
 - (1) principal and interest payment delinquencies;
 - (2) non-payment related defaults, if material;
 - (3) unscheduled draws on debt service reserves reflecting financial difficulties;
 - (4) unscheduled draws on credit enhancements reflecting financial difficulties;
 - (5) substitution of credit or liquidity providers, or their failure to perform;
 - (6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
 - (7) modifications to rights of the holders of the Bonds, if material;
 - (8) bond calls, if material, and tender offers;
 - (9) defeasances;
 - (10) release, substitution, or sale of property securing repayment of the Bonds, if material;
 - (11) rating changes;
 - (12) bankruptcy, insolvency, receivership or similar events of the County (this event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the County in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of

the County, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the County);

- (13) the consummation of a merger, consolidation, or acquisition involving the County or the sale of all or substantially all of the assets of the County, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

- (14) appointment of a successor or additional trustee or the change of name of a trustee, if material.

The County has not undertaken to provide notice of the occurrence of any other event, except the events listed above.

The County agrees that all documents provided to the MSRB under the terms of this continuing disclosure undertaking shall be in such electronic format and accompanied by such identifying information as shall be prescribed by the MSRB. The County reserves the right to modify from time to time the specific types of information provided or the format of the presentation of such information or the accounting methods in accordance with which such information is presented, to the extent necessary or appropriate in the judgment of the County, consistent with the Rule. The County agrees that such covenants are for the benefit of the registered owners of the Bonds (including Beneficial Owners) and that such covenants may be enforced by any registered owner or Beneficial Owner, provided that any such right to enforcement shall be limited to specific enforcement of such undertaking and any failure shall not constitute an event of default under the Resolution. The continuing disclosure obligations of the County, as described above, shall cease when none of the Bonds remain outstanding. The name, address and telephone number of the person from whom the foregoing information, data will be the County Clerk.

Section 11. The County of Madison, Nebraska, hereby covenants to the purchasers and holders of the bonds hereby authorized that it will make no use of the proceeds of said bond issue, including monies held in any sinking fund for the payment of said bonds, which would cause said bonds to be arbitrage bonds within the meaning of Sections 103(b) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and further covenants to comply with said Sections 103 and 148 and all applicable regulations thereunder throughout the term of said bond issue. The County hereby covenants and agrees to take all actions necessary under the Code to maintain the tax-exempt status of interest payable on the bonds with respect to taxpayers generally but not including insurance companies or corporations subject to the additional minimum tax. The County hereby designates the bonds as its "qualified tax-exempt obligations" pursuant to Section 265(b)(3)(B)(i)(III) of the Code and covenants and warrants that it does not anticipate issuing tax-exempt obligations in calendar 2012 in an amount in excess of \$10,000,000.

Section 12. In order to promote compliance with certain federal tax and securities laws relating to the bonds herein authorized (as well as other outstanding bonds) the policy and procedures attached hereto as Exhibit "A" (the "Post-Issuance Compliance Policy and Procedures") are hereby adopted and approved in all respects. To the extent that there is any inconsistency between the attached Post-Issuance Compliance Policy and Procedures and any similar policy or procedures previously adopted and approved, the Post-Issuance Compliance Policy and Procedures shall control.

Section 13. This resolution shall be in full force and effect from and after its adoption.

EXHIBIT "A"

Policy and Procedures

Federal Tax Law and Disclosure Requirements for Tax-exempt Bonds and/or Build America Bonds

ISSUER NAME:

MADISON COUNTY, NEBRASKA

COMPLIANCE OFFICER (BY TITLE): COUNTY TREASURER

POLICY

It is the policy of the Issuer identified above (the "Issuer") to comply with all Federal tax requirements and securities law continuing disclosure obligations for its obligations issued as tax-exempt bonds or as direct pay build America bonds to ensure, as applicable (a) that interest on its tax-exempt bonds remains exempt from Federal income tax, (b) that the direct payments associated with its bonds issued as "build America bonds" are received by the Issuer in a timely manner and (c) compliance with any continuing disclosure obligations of the Issuer with respect to its outstanding bonds.

PROCEDURES

Compliance Officer. Review of compliance with Federal tax requirements and securities law continuing disclosure obligations as generally outlined below shall be conducted by the Compliance Officer identified above (the "Compliance Officer"). To the extent more than one person has been delegated specific responsibilities, the Compliance Officer shall be responsible for ensuring coordination of all compliance review efforts.

Training. The Compliance Officer shall evaluate and review educational resources regarding post-issuance compliance with Federal tax and securities laws, including periodic review of resources published for issuers of tax-exempt obligations by the Internal Revenue Service (either on its website at <http://www.irs.gov/taxexemptbond>, or elsewhere) and the Municipal Securities Rulemaking Board (either on its Electronic Municipal Market Access website ["EMMA"] at <http://www.emma.msrb.org>, or elsewhere).

Compliance Review. A compliance review shall be conducted at least annually by or at the direction of the Compliance Officer. The review shall occur at the time the Issuer's annual audit takes place, unless the Compliance Officer otherwise specifically determines a different time period or frequency of review would be more appropriate.

Scope of Review.

Document Review. At the compliance review, the following documents (the "Bond Documents") shall be reviewed for general compliance with covenants and agreements and applicable regulations with respect to each outstanding bond issue:

- (a) the resolution(s) and/or ordinance(s), as applicable, adopted by the governing body of the Issuer authorizing the issuance of its outstanding bonds, together with any documents setting the final rates and terms of such bonds (the "Authorizing Proceedings"),
- (b) the tax documentation associated with each bond issue, which may include some or all of the following (the "Tax Documents"):
- (i) covenants, certifications and expectations regarding Federal tax requirements which are described in the Authorizing Proceedings;
 - (ii) Form 8038 series filed with the Internal Revenue Service;
 - (iii) tax certificates, tax compliance agreements, tax regulatory agreement or similar documents;
 - (iv) covenants, agreements, instructions or memoranda with respect to rebate or private use;
 - (v) any reports from rebate analysts received as a result of prior compliance review or evaluation efforts; and
 - (vi) any and all other agreements, certificates and documents contained in the transcript associated with the Authorizing Proceedings relating to federal tax matters.

- (c) the Issuer's continuing disclosure obligations, if any, contained in the Authorizing Proceedings or in a separate agreement (the "Continuing Disclosure Obligations"), and
- (d) any communications or other materials received by the Issuer or its counsel, from bond counsel, the underwriter or placement agent or its counsel, the IRS, or any other material correspondence relating to the tax-exempt status of the Issuer's bonds or relating to the Issuer's Continuing Disclosure Obligations.

Use and Timely Expenditure of Bond Proceeds. Expenditure of bond proceeds shall be reviewed by the Compliance Officer to ensure (a) such proceeds are spent for the purpose stated in the Authorizing Proceedings and as described in the Tax Documents and (b) that the proceeds, together with investment earnings on such proceeds, are spent within the timeframes described in the Tax Documents, and (c) that any mandatory redemptions from excess bond proceeds are timely made if required under the Authorizing Proceedings and Tax Documents.

Arbitrage Yield Restrictions and Rebate Matters. The Tax Documents shall be reviewed by the Compliance Officer to ensure compliance with any applicable yield restriction requirements under Section 148(a) of the Internal Revenue Code (the "Code") and timely calculation and payment of any rebate and the filing of any associated returns pursuant to Section 148(f) of the Code. A qualified rebate analyst shall be engaged as appropriate or as may be required under the Tax Documents.

Use of Bond Financed Property. Expectations and covenants contained in the Bond Documents regarding private use shall be reviewed by the Compliance Officer to ensure compliance. Bond-financed properties shall be clearly identified (by mapping or other reasonable means). Prior to execution, the Compliance Officer (and bond counsel, if deemed appropriate by the Compliance Officer) shall review (a) all proposed leases, contracts related to operation or management of bond-financed property, sponsored research agreements, take-or-pay contracts or other agreements or arrangements or proposed uses which have the potential to give any entity any special legal entitlement to the bond-financed property, (b) all proposed agreements which would result in disposal of any bond-financed property, and (c) all proposed uses of bond-financed property which were not anticipated at the time the bonds were issued. Such actions could be prohibited by the Authorizing Proceedings, the Tax Documents or Federal tax law.

Continuing Disclosure. Compliance with the Continuing Disclosure Obligations with respect to each bond issue shall be evaluated (a) to ensure timely compliance with any annual disclosure requirement, and (b) to ensure that any material events have been properly disclosed as required by the Continuing Disclosure Obligation.

Record Keeping. If not otherwise specified in the Bond Documents, all records related to each bond issue shall be kept for the life of the indebtedness associated with such bond issue (including all tax-exempt refundings) plus six (6) years.

Incorporation of Tax Documents. The requirements, agreements and procedures set forth in the Tax Documents, now or hereafter in existence, are hereby incorporated into these procedures by this reference and are adopted as procedures of the Issuer with respect to the series of bonds to which such Tax Documents relate.

Consultation Regarding Questions or Concerns. Any questions or concerns which arise as a result of any review by the Compliance Officer shall be raised by the Compliance Officer with the Issuer's counsel or with bond counsel to determine whether non-compliance exists and what measures should be taken with respect to any non-compliance.

VCAP and Remedial Actions. The Issuer is aware of (a) the Voluntary Closing Agreement Program (known as "VCAP") operated by the Internal Revenue Service which allows issuers under certain circumstances to voluntarily enter into a closing agreement in the event of certain non-compliance with Federal tax requirements and (b) the remedial actions available to issuers of certain bonds under Section 1.141-12 of the Income Tax Regulations for private use of bond financed property which was not expected at the time the bonds were issued.

Motion was made by Griffith and seconded by McCallum that the foregoing resolution be adopted. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

The following reports and correspondence were reviewed:

- 1) Clerk of the District Court September fee report
- 2) County Sheriff September fee report
- 3) 3rd Quarter Veterans' Aid Fund financial report
- 4) 3rd Quarter report from CASA of Northeast Nebraska
- 5) Sale of surplus property report
- 6) Madison County Household Hazardous Waste Collection report
- 7) Letter of thanks from Battle Creek Public Library

The following claims were audited:

GENERAL FUND

Total Net Payroll		123,514.25
Albracht Disposal Service Inc.	Garbage Service, Courthouse	94.00
American Family Life Assurance Company	Insurance Premiums	546.35
Ameritas Life Insurance Corporation	Employee Share Retirement	8,077.34
Ameritas Life Insurance Corporation	Employer Share Retirement	11,824.40
Ameritas Life Insurance Corporation	Insurance Premiums	381.44
Appeara	Mat Service, Public Defender	51.40
Appeara	Mat Service, Courthouse	184.54
Aramark Correctional Services	Meals, County Jail	23,430.32
AS Central Finance	Telephone Service, Planning and Zoning	20.69
AS Central Finance	Telephone Service, County Sheriff	262.29
AS Central Finance	Telephone Service, Law Enforcement	109.30
AS Central Finance	Telephone Service, County Jail	441.71
AS Central Finance	Telephone Service, Veterans' Service Office	51.43
AS Central Finance	Telephone Service, Noxious Weed	20.69
Margaret Bendixen	Garnish of Wages	224.05

Big Red Printing	Supplies, County Court	338.80
Black Hills Energy	Gas Service, Planning and Zoning	9.30
Black Hills Energy	Gas Service, Noxious Weed	9.30
Black Hills Energy	Gas Service, Veterans' Service Office	19.62
Blue Cross Blue Shield of Nebraska	Insurance Premiums	122,987.87
Bob Barker Company Inc.	Supplies, County Jail	181.70
Bomgaars	Supplies, Noxious Weed	13.30
Al Brandl	Repairs, County Jail	667.57
Brogan & Gray, P.C., L.L.O.	Legal Services, County Court	1,232.24
Joanie Brugger	Telephone Service, Victim Witness	125.00
Buffalo County Court	Copies, Law Enforcement	2.25
Business Telecommunication System	Repairs, Probation	92.00
Carney Law, P.C.	Legal Services, County Court	384.15
CASA of Northeast Nebraska	Annual Funding	30,000.00
Chaloupka, Holyoke, Snyder, Chaloupka, Longoria, etal	Training, Public Defender	530.00
Champs Inc.	Maintenance Contract, County Jail	2,166.00
Maria Izabel Chavez	Interpreting Services, Public Defender	95.07
Maria Izabel Chavez	Interpreting Services, County Sheriff	11.25
Maria Izabel Chavez	Interpreting Services, Law Enforcement	450.00
Choice Foods	Fuel, County Sheriff	71.11
City of Madison	Utilities, Public Defender	155.48
City of Madison	Utilities, Courthouse	3,422.43
City of Madison	Utilities, County Jail	358.51
City of Norfolk	Utilities, Parking, Veterans Service Office	55.16
Clerk of the Supreme Court	Fees, District Court	125.00
Colonial Life and Accident Insurance	Insurance Premiums	274.96
Connecting Point	Equipment, County Assessor	1,128.00
Connecting Point	Equipment, Data Processing	44.90
Connecting Point	Repairs, Subscription, Services, County Sheriff	335.16
Connecting Point	Repairs, County Attorney	45.00
Connecting Point	Contract Services, Website Costs, Courthouse	1,872.85
Connecting Point	Equipment, District Court	14.00
Consolidated Management Company	Meals, County Jail	199.75
Constellation Newenergy Gas Division	Gas Service, Planning and Zoning	12.76
Constellation Newenergy Gas Division	Gas Service, Noxious Weed	12.77
Constellation Newenergy Gas Division	Gas Service, Veterans' Service Office	2.76
Continental Research Corporation	Equipment, Courthouse	2,016.23
Credit Management Services	Garnish of Wages	160.67
Creighton University School of Law	Registration, County Attorney	125.00
Culligan of Norfolk	Drinking Water Services, County Jail	99.60
Dakota County Sheriff	Service Fees, District Court	125.24
Dick Day	Telephone Service, Data Processing	180.00
Douglas County Treasurer	Morgue Room Fees, Law Enforcement	250.00
Eakes Office Plus	Supplies, County Clerk	66.00
Eakes Office Plus	Supplies, County Treasurer	14.65
Eakes Office Plus	Supplies, District Court	3.99
Eakes Office Plus	Supplies, County Court	520.70
Eakes Office Plus	Supplies, County Jail	185.45
Eakes Office Plus	Supplies, Probation	324.30
ECMC	Garnish of Wages	142.34
Egley, Fullner, Montag and Hockabout	Legal Services, District Court	1,671.55
Egley, Fullner, Montag and Hockabout	Legal Services, County Court	889.90
Election Systems & Software	Printing, Election Commissioner	6,329.78
Enviromaster Inc.	Supplies, County Jail	42.00
Ewalt Law Office, P.C., L.L.O.	Legal Services, County Court	542.00
Field's Hardware	Supplies, Courthouse	67.96
Field's Hardware	Supplies, County Sheriff	139.93
Field's Hardware	Supplies, County Jail	371.64
First Concord Benefits Group, L.L.C.	Deductible Buy Down, Administrative Fees	3,958.90
Floor Maintenance and Paper Supply	Supplies, County Jail	380.67
Fort Western Outfitter	Uniforms, County Sheriff	369.00
Frontier	Telephone Service, Public Defender	416.61
Frontier	Telephone Service, Courthouse	639.26
Gall's Inc.	Uniforms, County Jail	268.56
Gordy's Towing & Repair	Repairs, County Sheriff	375.07
Graham Tire	Repairs, Noxious Weed	366.79
Hadley-Braithwait Co.	Supplies, Courthouse	105.90
Headley Law Office, P.C., L.L.O.	Legal Services, County Court	390.00
IBM Corporation	Maintenance Agreement, County Clerk	141.82
IBM Corporation	Maintenance Agreement, County Treasurer	141.81
Interstate All Battery Center	Supplies, County Sheriff	296.80
Jack's Uniforms	Supplies, County Sheriff	63.94
Nancy Jochum-Schramm	Court Reporting, District Court	127.50
John's Disposal	Garbage Service, Probation	55.00
John Johnson	Registration, Planning and Zoning	40.00
Kay Knapp	Mileage, Meals, County Extension	246.86
Dona Kratochvil	Repairs, County Jail	99.00

Michael Long	Mileage, County Attorney	34.41
Louderback Drug	Prescriptions, County Jail	2,541.34
Madison County Clerk	Tax Deposit	41,997.69
Madison County Clerk of District Court	Fees, District Court	1,470.00
Madison County Court	Fees, County Court	1,564.50
Madison County Historical Society	Annual Funding	12,000.00
Madison County Sheriff Inmate Fund	Prescriptions, Supplies, County Jail	200.85
Madison County Sheriff	Fees, County Court	599.01
Madison County Sheriff	Fees, District Court	1,717.98
Madison County Sheriff	Service Fees, Mental Health	83.82
Madison County Treasurer	Insurance Reimbursement	20.00
Madison National Life	Insurance Premiums	120.82
Madison Star Mail	Publication Costs, Election Commissioner	157.50
Kyle Melia	Postage, Public Defender	8.00
Menards	Supplies, County Jail	51.13
Microfilm Imaging Systems Inc.	Equipment Rental, County Clerk	45.00
Microfilm Imaging Systems Inc.	Supplies, Register of Deeds	45.20
Microfilm Imaging Systems Inc.	Equipment Rental, County Court	218.00
Microfilm Imaging Systems Inc.	Equipment Rental, County Surveyor	45.00
Midwest Health Partners	Medical Services, County Jail	209.00
Midwest Office Automations	Copier Maintenance, Probation	50.28
Midwest Plumbing & Heating	Repairs, County Jail	223.13
MIPS Inc.	Computer Support, County Clerk	559.23
MIPS Inc.	Computer Support, County Treasurer	1,073.38
Moyer & Moyer	Legal Services, District Court	981.75
Moyer & Moyer	Legal Services, County Court	894.75
NACO	Dues	750.00
Nationwide Retirement Solutions	Deferred Compensation	955.00
NCEA	Registration, County Extension	290.00
Nebraska Child Support Payment Center	Garnish of Wages	276.92
Nebraska Crime Commission	Publication, Victim Witness	7.50
Nebraska Lablinc	Medical Services, County Jail	51.10
Nebraska Public Power District	Utilities, General Assistance	247.14
Norfolk Area Shopper	Publication Costs, Noxious Weed	206.00
Norfolk Auto Center	Repairs, County Sheriff	336.94
Norfolk Community Health Care Clinic	Medical Service, County Relief	84.45
Norfolk Daily News	Publication Costs, Election Commissioner	415.00
Norfolk Daily News	Publication Costs, County Extension	5.14
Norfolk Daily News	Publication Costs, Courthouse	285.25
Northeast Community College	Lease, Operating Costs, County Extension	3,845.29
Northeast Research & Extension Center	Telephone Services, Supplies, Postage, County Extension	735.55
Norm Nykodym	Lawn Service, Public Defender	141.00
Wayne Ohnesorg	Mileage, County Extension	258.63
Physicians Laboratory Services	Autopsy Costs, Law Enforcement	983.00
Pierce County Court	Copies, Law Enforcement	2.50
Region IV, Inc.	Quarterly Services	9,147.75
Region 4 Behavioral Health System	Quarterly Services	13,610.75
Reserve Account	Postage, Courthouse	20,000.00
Reynoldson's Inc.	Fuel, Noxious Weed	1,072.39
Safeside Shredding	Services, Veterans' Service Office	30.00
Schroeder Land Surveying	Services, County Surveyor	1,160.00
Security Shredding	Services, Probation	87.50
Share Corporation	Equipment, Supplies, Courthouse	327.99
Lee Sherry	Mileage, Meals, County Extension	407.33
Sherwin Williams	Paint, County Jail	348.97
Stadium Sports	Uniforms, County Sheriff	120.00
Stanton County Sheriff	Service Fees, District Court	38.00
Donald Svitak	Supplies, Noxious Weed	17.91
U-Save Pharmacy	Prescriptions, County Relief	51.52
UPS	Shipping, Courthouse	34.22
US Bank Corporate Payment System	Repairs, Fuel, Lodging, County Sheriff	896.59
Verizon Wireless	Telephone Services, Reappraisal	40.01
Verizon Wireless	Telephone Services, County Extension	88.60
Western Office Technologies	Supplies, Register of Deeds	14.97
Western Office Technologies	Supplies, Copier Maintenance, County Court	311.76
Western Office Technologies	Equipment, Supplies, Public Defender	308.65
Western Office Technologies	Supplies, Copier Maintenance, Reappraisal	119.66
Western Office Technologies	Supplies, County Extension	62.13
Western Office Technologies	Supplies, Equipment, County Sheriff	364.95
Western Office Technologies	Supplies, Copier Maintenance, County Attorney	460.34
Western Office Technologies	Supplies, Veterans' Service Office	7.95
Woodbury County District Court	Copies, Law Enforcement	25.95
Xubex Patient Assistance Program	Prescriptions, County Relief	153.85

ROAD/BRIDGE FUND

Total Net Payroll		28,255.58
Albracht Disposal Service Inc.	Garbage Service	40.00
American Family Life Assurance Company	Insurance Premiums	251.80
Ameritas Life Insurance Corporation	Employees Share Retirement	1,693.50
Ameritas Life Insurance Corporation	Employers Share Retirement	2,540.07
Ameritas Life Insurance Corporation	Insurance Premiums	113.06
Appeara	Towel Service	246.99
AS Central Services	Telephone Services	25.28
B's Enterprises Inc.	Grader Blades, Signs	4,462.00
Battle Creek Farmer's Coop	Fuel	10,451.43
Battle Creek Municipal Light & Power	Utilities	168.34
Bauer Built Tire	Tires, Repairs	6,963.10
Beaver Bearing Company	Parts	86.21
Black Hills Energy	Gas Service	66.09
Blue Cross Blue Shield of Nebraska	Insurance Premiums	29,727.55
City of Madison	Utilities	556.11
City of Newman Grove	Utilities	33.00
Colonial Life and Accident Insurance	Insurance Premiums	121.80
Connecting Point	Equipment	142.00
Constellation Newenergy Gas Division LLC	Gas Service	17.25
Cornhusker Auto Center	Repairs	483.25
D & M Machinery	Parts	9.95
Dinkel Implement Company	Parts, Equipment Rental	2,078.15
Dirt Bag Inc.	Supplies	144.00
Eastern Nebraska Telephone	Telephone Service	49.86
Eisenmann Supplies Inc.	Parts	225.09
Field's Hardware	Shop Supplies	24.12
Filter Care of Nebraska	Repairs	215.15
First Concord Benefits Group	Administrative Fees, Deductible Buy Down	2,212.83
Frontier	Telephone Service	1.59
Green Line Equipment	Parts, Equipment Rental	7,145.69
Jebro	Asphaltic Materials	75.00
K & S Door Company	Repairs	141.00
Kayton International Inc.	Repairs	884.71
Kelly Supply Company	Parts	122.50
Laker Chemical Inc.	Road Patch	2,250.00
LDI Chemical Sales Inc.	Shop Supplies	178.16
M & M Farm Supply	Shop Supplies	117.03
Madison County Clerk	Tax Deposit	9,205.25
Madison County Treasurer	Title	10.00
Madison National Life	Insurance Premiums	41.00
Matheson Tri-Gas Inc.	Shop Supplies	196.20
Matteo Sand & Gravel Company Inc.	Gravel	1,819.14
Nebraska Child Support Payment Center	Garnish of Wages	218.24
Nebraska Public Power District	Utilities	128.24
NMC Exchange LLC	Repairs	1,235.32
Norfolk Auto Supply	Parts	166.31
Norfolk NAPA	Parts	707.99
Norfolk Transmission & Muffler	Parts	31.19
Pogue Construction Inc.	Road Striping	17,666.25
Prime Sanitation	Garbage Service	53.75
Quick Serve Oil Company Inc.	Parts	108.52
Red Bud Hardware Inc.	Shop Supplies	217.50
Reigle Implement	Repairs	25.00
Rose Equipment Inc.	Parts	1,102.33
Telebeep Wireless	Pager Services, Equipment	181.96
The Pit Stop	Fuel	1,425.83
Truck Center of Norfolk	Parts	449.96
USA Communications	Internet Service	37.95
Vic's Engine Service Inc.	Fuel	100.00
White Star Oil Company	Fuel	466.79
Willow Creek Sand & Gravel	Gravel	838.83
Zoubek Oil Company Inc.	Fuel	5,586.56

VISITORS PROMOTION FUND

Norfolk Area Visitors Bureau	Administrative Costs	611.92
------------------------------	----------------------	--------

VISITORS IMPROVEMENT FUND

Norfolk Area Visitors Bureau	Administrative Costs	2,148.76
------------------------------	----------------------	----------

INHERITANCE TAX FUND

Battle Creek Public Library	Annual Funding	7,500.00
Madison Public Library	Annual Funding, Subscription	8,670.00
Meadow Grove Public Library	Annual Funding	7,500.00
Newman Grove Public Library	Annual Funding	7,500.00
Tilden Public Library	Annual Funding	7,500.00

911 EMERGENCY FUND

Brandl Electric	Repairs	1,059.74
Century Link	Telephone Service	975.08
Eastern Nebraska Telephone	Telephone Services	127.86
Frontier	Telephone Services	160.41
Heidi Hupke	Meals	8.55
Cassey Kallhoff	Meals	68.07
Midwest Plumbing & Heating	Repairs	5,587.71
Lindsey Morris	Meals	15.31
Miranda Wieneke	Meals	8.55

LAW ENFORCEMENT OPERATING FUND

Madison County Sheriff	Supplies	220.54
------------------------	----------	--------

DRUG COURT FUND

Redwood Toxicology Lab	Testing	19.95
Verizon Wireless	Internet Services	60.87

Motion was made by Griffith and seconded by McCallum to approve the claims as audited and authorize the County Clerk to issue checks for payment of said claims. Roll call vote: Ayes, McCallum and Griffith. Absent, Klein. Nays, none. Motion carried.

The Board adjourned at 10:55 A.M. to Tuesday, October 23, 2012 at 9:30 A.M.

County Clerk

Vice-Chairman