

**AGENDA
CITY COUNCIL MEETING
March 5, 2019**

1. [Call the Meeting to Order](#)
2. [Pledge of Allegiance](#)

Anyone desiring to view the Open Meetings Act may do so. The document is available for public inspection and is located on the south wall of the Council Chambers.

The City Council may go into closed session to discuss certain agenda items to protect the public interest or to prevent the needless injury to the reputation of an individual and if such individual has not requested a public hearing.

3. [Approval of Minutes – February 19, 2019](#)
4. [Approval of Claims](#)
5. [Action to approve Underwriting Engagement Letter with D.A. Davidson & Co.](#)

Background: The City has an upcoming \$800,000 Combined Utility (Water & Sewer Systems) Bond Anticipation Note, 2016, that will mature on June 1, 2019. Staff is of the opinion that this should be retired and rolled into a longer payment period.

In addition, the intent of Ordinance No. 2019-2 is to refund \$675,000 of the \$750,000 Various Purpose Bonds into a lower interest rate financing to capture debt service savings. A principal payment of \$75,000 is due June 15, 2019, and will be paid with money on hand in the City's bond payment fund.

Staff reached out to Phil Lorenzen of D.A. Davidson, the City's Bonding Agent, and he will be present to explain the refinancing. Council will be asked to waive the three readings on the ordinances.

6. [Ordinance 2019-1: Authorizing the issuance of Combined Utility Revenue Bonds, Series 2019 in the principal amount of not to exceed \\$830,000 for the purposes of \(A\) providing permanent financing to pay the costs of expansions and improvements to the City's Combined Utility System; \(B\) funding a debt service reserve fund; and \(C\) paying costs of issuance](#)
7. [Ordinance 2019-2: Authorizing the issuance of General Obligation Refunding Bonds, in one or more series in the aggregate stated principal amount of not to exceed \\$705,000 for the purpose of refunding all or a portion of \\$750,000 outstanding principal amount of Various Purpose Bonds, Series 2013, dated October 15, 2013 and authorizing the redemption of such bonds to be refunded](#)
8. [Discussion regarding Housing Development — Thomas Kayton](#)

Background: Thomas Kayton, a developer, would like to discuss workforce housing.

9. [Adjourn as Mayor and City Council and Convene as the Board of Equalization](#)
10. [Public Hearing: Assessments for Street Improvement District No. 2017-01 – 4th Street \(Advertised Time: 5:30 p.m.\)](#)

Background: When a utility extension district is created by the City Council, the property owners in the new district receive 30 days to object to the creation of the district through written notice to the City Clerk. A utility extension district is, by law, a separate legal entity from the City. If more than 50% of the owners of front footage of the properties in the district object, then the district is dissolved. No one objected to these two improvement districts, so the districts were created, and the street and sanitary sewer lines were installed under the oversight of City staff and the project engineer. The total construction and engineering costs are then divided by the total front footage of all the properties in the district to be served, and the cost per foot is assessed to the properties to be paid over a period of time.

These public hearings provide the opportunity for the property owners and the public to review and challenge the costs and the fairness of the assessment allocations before they are finalized.

Street and sanitary sewer assessments are spread out over 15 years. The interest rate will have to be set by the Council. The assessments will now be taken to the County Treasurer for collection. The County Treasurer will charge the City 1.5-2% as collection fees. That must be kept in mind when establishing an interest rate. Past interest rates when the City was collecting the assessments was set at 3.5%.

11. [Resolution 2019-16: Approving Assessments in Street Improvement District No. 2017-01 – 4th Street](#)
12. [Public Hearing: Assessments for Sanitary Sewer Extension District No. 2017-01 – 4th Street \(Advertised Time: 5:30 p.m.\)](#)
13. [Resolution 2019-17: Approving Assessments in Sanitary Sewer Extension District No. 2017-01 – 4th Street](#)
14. [Adjourn as the Board of Equalization and Reconvene as Mayor and City Council](#)
15. [Resolution 2019-18: Amending Investment Policy](#)

Background: A Council goal was to review the investment policy. The last amendment took place in July, 2008. The changes staff have made are in red. A list of the investments as of 2/28/19 is also enclosed for your review.

16. [Update on Park Fee Ordinances](#)

Background: This is another Council goal. The sections of the code that pertain to the park fees are in this packet. Also enclosed is a spreadsheet showing what has been collected in the past for park fees. Staff will review the same with you to see if you want to make any amendments thereto.

17. [Adjourn](#)

**MINUTES
CITY COUNCIL MEETING
February 19, 2019**

The Wayne City Council met in regular session at City Hall on Tuesday, February 19, 2019, at 5:30 o'clock P.M.

Mayor Cale Giese called the meeting to order, followed by the Pledge of Allegiance, with the following in attendance: Councilmembers Dwaine Spieker, Jon Haase, Jennifer Sievers, Chris Woehler, and Jason Karsky; City Attorney Amy Miller; City Administrator Wes Blecke; and City Clerk Betty McGuire. Absent: Councilmembers Terri Buck, Matt Eischeid and Jill Brodersen.

Notice of the convening meeting was given in advance by advertising in the Wayne Herald on February 7, 2019, and a copy of the meeting notice and agenda were simultaneously given to the Mayor and all members of the City Council. All proceedings hereafter shown were taken while the Council convened in open session.

Mayor Giese advised the public that a copy of the Open Meetings Act was located on the south wall of the Council Chambers and was available for public inspection. In addition, he advised the public that the Council may go into closed session to discuss certain agenda items to protect the public interest or to prevent the needless injury to the reputation of an individual and if such individual has not requested a public hearing.

Councilmember Spieker made a motion, which was seconded by Councilmember Haase, to approve the minutes of the meeting of February 5, 2019, and to waive the reading thereof. Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried and the Minutes approved.

The following claims were presented to Council for their approval:

VARIOUS FUNDS: APPEARA, SE, 34.21; BAKER & TAYLOR BOOKS, SU, 743.27; BLUE DEVIL BOOSTER CLUB, FE, 100.00; BORDER STATES INDUSTRIES, SU, 261.29; CHEMQUEST, SE, 695.00; CITY EMPLOYEE, RE, 2718.58; CITY EMPLOYEE, RE, 37.43;

CITY EMPLOYEE, RE, 4928.04; CITY EMPLOYEE, RE, 30.64; CITY EMPLOYEE, RE, 28.53; CITY EMPLOYEE, RE, 11.14; CITY EMPLOYEE, RE, 2.45; CITY EMPLOYEE, RE, 15.62; CITY EMPLOYEE, RE, 49.95; CITY EMPLOYEE, RE, 8.91; CITY EMPLOYEE, RE, 22.28; CITY EMPLOYEE, RE, 97.01; COPY WRITE PUBLISHING, SE, 24.14; COTTONWOOD WIND PROJECT, SE, 210.55; DAS STATE ACCTG-CENTRAL FINANCE, SE, 60.15; DAVE'S DRY CLEANING, SE, 69.00; DAYCLOUD STUDIOS, SE, 350.00; DEARBORN NATIONAL LIFE, SE, 2452.71; DEMCO, SU, 113.46; DUTTON-LAINSON, SU, 659.12; EAKES OFFICE PLUS, SE, 1143.72; ECHO GROUP, SU, 93.01; ED M. FELD EQUIPMENT, SU, 248.50; FLOOR MAINTENANCE, SU, 992.90; GROSSENBURG IMPLEMENT, SU, 78.13; HAWKINS, SU, 418.26; HILAND DAIRY, SE, 138.55; ICMA, SE, 9831.95; INTERSTATE ALL BATTERY, SU, 124.30; INTERSTATE BATTERY SYSTEM, SU, 231.90; JACK'S UNIFORMS, SU, 901.35; KLEIN ELECTRIC, SE, 11928.00; LUTT OIL, SU, 3386.55; MARCO, SE, 126.36; MATHESON-LINWELD, SU, 44.02; MICHAEL TODD & CO, SU, 574.86; MIDWEST LABORATORIES, SE, 171.50; NE CODE OFFICIAL ASSOCIATION, FE, 130.00; NE DHHS, FE, 40.00; NPPD, SE, 36298.08; NOECKER, BROOKLYNN, RE, 15.00; NORTHEAST TIRE SERVICE, SU, 135.00; OCC BUILDERS, SE, 52379.00; OCC BUILDERS, SE, 53873.00; ONE OFFICE SOLUTION, SU, 1436.00; OVERDRIVE, SU, 393.47; PITNEY BOWES, SE, 253.85; PROVIDENCE MEDICAL CENTER, SE, 90.00; QUALITY FOOD CENTER, SU, 45.59; RON'S RADIO, SU, 136.50; S & S WILLERS, SU, 1282.69; SHOPKO, SU, 55.09; SKARSHAUG TESTING LAB, SE, 457.60; SPARKLING KLEAN, SE, 2892.86; STEFFEN TRUCK EQUIPMENT, SU, 27.03; STURM, MIKE, RE, 60.00; VERIZON, SE, 318.08; WAYNE AUTO PARTS, SU, 1665.92; WAYNE HERALD, SE, 820.69; WESCO, SU, 3177.90; WESCO, SU, 426.93; WISNER WEST, SU, 61.06; AMERITAS, SE, 123.17; AMERITAS, SE, 72.00; AMERITAS, SE, 2572.38; AMERITAS, SE, 60.07; APPEARA, SE, 54.00; ATCO INTERNATIONAL, SU, 59.20; AUTO ANATOMY ALTERNATIVES, SU, 318.49; BATTERY SOLUTIONS, SU, 109.95; CITY EMPLOYEE, RE, 141.66; CITY OF WAYNE, PY, 72054.69; DUTTON-LAINSON COMPANY, SU, 14213.88; ECHO GROUP, SU, 807.60; FIRST CONCORD GROUP, SE, 3241.76; GALE/CENGAGE LEARNING, SU, 50.03; GROSSENBURG IMPLEMENT, SU, 587.24; INTERSTATE BATTERY SYSTEM, SU, 235.90; IRS, TX, 2934.76; IRS, TX, 9644.51; IRS, TX, 12548.60; JEO CONSULTING GROUP, SE, 29870.00; MAIN STREET GARAGE, SE, 874.92; MEDALLION CONSTRUCTION, RE, 250.00; MILO MEYER CONSTRUCTION, SE, 33120.00; NE CODE OFFICIAL ASSOCIATION, FE, 225.00; NE DEPT OF REVENUE, TX, 3917.89; NE PLANNING & ZONING ASSOC, FE, 40.00; NE PUBLIC HEALTH ENVIRONMENTAL LAB, SE, 693.00; NEBRASKA DHHS DPH, FE, 339.00; NORFOLK HOUSING DEVELOPMENT CORP, FE, 50.00; NORTHEAST DIESEL, SU, 52.75; PAR MAR SECURITY SERVICES, SE, 154.08; RONCO CONSTRUCTION, RE, 250.00; SOOLAND BOBCAT, SU, 44.32; STAPLES, SU, 70.59; STEFFEN TRUCK EQUIPMENT, SU, 77.44; THE RETROFIT COMPANIES, SE, 108.95; THE WAKEFIELD REPUBLICAN, SU, 34.00; UNITED HEALTHCARE, SE, 43065.50; VAKOC CONSTRUCT, SU, 29.46

Councilmember Haase made a motion, which was seconded by Councilmember Sievers, to approve the claims. Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

Mayor Giese proclaimed "March" as Problem Gambling Awareness Month.

Anthony Cantrell, on behalf of the Wayne High School, and in conjunction with EVERON (Electric Vehicle Energy Research of Nebraska), was present requesting Council consideration to closing off a portion of East 10th Street from Angel Avenue to Hillside Drive for an electric vehicle power drive rally on Saturday, May 4th, from 8:00 a.m. until 5:00 p.m.

Councilmember Sievers made a motion, which was seconded by Councilmember Spieker, approving the request of Anthony Cantrell, on behalf of the Wayne High School, and in conjunction with EVERON (Electric Vehicle Energy Research of Nebraska), to close off a portion of East 10th Street from Angel Avenue to Hillside Drive for an electric vehicle power drive rally on Saturday, May 4th, from 8:00 a.m. until 5:00 p.m. Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

The following Resolution would approve the agreement between the City of Wayne and Settje Agri Services and Engineering, Inc., for sludge disposal.

Councilmember Karsky introduced Resolution 2019-7, and moved for its approval; Councilmember Sievers seconded.

RESOLUTION NO. 2019-7

A RESOLUTION APPROVING PROPOSAL WITH SETTJE AGRI SERVICES AND ENGINEERING, INC. (SASE) ON THE “LAGOON SLUDGE REMOVAL & APPLICATION PROJECT.”

Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

Diane Bertand, Senior Center Coordinator, requested Council consideration to approving the submission of the Senior Center Budget to the Northeast Nebraska Area Agency on Aging. The Senior Center must apply for State funding for the meal program, and Council must approve the budget to be submitted to the Northeast Nebraska Area Agency on Aging. In addition, she requested Council action on acceptance of the new fiscal year Service Awards that

have been awarded by the Area Agency and approval of any revisions made during the fiscal year to the Service Awards. The dollar amounts reflected in the budget represent a two-year grant-funding period.

Councilmember Sievers made a motion, which was seconded by Councilmember Haase, approving the submission of the Wayne Senior Center's Fiscal Year 2019 detailed plan of operation and budget to the Northeast Nebraska Area Agency on Aging; acceptance of new fiscal year Service Awards that have been awarded by the Area Agency; and approval of any revisions made during the fiscal year to the Service Awards. Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

The following Resolution is needed for the grant funds received by the State of Nebraska for the Senior Center handi-van. Again, the amounts reflected therein represent a two-year grant-funding period.

Councilmember Sievers introduced Resolution 2019-11, and moved for its approval; Councilmember Haase seconded.

RESOLUTION NO. 2019-11

A RESOLUTION SUPPORTING THE APPLICATION FOR NEBRASKA PUBLIC TRANSPORTATION ACT FUNDS AND APPROVING LOCAL MATCH.

Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

The following Resolution would approve the agreement between the City of Wayne and Certified Testing Services, Inc., for Geotechnical Exploration Services for the "2019 Nebraska Street Improvements, 2nd to 7th Street Project" – CDBG No. 16-CD-208. The work has already begun, but Council must formally approve the same.

Councilmember Sievers introduced Resolution 2019-12, and moved for its approval;
Councilmember Haase seconded.

RESOLUTION NO. 2019-12

A RESOLUTION APPROVING AGREEMENT WITH CERTIFIED TESTING SERVICES, INC., FOR GEOTECHNICAL EXPLORATION SERVICES FOR THE “2019 NEBRASKA STREET IMPROVEMENTS, 2ND TO 7TH STREET PROJECT” – CDBG NO. 16-CD-208.

Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

The street and sanitary sewer projects have been completed on 4th Street. The project engineer and staff prepared a spreadsheet of all the district project costs and have allocated those to the abutting property owners in the district on the basis of front footage. The Council must convene as a “Board of Equalization” and hold a public hearing for the property owners and residents of the city to comment on the method and fairness of the assessments. The recommendation of staff is to hold the public hearings at the March 5th City Council meeting at or about 5:30 p.m.

Councilmember Karsky introduced Resolution 2019-13, and moved for its approval;
Councilmember Sievers seconded.

RESOLUTION NO. 2019-13

A RESOLUTION ORDERING PUBLICATION AND SETTING BOARD OF EQUALIZATION HEARING ON STREET IMPROVEMENT DISTRICT NO. 2017-01 FOR MARCH 5, 2019, AT OR ABOUT 5:30 P.M.

Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

Councilmember Karsky introduced Resolution 2019-14, and moved for its approval;
Councilmember Spieker seconded.

RESOLUTION NO. 2019-14

A RESOLUTION ORDERING PUBLICATION AND SETTING BOARD OF EQUALIZATION HEARING ON SANITARY SEWER EXTENSION DISTRICT NO. 2017-01 FOR MARCH 5, 2019, AT OR ABOUT 5:30 P.M.

Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

The following Resolution would approve the current year goals and future goals set by the Mayor and Council at their retreat.

Councilmember Sievers introduced Resolution 2019-15, and moved for its approval; Councilmember Haase seconded.

RESOLUTION NO. 2019-15

A RESOLUTION IDENTIFYING CITY OF WAYNE GOALS.

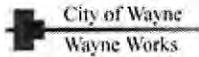
Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

A pay request has been received from Milo Meyer Construction in the amount of \$33,120. This is for the demolition of Riley's. The project is 90% complete, and this amount represents 90% of the total project cost, which was \$36,800.

Councilmember Karsky made a motion, which was seconded by Councilmember Sievers, approving the pay request of \$33,120 to Milo Meyer Construction for the Riley's demolition project. Mayor Giese stated the motion, and the result of roll call being all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried.

Councilmember Sievers made a motion, which was seconded by Councilmember Spieker, to adjourn the meeting. Mayor Giese stated the motion, and the result of roll call being

all Yeas, with the exception of Councilmembers Buck, Eischeid and Brodersen who were absent, the Mayor declared the motion carried and the meeting adjourned at 5:52 p.m.



Vendor	Payable Description	Payment Total
ACES	ACES WIND ENERGY SERVICE AGREEMENT	901.25
AMAZON.COM, LLC	DVD'S/OFFICE SUPPLIES	652.10
AMERICAN PUBLIC POWER ASSOCIATION	POWER PLANT DUES	1,756.53
APPEARA	LINEN & MAT SERVICE	58.11
BIG RIVERS ELECTRIC CORPORATION	ELECTRICITY	201,619.35
BLACK HILLS ENERGY	GAS BILLS	2,268.42
BOK FINANCIAL	SWIMMING POOL BONDS	35,855.63
BOK FINANCIAL	ELECTRIC BANS SERIES 2017	11,090.00
BOMGAARS	FIRE DEPT LIGHT BULBS	4.98
BORDER STATES INDUSTRIES, INC	LED FIXTURE	706.20
CASEY ELECTRIC	CAC WATER FOUNTAIN HOOK UP	151.63
CENTURYLINK	TELEPHONE CHARGES	419.63
CERTIFIED TESTING SERVICES INC	GEOTECHNICAL REPORT NEBRASKA ST	1,500.00
CITY EMPLOYEE	MEDICAL REIMBURSEMENT	11.14
CITY EMPLOYEE	CLOTHING REIMBURSEMENT	45.75
CITY OF WAYNE	UTILITY REFUNDS	238.10
CITY OF WAYNE	UTILITY REFUNDS	55.46
DAS STATE ACCTG-CENTRAL FINANCE	TELECOMMUNICATION CHARGES	448.00
DEARBORN NATIONAL LIFE	VFD INSURANCE	96.32
DGR & ASSOCIATES CO	ELECTRICAL ENGINEERING SERVICES	583.50
ELECTRICAL ENGINEERING & EQUIPMENT	ELEMENTS	1,855.64
ELLIS HOME SERVICES	CAC WATER FOUNTAINS	4,812.87
ENGINEERED EQUIPMENT SOLUTIONS INC	STEP LAMP/HARNESS	6,000.08
EVETOVICH, MARK	MEN'S BASKETBALL REF	240.00
FLOOR MAINTENANCE	JANITORIAL SUPPLIES	147.33
GROSSENBURG IMPLEMENT INC	ARM	182.46
HEIKES AUTOMOTIVE LLC	TOWING CHARGES	214.00
HERITAGE INDUSTRIES	WATER FOUNTAIN BACK SPLASH	363.02
HILAND DAIRY	SENIOR CENTER FOOD SERVICE	122.10
HOLIDAY INN OF KEARNEY	LODGING-METER CONFERENCE	430.36
HR DIRECT	POSTER GUARD	789.90
ICMA RETIREMENT-FIRST NATL BANK -MARYLAND	PAYROLL RETIREMENT	9,927.97
JEO CONSULTING GROUP	2018 SEWER EXTENSION	2,563.75
LUNDAHL, EARL	WELL SITE RENTAL	350.00
MARCO TECHNOLOGIES	COPIER LEASE	175.82
MUNICIPAL SERVICE	SUBMERSIBLE PUMP REPAIR	485.00
MUNICIPAL SUPPLY INC	LIFT STATION 3 REPAIRS	3,698.15
NE DEPT OF TRANSPORTATION	MAINTENANCE AGREEMENT 72	3,701.25
NEBRASKA ASSOCIATION OF AIRPORT OFFICIALS	COBRA	-1,991.75
NEBRASKA ASSOCIATION OF AIRPORT OFFICIALS	COBRA	1,991.75
NEBRASKA ASSOCIATION OF COUNTY OFFICIALS	COBRA PAYMENT	1,991.75
NORTHEAST POWER	WHEELING CHARGES	13,417.72
PRAUNER, TYLER	MEN'S BASKETBALL REF	240.00

Vendor	Payable Description	Payment Total
SCHEFFLER, JONAH	MEN'S BASKETBALL REF	480.00
SEBADE HOUSING LLC	TIF PRINCIPAL & INTEREST	3,699.57
SIOUX CITY JOURNAL	LIBRARY SUBSCRIPTION RENEWAL	452.32
STATE FARM INSURANCE	SURETY BOND	563.00
TASTE OF HOME BOOKS	QUICK COOKING MAGAZINE	33.98
VIAERO WIRELESS	CELL PHONE	67.36
WAYNE COUNTY COURT	BOND	300.00
WINDOM RIDGE	TIF PRINCIPAL	2,362.26
WISNER WEST	FD GASOLINE	220.00
WRECK-AMENDED TOWING & RECOVERY	TOWING CHARGES	200.00
	Grand Total:	318,549.76



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D.A. Davidson & Co. member SIPC

February 25, 2019

Beth Porter, Finance Director
City of Wayne
306 Pearl Street
Wayne, NE 68787

Re: Underwriting Engagement Letter

Ladies and Gentlemen:

On behalf of D.A. Davidson & Co. (“we” or “Davidson”), thank you for the opportunity to serve as underwriter or placement agent for City of Wayne, Nebraska (the “City” or the “Issuer”) on the Issuer’s proposed offering and issuance of Combined Revenue Bonds, Series 2019, and General Obligation Refunding Bonds, Series 2019 (the “Bonds”). This letter will confirm the terms of our engagement; however, it is anticipated that this letter will be replaced and superseded by a bond purchase agreement to be entered into by the parties (the “Purchase Agreement”) if and when the Bonds are priced following successful completion of the offering process.

1. Services to be Provided by Davidson. The Issuer hereby engages Davidson to serve as managing underwriter or placement agent of the proposed offering and issuance of the Bonds, and in such capacity Davidson agrees to provide the following services:

- Review and evaluate the proposed terms of the offering and the Bonds
- Develop a marketing plan for the offering, including identification of potential investors
- Assist in the preparation of the official statement and other offering documents
- Contact potential investors, provide them with offering-related information, respond to their inquiries and, if requested, coordinate their due diligence sessions
- If the Bonds are to be rated, assist in preparing materials to be provided to securities ratings agencies and in developing strategies for meetings with the ratings agencies

- Consult with counsel and other service providers with respect to the offering and the terms of the Bonds
- Inform the Issuer of the marketing and offering process
- Negotiate the pricing, including the interest rate, and other terms of the Bonds
- Obtain CUSIP number(s) for the Bonds and arrange for their DTC book-entry eligibility
- Plan and arrange for the closing and settlement of the issuance and the delivery of the Bonds
- Perform such other usual and customary underwriting services as may be requested by the Issuer

As underwriter or placement agent, Davidson will not be required to purchase the Bonds except pursuant to the terms of the Purchase Agreement, which will not be signed until successful completion of the pre-sale offering period. This letter does not obligate Davidson to purchase any of the Bonds.

2. No Advisory or Fiduciary Role. The Issuer acknowledges and agrees: (i) the primary role of Davidson, as an underwriter or placement agent, is to purchase securities, for resale to investors, or arrange for placement of securities in an arm's-length commercial transaction between the Issuer and Davidson and that Davidson has financial and other interests that may differ from those of the Issuer.; (ii) Davidson is not acting as a municipal advisor, financial advisor, or fiduciary to the Issuer and Davidson has not assumed any advisory or fiduciary responsibility to the Issuer with respect to the transaction contemplated hereby and the discussions, undertakings and procedures leading thereto (irrespective of whether Davidson has provided other services or is currently providing other services to the Issuer on other matters or transactions); (iii) the only obligations Davidson has to the Issuer with respect to the transaction contemplated hereby expressly are set forth in this agreement; and (iv) the Issuer has consulted its own financial and/or municipal, legal, accounting, tax and other advisors, as applicable, to the extent it deems appropriate. If the Issuer desires to consult with and hire a municipal advisor for this transaction that has legal fiduciary duties to the Issuer the Issuer should separately engage a municipal advisor to serve in that capacity.

In addition, the Issuer acknowledges receipt of a letter outlining certain regulatory disclosures as required by the Municipal Securities Rulemaking Board and attached to this agreement as Exhibit A. The Issuer further acknowledges Davidson may be required to supplement or make additional disclosures as may be necessary as the specific terms of the transaction progress.

3. Fees and Expenses. Davidson's proposed underwriting fee/spread is not to exceed 1.50%% of the principal amount of the Bonds issued. The underwriting fee/spread will represent the difference between the price that Davidson pays for the Bonds and the public offering price stated on the cover of the final official statement. In addition to the underwriting fee/spread, the Issuer shall pay to Davidson a fee equal to \$ -0- as compensation for its services in assisting in the preparation of the official statement and providing various financial analyses, and for the use of Davidson's capital to advance certain costs prior to settlement, and to reimburse for Davidson's payment of IPREO (electronic book-running/sales order system), printing and mailing/distribution charges. The Issuer shall be responsible for paying or reimbursing Davidson for all other costs of issuance, including without limitation, bond counsel, underwriter's counsel, rating agency fees and expenses, CUSIP, DTC, and all other expenses incident to the performance of the Issuer's obligations under the proposed Bonds.

4. Term and Termination. The term of this engagement shall extend from the date of this letter to the closing of the offering of the Bonds except as may be superseded pursuant to a Purchase Agreement. Notwithstanding the forgoing, either party may terminate Davidson's engagement at any time without liability of penalty upon at least 30 days' prior written notice to the other party. If Davidson's engagement is terminated by the Issuer, the Issuer agrees to compensate Davidson for the services provided and to reimburse Davidson for its out-of-pocket fees and expenses incurred to the date of termination.

5. Limitation of Liability. The Issuer agrees neither Davidson nor its employees, officers, agents or affiliates shall have any liability to the Issuer for the services provided hereunder.

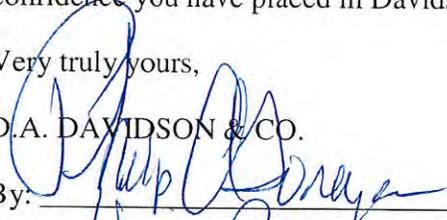
6. Miscellaneous. This letter shall be governed and construed in accordance with the laws of the State of Nebraska. This Agreement may not be amended or modified except by means of a written instrument executed by both parties hereto. This Agreement may not be assigned by either party without the prior written consent of the other party.

If there is any aspect of this Agreement that you believe requires further clarification, please do not hesitate to contact us. If the foregoing is consistent with your understanding of our engagement, please sign and return the enclosed copy of this letter.

Again, we thank you for the opportunity to assist you with your proposed financing and the confidence you have placed in Davidson.

Very truly yours,

D.A. DAVIDSON & CO.

By: 

Title: VICE PRESIDENT

Accepted this ___ day of _____, 2019

City of Wayne, Nebraska

By: _____

Title: _____

ORDINANCE NO. 2019-1

AN ORDINANCE AUTHORIZING THE ISSUANCE OF COMBINED UTILITY REVENUE BONDS, SERIES 2019, OF THE CITY OF WAYNE, NEBRASKA, IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED EIGHT HUNDRED THIRTY THOUSAND DOLLARS (\$830,000), FOR THE PURPOSES OF (A) PROVIDING PERMANENT FINANCING TO PAY THE COSTS OF EXPANSIONS AND IMPROVEMENTS TO THE CITY'S COMBINED UTILITY SYSTEM, (B) FUNDING A DEBT SERVICE RESERVE FUND AND (C) PAYING COSTS OF ISSUANCE; DIRECTING THE APPLICATION OF THE PROCEEDS OF SAID BONDS; PRESCRIBING THE FORM AND CERTAIN TERMS AND DETAILS OF SAID BONDS AND AUTHORIZING THE OFFICERS OF THE CITY TO SET CERTAIN TERMS AND DETAILS OF SAID BONDS; PLEDGING AND HYPOTHECATING THE REVENUES AND EARNINGS OF THE WATERWORKS PLANT AND WATER SYSTEM AND THE SEWAGE DISPOSAL PLANT AND SANITARY SEWER SYSTEM OWNED BY THE CITY FOR THE PAYMENT OF SAID BONDS; ESTABLISHING THE TERMS UPON WHICH ADDITIONAL BONDS OF EQUAL LIEN UPON REVENUES MAY BE ISSUED; ENTERING INTO A CONTRACT ON BEHALF OF THE CITY WITH THE OWNERS OF SAID BONDS; AUTHORIZING THE SALE OF SAID BONDS; APPROVING AN UNDERTAKING WITH RESPECT TO CONTINUING DISCLOSURE; PROVIDING FOR THE REDEMPTION OF CERTAIN OUTSTANDING INDEBTEDNESS; AND PROVIDING FOR PUBLICATION OF THIS ORDINANCE IN PAMPHLET FORM.

BE IT ORDAINED BY THE MAYOR AND COUNCIL OF THE CITY OF WAYNE, NEBRASKA, AS FOLLOWS:

Section 1. The Mayor and Council of the City of Wayne, Nebraska (the "City") hereby find and determine as follows:

- A. The City owns and operates its own waterworks plant and water system, which represents a "revenue-producing facility" of the City under the provisions of Sections 18-1803 to 18-1805, R.R.S. Neb. 2007; said plant and system as now existing together with all additional and improvements thereto hereafter acquired or constructed is herein referred to as the "Water System";
- B. the City owns and operates its own sewage disposal plant and sanitary sewer system, which represents a "revenue-producing facility" of the City under the provisions of Sections 18-1803 to 18-1805, R.R.S. Neb. 2007; said plant and system as now existing together with all additions and improvements thereto hereafter acquired or constructed are herein referred to as the "Sewer System";
- C. the Water System and the Sewer System, as combined (the "Combined Utility") further represent a revenue-producing undertaking and facility of the City under the provisions of Sections 18-1803 to 18-1805, R.R.S. Neb. 2007, for which the City is authorized to issue revenue bonds;
- D. the City currently has outstanding the following revenue bonds for which the revenues of the Combined Utility have been pledged:

Combined Utility Revenue Bond, in the stated original principal amount of \$11,012,414 relating to Project No. D311519 (the "NDEQ Water Bond"), issued

as a single promissory note to the Nebraska Department of Environmental Quality (“NDEQ”) and payable from the revenues of the Combined Utility; and

Combined Utility Revenue Bond, in the stated original principal amount of \$5,199,020 relating to Project No. C317369 (the “NDEQ Sewer Bond”), issued as a single promissory note to the NDEQ and payable from the revenues of the Combined Utility.

Combined Utility Revenue Bond, Series 2015, in the stated original principal amount of \$1,838,650 relating to Project No. C317032 (the “NDEQ Sewer Bond No. 2” and together with the NDEQ Sewer Bond and the NDEQ Water Bond, the “Outstanding Bonds”), issued as a single promissory note to the NDEQ and payable from the revenues of the Combined Utility.

In addition to the Outstanding Bonds, the City has issued and outstanding its Combined Utility Revenue Bond Anticipation Notes, Series 2016, date of original issue – June 15, 2016, in the original principal amount of \$800,000 (the “Series 2016 Notes”), which Series 2016 Notes are junior in lien to the Outstanding Bonds. Other than the Outstanding Bonds, there are no other bonds, notes or other indebtedness for which the revenues of the Combined Utility have been pledged or made security.

- E. The ordinances authorizing the Outstanding Bonds permit the issuance of “Additional Bonds” secured by a pledge of the revenues of the Combined Utility on an equal basis with the Outstanding Bonds provided that the revenues of the Combined Utility (computed as more fully described in the ordinances authorizing the Outstanding Bonds) for the fiscal year next preceding the date of the authorization of such Additional Bonds, after deducting therefrom all costs of operation and maintenance of said Combined Utility for such fiscal year and before deduction of depreciation or interest as based on a certified public accountant's report shall have been at least equal to 1.25 times the average annual bond debt service requirements for the Outstanding Bonds to remain outstanding after the issuance of such Additional Bonds, any Additional Bonds then outstanding, and the Additional Bonds proposed to be issued.
- F. With respect to such conditions as set forth in Section 1(E) above, it is hereby determined that the revenues of the Combined Utility for fiscal year ended September 30, 2018 exceed 1.25 times the average annual bond debt service requirements of the Outstanding Bonds and the Series 2019 Bonds (defined herein) proposed to be issued.
- G. For the purposes of (a) paying and redeeming the Series 2016 Notes by providing permanent financing for expansions and improvements to the City’s Combined Utility (collectively, the “Project”), (b) funding a debt service reserve account with respect to the bonds authorized herein and (c) paying the costs of issuance of the bonds authorized herein, it is necessary and advisable for the City to issue its combined utility revenue bonds in the principal amount of not to exceed \$830,000.
- H. To satisfy the funding requirements described in this Section 1, it is necessary for the City to issue its Combined Utility Revenue Bonds, Series 2019, in the total principal amount of not to exceed \$830,000 (the “Series 2019 Bonds”) pursuant to Sections 18-1803 to 18-1805 R.R.S. Neb. 2012, as amended. All conditions, acts and things

required by law to exist or to be done precedent to the issuance of the Series 2019 Bonds as provided for in this Ordinance do exist and have been done and performed in regular and due time and form as required by law.

Section 2. Unless the context shall clearly indicate otherwise, the following terms (in addition to any terms herein defined by parentheses) shall have the following meanings when used in this Ordinance:

- A. the term “Additional Bonds” shall mean any and all bonds including refunding bonds and notes, hereafter authorized and issued by the City pursuant to the terms of this Ordinance which are equal to lien to the Series 2019 Bonds (defined herein) and the Outstanding Bonds and equally and ratably secured therewith including any such bonds issued pursuant to Section 11 of this Ordinance.
- B. the term “Combined Utility” shall mean the Water System and the Sewer System of the City of Wayne.
- C. the term “revenues” shall mean all the rates, rentals, fees, charges, earnings and other monies from any source whatever derived by the City of Wayne through its ownership and operation of the Combined Utility (including, without limitation, fees and charges for hook ups, taps and capital facilities charges).

Section 3. (a) The Mayor and Council further find and determine that (i) it is necessary, desirable, advisable and in the best interest of the City to issue the Series 2019 Bonds in order to provide permanent financing for costs of the Project through the redemption of the Series 2016 Notes; and, (ii) all conditions, acts and things required by law to exist or to be done precedent to the issuance of the Series 2019 Bonds, in the aggregate stated principal amount of not to exceed \$830,000, and other applicable statutes, do exist and have been done as required by law. To provide funds for the purpose of redeeming the Series 2016 Notes and paying the costs of the Project, funding a debt service reserve for the Series 2019 Bonds and paying the costs of issuing the Series 2019 Bonds, there shall be and there are hereby ordered issued Combined Utility Revenue Bonds, Series 2019, of the City, in the aggregate stated principal amount of not to exceed Eight Hundred Thirty Thousand Dollars (\$830,000).

(b) The Series 2019 Bonds or any portion thereof are hereby authorized to be sold either (i) pursuant to a negotiated sale with D.A. Davidson & Co., as initial purchaser (the “Underwriter”) or (ii) through a private placement to a bank. In connection with such sale, the Mayor or City Administrator (each, an “Authorized Officer”) are hereby authorized to specify, determine, designate, establish and appoint, as the case may be, in one or more written designations which may be included in a bond purchase agreement (each, a “Designation”), (i) whether the Series 2019 Bonds shall be sold pursuant to a negotiated sale with the Underwriter or through a private placement with a bank, (ii) the aggregate purchase price of the Series 2019 Bonds, and the underwriting discount which shall not exceed 1.50% of the aggregate stated principal amount thereof, (if sold through a negotiated sale) (iii) the form and contents of any bond purchase agreement in connection with such sale, (iv) the title (including series designation), dated date, aggregate stated principal amount (including the aggregate principal amounts of serial Bonds and term Bonds, if any), which aggregate stated principal amount shall not exceed \$830,000, and the final maturity date, which shall not be later than June 1, 2034, (v) the principal amounts maturing in each year, (vi) any original issue premium or original issue discount attributable to each principal maturity of the Series 2019 Bonds, (vii) the rate or rates of interest to be borne by each principal maturity of the Series 2019 Bonds, provided that the true interest cost of the Series 2019 Bonds shall not exceed 3.85%, (viii) the principal payment dates and interest payment dates, (ix) whether the Series 2019 Bonds will be subject to redemption prior to their stated maturity, and if subject to such optional redemption, the provisions governing such redemption, including a redemption price not to exceed 104% of the principal

amount then being redeemed plus accrued interest to the date of redemption, (x) the amount and due date of each sinking fund installment for any of the Bonds issued as term Bonds, (xi) the amount of funds (which may be \$0), whether from bond proceeds or other funds of the City, to be deposited into the Combined Utility Bond Reserve Account, (xii) designation of the Paying Agent and Registrar and the form and content of any agreement between the City and such entity and (xiii) all other terms and provisions of the Series 2019 Bonds not otherwise specified or fixed by this Ordinance.

(c) The Authorized Officers, or each individually, are hereby authorized to irrevocably call any or all of the Series 2016 Notes for redemption on such date or dates he or she determines appropriate, which date or dates shall each be a Redemption Date hereunder. The Authorized Officers, or each individually, are hereby authorized to designate, approve, execute and deliver, as the case may be, the form, content, terms and provisions of any published and/or mailed notice of redemption with respect to the payment and redemption of the Series 2016 Notes and to take any and all other actions and approve and execute any and all other documents as deemed by them necessary or appropriate in connection with the redemption of the Series 2016 Notes on the Redemption Date.

(d) The Series 2019 Bonds shall be issued in fully registered form in the denomination of \$5,000 or any integral multiple thereof. The date of original issue for the Series 2019 Bonds shall be the date of delivery thereof. Interest on the Series 2019 Bonds, at the respective rates for each maturity, shall be payable semiannually on the interest payment dates as determined in the Designation (each of said dates an "Interest Payment Date") and the Series 2019 Bonds shall bear such interest from the date of original issue or the most recent Interest Payment Date, whichever is later. Interest shall be computed on the basis of a 360-day year consisting of twelve 30-day months. 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 fifteenth day immediately preceding each Interest Payment Date occurs (the "Record Date"), subject to the provisions of Section 5 hereof. The Series 2019 Bonds shall be numbered from 1 upwards in the order of their issuance. No Series 2019 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 Series 2019 Bonds issued shall be designated by the City's Treasurer as directed by the initial purchaser thereof. Payments of interest due prior to maturity or earlier redemption on the Series 2019 Bonds shall be made by the Paying Agent and Registrar, as designated pursuant to Section 4 hereof, by mailing a check or draft in the amount due for such interest on each Interest Payment Date to the registered owner of each Series 2019 Bond, as of the Record Date for such Interest Payment Date, to such owner's registered address as shown on the books of registration as required to be maintained in Section 4 hereof. Payments of principal and unpaid accrued interest thereon due at maturity or at any date fixed for redemption prior to maturity shall be made by said Paying Agent and Registrar to the registered owners upon presentation and surrender of the Series 2019 Bonds to said Paying Agent and Registrar. The City and said Paying Agent and Registrar may treat the registered owner of any Series 2019 Bond as the absolute owner of such bond for the purpose of making payments thereon and for all other purposes and neither the City nor the 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 Series 2019 Bond in accordance with the terms of this Ordinance shall be valid and effectual and shall be a discharge of the City and said Paying Agent and Registrar, in respect of the liability upon the Series 2019 Bonds or claims for interest to the extent of the sum or sums so paid.

Section 4. The Authorized Officers, or any one or more of them, are hereby authorized and directed to appoint the City Treasurer or, in the case of a negotiated sale to the Underwriter, a bank or trust company to serve as Paying Agent and Registrar for the Series 2019 Bonds. If a bank or trust company is appointed as Paying Agent and Registrar, such bank or trust company shall serve under the terms of a Paying Agent and Registrar's Agreement, the form of which shall be approved by an

Authorized Officer. The Paying Agent and Registrar shall keep and maintain for the City books for the registration and transfer of the Series 2019 Bonds at its office. The names and registered addresses of the registered owner or owners of the Series 2019 Bonds shall at all times be recorded in such books. In the case of a private placement with a bank, the Series 2019 Bonds may be transferred, but only upon the bond register and only if (1) the purchaser has submitted to the Paying Agent and Registrar the Series 2019 Bonds accompanied by an assignment in substantially the form attached to the Bond duly executed by the Purchaser or the Purchaser's attorney or legal representative, which assignment shall disclose the name, address and tax identification number of the assignee, and (2) the assignee is a bank or a qualified institutional buyer as defined in Rule 144A promulgated by the Securities and Exchange Commission and the owner has obtained from such proposed transferee and provided to the City, prior to such transfer and assignment, an investor letter or certificate in form satisfactory to the City. In the case of a negotiated sale, any Series 2019 Bond may be transferred pursuant to its provisions at the office of said Paying Agent and Registrar by surrender of such bond for cancellation, accompanied by a written instrument of transfer, in form satisfactory to said 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 on behalf of the City will deliver at its office (or send by registered mail to the transferee owner or owners thereof at such transferee owner's or owners' risk and expense), registered in the name of such transferee owner or owners, a new Series 2019 Bond or Series 2019 Bonds of the same interest rate, aggregate principal amount and maturity. To the extent of the denominations authorized for the Series 2019 Bonds by this Ordinance, one such 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 Series 2019 Bond, the surrendered Series 2019 Bond or Bonds shall be canceled and destroyed. All Series 2019 Bonds issued upon transfer of the Series 2019 Bonds so surrendered shall be valid obligations of the City evidencing the same obligations as the Series 2019 Bonds surrendered and shall be entitled to all the benefits and protection of this Ordinance to the same extent as the Series 2019 Bonds upon transfer of which they were delivered. The City and said Paying Agent and Registrar shall not be required to transfer any Series 2019 Bond during any period from any Record Date until its immediately following Interest Payment Date or to transfer any Series 2019 Bond called for redemption for a period of thirty (30) days next preceding the date fixed for redemption.

Section 5. In the event that payments of interest due on the Series 2019 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 Series 2019 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 6. If the date for payment of the principal of or interest on the Series 2019 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 7. Series 2019 Bonds shall be subject to redemption, in whole or in part, prior to maturity at any time on or after the fifth anniversary of the date of original issue thereof, at the principal amount thereof, together with accrued interest on the principal amount redeemed to the date fixed for redemption, or such other date as may be determined in the Designation. Such optional redemption shall be made from time to time as shall be directed by the Mayor and Council of the City. The City may select the Series 2019 Bonds to be redeemed for such optional redemption in its sole discretion. The Series 2019

Bonds shall be redeemed only in amounts of \$5,000 or integral multiples thereof. Any Series 2019 Bond redeemed in part only shall be surrendered to said Paying Agent and Registrar in exchange for a new Series 2019 Bond evidencing the unredeemed principal thereof. Notice of redemption of any Series 2019 Bond called for redemption shall be given, at the direction of the City, by said Paying Agent and Registrar by mail not less than thirty (30) days prior to the date fixed for redemption, first class, postage prepaid, sent to the registered owner of such Series 2019 Bond at said owner's registered address. Such notice shall designate the Series 2019 Bond or Bonds to be redeemed by maturity or otherwise, the date of original issue and the date fixed for redemption and shall state that such bond or bonds are to be presented for prepayment at the office of said Paying Agent and Registrar. In case of any Series 2019 Bond partially redeemed, such notice shall specify the portion of the principal amount of such bond to be redeemed. No defect in the mailing of notice for any Series 2019 Bond shall affect the sufficiency of the proceedings of the City designating the Series 2019 Bonds called for redemption or the effectiveness of such call for Series 2019 Bonds for which notice by mail has been properly given and the City shall have the right to further direct notice of redemption for any such bond for which defective notice has been given.

Section 8. The Series 2019 Bonds shall be in substantially the following form:

**UNITED STATES OF AMERICA
STATE OF NEBRASKA
COUNTY OF WAYNE
CITY OF WAYNE**

COMBINED UTILITY REVENUE BOND, SERIES 2019

No. _____			\$ _____
<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP No.</u>
	_____, 20__	_____, 2019	

Registered Owner:

Principal Amount: _____ Dollars (\$ _____)

KNOW ALL PERSONS BY THESE PRESENTS: That the City of Wayne, in the County of Wayne, in the State of Nebraska (the "City"), hereby acknowledges itself to owe and for value received promises to pay, but only from the special sources hereinafter described, to the registered owner specified above, or registered assigns, the principal amount specified above in lawful money of the United States of America on the date of maturity specified above with interest thereon to maturity (or earlier redemption) from the date of original issue or most recent Interest Payment Date to which interest has been paid or provided for, whichever is later, at the rate per annum specified above (said interest to be computed on the basis of a 360-day year consisting of twelve 30-day months), payable semiannually on _____ and _____ of each year, commencing _____, 20__ (each of said dates an "Interest Payment Date"). The principal hereof and unpaid accrued interest hereon due at maturity or upon earlier redemption are payable upon presentation and surrender of this bond at the office of the _____, the Paying Agent and Registrar, in _____, Nebraska. Interest on this bond due prior to maturity or earlier redemption will be paid on each Interest Payment Date by a check or draft mailed by the Paying Agent and Registrar to the registered owner of this bond, as shown on the books of record maintained by the Paying Agent and Registrar, at the close of business on the

fifteenth day of the month immediately preceding each Interest Payment Date, to such owner's address as shown on such books and records. 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.

This bond is one of an issue of fully registered bonds of the total principal amount of _____ Dollars (\$ _____) (the "Series 2019 Bonds"), of even date and like tenor except as to date of maturity, rate of interest and denomination which were issued by the City for the purpose of (a) providing permanent financing for the costs of expansions and improvements to the Combined Utility System of the City through the payment and redemption of the City's Combined Revenue Bond Anticipation Notes, Series 2016, date of original issue – June 15, 2016, in the principal amount of \$800,000, (b) providing for a debt service reserve fund for the Series 2019 Bonds, and (c) paying costs of issuing the Series 2019 Bonds, all in pursuance of Sections 18-1803 to 18-1805, R.R.S. Neb. 2012, and has been duly authorized by an ordinance (the "Ordinance") legally passed, approved and published and by proceedings duly had by the Mayor and Council of said City.

Any or all of the Series 2019 Bonds maturing on or after _____, 20____, are subject to redemption at the option of the City, in whole or in part, at any time on or after the fifth anniversary of the date of original issue thereof, at the principal amount thereof, together with accrued interest on the principal amount redeemed to the date fixed for redemption. Such optional redemption shall be made from time to time as shall be directed by the Mayor and Council of the City. The City may select the Series 2019 Bonds for optional redemption in its sole discretion.

Notice of redemption shall be given by mail to the registered owner of any bond to be redeemed at said registered owner's address in the manner specified in the Ordinance authorizing said issue of bonds. Individual bonds may be redeemed in part but only in \$5,000 amounts or integral multiples thereof.

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 Ordinance authorizing said issue of bonds, subject to the limitations therein prescribed. The City, the 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 due hereunder and for all purposes and shall not be affected by any notice to the contrary, whether this bond be overdue or not.

If the date for payment of the principal of or interest on this bond shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the City of Wayne, Nebraska, 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.

The revenues and earnings of the City's sewage disposal plant and sanitary sewer system, waterworks plant and water system (which together with any additions, extensions and improvements thereto hereafter constructed are herein referred to as the "Combined Utility"), are pledged and hypothecated for the payment of all of the Series 2019 Bonds (as described in the Ordinance). The City agrees to maintain and collect rates and charges for sewer and water service which shall be reasonable and adequate to produce revenues and earnings sufficient at all times to pay the interest and principal of

all of said bonds as such interest and principal become due and to maintain and operate said Combined Utility efficiently. The Ordinance which authorizes the issuance of the Series 2019 Bonds constitutes a contract between the City and the owners of said bonds and reserves the right to the City to issue additional bonds equal in lien to the Series 2019 Bonds under certain conditions and to issue junior lien bonds or notes when necessary.

The City agrees that it will maintain a special fund known as the "Combined Utility Fund" into which it will pay all of the gross revenues collected and received from the operation of its Combined Utility and will use the moneys in said fund only for the payment of the interest and principal of the Series 2019 Bonds and any additional bonds of equal lien to the Series 2019 Bonds issued in accordance with the terms of this Ordinance, for the operation and maintenance of the Combined Utility and for such other purposes as are permitted by said ordinances and will apply the moneys in said fund to the payment of said bonds as the principal and interest become due. The Ordinance also designates the terms and conditions on which this bond shall cease to be entitled to any lien, benefit or security under the Ordinance and all covenants, agreements and obligations of the City under the Ordinance may be discharged and satisfied at or prior to the maturity or redemption of this bond if monies or certain specified securities shall have been deposited with a trustee.

The Series 2019 Bonds shall not be a debt of the City of Wayne within the meaning of any constitutional or statutory limitation upon the creation of general obligation indebtedness of said City, and the City of Wayne shall not be liable for the payment thereof out of any moneys of said City other than from the revenues of its Combined Utility.

AS PROVIDED IN THE ORDINANCE 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 ORDINANCE, "DTC"), AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ORDINANCE TO THE CONTRARY, A PORTION OF THE PRINCIPAL AMOUNT OF THIS BOND MAY BE PAID OR REDEEMED WITHOUT SURRENDER HEREOF TO THE 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 ORDINANCE.

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE 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 City 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.

IN WITNESS WHEREOF, the Mayor and Council of the City of Wayne, Nebraska, have caused this bond to be executed on behalf of the City with the facsimile signatures of the Mayor and the City Clerk and by causing the official seal of the City to be imprinted hereon, all as of the date of original issue specified above.

CITY OF WAYNE, NEBRASKA

(facsimile signature)
Mayor

ATTEST:

(facsimile signature)
City Clerk

(SEAL)

**CERTIFICATE OF AUTHENTICATION
AND REGISTRATION**

This bond is one of the series designated therein and has been registered to the owner named in said bond and the name of such owner has been recorded in the books of record maintained by the undersigned as Paying Agent and Registrar for said issue of bonds.

_____, _____, Nebraska,
Paying Agent and Registrar
for the City of Wayne, Nebraska

(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) on this assignment MUST CORRESPOND with the name(s) 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 9. Each of the Series 2019 Bonds shall be executed on behalf of the City with the facsimile signatures of the Mayor and the City Clerk and shall have imprinted thereon the City's seal. If the Series 2019 Bonds are sold through a private placement with a bank, the following requirements relating to the Depository (defined herein) shall not apply. If the Series 2019 Bonds are sold through a negotiated sale with the Underwriter, the Series 2019 Bonds shall be issued initially as "book-entry-only" bonds under 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 are authorized to execute and deliver a Letter of Representations (the "Letter of Representations") in the form required by the Depository (including any blanket letter previously executed and delivered), for and on behalf of the City, which shall thereafter govern matters with respect to registration, transfer, payment and redemption of the Series 2019 Bonds. With respect to the issuance of the Series 2019 Bonds as "book-entry-only" bonds, the following provisions shall apply:

(a) The City 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 Series 2019 Bonds as securities depository (each, a "Bond Participant") or to any person who is an actual purchaser of a Series 2019 Bond from a Bond Participant while the Series 2019 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 Series 2019 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 Series 2019 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 Series 2019 Bonds.

The Paying Agent and Registrar shall make payments with respect to the Series 2019 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 Series 2019 Bonds to the extent of the sum or sums so paid. No person other than the Depository shall receive an authenticated Series 2019 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 or unwilling to discharge its responsibilities, the Paying Agent and Registrar shall issue, transfer and exchange Series 2019 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 City, for a substitute depository willing and able upon reasonable and customary terms to maintain custody of the Series 2019 Bonds or (ii) to make available Series 2019 Bonds registered in whatever name or names as the Beneficial Owners transferring or exchanging such Series 2019 Bonds shall designate.

(c) If the City determines that it is desirable that certificates representing the Series 2019 Bonds be delivered to the ultimate beneficial owners of the Series 2019 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 Series 2019 Bonds. In such event,

the Paying Agent and Registrar shall issue, transfer and exchange bond certificates representing the Series 2019 Bonds as requested by the Depository in appropriate amounts and in authorized denominations.

(d) Notwithstanding any other provision of this Ordinance to the contrary, so long as any Series 2019 Bond is registered in the name of the Depository or any nominee thereof, all payments with respect to such Series 2019 Bond and all notices with respect to such Series 2019 Bond shall be made and given, respectively, to the Depository as provided in the Letter of Representations.

(e) Registered ownership of the Series 2019 Bonds may be transferred on the books of registration maintained by the Paying Agent and Registrar, and the Series 2019 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.

(f) In the event of any partial redemption of a Series 2019 Bond unless and until such partially redeemed Series 2019 Bond has been replaced in accordance with the provisions of this Ordinance, the books and records of the Paying Agent and Registrar shall govern and establish the principal amount of such Series 2019 Bond as is then outstanding and all of the Series 2019 Bonds issued to the Depository or its nominee shall contain a legend to such effect.

If for any reason the Depository is terminated or resigns and is not replaced, the City shall immediately provide a supply of printed bond certificates, duly executed by manual or facsimile signatures of the Mayor and City Clerk and sealed with the City's seal, for issuance upon the transfers from the Depository and 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 certificates upon transfer or partial redemption, the City agrees to order printed an additional supply of such certificates and to direct their execution by manual or facsimile signatures of its then duly qualified and acting Mayor and City Clerk and by imprinting thereon or affixing thereto the City's seal. In case any officer whose signature or facsimile thereof shall appear on any Series 2019 Bond shall cease to be such officer before the delivery of such bond (including such 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 Series 2019 Bonds shall not be valid and binding on the City until authenticated by the Paying Agent and Registrar. Thereafter the Series 2019 Bonds shall be delivered to the Paying Agent and Registrar for registration and authentication. Upon execution, registration and authentication of the Series 2019 Bonds, they shall be delivered to the City Treasurer, who is authorized to deliver them to the purchaser bank in the case of a private bank placement, or to the Underwriter, as initial purchaser, in the case of a negotiated sale, upon receipt of (a) the purchase price of the Series 2019 Bonds as shall be determined in the Designation plus accrued interest thereon to date of payment of the Series 2019 Bonds and (b) in the case of a private placement, delivery to the City of an investor letter or certificate in form satisfactory to an Authorized Officer. In the case of a negotiated sale, said initial purchaser shall have the right to direct the registration of the Series 2019 Bonds and the denominations thereof within each maturity, subject to the restrictions of this resolution. The Series 2019 Bonds shall be sold to the Underwriter for the price as determined in the Designation, plus accrued interest, if any, to date of payment and delivery. The Authorized Officers (or any one of them) are hereby authorized to execute and deliver the Bond Purchase Agreement in a form satisfactory to such Authorized Officer, for and on behalf of the City in the case of a negotiated sale. The

Underwriter shall have the right to direct the registration of the Series 2019 Bonds and the denominations thereof within each maturity, subject to the restrictions of this Ordinance. The City Clerk shall cause to be made and certified a transcript of the proceedings of the Mayor and Council with respect to the Series 2019 Bonds, a copy of which shall be delivered to the Underwriter in the case of a negotiated sale or the bank if sold through a private placement. The Underwriter and its agents, representatives and counsel (including the City's bond counsel) are hereby authorized to take such actions on behalf of the City as are necessary to effectuate the closing of the issuance and sale of the Series 2019 Bonds and the payment and redemption of the Series 2016 Notes, including, without limitation, authorizing the release of the Series 2019 Bonds by the Depository at closing.

Section 10. Accrued interest, if any, received from the sale of the Series 2019 Bonds shall be applied to pay interest first falling due on the Series 2019 Bonds and shall be credited to the Combined Utility Revenue Bond Account (Series 2019 Bond Payment Sub-account) as described in Section 13 hereof. Expenses of issuance of the Series 2019 Bonds may be paid from the proceeds of the Series 2019 Bonds. The net proceeds of the Series 2019 Bonds shall be applied upon receipt to (a) to pay costs of the Project through the payment and redemption of the Series 2016 Notes and (b) to fund the Reserve Requirement for the Series 2019 Bonds, all as may be further specified in the Designation. Costs of issuance of the Series 2019 Bonds may be paid from proceeds of the Series 2019 Bonds.

Section 11. The City hereby pledges and hypothecates all revenues and earnings, now or hereafter received, or otherwise due and owing to the City, derived from the ownership and operation of the City's Combined Utility and all extensions and enlargements thereof, including any additions and improvements hereafter made, for the payment of principal of and interest on the Series 2019 Bonds, the Outstanding Bonds and any Additional Bonds as the same fall due. So long as said revenues and earnings are sufficient to make all required payments of principal and interest with respect to the Series 2019 Bonds, the Outstanding Bonds and any Additional Bonds, all such required payments with respect to each such issue shall be made in full from the respective sub-accounts in the Combined Utility Revenue Bond Account for each such series. In the event that such revenues and earnings are insufficient to meet the required payments from the Combined Utility Revenue Bond Account, such revenues and earnings shall be allocated to the Series 2019 Bonds, the Outstanding Bonds and any such Additional Bonds, pro rata in accordance with the respective unpaid principal amounts then outstanding for the Series 2019 Bonds, the Outstanding Bonds and such Additional Bonds. The pledge and hypothecation provided for the Series 2019 Bonds, as provided for in this Ordinance, is intended to be and shall provide for a first and prior pledge of, lien upon and security interest in the revenues of the Combined Utility (subject to the right of the City to issue Additional Bonds as provided in this Ordinance) for the payment of principal of and interest on the Series 2019 Bonds, superior to any pledge or promise made with respect to any other indebtedness of the City as to its Combined Utility, and is intended to be a full exercise of the powers of the City provided for in Sections 18-1803 to 18-1805, R.R.S. Neb. 2012, as amended, with respect to its Combined Utility.

Section 12. The City will maintain and collect rates and charges for all Combined Utility service furnished from the Combined Utility adequate to produce revenue and earnings sufficient at all times:

- (a) to provide for the payment of interest on and principal of the Series 2019 Bonds, the Outstanding Bonds and any Additional Bonds as such interest and principal become due;
- (b) to pay all reasonable costs of operation and maintenance of the Combined Utility, including adequate insurance as provided by this Ordinance and to pay for the necessary and reasonable repairs, replacements and extensions of said Combined Utility.
- (c) To establish and maintain a Combined Utility Bond Reserve Account as hereinafter set forth.

Section 13. The application and handling of all revenues collected, derived and to be derived by the City from the operation of the Combined Utility shall be governed by the terms of this Ordinance. There has been, and shall be, established a separate fund held by the City Treasurer, designated as the "Wayne Combined Utility Fund" (herein referred to as the "Combined Utility Fund"), into which all of the revenues of the Combined Utility are required to be deposited as and when received. Said revenues of the Combined Utility are required to be deposited as and when reviewed. Said Combined Utility Fund shall be maintained so long as any of the Series 2019 Bonds, the Outstanding Bonds and any Additional Bonds remain outstanding. Within the Combined Utility Fund, in accordance with the requirements of this Ordinance, the accounts and sub-accounts shall be as follows:

- I. OPERATION AND MAINTENANCE ACCOUNT: The City shall set aside in this account each month an amount sufficient for the operation and maintenance of its Combined Utility and the expenses of maintenance and operation of said utilities shall be paid out of this account.
- II. COMBINED UTILITY REVENUE BOND ACCOUNT: Deposits required to be made into the sub-account of the Combined Utility Revenue Bond Account for the Outstanding Bonds shall continue pursuant to the ordinances authorizing the Outstanding Bonds. Within the Combined Utility Revenue Bond Account there is hereby ordered established the Series 2019 Bond Payment Sub-account. Out of the Combined Utility Fund the City shall transfer into the Combined Utility Revenue Bond Account on or before the first day of each calendar month (or such other dates as may be determined in a Designation) the amounts required to be deposited to the Series 2019 Bond Payment Sub-account in accordance with the following requirements for such sub-account:

Series 2019 Bond Payment Sub-account. From the monies deposited to the Combined Utility Revenue Bond Account from the Combined Utility Fund, there shall be deposited monthly to the Series 2019 Bond Payment Sub-account the following amounts for the periods indicated:

(1) Commencing on the first day of the month following the month in which the Series 2019 Bonds are issued (or such other date as may be determined in a Designation, the "Initial Deposit Date"), and continuing on the corresponding day of each month thereafter an amount which, when combined with additional equal monthly amounts to be deposited pursuant to this subparagraph prior to the next falling Interest Payment Date, will be sufficient to provide funds to pay the installment of interest due with respect to the Series 2019 Bonds on such Interest Payment Date; and

(2) Commencing on the Initial Deposit Date, and continuing on the corresponding day of each month thereafter an amount which, when combined with additional equal monthly amounts to be deposited pursuant to this subparagraph prior to the next principal maturity date (or mandatory sinking fund redemption date, if applicable) with respect to the Series 2019 Bonds will be sufficient to provide funds to pay such maturing principal amount (or make such mandatory sinking fund redemption payment, if applicable) on such date.

All such deposits to the Bond Payment Sub-accounts for shall be made in such amounts and at such times that there will be sufficient sums in each such sub-account to meet the payments required to be made by the City with respect to and

the Series 2019 Bonds as the same fall due, including any and all transfers required to be made to the Paying Agent and Registrar for the Series 2019 Bonds. All such deposits are required to be made without preference or priority as between each such sub-account and any similar sub-account established for the Series 2019 Bonds, the Outstanding Bonds or any issue of Additional Bonds and if amounts available are insufficient to make all deposits as required, the available funds shall be allocated on a pro rata basis in accordance with the terms of Section 11 of this Ordinance. In the event of the issuance of any Additional Bonds, the City shall in the ordinance authorizing their issuance provide for a related sub-account in the Combined Utility Revenue Bond Account and for deposits into such sub-account sufficient to make payments upon such Additional Bonds as the same fall due. Such sub-account and the deposits required to be made thereto shall have equal rank and standing with the Bond Payment Sub-accounts established for the Series 2019 Bond Payment Sub-account and the payments required to be made to each thereof. Each sub-account in the Combined Utility Revenue Bond Account shall constitute a separate fund held in trust by the City for the separate special benefit of the issue or series of bonds for which it is established.

III. COMBINED UTILITY BOND RESERVE ACCOUNT: Within the Combined Utility Bond Reserve Account as established there is hereby ordered established a separate sub-account designated as the Series 2019 Bond Reserve Sub-account. From available funds, which may include proceeds of the Series 2019 Bonds, there shall be deposited to the Series 2019 Bond Reserve Sub-account the sum equal to the Reserve Requirement (which may be \$0) to be held as a debt service reserve securing the payment of the Series 2019 Bonds on a first and prior basis. In the event that at any time the monies in the Series 2019 Bond Payment Sub-account of the Combined Utility Revenue Bond Account are insufficient to pay either the interest on or the principal of the Series 2019 Bonds as the same fall due, the City shall apply the monies in the Series 2019 Bond Reserve Sub-account to pay such principal and interest and to prevent any default in payment with respect to the Series 2019 Bonds. If the City shall use any of the monies in the Series 2019 Bond Reserve Sub-account for such purpose and such use shall reduce the balance in said sub-account below the Reserve Requirement therefor, the City shall transfer funds next available in each month from the monies in the Combined Utility Fund, after making all required deposits in each such month to the Combined Utility Revenue Bond Account and the Operation and Maintenance Account, until the Reserve Requirement for the Series 2019 Bond Reserve Sub-account has been restored. In any ordinance authorizing Additional Bonds, the City may (but is not required to) make provision for the creation of an additional separate sub-account in the Combined Utility Bond Reserve Account for each such issue of Additional Bonds provided that the required balance to be set for any such issue shall not be required to exceed at any time the maximum amount permitted to be invested without yield restriction under Section 103(b) and 148 of the Internal Revenue Code of 1986, as amended, and applicable regulations of the United States Treasury Department. The balance for any such sub-account may be established from monies of the Combined Utility otherwise available, from periodic deposits made to such sub-account or from bond proceeds. Any such additional sub-account in the Combined Utility Bond Reserve Account shall be of equal priority with those reserve accounts created for the Series 2019 Bonds and available monies from the Combined Utility Fund required to be deposited to each such sub-account at any time shall be allocated on a pro rata basis in accordance to the terms of Section 11 of this Ordinance. Each sub-account in the Combined Utility

Bond Reserve Account shall constitute a separate fund held in trust by the City for the separate special benefit of the issue or series of bonds for which it is established. The City shall transfer funds from or to the Debt Service Reserve Fund when and as required under the terms of this Ordinance. Reserve funds for the Outstanding Bonds shall continue in accordance with the ordinances authorizing the Outstanding Bonds.

IV. SURPLUS ACCOUNT: After providing for the Operation and Maintenance Account and after making the payments as hereinabove required to be made into the Combined Utility Revenue Bond Account, and the Combined Utility Bond Reserve Account, all remaining funds in the Combined Utility Fund shall be deposited into the Surplus Account to be used as follows:

- 1) To fill any deficiency in the foregoing accounts.
- 2) For the purpose of calling under their option provisions the Series 2019 Bonds, the Outstanding Bonds or for purchasing on the open market Additional Bonds.
- 3) For improvements, replacements, extensions and enlargements to the Combined Utility.
- 4) For any other legal municipal purpose provided that money expended for other municipal purposes does not exceed 50% of the amount on hand in the Surplus account as of the time of such expenditure.

Any ordinance authorizing Additional Bonds may provide for the creation of additional accounts, including a debt service reserve account, and sub-accounts in the Surplus Account or other accounts as may be established for such a reserve or other purposes as the Mayor and Council shall deem appropriate. In the event that there is a deficiency in any of the accounts described in the foregoing subsections I and II, all moneys in the Surplus Account shall be applied for the purpose described in (1) above prior to any application to the purposes described in (2), (3) or (4) above.

Moneys on deposit in the Combined Utility Fund shall be invested in such obligations as are permitted by law for cities of the class to which the City belongs, maturing at such times not later than ten years from the date of such investment and in such amounts as shall be determined by the City. Earnings from the investment of such moneys shall not be credited to the particular fund, account or sub-account from which the investment was made, but shall be treated as earnings of the Combined Utility and shall be treated as any other revenues of such Combined Utility. All investments held for the credit of any Fund or Account or sub-account may be sold when required to make the payment to be made from such Fund or Account or sub-account. Any moneys credited to the Combined Utility Fund or any Account or sub-account therein which are not invested shall be secured in the manner provided by law for the security of funds of cities of the class to which the City of Wayne belongs.

It is understood that the revenues of the Combined Utility are to be credited to the various accounts and sub-accounts hereinabove described and as set out in this Ordinance and the ordinances authorizing the Outstanding Bonds in the order in which said account have been listed in this Ordinance and the ordinances authorizing the Outstanding Bonds, and if within any period the revenues are insufficient to credit the required amounts in any of the said accounts or sub-accounts, the deficiencies shall be made up the following period or periods after payment into all accounts enjoying a prior claim on the revenues have been made in full.

Section 14. The City of Wayne shall keep proper books of record and account, separate and apart from all other records and accounts, showing complete and correct entries of all transactions relating to the Combined Utility and the holder or holders of the Series 2019 Bonds, the Outstanding Bonds, and any Additional Bonds or any duly authorized agent or agents of such holders shall have the right at all reasonable times to inspect all records, accounts and data relating thereto and to inspect said Combined Utility and all properties comprising the same. Within one hundred twenty days following the close of each fiscal year the City shall cause an audit of such books and accounts to be made by an independent firm of certified public accountants, showing the receipts and disbursements for account of the Combined Utility and such audit will be available for inspection by the holders of any of the aforesaid bonds. Each such audit, in addition to whatever matters may be thought proper by the accountant to be included therein, shall include the following:

1. A statement in detail of the income and expenditures of each component of the Combined Utility for such fiscal year.
2. A balance sheet as of the end of such fiscal year.
3. A list of the insurance policies in force at the end of the fiscal year, setting out as to each policy the amount of the policy and risks covered, the name of the insurer and the expiration date of the policy.
4. The number of properties connected with the systems composing the Combined Utility at the end of the year and the number of Combined Utility customers at the end of the year.

All expenses incurred in the making of the audits required by this section shall be regarded and paid as a maintenance and operation expense. The City of Wayne shall furnish a copy of each such audit to the original purchaser of the Series 2019 Bonds herein authorized, the Outstanding Bonds and any series of Additional Bonds, and to the holder of at least twenty-five percent (25%) of any issue of bonds outstanding, upon request, after the close of each fiscal year, and said purchaser or any such holder shall have the right to discuss with the accountant making the audit the contents of the audit and to ask for such additional information as each may require.

Section 15. The City Treasurer and the City Clerk shall be bonded, in addition to their official bond, by an insurance company licensed to do business in Nebraska, in amounts sufficient to cover at all times all the revenues and earnings of the Combined Utility placed in their hands. Any other person employed by the City in the collection or handling of monies derived from the operation of the Combined Utility shall also be bonded in an amount sufficient to cover all monies which may at any time be placed in such person's hands. The amount of such bonds shall be fixed by the Council and the cost thereof shall be paid from the earnings of said Combined Utility, and they shall secure the faithful accounting of all monies.

Section 16. The City will carry adequate insurance on the Combined Utility in such amounts as are normally carried by private companies engaged in similar operations, including, without limiting the generality of the foregoing, fire and windstorm insurance, public liability insurance any insurance covering such risks as shall be recommended by a consulting engineer. The cost of all such insurance shall be regarded and paid as an operation and maintenance expense. All such insurance proceeds except from public liability insurance shall be used in making good the loss or damage in respect of which they were paid either by repairing the property damaged or replacing the property destroyed, and expenditures from said monies shall be made only upon a certificate issued by a consulting engineer and filed with the City Clerk stating that such proceeds, together with any other monies available for such purposes, are sufficient for the repair or replacement of any such properties, and when the City shall have been

furnished with a certificate of a consulting engineer stating that the property damaged or destroyed has been fully paid for, the residue if any, of such insurance monies shall be transferred from the Surplus Account to the Combined Utility Revenue Bond Account to make up any deficiency in said Account, if any such deficiency exists. If the proceeds of any insurance shall be insufficient to repair or replace the property damaged or destroyed, the City may use and shall pay out for such purpose, to the extent of such deficiency, any money remaining in the Surplus Account. If in the opinion of a consulting engineer the proceeds of any insurance, together with any amount then available for that purpose in the Surplus Account shall be insufficient to fully complete and pay for such repairs or replacements and if the City shall fail to supply such deficiency from other sources within a period of six months after receipt by the City of such insurance monies, or if in the opinion of a consulting engineer it is in the best interest of the City not to repair or replace all or any part of the damaged properties and that failure to repair or replace the damaged properties shall not affect the sufficiency of the income and revenue from the remaining properties to properly maintain and operate the same and provide funds for the funds for the Combined Utility Revenue Bond Account, as herein provided for, then such insurance monies to the extent not applied to repair or replace the damaged properties shall be deposited to the Surplus Account. If the holders of sixty per cent (60%) or more in principal amount of the Series 2019 Bonds herein authorized, the Outstanding Bonds and any Additional Bonds at the time outstanding shall at any time direct the City in writing to do so, then any insurance monies then in the hands of the City may be used for extensions and betterments of said Combined Utility or applied to the pro rata payment of the principal of and accrued interest on all said bonds then outstanding. The proceeds of any and all policies for public liability shall be paid to and be held by the City Treasurer and used in paying the claims on account of which they were received.

Section 17. The City will maintain the Combined Utility in good condition and operate the same in an efficient manner and at a reasonable cost. The City agrees with the holder or holders from time to time of the Series 2019 Bonds that the City will continue to own, free from all liens and encumbrances, except the liens and pledges provided for in this Ordinance and will adequately maintain and efficiently operate said Combined Utility; provided, however, the City may dispose of property which is recommended for disposal by the manager or superintendent of the utilities, or an independent Consulting Engineer and which is determined as a matter of record by the Council to have become obsolete, non-productive or otherwise unusable to the advantage of the City.

Section 18. Nothing in this Ordinance shall be construed in such a manner as to prevent the issuance by the City of Wayne of Additional Bonds payable from the revenues of the Combined Utility, which Additional Bonds shall be on a parity with the lien of the Outstanding Bonds, and equally and ratably secured therewith and entitled to the security and benefits of this Ordinance; provided however, that before any such Additional Bonds are actually issued, the revenues of the Combined Utility, for the fiscal year next preceding the date of the authorization of such Additional Bonds, after deducting therefrom all costs of operation and maintenance of said Combined Utility for such fiscal year and before deduction of depreciation or interest as based on a certified public accountant's report shall have been equal to 1.25 times the average annual bond requirements of the Series 2019 Bonds, the Outstanding Bonds herein authorized and any Additional Bonds then outstanding and the Additional Bonds proposed to be issued, which average annual bond requirements shall be determined by adding all of the principal and interest which will become due when computed to the absolute maturity of the Series 2019 Bonds herein authorized, the Outstanding Bonds, and Additional Bonds, if any, then outstanding and all of the principal and interest of the additional Bonds to be issued, and dividing such total by the number of years remaining that the longest bond of any such issue of bonds (including the Additional Bonds to be issued) has to run to maturity; provided, however, that in the event that the Mayor and Council determine it necessary and advisable for the City to issue Additional Bonds payable from the revenues of the Combined Utility, which bonds are on a parity with the lien of the Series 2019 Bonds herein authorized and the Outstanding Bonds, and equally and ratably secured therewith, and the audit for the fiscal year next preceding the date of authorization of such Additional Bonds is not yet available, the City may issue

such Additional Bonds if the audit for the fiscal year immediately preceding such next preceding fiscal year shows that the revenues of the Combined Utility for such fiscal year (so immediately preceding such next fiscal year), after deducting therefrom all costs of operation and maintenance but before deduction of depreciation or interest, shall have been equal to 1.25 times the average annual bond requirements of the Series 2019 Bonds herein authorized, the Outstanding Bonds, any Additional Bonds then outstanding and any Additional Bonds to be issued, and if the City Treasurer certifies that the unaudited books and records of the Combined Utility for the fiscal year next preceding the date of authorization of such Additional Bonds do not show any variance in operating results which would be sufficient to evidence a reduction in debt service coverage below 1.25 times the average annual bond requirements of the Series 2019 Bonds herein authorized, the Outstanding Bonds, any Additional Bonds then outstanding and the Additional Bonds proposed to be issued.

In the event any change in the rates, rentals and charges for the use and service of the Combined Utility or any part thereof has been made during the preceding fiscal year or during the interval between the end of such fiscal year and the issuance of such Additional Bonds, or in the event the City shall covenant in the ordinance or resolution authorizing the issuance of such Additional Bonds to impose, effective upon the issuance of such Additional Bonds, higher rates, rentals and charges for such use and service, compliance with the provisions of this Section 18 of this Ordinance may be evidenced by a certificate of an independent Consulting Engineer or firm of engineers or Certified Public Accountant or firm of independent Certified Public Accountants to be filed with the City Clerk prior to the issuance of any such Additional Bonds. Such certificate shall state fully the facts upon which such certificate is based, and if it is a certificate of the Consulting Engineer or firm of Consulting Engineers shall have attached thereto the certified financial statement for the fiscal year next preceding the date of authorization of such Additional Bonds used by the Engineer or firm of Engineers in arriving at the conclusion stated in said certificate. The Consulting Engineer or independent Certified Public Accountant of the City shall, in determining the earnings for such fiscal year, adjust the collections to reflect the result as if such changed rates, rentals and charges, or such higher rates, rentals and charges had been in existence for such entire preceding fiscal year period, and the amount of such net collections and adjusted earnings as aforesaid shall be conclusive evidence and the only evidence required to show compliance with the provisions and requirements of this Section 18 of this Ordinance. A certificate of an independent Consulting Engineer or firm of engineers or Certified Public Accountant or firm of independent Certified Public Accountants contemplated herein shall not be required to evidence compliance with the provisions of this Section 18 if the City Council shall determine the revenues of the Combined Utility for the fiscal year next preceding the date of the authorization of such Additional Bonds, based upon a certified public accountant's report (in accordance with the terms of the paragraph immediately preceding), comply without adjustment with the requirements of this Section 18.

If the City shall find it desirable, it shall also have the right when issuing Additional Bonds to combine with its electric, gas, water and sewer systems any other utilities of the City authorized to be combined under Sections 18-1803 through 18-1805, R.R.S. Neb. 2012, including, but not limited to, a solid waste disposal system or such other system as may constitute a revenue producing facility or undertaking, and to cause all of the revenues of such Combined Utility systems to be paid into the Combined Utility Fund, which Fund may be appropriately redesignated, and to provide that the Series 2019 Bonds herein authorized, the Outstanding Bonds and any Additional Bonds previously issued, all as then outstanding, and the proposed issue of Additional Bonds shall be payable from the revenues of such Combined Utility and shall stand on a parity and in equality as to security and payment, provided, however, no such utility shall be combined with the electric, gas, water and sewer systems as contemplated in this paragraph unless the City is current with all the payments required to be made into the accounts set out in this Ordinance and the revenues of the Combined Utility shall satisfy one or the other of the requirements for Additional Bonds provided above in this Section 18. For purposes of meeting such requirement, the definition of revenues shall be altered to include the gross revenues of the additional utility or utilities and there shall be deducted from such revenues the ordinary expenses of

operating and maintaining the additional utility or utilities (not including any deduction for depreciation or interest) and for such purposes any engineer or accountant furnishing projections may take into consideration the factors similar to those described above with respect to such additional utility or utilities. Revenues of the additional utility or utilities shall be based upon the report or reports of independent certified public accountants in the same manner as is required above.

For purposes of this ordinance, refunding bonds, which are issued to take up and pay off any or all of the Series 2019 Bonds herein authorized, the Outstanding Bonds or Additional Bonds then outstanding, may be issued and shall themselves qualify as Additional Bonds having equal lien and priority as to the revenues of the Combined Utility with any of the Series 2019 Bonds herein authorized, the Outstanding Bonds or Additional Bonds which are to remain outstanding after the completion of such refunding provided that the following conditions are met:

(1) if the proceeds of such refunding bonds are not to be applied immediately to the taking up and paying off of the bonds to be refunded from their proceeds, then such refunding bonds must provide by their terms that they shall be junior in lien to the Series 2019 Bonds herein authorized, the Outstanding Bonds or Additional Bonds, as shall be then outstanding, until the time of application of the proceeds of such refunding bonds to the taking up and paying off of the bonds to be refunded by deposit with the designated paying agent pursuant to Section 10-126, R.R.S. Neb. 2012 (or any successor statutory provision thereto) or until the bonds to be refunded under the terms of their authorizing ordinance or ordinances are no longer deemed to be outstanding, whichever occurs sooner;

(2) such refunding bonds shall qualify as Additional Bonds under the revenues test described above in this Section, provided that in computing average annual bond requirements, all payments of principal and interest due on such refunding bonds from the time of the issuance to the time of application of the proceeds thereof by deposit with the designated paying agent pursuant to Section 10-126, R.R.S. Neb. 2012 (or any successor statutory provision thereto) or until the bonds to be refunded under the terms of their authorizing ordinance or ordinances are no longer deemed to be outstanding, whichever occurs sooner, shall be excluded from such computation to the extent that such principal or interest are payable from other sources (such as bond proceeds or investment earnings thereon) or from moneys in the Surplus Account, and all payments of principal and interest due on the bonds to be refunded, from and after the time of the deposit with the designated paying agent pursuant to Section 10-126 R.R.S. Neb. 2012 (or any successor statutory provision thereto) or the time when such bonds to be refunded under the terms of their authorizing ordinance or ordinances are no longer deemed to be outstanding, whichever occurs sooner, shall also be excluded from such computation.

Section 19. Nothing herein contained shall prevent the City from issuing bonds, revenue notes, or other forms of indebtedness, the payment of principal and interest of which is a charge upon all or a portion of the revenues of the Combined Utility, junior or inferior to the Series 2019 Bonds herein authorized, the Outstanding Bonds and to the payments to be made into the Operation and Maintenance Account, Combined Utility Revenue Bond Account described in Section 6 hereof and the City shall have the right to pay interest thereon and the principal thereof as long as no deficiency exists in the payments into such Accounts, from funds available for improvements and enlargements to the Combined Utility or from other hinds which are available for such debt service.

Section 20. The City will not hereafter grant any franchise or right to any person, firm or corporation to own or operate a water or sewer plant or system in competition with those owned by the City.

Section 21. While the Series 2019 Bonds are outstanding, the City will render bills to all customers for its Combined Utility services. If bills are not paid within sixty days after due, such portion of the Combined Utility service for which payment for services is delinquent, will be discontinued subject to state and federal laws governing the termination of utility service. The City agrees that it will order that portion of such Combined Utility service shut off on all properties served by the Combined Utility System where there are delinquent Combined Utility use charges and will make appropriate charge for use of all properties of the City connected to the Combined Utility systems, all as and to the extent permitted by law.

Section 22. Except for amendments which are required for the correction of language to cure any ambiguity or defective or inconsistent provisions, omission or mistake or manifest error contained herein, no changes additions or alterations of any kind shall be made by the City in the provisions of this Ordinance in any manner; provided, however, that from time to time the holder of the Series 2019 Bonds by an instrument in writing signed by such holder and filed with the City Clerk shall have power to assent to and authorize any modification of the rights and obligations of the City and of the holder of the Series 2019 Bonds and interest thereon and the provisions of this Ordinance that shall be proposed by the City, and any action authorized to be taken with the assent and authority given as aforesaid of the holder of said bond shall be binding upon such holder and upon the City as fully as though such action were specifically and expressly authorized by the terms of this Ordinance. Any modification of the provisions of this Ordinance made as aforesaid shall be set forth in a supplemental ordinance to be adopted by the Mayor and Council of said City.

Section 23. So long as any of the Series 2019 Bonds, the Outstanding Bonds or any Additional Bonds of equal lien are outstanding, each of the obligations, duties, limitations and restraints imposed upon the City by this Ordinance shall be deemed to be a covenant between the City and every holder or owner of said bonds, and this Ordinance and every provision and covenant hereof shall constitute a contract of the City with every registered owner from time to time of said bonds. Any registered owner of a Series 2019 Bond, an Outstanding Bond or of an Additional Bond or Bonds may by mandamus or other appropriate action or proceeding at law or in equity in any court of competent jurisdiction enforce and compel performance of this Ordinance and every provision and covenant thereof, including without limiting the generality of the foregoing, requesting the appointment of a receiver for the Combined Utility and the enforcement of the performance of all duties required by the City by this Ordinance and the applicable laws of the State of Nebraska, including in such duties the making and collecting of sufficient rates, rentals, fees or charges for the use and service of the Combined Utility, the segregation of the revenues of said systems and the application thereof to the respective Fund and Accounts and sub-accounts referred to and described in Section 13 of this Ordinance.

Section 24. The City's obligations under this Ordinance and the liens, pledges, dedications, covenants and agreements of the City herein made or provided for, shall be fully discharged and satisfied as to any Series 2019 Bonds and any such bonds shall no longer be deemed outstanding hereunder if such bonds shall have been purchased and canceled by the City, or when payment of the principal of and interest thereon to the respective date of maturity or redemption (a) shall have been made or caused to be made in accordance with the terms thereof; or (b) shall have been provided for by depositing with a national or state bank having trust powers, or trust company, in trust solely for such payment (1) sufficient money to make such payment and/or (2) Deposit Securities in such amount and bearing interest at such rates and payable at such time or times and maturing or redeemable at stated fixed prices at the option of the holder as to principal at such time or times as will ensure the availability of sufficient money to make such payment; provided, however, that with respect to any such bond to be paid prior to maturity, the City shall have duly given notice of redemption of such bond as required by this Ordinance or given irrevocable instructions for the giving of such notice. Any such money so deposited with a bank or trust company may be invested and reinvested in Deposit Securities at the direction of the City, and all interest and income from such Deposit Securities in the hands of such bank or trust company in excess of the

amount required to pay principal of and interest on the bonds for which such monies were deposited, shall be paid over to the City as and when collected. For purposes of this Section 24, any Deposit Securities shall be non-callable or callable only at the option of the holder.

Section 25. If any section, paragraph, clause or provision of this Ordinance shall be held invalid, the invalidity of such section, paragraph, clause or provision shall not affect any of the other provisions of this Ordinance.

Section 26. In the case of a negotiated sale with the Underwriter, the Authorized Officers or any one or more of them is authorized to approve, deem final and deliver a Preliminary Offering Circular and a final Offering Circular for and on behalf of the City, all in accordance with the requirements of Reg. Sec. 240.15c2-12 of the Securities and Exchange Commission.

Section 27. The City hereby covenants to the purchasers and holders of the Series 2019 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 Series 2019 Bonds, which would cause the Series 2019 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(b) and 148 and all applicable regulations thereunder throughout the term of said bond issue, including payment and reporting of rebate, if any and as and to the extent determined applicable, due to the United States pursuant to Section 148(f) of the Code. The City hereby covenants and agrees to take all actions necessary under the Code to maintain the tax-exempt status (as to taxpayers generally) of interest payable on the Series 2019 Bonds. The City hereby designates the Series 2019 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 reasonably expect to issue tax-exempt bonds or other tax-exempt obligations aggregating in principal amount more than \$10,000,000 during calendar 2019 (taking into consideration the exception for current refunding issues) and hereby authorizes an Authorized Officer, or any one or more of them, to take any actions or make any certifications in connection therewith as such Authorized Officer deems necessary or appropriate.

Section 28. All ordinances, resolutions or orders or parts thereof in conflict with the provisions of this Ordinance are to the extent of such conflict hereby repealed.

Section 29. This Ordinance shall be published in pamphlet form and take effect as provided by law.

PASSED AND APPROVED this 5th day of March, 2019.

ATTEST:

Cale Giese, Mayor

Betty McGuire, City Clerk

[SEAL]

ORDINANCE NO. 2019-2

AN ORDINANCE AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS OF THE CITY OF WAYNE, NEBRASKA, IN ONE OR MORE SERIES, IN THE AGGREGATE STATED PRINCIPAL AMOUNT OF NOT TO EXCEED SEVEN HUNDRED FIVE THOUSAND DOLLARS (\$705,000) FOR THE PURPOSE OF REFUNDING ALL OR A PORTION OF \$750,000 OUTSTANDING PRINCIPAL AMOUNT OF VARIOUS PURPOSE BONDS, SERIES 2013, DATED OCTOBER 15, 2013 AND AUTHORIZING THE REDEMPTION OF SUCH BONDS TO BE REFUNDED; PRESCRIBING THE FORM OF SUCH BONDS TO BE ISSUED AND AUTHORIZING OFFICERS OF THE CITY TO APPROVE CERTAIN FINAL TERMS OF THE BONDS; PROVIDING FOR THE LEVY AND COLLECTION OF TAXES TO PAY THE SAME, IF NECESSARY; PROVIDING FOR THE SALE OF THE BONDS; AUTHORIZING THE DELIVERY OF THE BONDS TO THE PURCHASER; AND PROVIDING FOR THE DISPOSITION OF BOND PROCEEDS; AND ORDERING THE ORDINANCE PUBLISHED IN PAMPHLET FORM.

BE IT RESOLVED BY THE MAYOR AND COUNCIL OF THE CITY OF WAYNE, NEBRASKA:

Section 1. (a) The Mayor and Council of the City of Wayne, Nebraska (the "City") hereby find and determine that: There have been heretofore issued and are now outstanding and unpaid valid interest-bearing bonds of the City as follows:

(i) Various Purpose Bonds, Series 2013, in the outstanding principal amount of \$750,000, dated October 15, 2013 (the "Outstanding Bonds"), which mature and bear interest as follows:

<u>Principal Amount</u>	<u>Maturing June 15 Of Year</u>	<u>Interest Rate</u>	<u>CUSIP No.</u>
\$150,000*	2020	2.25%	946153 GJ6
150,000*	2022	2.80	946153 GK3
150,000*	2024	3.30	946153 GL1
150,000*	2026	3.65	946153 GM9
150,000*	2028	4.00	946153 GN7

*Term Bonds

such Outstanding Bonds being part of an issue of \$1,005,000 original principal amount of Various Purpose Bonds, Series 2013 issued pursuant to an Ordinance duly passed by the Council and approved by the Mayor on September 3, 2013, and such Outstanding Bonds are redeemable at the option of the City at any time on or after October 15, 2018, at a redemption price equal to the principal amount thereof plus accrued interest to the date fixed for redemption.

(b) (i) All of the Outstanding Bonds are valid, interest bearing obligations of the City; (ii) since the Outstanding Bonds were issued, the rates of interest available in the market have so declined that by issuing its refunding bonds to provide funds for the payment and redemption of a portion of the Outstanding Bonds, all as set out above, a substantial savings in the amount of yearly running interest will be made to the City; (iii) all or a portion of the Outstanding Bonds (as called for redemption, collectively, the "Refunded Bonds") are herein authorized to be called for redemption on a date or dates (each a "Redemption Date") to be determined in the Designation (defined herein); (iv) for the purpose of providing for the payment and

redemption of the Refunded Bonds as above set out and to pay costs of issuance thereof, it is in the best interest of the City to issue general obligation refunding bonds of the City, in one or more series, in the aggregate stated principal amount of not to exceed \$705,000 (the "Bonds"); and (v) except as set forth herein, the City has no bond sinking funds on hand for the retirement of the Refunded Bonds not required for the timely payment of principal and interest due on the Redemption Date.

Section 2. (a) The Mayor and Council further find and determine that (a) it is necessary, desirable, advisable and in the best interest of the City to provide for the payment and redemption of the Refunded Bonds; and, (b) all conditions, acts and things required by law to exist or to be done precedent to the issuance of the Bonds, in one or more series, in the aggregate stated principal amount of not to exceed \$705,000 pursuant to Section 10-142, Reissue Revised Statutes of Nebraska, as amended, and other applicable statutes, do exist and have been done as required by law. To provide funds for the purpose of refunding the Refunded Bonds as set out in Sections 1 hereof, there shall be and there are hereby ordered issued the General Obligation Refunding Bonds of the City, in one or more series, in the aggregate stated principal amount of not to exceed Seven Hundred Five Thousand Dollars (\$705,000).

(b) The Bonds or any portion thereof are hereby authorized to be sold either (i) pursuant to a negotiated sale with D.A. Davidson & Co., as initial purchaser (the "Underwriter") or (ii) through a private placement to a bank. In connection with such sale, the Mayor or City Administrator (each, an "Authorized Officer") are hereby authorized to specify, determine, designate, establish and appoint, as the case may be, in one or more written designations which may be included in a bond purchase agreement (each, a "Designation"), (i) whether the Bonds shall be sold pursuant to a negotiated sale with the Underwriter or through a private placement with a bank, (ii) the aggregate purchase price of the Bonds, and the underwriting discount which shall not exceed 1.50% of the aggregate stated principal amount thereof, (if sold through a negotiated sale) (iii) the form and contents of any bond purchase agreement in connection with such sale, (iv) the title (including series designation), dated date, aggregate stated principal amount (including the aggregate principal amounts of serial Bonds and term Bonds, if any), which aggregate stated principal amount shall not exceed \$705,000, and the final maturity date, which shall not be later than December 15, 2028, (v) the principal amounts maturing in each year, (vi) any original issue premium or original issue discount attributable to each principal maturity of the Bonds, (vii) the rate or rates of interest to be borne by each principal maturity of the Bonds, provided that (1) present value savings results from refunding the Refunded Bonds and (2) the true interest cost of the Bonds shall not exceed 3.50%, (viii) the principal payment dates and interest payment dates, (ix) whether the Bonds will be subject to redemption prior to their stated maturity, and if subject to such optional redemption, the provisions governing such redemption, including a redemption price not to exceed 104% of the principal amount then being redeemed plus accrued interest to the date of redemption, (x) the amount and due date of each sinking fund installment for any of the Bonds issued as term Bonds, (xi) the designation of the Paying Agent and Registrar and the form and content of any agreement between the City and such entity and (xii) all other terms and provisions of the Bonds not otherwise specified or fixed by this Ordinance.

(c) The Authorized Officers, or each individually, are hereby authorized to irrevocably call any or all of the Outstanding Bonds for redemption on such date or dates he or she determines appropriate, which date or dates shall each be a Redemption Date hereunder. The Authorized Officers, or each individually, are hereby authorized to designate, approve, execute and deliver, as the case may be, the form, content, terms and provisions of any published and/or mailed notice of redemption with respect to the payment and redemption of the Refunded Bonds and to take any and all other actions and approve and execute any and all other documents as deemed by them necessary or appropriate in connection with the redemption of the Refunded Bonds on the Redemption Date.

Section 3. The Bonds shall be issued in fully registered form in the denomination of \$5,000.00 or any integral multiple thereof. The date of original issue for the Bonds shall be date of original delivery. Interest on the Bonds, at the respective rates for each maturity, shall be payable semi-annually on such dates as shall be determined in a Designation (each an "Interest Payment Date"), and the Bonds shall bear such interest from the date of original issue or the most recent Interest Payment Date, whichever is later. 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 fifteenth day, whether or not a business day, immediately preceding the Interest Payment Date (the "Record Date"), subject to the provisions of Section 4 hereof. The Bonds 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 purchaser thereof. Payments of interest due on the Bonds prior to maturity or earlier redemption shall be made by the Paying Agent and Registrar, designated in Section 4 hereof, by mailing a check or draft in the amount due for such interest on each Interest Payment Date to the registered owner of each Bond, as of the Record Date for such Interest Payment Date, to such owner's registered address as shown on the books of registration as required to be maintained in Section 4 hereof. Payments of principal due at maturity or at any date fixed for redemption prior to maturity, together with unpaid accrued interest thereon, shall be made by the Paying Agent and Registrar to the registered owners upon presentation and surrender of the Bonds to the Paying Agent and Registrar. The City and the 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 City nor the 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 in accordance with the terms of this Ordinance shall be valid and effectual and shall be a discharge of the City and the 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.

Section 4. The Authorized Officers, or one or more of them, shall designate the City Treasurer or a bank or trust company to serve as Paying Agent and Registrar for the Bonds in the Designation. In the case of a negotiated sale, if a bank or trust company is designated, such bank or trust company shall serve as Paying Agent and Registrar in such capacities under the terms of an agreement entitled "Paying Agent and Registrar's Agreement" between the City and said Paying Agent and Registrar, the form of which is hereby approved. The Mayor and City Clerk are hereby authorized to execute said agreement on behalf of the City in the form as an Authorized Officer shall deem appropriate on behalf of the City. The Paying Agent and Registrar shall keep and maintain for the City books for the registration and transfer of the Bonds at its office. The names and registered addresses of the registered owner or owners of the Bonds shall at all times be recorded in such books. In the case of a private placement with a bank, the Bonds may be transferred, but only upon the bond register and only if (1) the purchaser has submitted to the Paying Agent and Registrar the Bonds accompanied by an assignment in substantially the form attached to the Bond duly executed by the Purchaser or the Purchaser's attorney or legal representative, which assignment shall disclose the name, address and tax identification number of the assignee, and (2) the assignee is a bank or a qualified institutional buyer as defined in Rule 144A promulgated by the Securities and Exchange Commission and the owner has obtained from such proposed transferee and provided to the City, prior to such transfer and assignment, an investor letter or certificate in form satisfactory to the City. In the case of a negotiated sale, any Bond may be transferred pursuant to its provisions at the office of the Paying Agent and Registrar by surrender of such Bond for cancellation, accompanied by a written instrument of transfer, in form satisfactory to the 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, on behalf of the City, will deliver at its office (or send by registered mail to the transferee owner or owners thereof at such transferee owner's or owners' risk and expense), registered

in the name of the transferee owner or owners, a new Bond or Bonds of the same series, interest rate, aggregate principal amount and maturity. To the extent of the denominations authorized for the Bonds by this Ordinance, one Bond may be transferred for several such Bonds of the same series, 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 series, interest rate and maturity and for a like aggregate principal amount. In every case of transfer of a Bond, the surrendered Bond shall be canceled and destroyed. All Bonds issued upon transfer of the bonds so surrendered shall be valid obligations of the City evidencing the same obligation as the Bonds surrendered and shall be entitled to all the benefits and protection of this Ordinance to the same extent as the Bonds upon transfer of which they were delivered. The City and the Paying Agent and Registrar shall not be required to transfer any Bond during any period from any Record Date until its immediately following Interest Payment Date or to transfer any Bond called for redemption for a period of 30 days next preceding the date fixed for redemption.

Section 5. 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 6. In addition to any mandatory sinking fund redemptions, the Bonds shall be subject to redemption at the option of the City, in whole or in part, prior to maturity at any time on or after five years after the date of original issue, at par plus accrued interest on the principal amount redeemed to the date fixed for redemption (or such other date or dates as may be determined in a Designation). The City may select the Bonds to be redeemed for optional redemption in its sole discretion. Bonds for mandatory redemption shall be selected by the Paying Agent and Registrar using any random method of selection determined appropriate by the Paying Agent and Registrar. Bonds redeemed pursuant to the requirements for mandatory redemption shall be redeemed at par plus accrued interest on the principal amount redeemed. The Bonds shall be redeemed only in amounts of \$5,000.00 or integral multiples thereof. Bonds redeemed in part only shall be surrendered to the Paying Agent and Registrar in exchange for a new Bond evidencing the unredeemed principal thereof. Notice of redemption of any Bond called for redemption shall be given, at the direction of the City in the case of optional redemption and without further direction in the case of mandatory redemption, by the Paying Agent and Registrar by mail not less than 30 days prior to the date fixed for redemption, first class, postage prepaid, sent to the registered owner of such Bond at said owner's registered address. Such notice shall designate the Bond or Bonds to be redeemed by maturity or otherwise, the date of original issue, series and the date fixed for redemption and shall state that such Bond or Bonds are to be presented for prepayment at the office of the Paying Agent and Registrar. In case of any Bond partially redeemed, such notice shall specify the portion of the principal amount of such Bond to be redeemed. No defect in the mailing of notice for any Bond shall affect the sufficiency of the proceedings of the City designating the Bonds called for redemption or the effectiveness of such call for Bonds for which notice by mail has been properly given and the City shall have the right to further direct notice of redemption for any such Bond for which defective notice has been given.

Section 7. 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 municipality where 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 8. The Bonds shall be in substantially the following form:

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UNITED STATES OF AMERICA
STATE OF NEBRASKA
COUNTY OF WAYNE

CITY OF WAYNE, NEBRASKA
GENERAL OBLIGATION REFUNDING BOND
SERIES 2019

No. _____

\$

Interest Rate
%

Maturity Date
_____,
20__

Date of Original Issue
_____, 20__

CUSIP

Registered Owner:

Principal Amount:

The CITY OF WAYNE, NEBRASKA (the "City"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner specified above, or registered assigns, the Principal Amount specified above in lawful money of the United States of America on the Maturity Date specified above with interest thereon to maturity (or earlier redemption) computed on the basis of a 360-day year consisting of twelve 30-day months from the Date of Original Issue or most recent Interest Payment Date, whichever is later, at the Interest Rate per annum specified above, payable semiannually on _____ and _____ of each year, beginning _____, 20__ (each of such dates an "Interest Payment Date"). The Principal Amount hereof, together with unpaid accrued interest due at maturity or upon earlier redemption, is payable upon presentation and surrender of this bond at the office of _____, as the Paying Agent and Registrar, in _____, Nebraska. Interest on this bond due prior to maturity or earlier redemption will be paid on each Interest Payment Date by a check or draft mailed by the Paying Agent and Registrar to the registered owner of this bond, as shown on the books of record maintained by the Paying Agent and Registrar, at the close of business on the fifteenth day immediately preceding such Interest Payment Date, to such owner's registered address as shown on such books and records. 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 purposes become available.

This bond is one of an issue of fully registered bonds (the "Bonds") of the total principal amount of _____ (\$ _____), of even date and like tenor except as to date of maturity, rate of interest and denomination which were issued by the City in strict compliance with Section 10-142, Reissue Revised Statutes of Nebraska, as amended, and other applicable statutes for the purpose of refunding \$ _____ outstanding principal amount of _____, Series _____, dated _____, 20__. The issuance of such bonds has been authorized by proceedings duly had and an ordinance legally passed and approved by the Mayor and Council of the City (the "Ordinance").

The Bonds are subject to redemption at the option of the City, in whole or in part, at any time on or after five years after the date of delivery, at par plus interest accrued on the principal amount redeemed to the date fixed for redemption.

[In addition, the Bonds shall be subject to mandatory sinking fund redemption payments (with bonds being redeemed at par plus accrued interest) as follows:

\$ _____ Principal Maturing December 15, 20____
\$ _____ to be called December 15, 20____
\$ _____ to be called December 15, 20____
\$ _____ Payable December 15, 20____]

Notice of redemption shall be given by mail to the registered owner of any Bond to be redeemed at such registered owner's address in the manner specified in the Ordinance authorizing the Bonds. Individual Bonds may be redeemed in part but only in \$5,000.00 amounts or integral multiples thereof.

This Bond is transferable by the Registered Owner or such owner's attorney duly authorizing 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 Ordinance, subject to the limitations therein prescribed. The City, the 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 due hereunder and for all purposes and shall not be affected by any notice to the contrary, whether this Bond be overdue or not.

If the date for payment of the principal of or interest on this Bond shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the City 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.

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 and in the issuance of the Bonds refunded hereby 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 City, including this Bond and the Bonds refunded hereby, does not exceed any limitation imposed by law. The City agrees that it will cause to be levied and collected annually a tax by valuation on all the taxable property in the City, in addition to all other taxes, which, together with any applicable special assessments and other available funds of the City, shall be sufficient in rate and amount to fully pay the principal and interest of this Bond and the other Bonds of this issue as the same become due.

[AS PROVIDED IN THE ORDINANCE 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 ORDINANCE, "DTC"), AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ORDINANCE TO THE CONTRARY, A PORTION OF THE PRINCIPAL AMOUNT OF THIS BOND MAY BE PAID OR REDEEMED WITHOUT SURRENDER HEREOF TO THE 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 ORDINANCE.

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE 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 City until authenticated by the Paying Agent and Registrar.

IN WITNESS WHEREOF, the Mayor and Council of the City have caused this Bond to be executed on behalf of the City with the manual or facsimile signatures of the Mayor and the Clerk and by causing the official seal of the City to be impressed or imprinted hereon, all as of the date of original issue specified above.

CITY OF WAYNE, NEBRASKA

(facsimile signature)

Mayor

ATTEST:

(facsimile signature)

Clerk

(SEAL)

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds authorized by Ordinance of the Mayor and Council of the City of Wayne, Nebraska, described in the foregoing Bond.

_____,
_____, Nebraska, Paying Agent and Registrar

(Form of Assignment)

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

Print or Type Name, Address and Social Security Number
or other Taxpayer Identification Number of Transferee

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____ agent to transfer the within Bond on the Bond Register kept by the Paying Agent for the registration thereof, with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name of the Registered Owner as it appears upon the face of the within Bond in every particular.

Medallion Signature Guarantee:

Section 9. Each of the Bonds shall be executed on behalf of the City with the manual or facsimile signatures of the Mayor and Clerk of the City. If the Bonds are sold through a private placement with a bank, the following requirements relating to the Depository (defined herein) shall not apply. If the Bonds are sold through a negotiated sale with the Underwriter, 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 are authorized to execute and deliver a letter of representations (the "Letter of Representations") in the form required by the Depository, for and on behalf of the City, which shall thereafter govern matters with respect to registration, transfer, payment and redemption of the Bonds. Upon the issuance of the Bonds as "book-entry-only" bonds, the following provisions shall apply:

(a) The City 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 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 City, 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 City determines that it is desirable that certificates representing the Bonds be delivered to the Bond Participants and/or 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 Ordinance 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;

(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.

(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 Ordinance, 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 City of book-entry-only form, the City 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 City 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 City until authenticated by the Paying Agent and Registrar. The Bonds shall be delivered to the Paying Agent and Registrar for registration and authentication. Upon execution, registration and authentication of the Bonds, they shall be delivered to the City Treasurer, who is authorized to deliver them to the purchaser bank in the case of a private bank placement, or to the Underwriter, as initial purchaser, in the case of a negotiated sale, upon receipt of (a) the purchase price of the Bonds as shall be determined in the Designation plus accrued interest thereon to date of payment of the Bonds and (b) in the case of a private placement, delivery to the City of an investor letter or certificate in form satisfactory to an Authorized Officer. In the case of a negotiated sale, said initial purchaser shall have the right to direct the registration of the Bonds and the denominations thereof within each maturity, subject to the restrictions of this resolution. The Underwriter and its agents, representatives and counsel (including the City's bond counsel) are hereby authorized to take such actions on behalf of the City 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 Authorized Officers of the City (or any one of them) are hereby authorized to execute a bond purchase agreement, in a form satisfactory to such Authorized Officer, for the sale of the Bonds to the Underwriter, in the event of a negotiated sale. The officers of the City (including but not limited to the Authorized Officers), or any one or more of them are hereby further authorized to take any and all actions and enter into any and all agreements deemed necessary or appropriate in connection with the issuance and sale of the Bonds and the redemption and payment of the Refunded Bonds, and any such actions previously taken are hereby ratified and confirmed.

Section 10. The Clerk is directed to make and certify a transcript or transcripts of the proceedings of the Mayor and Council precedent to the issuance of the Bonds, a copy of which shall be delivered to the Underwriter, as initial purchaser of the Bonds (if sold through a negotiated sale) or the bank (if sold through a private placement).

Section 11. The proceeds of the Bonds shall be applied to the redemption of the Refunded Bonds as described in Sections 1 and 2 hereof, including payment of any issuance expenses for the Bonds.

Section 12. The City agrees that it will cause to be levied and collected annually a tax by valuation on all the taxable property in the City, except intangible property, in addition to all other taxes, which together with any applicable special assessments and other funds of the City available therefor, shall be sufficient in rate and amount to fully pay the principal of and interest on the Bonds as the same become due.

Section 13. In the case of a negotiated sale with the Underwriter, the Authorized Officers or any one or more of them is authorized to approve, deem final and deliver a Preliminary Offering Circular and a final Offering Circular for and on behalf of the City, all in accordance with the requirements of Reg. Sec. 240.15c2-12 of the Securities and Exchange Commission.

Section 14. The City hereby covenants and agrees that it will make no use of the proceeds of the Bonds which would cause the Bonds to be arbitrage bonds within the meaning of Sections 103(b)(2) and 148 of the Internal Revenue Code of 1986, as amended (the "Code") and further covenants to comply with said Sections 103(b)(2) and 148 and all applicable regulations thereunder throughout the term of said issue, including all requirements with respect to payment and reporting of rebates, if applicable. The City hereby covenants to take all action necessary to preserve the tax-exempt status of the interest on the Bonds for federal income tax purposes under the Code with respect to taxpayers generally. The City further agrees that it will not take any actions which would cause the Bonds to constitute "private activity bonds" within the meaning of Section 141 of the Code. The City 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 reasonably expect to issue bonds or other obligations aggregating in principal amount more than \$10,000,000.00 during the calendar year or years in which the Bonds are issued (taking into consideration the exception for current refunding issues). The Mayor is hereby authorized to make, or cause to be made, any and all certifications deemed necessary in connection with the designation of the Bonds as "qualified tax-exempt obligations", including "deemed designating" the Bonds.

Section 15. The City's obligations under this Ordinance with respect to any or all of the Bonds herein authorized shall be fully discharged and satisfied as to any or all of such Bonds and any such Bond shall no longer be deemed to be outstanding hereunder if such Bond has been purchased by the City and canceled or when the payment of principal of and interest thereon to the respective date of maturity or redemption (a) shall have been made or caused to be made in accordance with the terms thereof, (b) shall have been provided for by depositing with a national or state bank having trust powers, or trust company, in trust, solely for such payment (i) sufficient money to make such payment and/or (ii) direct general obligations (including obligations issued or held in book entry form on the books of the Department of Treasury of the United States of America) of or obligations the principal and interest of which are unconditionally guaranteed by the United States of America (herein referred to as "U.S. Government Obligations") in such amount and bearing interest payable and maturing or redeemable at stated fixed prices at the option of the holder as to principal, at such time or times, as will ensure the availability of sufficient money to make such payments; provided, however, that with respect to any Bond to be paid prior to maturity, the City shall have duly called such Bond for redemption and given notice of such redemption as

provided by law or made irrevocable provision for the giving of such notice. Any money so deposited with such bank or trust company in excess of the amount required to pay principal of and interest on the Bonds for which such monies or U.S. Government Obligations were deposited shall be paid over to the City as and when collected.

Section 16. This Ordinance shall be in force and take effect from and after its passage and publication in pamphlet form as provided by law.

PASSED AND APPROVED this 5th day of March, 2019.

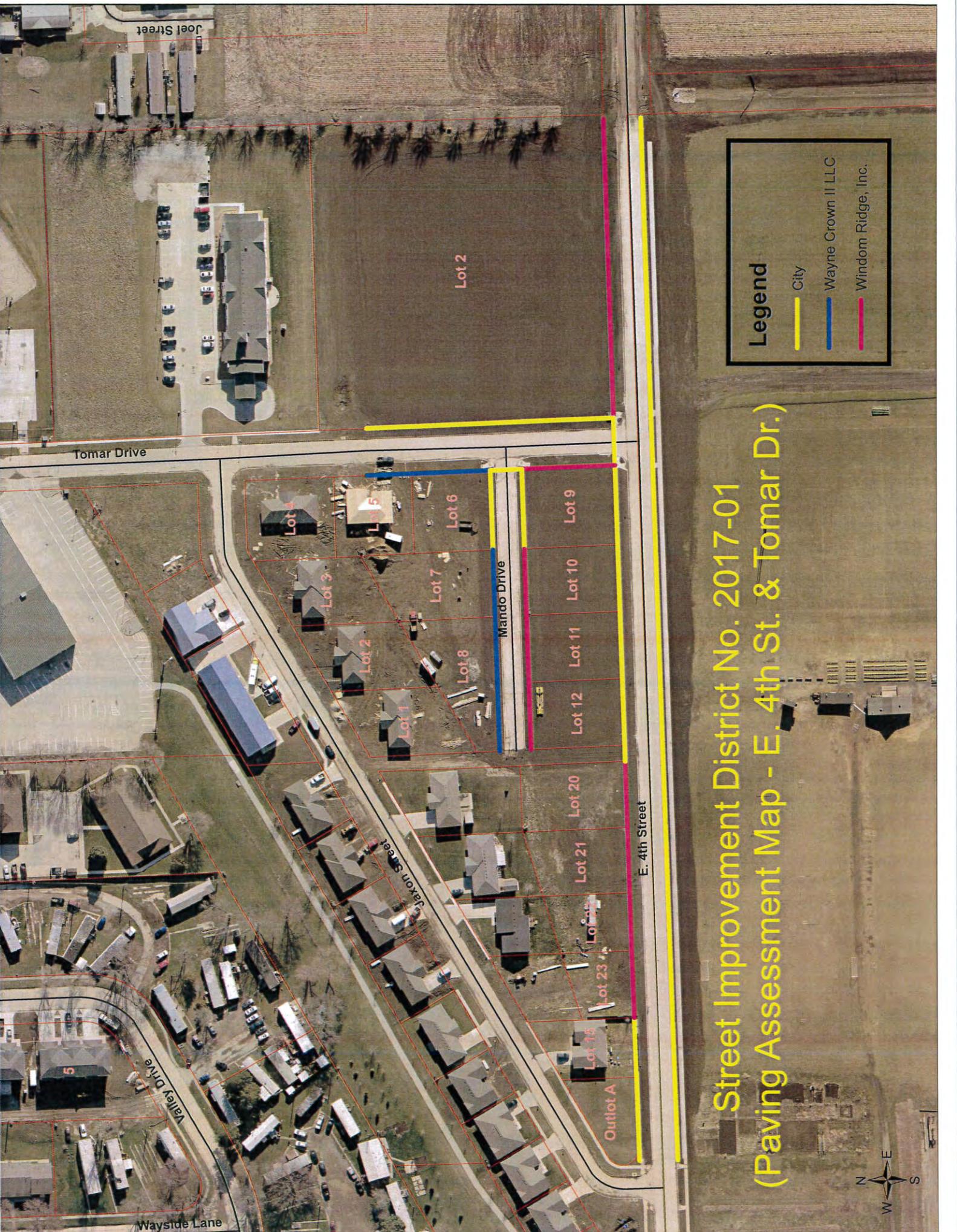
ATTEST:

Cale Giese, Mayor

Betty McGuire, City Clerk

[SEAL]

4th Street Assessment District Summary - City of Wayne - PAVING TOTAL COST					
Land Owner Name	Legal Description	Frontage	Side of Road	Total Contract	Additional City Share
4th Street					
City of Wayne	City Park (Rugby Field)	1,321	South	\$ 201,549.65	
City of Wayne	Outlot A, Benscoter Add. Planned Unit Development Replat 2	106	North	\$ 16,172.80	
Michael & Brooke Sturm	Lot 15, Benscoter Add.	75	North		\$ 11,443.02
Windom Ridge, Inc.	Lot 23, Benscoter Add. Planned Unit Development Replat 2	85	North	\$ 12,968.75	
Windom Ridge, Inc.	Lot 22, Benscoter Add. Planned Unit Development Replat 2	73	North	\$ 11,137.87	
Windom Ridge, Inc.	Lot 21, Benscoter Add. Planned Unit Development Replat 2	83	North	\$ 12,663.60	
Windom Ridge, Inc.	Lot 20, Benscoter Add. Planned Unit Development Replat 2	84	North	\$ 12,816.18	
City of Wayne	Alley Between Lot 20 & Lot 12	20	North		\$ 3,051.47
Windom Ridge, Inc.	Lot 12, Benscoter Addition Planned Unit Development Replat 3	85	North		\$ 12,968.75
Windom Ridge, Inc.	Lot 11, Benscoter Addition Planned Unit Development Replat 3	85	North		\$ 12,968.75
Windom Ridge, Inc.	Lot 10, Benscoter Addition Planned Unit Development Replat 3	85	North		\$ 12,968.75
Windom Ridge, Inc.	Lot 9, Benscoter Addition Planned Unit Development Replat 3	101	North		\$ 15,409.93
Windom Ridge, Inc.	Tomar Drive	60	North		\$ 9,154.41
Windom Ridge, Inc.	Lot 2, Benscoter Add. Planned Unit Development Replat 1	379	North	\$ 57,825.37	
Mando Drive					
Wayne Crown II LLC	Lot 6, Benscoter Addition Planned Unit Development Replat 3	101	North		\$ 13,198.29
Wayne Crown II LLC	Lot 7, Benscoter Addition Planned Unit Development Replat 3	85	North	\$ 11,107.47	
Wayne Crown II LLC	Lot 8, Benscoter Addition Planned Unit Development Replat 3	170	North	\$ 22,214.94	
Windom Ridge, Inc.	Lot 9, Benscoter Addition Planned Unit Development Replat 3	101	South		\$ 13,198.29
Windom Ridge, Inc.	Lot 10, Benscoter Addition Planned Unit Development Replat 3	85	South	\$ 11,107.47	
Windom Ridge, Inc.	Lot 11, Benscoter Addition Planned Unit Development Replat 3	85	South	\$ 11,107.47	
Windom Ridge, Inc.	Lot 12, Benscoter Addition Planned Unit Development Replat 3	85	South	\$ 11,107.47	
Tomar Drive					
Wayne Crown II LLC	Lot 5, Benscoter Addition Planned Unit Development Replat 3	56	West	\$ 9,005.27	
Wayne Crown II LLC	Lot 6, Benscoter Addition Planned Unit Development Replat 3	100	West	\$ 16,080.84	
Wayne Crown II LLC	Mando Drive	40	West		\$ 6,432.33
Windom Ridge, Inc.	Lot 9, Benscoter Addition Planned Unit Development Replat 3	120	West	\$ 19,297.00	
Windom Ridge, Inc.	Lot 2, Benscoter Add. Planned Unit Development Replat 1	316	East		\$ 50,815.44
Breakout of Street Costs					
					Cost/LF
Total Frontage E. 4th Street		2,642 LF			
Total Frontage Mando Drive		712 LF			
Total Frontage Tomar Drive		632 LF			
Paving Cost for E. 4th Street		\$ 168,487.11			
Paving Cost for Mando Drive		\$ 39,168.00			
Paving Cost for Tomar Drive		\$ 42,492.45			
Storm Sewer Cost for City		\$ 37,360.00			
Storm Sewer Cost for Project		\$ 113,773.80			
Engineering Cost for Project		\$ 131,981.92			
City Contract Cost for Project		\$ 4,768.00			
City Sidewalk Cost		\$ 31,805.74			
Total Remaining Street Cost for Project		\$ 97,100.29			
Total Street Cost		\$ 666,937.31			
Total Street Cost for E. 4th Street		\$ 403,099.30			\$ 152.57
Total Street Cost for Mando Drive		\$ 93,041.39			\$ 130.68
Total Street Cost for Tomar Drive		\$ 101,630.88			\$ 160.81
Total Cost for Street Lights - Windom Ridge, Inc.		\$ 6,316.25			
Total Cost For Adjacent Properties		\$ 597,771.57			
Breakout of Concrete Costs					
					\$/LF
4th Street	Area Concrete (SY)	Quantity (SY)	LF ROW	Concl/Conc Tot	\$ 63.77
Mando Drive		1,088.00	712	\$ 39,168.00	\$ 55.01
Tomar Drive		1,194.33	632	\$ 42,492.45	\$ 67.23
Total Concrete		7,020.44	3,986	\$ 250,147.57	
Summary of Owners Total Cost					
City of Wayne		\$ 448,497.62			
Windom Ridge, Inc.		\$ 166,347.43			
Wayne Crown II LLC		\$ 58,408.52			



Street Improvement District No. 2017-01 (Paving Assessment Map - E. 4th St. & Tomar Dr.)

Legend

- City
- Wayne Crown II LLC
- Windom Ridge, Inc.



RESOLUTION NO. 2019-16

RESOLUTION MAKING ASSESSMENTS IN STREET IMPROVEMENT DISTRICT NO. 2017-01 (4th STREET).

WHEREAS, Notice has been published as provided by law concerning the levy of special assessments in Street Improvement District No. 2017-01 in the Wayne Herald Newspaper on February 21 and 28, 2019, and a copy of said Notice has been mailed to all resident and non-resident owners of property in said District as provided by law, and

WHEREAS, a hearing has been conducted as provided by law relative to the levy of special assessments in said District proposed to be levied against said lots and parcels of ground on account of the construction of the improvements hereinbefore described; and

BE IT FURTHER RESOLVED, that the special assessments are adjusted as follows: _____

BE IT FURTHER RESOLVED, that the said assessments against said lots, parts of lots and parcels of land are hereby declared to be in proportion to the special benefits conferred upon said property by said improvements and not in excess of such benefits or of the cost of the improvements;

BE IT FURTHER RESOLVED, that all special assessments above provided for shall become due in fifty (50) days after the date of the passage of this Resolution and may be paid within that time without interest, but if not so paid, to bear interest thereafter at the rate of _____ percent (____%) per annum from the date of this Resolution until delinquent; such assessments shall become delinquent as follows:

One-fifteenth of the total amount shall become delinquent fifty days after such levy; one-fifteenth in one year; one-fifteenth in two years; one-fifteenth in three years; one-fifteenth in four years; one-fifteenth in five years; one-fifteenth in six years; one-fifteenth in seven years; one-fifteenth in eight years; one-fifteenth in nine years; one-fifteenth in ten years; one-fifteenth in eleven years; one-fifteenth in twelve years; one-fifteenth in thirteen years; and one-fifteenth in fourteen years.

Delinquent installments shall bear interest at the rate provided by law until paid and shall be collected in the usual manner for the collection of taxes. Installments may be prepaid at anytime at the option of the property owner as provided by law.

AND BE IT FURTHER RESOLVED, that a certified copy of said assessment schedule be filed by the City Clerk with the City Treasurer and with the County Treasurer and the County Clerk of Wayne County, as provided by law.

PASSED AND APPROVED this 5th day of March, 2019.

THE CITY OF WAYNE, NEBRASKA,

By _____
Mayor

ATTEST:

City Clerk

4th Street Assessment District Summary - City of Wayne - SEWER TOTAL COST																	
<i>Land Owner Name</i>	<i>Legal Description</i>	<i>Frontage</i>	<i>Side of Road</i>	<i>Total Contract</i>	<i>Additional City Share</i>												
4th Street																	
<i>Windom Ridge, Inc.</i>	<i>Lot 12, Benscoter Addition Planned Unit Development Replat 3</i>	85	North	\$ 7,559.05													
<i>Windom Ridge, Inc.</i>	<i>Lot 11, Benscoter Addition Planned Unit Development Replat 3</i>	85	North	\$ 7,559.05													
<i>Windom Ridge, Inc.</i>	<i>Lot 10, Benscoter Addition Planned Unit Development Replat 3</i>	85	North	\$ 7,559.05													
<i>Windom Ridge, Inc.</i>	<i>Lot 9, Benscoter Addition Planned Unit Development Replat 3</i>	101	North	\$ 8,981.93													
<i>City of Wayne</i>	<i>City Park (Rugby Field)</i>	356	North	\$ 31,659.08													
Mando Drive																	
<i>Wayne Crown II LLC</i>	<i>Lot 7, Benscoter Addition Planned Unit Development Replat 3</i>	85	North	\$ 7,559.05													
<i>Wayne Crown II LLC</i>	<i>Lot 8, Benscoter Addition Planned Unit Development Replat 3</i>	170	South	\$ 15,118.10													
Jaxon Street																	
<i>Wayne Crown II LLC</i>	<i>Lot 1, Benscoter Addition Planned Unit Development Replat 3</i>	97	West	\$ 8,626.21													
<i>Wayne Crown II LLC</i>	<i>Lot 2, Benscoter Addition Planned Unit Development Replat 3</i>	97	West	\$ 8,626.21													
<i>Wayne Crown II LLC</i>	<i>Lot 3, Benscoter Addition Planned Unit Development Replat 3</i>	97	East	\$ 8,626.21													
<table border="0" style="width: 100%;"> <tr> <td style="padding-right: 20px;"><i>Total Frontage Length</i></td> <td style="text-align: right;"><i>1,258 LF</i></td> </tr> <tr> <td style="padding-right: 20px;"><i>Total Contract Construction Cost For Sewer</i></td> <td style="text-align: right;"><i>\$ 88,830.70</i></td> </tr> <tr> <td style="padding-right: 20px;"><i>Total Contract Engineering Cost for Sewer</i></td> <td style="text-align: right;"><i>\$ 22,239.81</i></td> </tr> <tr> <td style="padding-right: 20px;"><i>Total Contract City Cost for Sewer</i></td> <td style="text-align: right;"><i>\$ 803.44</i></td> </tr> <tr> <td style="padding-right: 20px;"><i>Total Cost of Sewer for Project</i></td> <td style="text-align: right;"><i>\$ 111,873.95</i></td> </tr> <tr> <td style="padding-right: 20px;"><i>Total Cost per Foot For Sewer</i></td> <td style="text-align: right;"><i>\$ 88.93</i></td> </tr> </table>						<i>Total Frontage Length</i>	<i>1,258 LF</i>	<i>Total Contract Construction Cost For Sewer</i>	<i>\$ 88,830.70</i>	<i>Total Contract Engineering Cost for Sewer</i>	<i>\$ 22,239.81</i>	<i>Total Contract City Cost for Sewer</i>	<i>\$ 803.44</i>	<i>Total Cost of Sewer for Project</i>	<i>\$ 111,873.95</i>	<i>Total Cost per Foot For Sewer</i>	<i>\$ 88.93</i>
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<i>Total Cost of Sewer for Project</i>	<i>\$ 111,873.95</i>																
<i>Total Cost per Foot For Sewer</i>	<i>\$ 88.93</i>																
Summary of Owners Total Cost																	
		<i>City of Wayne</i>		<i>31,659.08</i>													
		<i>Windom Ridge, Inc.</i>		<i>31,659.08</i>													
		<i>Wayne Crown II LLC</i>		<i>48,555.78</i>													



Legend

- █ City
- █ Wayne Crown II LLC
- █ Windorm Ridge, Inc.

**Sanitary Sewer Extension District No. 2017-01
(Sewer Assessment Map - E. 4th St. & Tomar Dr.)**



RESOLUTION NO. 2019-17

RESOLUTION MAKING ASSESSMENTS IN SANITARY SEWER EXTENSION DISTRICT NO. 2017-01 (4th STREET).

WHEREAS, Notice has been published as provided by law concerning the levy of special assessments in Sanitary Sewer Extension District No. 2017-01 in the Wayne Herald Newspaper on February 21 and 28, 2019, and a copy of said Notice has been mailed to all resident and non-resident owners of property in said District as provided by law, and

WHEREAS, a hearing has been conducted as provided by law relative to the levy of special assessments in said District proposed to be levied against said lots and parcels of ground on account of the construction of the improvements hereinbefore described; and

BE IT FURTHER RESOLVED, that the special assessments are adjusted as follows: _____

BE IT FURTHER RESOLVED, that the said assessments against said lots, parts of lots and parcels of land are hereby declared to be in proportion to the special benefits conferred upon said property by said improvements and not in excess of such benefits or of the cost of the improvements;

BE IT FURTHER RESOLVED, that all special assessments above provided for shall become due in fifty (50) days after the date of the passage of this Resolution and may be paid within that time without interest, but if not so paid, to bear interest thereafter at the rate of _____ percent (____%) per annum from the date of this Resolution until delinquent; such assessments shall become delinquent as follows:

One-fifteenth of the total amount shall become delinquent fifty days after such levy; one-fifteenth in one year; one-fifteenth in two years; one-fifteenth in three years; one-fifteenth in four years; one-fifteenth in five years; one-fifteenth in six years; one-fifteenth in seven years; one-fifteenth in eight years; one-fifteenth in nine years; one-fifteenth in ten years; one-fifteenth in eleven years; one-fifteenth in twelve years; one-fifteenth in thirteen years; and one-fifteenth in fourteen years.

Delinquent installments shall bear interest at the rate provided by law until paid and shall be collected in the usual manner for the collection of taxes. Installments may be prepaid at anytime at the option of the property owner as provided by law.

AND BE IT FURTHER RESOLVED, that a certified copy of said assessment schedule be filed by the City Clerk with the City Treasurer and with the County Treasurer and the County Clerk of Wayne County, as provided by law.

PASSED AND APPROVED this 5th day of March, 2019.

THE CITY OF WAYNE, NEBRASKA,

By _____
Mayor

ATTEST:

City Clerk

RESOLUTION NO. 2019-18

A RESOLUTION AMENDING INVESTMENT AND PORTFOLIO POLICY FOR THE CITY OF WAYNE.

WHEREAS, the City of Wayne adopted an "Investment and Portfolio Policy" which applies to activities of the City of Wayne, Nebraska, with regard to investing the financial assets of all funds of the City on April 24, 2007, per the recommendation of the City's Auditor; and

WHEREAS, the City Council amended said Investment and Portfolio Policy for the City of Wayne on July 1, 2008; and

WHEREAS, the City Council wishes to amend the Investment and Portfolio Policy.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and City Council of the City of Wayne, Nebraska, that the Investment and Portfolio Policy, which is attached hereto, is hereby approved as amended, and shall be effective upon the passage of this Resolution.

APPROVED AND ADOPTED this 5th day of March, 2019.

THE CITY OF WAYNE, NEBRASKA,

By _____
Mayor

ATTEST:

City Clerk

**CITY OF WAYNE, NEBRASKA
INVESTMENT AND PORTFOLIO POLICIES**

SCOPE:

This investment policy applies to activities of the City of Wayne, Nebraska with regard to investing the financial assets of all funds of the city including but not limited to the following City funds:

General Fund	Street Fund
City Sales Tax Fund	Transfer Station Fund
Electric Fund	Sewer Fund
Water Fund	Self Funding Insurance Fund
Trust & Agency Fund	Community Development Fund
911 Fund	Capital Projects Fund
Debt Service Fund	Various TIF Funds

OBJECTIVES:

Funds of the city will be invested in accordance with Nebraska Revised Statute 17-607, these policies and written administrative procedures. The City's investment portfolio shall be managed in a manner to attain a market rate of return throughout budgetary and economic cycles while preserving and protecting capital in the overall portfolio. Investments shall be made based on statutory constraints and subject to available designated staffing capabilities.

Funds held for future capital projects (i.e., bond proceeds) shall be invested to produce enough income to offset increases in construction costs due to inflation. Where possible, prepayment funds for long-term debt service shall be invested to ensure a rate of return at least equal to the interest being paid on the bonds. Investment of bond reserves shall be monitored (with reviewing auditors as required) to assure compliance with current bond covenants and current IRS regulations, if any.

DELEGATION OF AUTHORITY:

The City Treasurer, also referred to as the investment officer, is the custodian of all money belonging to the City of Wayne. (Statute 16.318) The investment officer is responsible for investment decisions and activities in accordance with the written procedures. The investment officer shall develop and maintain written administrative procedures for the operation of the investment program, consistent with these policies. This commitment of resources shall include financial and staffing considerations.

PRUDENCE:

The standard of prudence to be applied by the investment officer shall be the "prudent investor" rule, which states, "Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for

investment, considering the probable safety of their capital as well as the probable income to be derived." The prudent investor rule shall be applied in the context of managing the overall portfolio.

The investment officer, acting in accordance with written procedures and exercising due diligence, shall not be held personally responsible for a specific security's credit risk or market price change.

ETHICS AND CONFLICTS OF INTEREST:

Officers and employees involved in the investment process shall refrain from personal business activity that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions. Employees and investment officials shall disclose to the City Administrator any material financial interest in financial institutions that conduct business within this jurisdiction, and they shall further disclose any personal financial/investment positions that could be related to the performance of this jurisdiction's portfolio. Employees and officers shall subordinate their personal investment transactions to those of this jurisdiction, particularly with regard to the timing of purchases and sales. Any employee is required to disclose any employment relationship that could cause a potential conflict of interest.

MONITORING AND ADJUSTING THE PORTFOLIO:

The investment officer will routinely monitor the securities of the portfolio, the available markets and the relative values of competing instruments, and will adjust the portfolio according to the written investment procedures.

INTERNAL CONTROLS:

The investment officer shall establish a system of written internal controls. The controls shall be designed to prevent loss of public funds due to fraud, employee error, and misrepresentation by any third parties, unanticipated market changes or imprudent actions by employees and officers of the City.

PORTFOLIO DIVERSIFICATION:

The city will diversify use of investment instruments to avoid incurring unreasonable risks inherent to over investing in specific instruments, including financial institutions or maturities.

Nebraska Revised State Statue 14.564 states:

"Notwithstanding any provision of home rule charter, funds of the city available for such purpose may be invested in securities of the United States, the State of Nebraska, metropolitan city, county in which such metropolitan city is located , or school district of such city, in the securities of municipally owned and operated public utility property and plant of such city, or in the same manner as funds of the State of Nebraska are invested, except that the city treasurer may purchase certificates of deposit from and make time deposits in banks selected as depositories of city funds."

The funds of the city shall be in compliance with any restrictive bond covenants.

The current investments of the city are:

U.S. Treasury Obligations (Bills, notes and bonds)
U.S. Government Agency Securities and Instrumentalities, CD's, Government
Sponsored Certificates of Deposits in Commercial Banks

The current approved Financial Institution (banks) and Investment Firms (brokers) used by the City of Wayne are:

Elkhorn Valley Bank & Trust ~~First National Bank~~, Wayne, Nebraska
State **Nebraska National** Bank, Wayne, Nebraska
F&M Farmers & Merchants Bank, Wayne, Nebraska
BankFirst, Wayne, Nebraska
Edward Jones of Wayne, Nebraska
Nebraska Public Agency Investment Trust
Ameriprise Financial of Wayne, Nebraska (Rath Walling & Associates)

INVESTMENT POLICY:

The City of Wayne has established a six - ten year investment ladder. By using the ladder, the City is able to earn higher yields usually provided over time by longer term investments. When using ladders, the investment officer normally, unless the funds are needed, reinvests in the longer term instrument, thereby, over time, taking advantage of the higher yields.

The risk of reinvesting a sizable amount of money when rates are below average is also reduced by using the investment ladder. Because the ladder involves periodic purchase of new investments, the City avoids the risk of reinvesting the entire portfolio when rates are below average. Over time, the ladder will earn a yield similar to the average yield. Since the City will be earning average yields they will have a more stable income since only a small portion of the portfolio changing each year.

It is the policy of the City of Wayne that investing city reserve funds in local lending institutions provides an economic benefit to the community that generated the funds by supplementing the pool of loan funds available for business development and expansion.

COMPETITIVE SELECTION OF INVESTMENT INSTRUMENTS:

Before the city invests any funds, a competitive "bid" process shall be conducted. If a specific maturity date is required, either for cash flow purposes or for conformance to maturity guidelines, bids will be requested for instruments which meet the maturity requirement.

Bids will be requested from approved financial institutions (banks) and investment firms (brokers) for various options with regards to term and instrument. The city will accept the bid from the local (bank) financial institution which provides the highest rate of return within the maturity required and within the parameters of these policies, unless that rate of return is _____ or more lower than the rate available through the other listed investment firm (brokers) for an equal or better instrument and term.

Records will be kept of the bids offered, the bids accepted and a brief explanation of the decision which was made regarding the investment. Risk, concentration of credit, date of settlement and date of delivery are among the factors which may allow accepting bids or quotes other than considering the stated investment yield.

SAFEKEEPING AND COLLATERALIZATION:

As in accordance with Nebraska Revised State Statute 15.848, 77.2328, and all other statutes related to investment security or collateralization, the city treasurer shall comply with the laws of the State of Nebraska regarding the investment of the city.

All investment securities purchased by the city shall be held in segregated third-party safekeeping by an institution designated as primary agent. The safekeeping receipts shall be issued to the city listing the specific instrument, rate, maturity and other pertinent information.

REPORT REQUIREMENTS:

The investment officer shall generate such reports as may from time to time be required or needed for management purpose. In addition, the City Council will be provided quarterly reports which will include data on investment instruments being held, as well as such narrative as the investment officer determines necessary for clarification.

City of Wayne
Investments as of February 28, 2019

Investment Firm & Investment Number	Type of Investment	Balance as of 2/28/19	Interest Rate	Maturity Date
<u>Elkhorn Valley Bank</u>				
22174	CD	\$ 82,312.73	2.230%	1/12/21
22173 - park ordinance funds	CD	\$ 28,921.25	2.230%	1/12/21
38662	CD	\$ 1,049,442.09	2.030%	2/12/20
38672	CD	\$ 24,389.40	1.440%	3/18/19
38673 - ME Way Memorial	CD	\$ 4,893.68	1.440%	3/18/19
Airport Checking		\$ 1,356,525.58	0.450%	N/A
Total Investments & Average Interest Rate		\$ 2,546,484.73	1.637%	
<u>State Nebraska Bank</u>				
15021531 - golf course funds	CD	\$ 6,077.88	0.750%	6/21/19
15021555	CD	\$ 151,979.89	0.750%	3/10/19
15021532	CD	\$ 635,576.72	1.490%	5/18/19
15021557	CD	\$ 787,143.11	1.240%	8/25/19
15021559	CD	\$ 83,081.47	1.240%	6/27/19
15021560	CD	\$ 1,551,520.34	1.240%	9/13/19
15021561	CD	\$ 1,034,642.61	1.240%	5/6/19
CDBG RLF Checking xx0535		\$ 350,086.21	1.000%	N/A
CHECKING ACCOUNT XX0215		\$ 4,628,732.93	1.000%	N/A
CRA Checking xx1460		\$ 186,005.75	0.000%	N/A
Total Investments & Average Interest Rate		\$ 9,414,846.91	1.106%	
<u>BankFirst</u>				
7883611	MM	\$ 337,389.36	1.860%	N/A
Total Investments & Average Interest Rate		\$ 337,389.36	1.860%	
<u>F & M Bank</u>				
38328949	MM	\$ 226,877.79	1.640%	N/A
17396	CD	\$ 80,974.35	1.990%	5/1/20
20000	CD	\$ 161,158.79	1.500%	3/30/21
30320302	CD	\$ 529,670.87	1.590%	9/30/19
30320742	CD	\$ 626,543.00	1.290%	4/19/19
30320402	CD	\$ 625,398.23	1.240%	7/18/19
30320761	CD	\$ 1,037,708.91	1.340%	5/30/19
38212203	MM	\$ 161,521.76	1.640%	N/A
Total Investments & Average Interest Rate		\$ 3,449,853.70	1.529%	
Total Investments & Cash		\$ 15,748,574.70		
City cash or money market funds		\$ 7,247,139.38		

DEDICATION OF LAND FOR PARKS, RECREATIONAL FACILITIES OR OPEN SPACES

151.125 Dedication

(A) Every subdivider who subdivides land shall dedicate a portion of such land, or pay a fee, as set forth in this subchapter for the purpose of providing a park, recreational facilities and open spaces to serve future residents of such subdivision.

(B) Regardless of when said land was dedicated to the city under this subchapter, the Council, only through a super majority vote of six ayes, may at any time:

(1) Trade park fee land acquired pursuant to this subchapter for an equal area of land to be used for a public park within the same subdivision or within 1,000 feet of the subdivision; or

(2) Sell park fee land at current market value and use the sale funds within 24 months to purchase an equal amount of land within the same subdivision or within 1,000 feet of the subdivision or to purchase playground equipment or other public recreation enhancements in a public park within the same subdivision or within 1,000 feet of the same subdivision.

(2002 Code, § 74-291) (Ord. 93-12, passed 9-28-1993; Ord. 2013-8, passed 2-19-2013)

151.127 Fees

(A) The amount of land dedicated by a subdivider pursuant to this subchapter shall be 5% of the land area comprising the total land area in the proposed subdivision as reflected in the final subdivision plat. If a subdivider so desires, the subdivider may elect to pay a fee in lieu of land dedication; provided, however, the city may reject the subdivider's election and require land dedication. Where a subdivider is required to pay a fee in lieu of land dedication, the amount of such fee shall be based upon the fair market value of the amount of land comprising the total land area as indicated in the final subdivision plat. The amount of such fee shall be 8% of the fair market value of the total land area comprising the proposed subdivision as indicated in the final subdivision plat, except that the park fee for new non-annexed, non-contiguous subdivisions, which are outside of the city limits, in the extraterritorial jurisdiction, and not fully served by city services, shall be 1%.

(B) Fair market value shall be determined as of the time of filing the final plat in accordance with the following:

(1) The fair market value as determined by the Council based upon fair market value appraisals considering all of the uses and purposes for which it might reasonably be used;

(2) If the subdivider objects to the amount of valuation the subdivider may, at its expense, obtain an appraisal of the land based on the highest and the best use of the land by a qualified real estate appraiser approved by the city, which appraisal may be accepted by the Council if found reasonable; or

(3) The city and the subdivider may agree as to the fair market value.

(2002 Code, § 74-293) (Ord. 2008-22, passed 11-4-2008; Ord. 2010-9, passed 5-4-2010)

151.128 Procedures

The procedure for determining whether the subdivider is to dedicate land or pay a fee shall be as follows.

- (A) At all times, the Council shall have the power to require land dedication or a fee in lieu of land dedication, regardless of the subdivider's election to dedicate land or pay a fee. The Council shall not approve any preliminary plat or final plat which has not complied with this subchapter.
- (B) At the time of the filing of the preliminary subdivision plat for approval, the subdivider of the property shall, as a part of such filing, indicate whether the subdivider desires to dedicate land for park and recreational purposes, or whether the subdivider desires to pay a fee in lieu thereof or provide private recreational areas if accepted by the Council. If the subdivider desires to dedicate land for this purpose, the subdivider shall designate the area thereof on the preliminary plat as submitted and all dedicated land shall be contiguous.
- (C) At the time the preliminary plat is submitted for approval, the Council shall determine, as a part of such approval, whether to accept a dedication of land within the subdivision or a payment of fee in lieu thereof. The minimum size of a dedication of land for park purposes shall be five-tenths acre.
- (D) Where a dedication of land is required, it shall be accomplished in accordance with the provisions of the land subdivision ordinance. Further, the subdivider shall convey the dedicated land to the city by deed, and the deed shall be delivered to the city upon approval of the final plat. The final plat will contain all dedicated park land and the name of the park.
- (E) Where fees are required, such fees shall be paid and deposited with the city prior to the approval of the final plat, or in the alternative, the subdivider shall pay the fees within 12 months from the date of the approval of the final plat; provided that, the subdivider furnishes a written agreement to pay the fees and a personal note or total amount of fees, subject to the approval of the city, to the city prior to the approval of the final plat. The city shall not issue any building permits for construction on more than one-third of the lots in any subdivision until the fees are paid and shall not issue any building permits for construction on any lots after the expiration of the 12-month period until the fees are paid.
- (F) At the time the final plat is approved, and land is dedicated, the Council shall designate the time when the development of the park and recreational facility shall be commenced.

(2002 Code, § 74-294) (Ord. 93-12, passed 9-28-1993)

151.129 Use of Proceeds

With the exception provided in § 151.125 of this chapter, land and fees received under this subchapter shall be used for the purpose of providing parks, recreational facilities and open spaces to serve the approximate area of the subdivision for which received and location of the land and amount of fees shall bear a reasonable relationship to the use of the parks, recreational facilities and open spaces by the future inhabitants of the subdivision.

(2002 Code, § 74-295) (Ord. 2013-8, passed 2-19-2013)

151.130 Park Fee; Exceptions

The following subdivisions are excepted from the requirements of this subchapter:

(A) All lot split subdivisions as provided in Art. VII, § 705, of the 1979 subdivision regulations ordinance of the city, Ord. 947;

(B) All light and heavy industrial park subdivisions. An industrial park subdivision shall require all the real estate within the subdivision to be zoned industrial (I-1, I-2) pursuant to the zoning ordinances of the city; and

(C) All business and commercial districts. A business and commercial district subdivision shall require all the real estate within the subdivision to be zoned business and commercial (B-1, B-2, B-3) pursuant to the zoning ordinances of the city.

(D) All agricultural districts. An agricultural subdivision shall require all the real estate within the subdivision to be zoned agricultural (A-1, A-2) pursuant to the zoning ordinances of the city.

(2002 Code, § 74-296)

CITY OF WAYNE
PARK ORDINANCE FEES

Evangelical Free Church / Country Living Acres Subdivision	871.20	4/13/79
Jim Coan / Western Heights Subdivision	1,100.00	7/21/80
Ludwig Thos/ Papenburg Subdivision	224.00	10/10/80
Pat Gross / Marywood Subdivision	1,564.00	1/15/81
Merel Roeber / Jones Subdivision	680.00	8/6/81
William Banister	240.00	1/10/84
Otte Subdivision	1,440.00	5/21/84
Western Heights 2nd subdivision	1,800.00	7/26/84
Stoltenberg Partners Moore Subdivision	2,400.00	11/3/88
Wayne Care Centre Subdivision	3,652.00	1/5/93
Vintage Hill 1st Addition	2,040.00	2/26/93
Papenberg subdivision	976.00	9/3/93
Vintage Hill 2nd Addition	6,600.00	1/25/95
Carmen/Meier Addition	1,690.00	2/16/95
Donner / Donner Addition 8/6/97 & 10/29/97	4,800.00	10/29/97
G Melis Pine	147.00	4/2/98
Brent Pick Logan View Additon	900.00	12/20/98
Erna Karel	725.00	3/9/99
	<u>31,849.20</u>	
Vintage Hills Park	<u>(17,578.25)</u>	
Balance	<u>14,270.95</u>	
Boyle's subdivision (City replaced money as donated land was used for street)	<u>9,500.00</u>	11/23/2001
Balance 9/30/02	<u>23,770.95</u>	
Pentagon / Fairway Estates	10,000.00	12/30/03
Fees given to Golf Course	(10,000.00)	12/30/03
Sally Oden	907.00	8/3/04
Dorris Lutt	433.00	7/1/05
	<u>25,110.95</u>	
Burmood Acres	7,186.80	9/17/08
Burmood Acres refund	(5,162.00)	10/16/08
Kardell 2nd	26.32	7/8/10
	<u>27,162.07</u>	
Progressive Properties - Grainland Road	3,080.00	8/1/16
Todd Luedeke - Tuffern Blue	900.00	9/6/16
Balance 9/6/17	<u>31,142.07</u>	
CD balance as of 2/28/19 is \$28,921.25		