

RESOLUTION NO. 2024-03

A RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A SECOND AMENDMENT TO THE SERVICE AGREEMENT BETWEEN THE VILLAGE OF HEMINGFORD, IN THE STATE OF NEBRASKA, AND THE SOLID WASTE AGENCY OF NORTHWEST NEBRASKA; AUTHORIZING THE EXECUTION OF SUCH SECOND AMENDMENT TO SERVICE AGREEMENT BY THE OFFICERS OF THE VILLAGE; APPROVING THE ISSUANCE OF BONDS BY SAID AGENCY AND RATIFYING AND CONFIRMING ALL PRIOR ACTIONS TAKEN BY THE VILLAGE WITH RESPECT TO SUCH AGENCY.

BE IT RESOLVED by the Chairperson (the "Presiding Officer") and Village Board (the "Governing Body") of the Village of Hemingford, in the State of Nebraska (the "Agency Member"), as follows:

Section 1. The Presiding Officer and Governing Body hereby find and determine that the Agency Member is a party to that Service Agreement dated as of July 11, 1995 and the Amendment to Service Agreement dated as of May 1, 2013 (together, the "Service Agreement") by and among the Agency Member and the Solid Waste Agency of Northwest Nebraska (the "Agency"); that in connection with the issuance of the Bonds described below it is necessary and advisable for the Agency Member to enter into a Second Amendment to Service Agreement (the "Amendment"); that a proposed form of Amendment for such purpose has been prepared and submitted for approval by the Presiding Officer and Governing Body; and that it is necessary and advisable that said Amendment be approved and its execution authorized.

Section 2. The Presiding Officer is hereby authorized to execute the Amendment for and on behalf of the Agency Member in substantially the form presented but with such changes as such officer shall deem appropriate by such Presiding Officer for and on behalf of the Agency Member.

Section 3. The Agency Member hereby approves the issuance by the Agency of its Solid Waste Disposal Facilities Revenue Bonds, Series 2024 (the "Bonds") in one or more series in the aggregate principal amount of not to exceed \$2,600,000, for the purpose of paying the costs of purchasing equipment and constructing a building to be owned by the Agency including all necessary additions, improvements and appurtenances associated therewith (the "Project").

Section 4. The Governing Body hereby states that it is the intention of the Agency Member that the interest on such Bonds shall be excludable from gross income under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and the Governing Body hereby authorizes the Presiding Officer and each member of the Governing Body to take any and all actions necessary or appropriate to carry out said intention and for the obtaining of such interest exclusion. Designation of said Bonds by the Agency as "qualified tax-exempt obligations" under Section 265(b)(3)(B)(i)(III) of the Code by and for the Agency Member and the Agency is hereby authorized and confirmed and the Agency Member hereby covenants and warrants that it does not anticipate issuance directly by it or on its behalf of tax-exempt bonds or

other tax-exempt interest-bearing obligations in an amount in excess of \$5,000,000 in calendar 2024. The Agency is hereby determined to be a subordinate entity issuing bonds on behalf of the Agency Member within the meaning of Section 148(f)(4)(D)(iv) of the Code and the Agency Member hereby irrevocably allocates \$2,600,000 in principal amount of bonds for the calendar year 2024 to the Agency pursuant to said Section 148(f)(4)(D)(iv) and determines that the Agency Member will receive substantial benefits from the issuance of said Bonds. It is understood that said Bonds shall constitute an obligation of the Agency payable only from the sources specified in the authorizing resolution of the Agency.

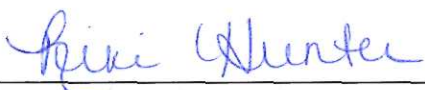
Section 5. All prior actions taken by the Agency Member with respect to the Agency, membership of the Agency Member therein and said prior Service Agreement (including any and all obligations to levy and collect taxes to make payments under the Service Agreement, as and to the extent applicable) are hereby ratified and confirmed in all respects, and the Presiding Officer and other officers of the Agency Member, or any one of them, are hereby authorized to execute and deliver for and on behalf of the Agency Member any and all certifications and agreements requested by said Agency relating to said Amendment as authorized by this resolution.

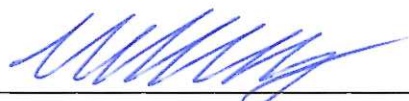
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Section 6. This resolution shall be in force and take effect from and after its adoption as provided by law.

PASSED AND APPROVED this 23rd day of July, 2024.


Presiding Officer


Governing Body Member


Governing Body Member

Governing Body Member

Governing Body Member



ATTEST:


Clerk

EXTRACT FROM MINUTES

A meeting of the Chairperson (the “Presiding Officer”) and Village Board (the “Governing Body”) of the Village of Hemingford, in the State of Nebraska (the “Agency Member”), was held at the Village Council Chambers in said Agency Member on the 23rd day of July, 2024, at 6 o'clock P.M.

Present were: Presiding Officer: R. Wacker. Governing Body Members: R. Hunter, W. Mahony,
Absent: L. Novotny, J. Frost.

Notice of the meeting was given in advance thereof by newspaper publication or posting in three public places, a designated method for giving notice, as shown by the Affidavit of Publication or Certificate of Posting Notice attached to these minutes. Notice of this meeting was given to the Presiding Officer and all members of the Governing Body and a copy of their acknowledgment of receipt of notice and the agenda is attached to the minutes. Availability of the agenda was communicated in the advance notice and in the notice to the Presiding Officer and Governing Body of this meeting. All proceedings hereafter shown were taken while the convened meeting was open to the attendance of the public. The Presiding Officer publicly stated to all in attendance that a current copy of the Nebraska Open Meetings Act was available for review and indicated the location of such copy posted in the room where the meeting was being held.

Governing Body Member R. Hunter introduced Resolution No. 2024-03 entitled:

A RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A SECOND AMENDMENT TO THE SERVICE AGREEMENT BETWEEN THE VILLAGE OF HEMINGFORD, IN THE STATE OF NEBRASKA, AND THE SOLID WASTE AGENCY OF NORTHWEST NEBRASKA; AUTHORIZING THE EXECUTION OF SUCH SECOND AMENDMENT TO SERVICE AGREEMENT BY THE OFFICERS OF THE VILLAGE; APPROVING THE ISSUANCE OF BONDS BY SAID AGENCY AND RATIFYING AND CONFIRMING ALL PRIOR ACTIONS TAKEN BY THE VILLAGE WITH RESPECT TO SUCH AGENCY.

and moved that such resolution be adopted, which motion was seconded by Governing Body Member W. Mahony. The Presiding Officer then stated the question was “Shall Resolution No. 2024-03 be adopted?” Upon roll call vote, the following Governing Body Members voted YEA: R. Hunter, W. Mahony, R. Wacker; the following voted NAY: *none*. The adoption of said resolution having been concurred in by a majority of the members of the Governing Body, the Presiding Officer declared the resolution adopted and the Presiding Officer in the presence of the Governing Body signed and approved the resolution and the Clerk attested the adoption of the same and affixed her signature thereto. A true, correct and complete copy of said resolution is as follows:

I, the undersigned, Clerk for the Village of Hemingford, Nebraska, hereby certify that the foregoing is a true and correct copy of proceedings had and done by the Chairperson and Board on July 23, 2024; that all of the subjects included in the foregoing proceedings were contained in the agenda for the meeting, kept continually current and readily available for public inspection at the office of the Clerk; that such agenda items were sufficiently descriptive to give the public reasonable notice of the matters to be considered at the meeting; that such subjects were contained in said agenda for at least twenty-four hours prior to said meeting; that at least one copy of all reproducible material discussed at the meeting was available at the meeting for examination and copying by members of the public; that said minutes from which the foregoing proceedings have been extracted were in written form and available for public inspection within ten working days and prior to the next convened meeting of said body; that all news media requesting notification concerning meetings of said body were provided advance notification of the time and place of said meeting and the subjects to be discussed at said meeting; and that a current copy of the Nebraska Open Meetings Act was available and accessible to members of the public, publicly announced and posted during such meeting in the room in which such meeting was held.


Clerk

(SEAL)

