

January 18, 2010

Fremont High School Student Council Representatives presented a report on the activities occurring at the High School. Jennifer Mitzelfelt, City Wide PTA President, expressed appreciation to the Board for their work during School Board Appreciation Week.

1.0 Call to Order - The meeting of the Fremont Public School's Board of Education was called to order by Board President Koerber at 7:07 p.m. at the Main Street Education and Administration Center, Board Room, 130 E. 9th Street. Roll call indicated Board Members Barnes, Koerber, McDuffee, Moran, Proskovec, and Wells were present. Absent: None.

2.0 Consent Section – The Consent Section included the following items:

- Approval of the legal requirements as to advance notice of this meeting to both individual Board Members and to the public.
- Approval of the Agenda as published.
- Approval of the minutes of the regular meeting of December 14, 2009.

It was moved by Moran and seconded by Wells that all items in the Consent Section of the Agenda be approved with this Consent Motion. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay - None. Motion carried. Absent – None.

3.0 Special Section – Board Reorganization.

3.1 Adjournment of Outgoing Board. A motion was made by McDuffee and seconded by Proskovec that the present Board of Education be adjourned and all unfinished business be referred to the reorganized Board of Education and that a representative of the school administration will preside over the reorganization of the Board of Education and conduct the election of officers for 2010. Roll Call Vote - Aye: Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay - None. Motion carried. Absent – None.

3.2 Election of Officers (1 year term). Dr. Sexton, Superintendent, presided over the election of officers for 2010. The following were elected by unanimous ballot: President – Rod Koerber; Vice President – Bob Barnes, Secretary – Sandy McDuffee.

3.3 Oath of Office. Dr. Sexton administered the oath of office to the Members of the Board of Education and asked each to sign a notarized statement. Dr. Sexton turned the remainder of the meeting over to the newly elected President.

3.4 Call to Order and Roll Call. President Rod Koerber called the reorganized Board of Education meeting to order at 7:18 p.m. Roll call indicated Board Members Barnes, Koerber, McDuffee, Moran, Proskovec, and Wells were present. Absent: None.

3.5 Appointment of Board Treasurer and Board Clerk. The Board appointed Shirley Lueth as Board Treasurer and Sandra Terry as Board Clerk for 2010.

4.0 Consent Section. The Consent Section included the following items:

- Approval of the Option Enrollments –
 - Enter 2009-2010 –
 - Shane Buresh, grade 11, from Elkhorn
 - Megan Manka, grade 5, from Logan View
 - Exit 2010-2011 –
 - James Kelly, grade 12, to Cedar Bluffs
 - Change of Status –
 - Megan Dworshak, grade 9, previous option from North Bend to Fremont, returned to resident district
- Approval of the Staff/Student Enrollment reports.
- Approval of the certified staff appointments/replacements –
 - Jill Richardson, 4th Grade, Milliken Park, returning from disability
- Certified Staff Other –
 - Stacy Nielsen, 4th Grade, Milliken Park, 1 Semester Temporary Sub; Contract ends
- Approval of the classified staff appointments/replacements –
 - Jim Hart, Bus Aide, Transportation
 - Jessica Johnson, ELL/Sped Para Educator, High School
 - Kathleen Weber, Para Educator for Visually Impaired, Main Street Building
 - Heather Stich, Instructional Aide, Washington
 - Jackie Welander, Food Service Worker, Washington
 - Allen Duncan, Secondary Building Custodian, High School
 - Need, Building Maintenance Supervisor, Middle School
- Classified Staff Resignations –
 - Silvia Vivanco, ELL Para Educator, Washington
 - Jon Ford, Secondary Building Custodian, High School
 - Kendra Barker, Food Service Worker, Washington
- Classified Staff Retirements –
 - Gerald Shellard, Building Maintenance Supervisor, Middle School
- Classified Staff Other –
 - Irma Zarate de Marquez, Instructional Aide to ELL Para Educator, Washington
- Approval of Personnel Accountability Report for December, 2009.
- Approval of Student Teacher Placement.
- Approval of the December, 2009, bill listing.
- Approval of the December, 2009, Fund reports.
- Approval of the Surplus/Salvage items.

It was moved by Wells and seconded by Barnes that all items in the Consent Section of the Agenda be approved with this Consent Motion. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay - None. Motion carried. Absent – None.

5.0 Communications – FEA. Doug Sheppard, FEA President, had the teachers in attendance at the Board Meeting introduce themselves.

6.0 Presentations.

6.1 Legislative Update. Tom Reeser and Doug Nabb presented information on bills that are being considered during this session of the Nebraska Legislature as it relates to education. He will continue to keep the administration up-to-date as this session progresses.

7.0 Report Items –

7.1 Curriculum and Instruction Items –

- a. **2009 ITBS Results.** Terry Snyder presented the results of the ITBS test given to fourth and eighth grade students in the areas of math, reading, language arts, and the overall core total.

8.0 Action Section.

8.1 Elementary/Secondary Items –

- a. **Donation to Milliken Park Elementary School.** The Milliken Park Elementary School PTA is requesting approval to purchase Guided Reading Materials at a cost of \$2,875.00. A motion was made by Proskovec and seconded by Wells to accept the donation from the Milliken Park Elementary School PTA for the purchase of Guided Reading Materials valued at \$2,875.00. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay – None. Motion carried. Absent – None.

8.2 Business Items –

- a. **Authorization to Change Signatures for Payroll and Accounts Payable Checks.** In order to be in accordance with State Statute, the signatures on the payroll and accounts payable checks need to be changed to the Board President and Secretary. A motion was made by Barnes and seconded by Moran to approve that a change be made in the authorized signatures on the payroll and accounts payable checks to the Board President and Secretary in order to follow State Statute. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay – None. Motion carried. Absent – None.

8.3 Board Items -

- a. **Build America Bond Resolution.** Dr. Sexton, Jerry McCall and Paul Grieger presented information in regard to both the hearing held before the regular meeting and the resolution on the Build America Bonds. A motion was made by Wells and seconded by Proskovec to approve the Build America Bonds resolution. (*entire resolution can be found at the end of the minutes) Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay – None. Motion carried. Absent – None.

- b. **Board Committee Appointments.** Board Committee appointments were made for 2010:

2010 Committee Membership:

- Americanism and Textbook
Bob Barnes, Dan Moran, Sandi Proskovec

Alternate Sandy McDuffee

- Audit
Rod Koerber, Sandy McDuffee, Dan Moran
Alternate Sandi Proskovec
- Board Policy
Rod Koerber, Sandy McDuffee, Grady Wells
Alternate Bob Barnes
- Facilities Use and Planning
Bob Barnes, Sandi Proskovec, Sandy McDuffee
Alternate Dan Moran
- Negotiations
Rod Koerber, Sandi Proskovec, Grady Wells
Alternate Sandy McDuffee

- c. **Revised Board Policy 52B.7, Graduation Requirements.** Kevin Eairleywine presented the revisions made to Board Policy 52B.7, Graduation Requirements, which is being presented for first reading. A motion was made by Moran and seconded by Proskovec to approve the first reading of Board Policy 52B.7, Graduation Requirements. Roll Call: Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay – None. Motion carried. Absent – None.

9.0 Closed Session. A motion was made by Proskovec and seconded by Wells that the Board of Education go into Closed Session at 8:23 p.m. to discuss collective bargaining issues, prevent the needless injury to the reputation of an individual or individuals in discussion of personnel matters, and to consider issues in the public interest. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay - None. Motion carried. Absent – None.

A motion was made by Barnes and seconded by Proskovec that the Board of Education return from Closed Session at 9:28 p.m. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay - None. Motion carried. Absent – None.

10.0 Personnel Action.

10.1 Superintendent's Evaluation/Contract. Following discussion, a motion was made by McDuffee and seconded by Proskovec that the Superintendent's contract be renewed for a three-year period from July 1, 2010, through June 30, 2013. Roll Call: Aye – Barnes, Koerber, McDuffee, Moran, Proskovec, Wells. Nay – None. Motion carried. Absent – None.

11.0 Adjournment. The meeting was adjourned by the Board President at 9:30 p.m.

Respectfully Submitted,

Sandra McDuffee,
Board Secretary

*** EXTRACT FROM MINUTES OF MEETING
OF THE BOARD OF EDUCATION
OF DODGE COUNTY SCHOOL DISTRICT 0001
(aka Fremont Public Schools)**

A meeting of the Board of Education of Dodge County School District 0001 (more commonly referred to as Fremont Public Schools), in the State of Nebraska (the “**District**”), was held at 6:30 p.m. on Monday, January 18, 2010, in the Board Room of the Student Service Center, 130 East 9th Street, Fremont, Nebraska, in a publicly convened session, the same being open to the attendance of the public and having been preceded by advance publicized notice, said advance publicized notice having been given in accordance with the provisions of Article 14, Chapter 84, Reissue Revised Statutes of Nebraska, as amended, and having set forth (a) the time, date, and place of this meeting; (b) that this meeting would be open to the attendance of the public; and (c) that an agenda of then known subjects to be taken up at the meeting could be obtained from the office of the Superintendent of Schools (the “**Superintendent**”). A copy of the affidavit of publication of said advance publicized notice was ordered annexed to the minutes of this meeting and is attached hereto. Additionally, reasonable efforts were made to provide advance notification of the meeting to all news media requesting the same of the time, date, and place of the meeting. All proceedings hereafter shown were taken while the meeting was open to the attendance of the public.

The following members were present: Bob Barnes, Rod Koerber, Sandy McDuffee, Dan Moran, Sandi Proskovec, Grady Wells.

The following members were absent: None.

A quorum being present and the meeting duly commenced, the following proceedings were had and done. The President publicly stated to all in attendance that a current copy of the Nebraska Open Meetings Act was posted for review and indicated the location of such copy in the room where the meeting was being held.

* * * *

The President stated it was the time set to conduct a hearing on (1) the District's itemized estimate of amounts necessary to be expended for construction, expansion, rehabilitation, modernization, renovation, repairing and/or equipping of public school facilities for use by the District (the "**Project**"); (2) the District's issuance of its Limited Tax Obligation Build America Bonds (the "**Bonds**") in the estimated aggregate principal amount of not to exceed \$15,220,000 to pay the costs of the Project; and (3) the District's levying of a limited tax not to exceed 5.2 cents for a period not to exceed 30 years to pay the principal of and the interest on the Bonds. At such hearing the following persons appeared and were heard:

Jennifer Mitzelfelt, Paul Marsh, Gary Bolton, Mary Marsh, Jim Ebers

After all persons desiring to be heard were heard, the President of the Board declared the hearing closed and, after discussion, Board Member Wells introduced the following resolution and moved its adoption:

"BE IT RESOLVED BY THE BOARD OF EDUCATION OF DODGE COUNTY SCHOOL DISTRICT 0001, IN THE STATE OF NEBRASKA, AS FOLLOWS:

Section 1. The President and Board of Education (the "**Board**") of Dodge County School District 0001, in the State of Nebraska (the "**District**"), hereby find and determine as follows:

Section 1. The Board hereby finds and determines that:

(a) The Board has determined that it is necessary to construct, expand, rehabilitate, modernize, renovate, repair and/or equip public school facilities for use by the District pursuant to Section 79-10,110, R.R.S. Neb., 2008, as amended, (the "**Act**"); that attached to this Resolution as Exhibit "A", which is incorporated herein by this reference, is a more specific description of such improvements (the "**Project**") and an itemized estimate of the amounts necessary to be expended for such Project (the "**Estimate**"); and that under the terms of the Act before such Estimate may be presented to the County Clerk of Dodge County, and before the Project may be undertaken or bonds issued for such Project, a public hearing on such Estimate must be held;

(b) A hearing was held on January 18, 2010, pursuant to notice published in the *Fremont Tribune* on December 26, 2009, and January 2, January 9, and January 16, 2010, and at such hearing all persons desiring to be heard concerning such Estimate were heard;

(c) Pursuant to such hearing, the following matters are hereby determined:

(i) The Project as described in (a) above and more particularly described on the Estimate attached hereto as Exhibit "A" is hereby designated as the project for which the tax levy provided for by the Act will be expended.

(ii) The tax permitted to be levied pursuant to the Act will be expended to pay debt service on the bonds issued to pay all or a portion of the costs for the Project as referred to in (a) above.

(iii) The tax permitted to be levied pursuant to the Act shall be levied over a period of not more than thirty years commencing with the taxes to be levied for the 2010-2011 budget year and shall be in an aggregate amount not to exceed \$0.052 per one hundred dollars of taxable valuation on all the taxable property of the District for each such year, provided, that subject to such limitation, the tax hereby agreed to be levied shall be an amount sufficient to provide for the payment of principal and interest on the bonds herein authorized as the same fall due in accordance with the terms of this resolution (the "**Resolution**").

(d) The Superintendent of the District is hereby directed to deliver the Estimate and a copy of this Resolution to the County Clerk of The County of Dodge, in the State of Nebraska, by no later than September 20, 2010 in pursuance of the Act.

(e) The District presently has \$740,000 outstanding which were issued under the Act; that the taxable valuation of all the taxable property for the District as most recently determined is \$1,811,414,782; that the District is permitted, pursuant to the Act, to levy a tax of not to exceed 5 1/5 cents per one hundred dollars of taxable valuation on all the taxable property of the District for the purposes of paying principal and interest on the bonds herein authorized and that such tax, when collected, will be sufficient to pay the principal of and interest on the bonds of this issue as and when the same become due.

(f) All conditions, acts and things required to exist precedent to the issuance of the District's Limited Tax Build America Bonds (Taxable Interest—Direct Pay), Series 2010, in the principal amount of not to exceed \$15,220,000 (the "**Bonds**"; or, individually, a "**Bond**") under the terms of the Act do exist and have been done as required by law.

Section 2. There shall be and there is hereby ordered issued the negotiable bonds of this District to be designated as its "**Limited Tax Build America Bonds (Taxable Interest—Direct Pay), Series 2010**" in the aggregate principal amount of not to exceed Fifteen Million Two Hundred Twenty Thousand Dollars (\$15,220,000) (the "**Bonds**"). The Bonds shall become due on December 15 of the years as indicated below:

<u>Amount</u>	<u>Maturity December 15</u>	<u>Amount</u>	<u>Maturity December 15</u>
\$290,000	2011	\$450,000	2026
290,000	2012	465,000	2027
295,000	2013	485,000	2028
295,000	2014	510,000	2029
305,000	2015	530,000	2030
310,000	2016	555,000	2031
320,000	2017	575,000	2032
330,000	2018	605,000	2033
345,000	2019	630,000	2034
355,000	2020	655,000	2035
370,000	2021	685,000	2036
380,000	2022	715,000	2037
395,000	2023	750,000	2038
415,000	2024	780,000	2039
430,000	2025	1,705,000	2040

*provided, that the Bonds shall bear interest at the rates per annum as shall be determined in a written designation (the “**Designation**”) signed by the President and/or Secretary (each an “**Authorized Officer**”) of the Board of Education and which may be agreed to by D.A. Davidson & Co. (the “**Underwriter**”), which Designation may also determine or modify the principal amount for each maturity of the Bonds, mandatory redemption provisions (if any), pricing terms as set forth in Section 12 below and certain other items as may be indicated elsewhere in this Resolution; provided, however, all such determinations shall be within the following limitations and any other limitations set forth in this Resolution:*

- (a) the aggregate principal amount of the Bonds shall not exceed \$15,220,000;*
- (b) the true interest cost of the Bonds shall not exceed 5.00% per annum, which shall take into account a credit with respect to each interest payment equal to 35% of the interest payable on the Bonds by virtue of the Bonds qualifying as “build America bonds” and “qualified bonds” as defined in Sections 54AA and 6431 of the Internal Revenue Code of 1986, as amended (the “**Code**”);*
- (c) the aggregate amount of original issue discount (if any) may result in an aggregate net original issue discount (if any) not in excess of one percent (1.00%) of the stated principal amount of the Bonds, provided that there shall be no original issue premium payable with respect to any Bonds;*
- (d) the longest maturity of the Bonds may not be later than December 15, 2040;*
- (e) the principal amount due in any year (including principal due as mandatory redemption amounts) for each maturity may be decreased by any amount determined but shall not increase by more than 20% or \$20,000, whichever is greater;*

- (f) *two or more of the principal maturities of the Bonds may be combined and issued as “term bonds” and the Authorized Officer may determine the mandatory sinking fund payments and mandatory redemption amounts. Any Bonds issued as “term bonds” shall be redeemed at a redemption price equal to 100% of the principal amount thereof plus accrued interest thereon to the date of redemption and may be selected for redemption by any random method of selection determined appropriate by the Registrar (as hereinafter designated) or by the Depository (as hereinafter designated).*

The Authorized Officers (or any one of them) are hereby authorized to make such determinations on behalf of the Board of Education of the District and to evidence the same by execution and delivery of the Designation and such determinations, when made and agreed to by the Underwriter, shall constitute the action of the Board of Education of the District without further action of the Board of Education of the District.

The 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 Bonds shall be the date of delivery thereof. Interest on the Bonds, at the respective rates for each maturity, shall be payable semiannually on June 15 and December 15 of each year, commencing December 15, 2010, or commencing June 15, 2010, as may be determined in the Designation, (each of said dates 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 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 designated by the District’s Treasurer 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, as designated pursuant to Section 3 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 3 hereof. Payments of principal and unpaid interest accrued 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 Bonds to said Paying Agent and Registrar. The District and said Paying Agent and

Registrar may treat the registered owner of any Bond as the absolute owner of such Bond for the purpose of making payments thereon and for all other purposes and neither the District 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 Resolution shall be valid and effectual and shall be a discharge of the District and said Paying Agent and Registrar, in respect of the liability upon the Bonds or claims for interest to the extent of the sum or sums so paid.

Section 3. A national or state bank having trust powers or any trust company shall be designated as Trustee, Paying Agent and Registrar for the Bonds as determined in the Designation (the “**Paying Agent and Registrar**”). Said Paying Agent and Registrar shall serve in such capacities under the terms of an agreement entitled “Trustee, Paying Agent and Registrar’s Agreement” between the District and said Paying Agent and Registrar, the form of which is hereby approved. The President and Secretary are hereby authorized to execute said agreement in substantially the form presented but with such changes as they shall deem appropriate or necessary. The District shall have the right to remove and replace the Paying Agent and Registrar in accordance with the terms of the Paying Agent and Registrar’s Agreement. The Paying Agent and Registrar shall keep and maintain for the District books for the registration and transfer of the Bonds at its designated corporate trust office as set forth in the Designation, but subject to change by the Paying Agent and Registrar upon notice to the District and each registered owner of the Bonds (the “**Designated Office**”). The names and registered addresses of the registered owner or owners of the Bonds shall at all times be recorded in such books. Any Bond may be transferred pursuant to its provisions at the Designated 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 District will deliver at the Designated 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 interest rate, aggregate principal amount and maturity. To the extent of the denominations authorized for the Bonds by this Resolution, one Bond may be transferred for several such

Bonds of the same interest rate and maturity, and for a like aggregate principal amount, and several such Bonds may be transferred for one or several such Bonds, respectively, of the same interest rate and maturity and for a like aggregate principal amount. In every case of transfer of a Bond, the surrendered Bond shall be canceled and destroyed. All Bonds issued upon transfer of the Bonds so surrendered shall be valid obligations of the District evidencing the same obligations as the Bonds surrendered and shall be entitled to all the benefits and protection of this Resolution to the same extent as the Bonds upon transfer of which they were delivered. The District and said 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 4. 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 5. If the date for payment of the principal of or interest on the Bonds shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the city where the Designated 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 6. Bonds shall be subject to redemption, in whole or in part, prior to maturity at any time on or after the tenth anniversary of the date of original issue thereof or such earlier date as may be determined in the Designation, at the principal amount thereof plus accrued interest to the date fixed for redemption. The District may select the Bonds to be redeemed in its sole discretion but the Bonds shall be redeemed only in principal amounts of \$5,000 or integral multiples thereof. Any Bond or Bonds redeemed in part only shall be surrendered to the Paying Agent and Registrar in exchange for a new Bond or Bonds evidencing the unredeemed principal thereof. Notice of redemption of any Bond called for redemption shall be given, at the direction of the District

in the case of optional redemptions and without further direction in the case of mandatory redemptions, by said 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 and the date fixed for redemption and shall state that such Bond or Bonds are to be presented for prepayment at the Designated Office of said 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 District 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 District shall have the right to direct further notice of redemption for any such Bond for which defective notice has been given. In the event term maturities and mandatory redemption amounts are determined in the Designation, the provisions of this Section 6 shall apply generally to mandatory redemptions. Any such mandatory redemptions shall be at the principal amount redeemed plus accrued interest to the date set for redemption. The Paying Agent and Registrar shall select the term bonds to be redeemed in any maturity using any random method of selection deemed appropriate, subject to the provisions of Section 8 of this Resolution.

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

UNITED STATES OF AMERICA
STATE OF NEBRASKA
LIMITED TAX BUILD AMERICA BONDS (TAXABLE INTEREST—DIRECT PAY)
SERIES 2010
OF
DODGE COUNTY SCHOOL DISTRICT 0001
(FREMONT PUBLIC SCHOOLS)

No. _____ \$ _____

<u>Interest Rate</u>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP No.</u>
	_____, 20____	_____, 2010	

Registered Owner:

Principal Amount: _____ Dollars (\$ _____)

KNOW ALL PERSONS BY THESE PRESENTS: That Dodge County School District 0001, in the State of Nebraska, 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 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, whichever is later, at the rate per annum specified above payable semiannually on June 15 and December 15 of each year, commencing December 15, 2010 (each of said dates an "Interest Payment Date"). Said interest shall be computed on the basis of a 360-day year consisting of twelve 30-day months. The principal hereof due at maturity or upon redemption prior to maturity, together with unpaid interest accrued thereon, is payable upon presentation and surrender of this bond at the designated corporate trust office (located initially in Fremont, Nebraska, the "Designated Office") of The Fremont National Bank and Trust Company, the Paying Agent and Registrar. 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 the 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.

The School District, however, reserves the right and option of redeeming bonds of this issue maturing on or after _____, 20____, in whole or in part, on the _____ anniversary of the date of original issue thereof, or at any time thereafter, at the principal amount thereof plus accrued interest to the date fixed for redemption. The District may select the bonds to be redeemed in its sole discretion but bonds shall be redeemed only in principal amounts of \$5,000 or integral multiples thereof. Notice of such redemption shall be given by mail, sent to the registered owner of any bond called for redemption at said registered owner's address in the manner provided in the resolution authorizing said bonds.

This bond is one of an issue of fully registered bonds of the total principal amount of _____ Dollars (\$ _____), of even date and like tenor except as to denomination, date of maturity and rate of interest, which were issued by said District for the purpose of paying the costs of construction, expansion, rehabilitation, modernization, renovation, repairing and/or equipping of public

school facilities for use by the District, all in accordance with the provisions of Section 79-10,110, R.R.S. Neb. 2008, as amended (“Section 79-10,110”). Said bond is issued pursuant to a resolution duly adopted by the Board of Education of the District (the “Resolution”).

The bonds of this issue are being issued as “build America bonds”, with interest which is includable in gross income for federal income tax purposes, all in accordance with the provisions of Sections 54AA and 6431 of the Internal Revenue Code of 1986, as amended, (the “Code”).

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 where the Designated 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.

This bond is transferable by the registered owner or such owner’s attorney duly authorized in writing at the Designated Office of the Paying Agent and Registrar upon surrender and cancellation of this bond, and thereupon a new bond or bonds of the same total principal amount and interest rate and maturity will be issued to the transferee as provided in the Resolution subject to the limitations therein prescribed. The School District, 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 hereof and for all other purposes and shall not be affected by any notice to the contrary, whether this bond be overdue or not.

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

IT IS HEREBY CERTIFIED AND WARRANTED that all conditions, acts and things required by law to exist or to be done precedent to and in the issuance of this bond did exist, did happen and were done and performed in regular and due form and time as required by law and that the indebtedness of this District, including this bond, does not exceed any limitation imposed by law. The District agrees that it shall cause to be levied and collected annually a special levy of taxes, subject to the limitation set forth in Section 79-10,110, on all the taxable property in said District for the purpose of paying and sufficient to pay the principal of and interest on this bond as and when such principal and interest become due. **THIS BOND IS A LIMITED OBLIGATION OF THE DISTRICT PAYABLE SOLELY FROM TAXES LEVIED FROM YEAR TO YEAR PURSUANT TO SECTION 79-10,110, THE SINKING FUND ACCUMULATED FROM SUCH TAXES, THE DEBT SERVICE RESERVE FUND ESTABLISHED FOR THE BONDS OF THIS ISSUE AND THE DIRECT PAYMENTS, AS DEFINED IN THE RESOLUTION.**

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

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE PAYING AGENT AND REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE PAYING AGENT AND REGISTRAR FOR PAYMENT OF PRINCIPAL, AND ANY BOND ISSUED

IN REPLACEMENT HEREOF OR SUBSTITUTION HEREOF 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 PERSONS IS WRONGFUL BECAUSE ONLY THE REGISTERED OWNER HEREOF, DTC OR ITS NOMINEE, HAS AN INTEREST HEREIN.

IN WITNESS WHEREOF, the Board of Education of said School District has caused this bond to be executed on behalf of the District by being signed by the President and Secretary of said Board, both of which signatures may be facsimile signatures, all as of the date of original issue specified above.

DODGE COUNTY SCHOOL DISTRICT 0001
IN THE STATE OF NEBRASKA

By: _____
President

ATTEST

Secretary

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds authorized by the resolution of the Board of Education of Dodge County School District 0001, in the State of Nebraska, described in the foregoing bond.

THE FREMONT NATIONAL BANK AND TRUST
COMPANY, Fremont, Nebraska
Paying Agent and Registrar

By: _____
Authorized Signature

(Form of Assignment)

For value received _____
hereby sells, assigns and transfers unto _____ (Social Security
or Taxpayer I.D. No. _____) the within bond and hereby irrevocably constitutes and appoints
_____, attorney, to transfer the same on the books of registration in the
Designated Office of the within mentioned Paying Agent and Registrar with full power of substitution in the
premises.

Dated: _____

Registered Owner(s)

Signature Guaranteed

By _____

Authorized Officer(s)

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 8. Said Bonds shall be executed on behalf of the District by the President and Secretary of the Board who shall sign the same in their official capacity, both of which signatures are hereby authorized to be facsimile signatures. The 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 the President and Secretary shall execute and deliver a Letter of Representations in the form required by the Depository (which may be in the form of a blanket letter, including any such letter previously executed and delivered), for and on behalf of the District, which shall govern matters with respect to registration, transfer, payment and redemption of the Bonds. With respect to the issuance of the Bonds as “book-entry-only” bonds, the following provisions shall apply:

(a) The District 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 District, 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 as the Beneficial Owners transferring or exchanging such Bonds shall designate.

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

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

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

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

(ii) any person, upon (A) the resignation of the Depository from its functions as depository or (B) termination of the use of the Depository pursuant to this Section and the terms of the Paying Agent and Registrar's Agreement.

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

If for any reason the Depository is terminated or resigns and is not replaced, the District shall immediately provide a supply of printed bond certificates 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 District 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 President and Secretary. 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 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 Bonds shall not be valid and binding on the District until authenticated by the Paying Agent and Registrar.

Section 9. After being executed by the President and Secretary of the Board, said Bonds shall be delivered to the Treasurer of the District who shall be responsible therefor under his/her official bond, and he/she shall cause the same to be delivered to the Paying Agent and Registrar for registration and authentication. The Secretary of the District is directed to make and certify a transcript of the proceedings of the District precedent to the issuance of said Bonds, which transcript shall be delivered to the purchaser of said Bonds. The District's Treasurer shall maintain a record of information with respect to said Bonds as required under Section 10-140, R.R.S. Neb. 2007, as amended, and shall cause said record of information to be filed in the office of the Auditor of Public Accounts.

Section 10. (a) The Board of Education shall cause to be levied and collected annually a special levy of taxes, pursuant to and within the limitations set forth in the Act, on all the taxable property in this District for the purpose of paying and sufficient to pay the principal of and interest on the Bonds as and when such principal and interest become due according to the terms thereof and the terms of this Resolution. In accordance with the determinations set forth in Section 1 of this Resolution, such tax shall not exceed \$0.052 per one hundred dollars of taxable valuation on all the taxable property of the District for each such year. In accordance with Section 79-10,110(7) of the Act, there is hereby created an "American Recovery and Reinvestment Act of 2009 purpose undertaking account" (herein, the "**ARRA Account**"). All taxes levied and collected by the District in accordance with this Section 10 shall be deposited in the ARRA Account and are hereby pledged for the prompt payment of the Bonds, both principal and interest, as the same fall due pursuant to Section 79-10,110(10) of the Act. Such amounts shall be held in the ARRA Account to the extent necessary for payment of principal and interest next falling due on the Bonds, and any excess amounts may be transmitted to the Trustee to be credited to 2010 the Debt Service Reserve Fund to the extent required pursuant to Section 10(b) of this Resolution.

(b) For the Bonds there is hereby ordered established a 2010 Debt Service Reserve Fund to be held by the Trustee, in which shall be deposited from proceeds of the Bonds the sum of \$1,000,000, or such lesser amount as shall be determined in the Designation, which shall be maintained as the required balance in the 2010 Debt Service Reserve Fund so long as any of the Bonds remain outstanding. Monies credited to the 2010 Debt Service Reserve Fund may be withdrawn by the Trustee to provide funds to pay when due the principal of and interest on the Bonds if amounts received from the District from its ARRA Account and amounts from the Direct Payments (as defined in Section 13 of this Resolution) are insufficient for such purpose, and the Trustee is hereby authorized and directed to make such withdrawal if and when needed. The 2010 Debt Service Reserve Fund has been established with respect to and shall be maintained for the security of the Bonds only. In the event of any withdrawal from the 2010 Debt Service Reserve Fund, there shall be credited to the 2010 Debt Service Reserve Fund as soon as possible following such withdrawal monies available for such purpose to the District from the ARRA Account and the Direct Payments until such fund has been restored to the required balance. In issuing any series of additional bonds under Section 79-10,110 a separate debt service reserve fund may be established but is not required. Anything in this Section 10 to the contrary notwithstanding, the amount required to be maintained in the 2010 Debt Service Reserve Fund shall not at any time exceed the lesser of (i) the amount allowed as a reasonably required reserve for the Bonds pursuant to Section 54AA(g)(2)(A)(ii) of the Code or (ii) the maximum amount permitted to be invested without yield restriction under Section 148 of the Code or any successor provision or related statutory limitation and applicable regulations of the United States Treasury Department. Any amounts remaining in the 2010 Debt Service Reserve Fund at the final maturity of the Bonds shall be applied to the final principal and interest payment at the final maturity of the Bonds and any remaining amounts shall be applied to amounts due on the Bonds on the next preceding Interest Payment Date.

Section 11. The District's obligations under this Resolution and the liens, pledges, covenants, and agreements of the District herein made or provided for, shall be fully discharged and satisfied as to the Bonds, and any such bonds shall no longer be deemed outstanding hereunder if such bonds shall have been purchased and canceled by the District, 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 the Paying Agent and Registrar or 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) 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 payment; provided, however, that with respect to any Bond to be paid prior to maturity, the District 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 or with the Paying Agent and Registrar may be invested or reinvested in U.S. Government Obligations at the direction of the District, and all interest and income from U.S. Government Obligations in the hands of such bank or trust company or Paying Agent and Registrar 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 District as and when collected. The District reserves the right to issue refunding bonds and provide for the investment of the proceeds thereof in accordance with this Section 11 for purposes of providing for the payment of principal and interest on the Bonds herein authorized.

Section 12. Upon execution, registration and authentication of the Bonds, the Paying Agent and Registrar is authorized to deliver them to D.A. Davidson & Co., as initial purchaser of the Bonds, (the “**Underwriter**”) upon receipt of 98.40% of the principal amount of the Bonds, plus accrued interest, if any, to date of payment and delivery thereof (which purchase price may be modified by the terms of the Designation to provide for original issue discount within the parameters set forth in Section 2 of this Resolution). The District’s Treasurer is hereby authorized to deliver said Bonds to the Underwriter upon payment in full of the purchase price thereof. The Underwriter shall have the right to direct the registration of said Bonds and the denominations thereof within each maturity subject to the restrictions of this Resolution. The net proceeds of any Bonds shall be deposited with and held and invested by the Paying Agent and Registrar (into the 2010 Bond Construction Fund as defined and described in and established under the Trustee, Paying Agent and Registrar’s Agreement) and shall be applied, upon order of the District, solely to pay costs of the Project. The Underwriter and

its agents, representatives and counsel (including its bond counsel) are hereby authorized to take such actions on behalf of the District 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 officers of the District, 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. If no separate written agreement for the sale of the Bonds is executed and delivered by and between the District and the Underwriter, this Resolution together with an executed Designation shall constitute the agreement for the sale of the Bonds.

Section 13. The District hereby covenants to the purchasers and registered owners of the Bonds hereby authorized that it will make no use of the proceeds of said bond issue, including tax levy monies intended to be used to pay principal and interest on said Bonds, which would cause said Bonds (a) to be arbitrage bonds within the meaning of Sections 103(b) and 148 of the Code, (b) to cease to qualify as “build America bonds” and “qualified bonds” under Section 54AA and Section 6431 of the Code or (c) to be “private activity bonds” within the meaning of Section 141 of the Code and further covenants to comply with said Sections 103, 141 and 148 and all applicable regulations thereunder throughout the term of said bond issue. The District hereby irrevocably elects to have both subsections (d) and (g) of Section 54AA of the Code apply to the Bonds. The District hereby covenants and agrees to (a) take all actions necessary under the Code to maintain the status of the Bonds as its “build America bonds” and “qualified bonds”, each as defined and described in Sections 54AA and 6431 of the Code; (b) take any and all actions necessary to obtain the credit payable to the District equal to 35 percent of each interest payment on the Bonds pursuant to Section 6431 of the Code (the “**Direct Payments**”); and (c) enter into the Tax Compliance Agreement in substantially the form presented herewith. The President and/or Secretary of the Board of Education are hereby authorized to execute and deliver said Tax Compliance Agreement in substantially the form presented but with any such modifications as shall be determined appropriate for and on behalf of the District. The officers of the District, or any one or more of them, including President, Vice President and Secretary of the Board of Education and the Superintendent are hereby authorized to execute and deliver any and all certificates and documents (including, without limitation,

IRS Form 8038-CP), and to take any and all actions determined appropriate in connection with obtaining the credit from the federal government described in this Section 13.

Section 14. In accordance with the requirements of Rule 15c2-12 (the “**Rule**”) promulgated by the Securities and Exchange Commission (the “**Commission**”), the District, hereby agrees that it will provide the following continuing disclosure information:

(a) to the Municipal Securities Rulemaking Board (the “**MSRB**”) and to the Underwriter, the District shall provide its audited financial statements which shall be prepared on the basis of modified cash receipts and disbursements as prescribed or permitted by the Department of Education, provided that the District reserves the right to alter the basis for its accounting when and if determined appropriate; and the following financial and operating information with respect to the District:

- (i) Taxable Valuation for Current Year
- (ii) General Obligation Bonded Debt including Lease Related Debt (if any)
- (iii) Current Enrollment
- (iv) Total Number of Employees

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues of the District or related public entities, which have been submitted to the MSRB. The District shall clearly identify each such other document so incorporated by reference. Such information is expected to be available not later than seven months after the end of each fiscal year for the District.

(b) in a timely manner to the MSRB (as and to the extent required by the Rule), notice of the occurrence of any of the following events with respect to the Bonds, if in the judgment of the District, such event is material:

- (1) principal and interest payment delinquencies,
- (2) non-payment related defaults,
- (3) unscheduled draws on debt service reserves reflecting financial difficulties,
- (4) unscheduled draws on credit enhancements reflecting financial difficulties (there is no credit enhancement on the Bonds),
- (5) substitution of credit or liquidity providers, or their failure to perform (not applicable to the Bonds),
- (6) adverse tax opinions or events affecting the tax status of the Bonds,
- (7) modifications to rights of the holders of the Bonds,
- (8) bond calls,
- (9) defeasances,
- (10) release, substitution, or sale of property securing repayment of the Bonds, and

(11) rating changes.

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

(c) in a timely manner to the MSRB (as and to the extent required by the Rule) notice of any failure on the part of the District to provide required annual financial information not later than seven months from the close of the District's fiscal year.

The District hereby agrees that all information required to be filed with the MSRB under the terms of this continuing disclosure undertaking shall be provided for filing in such format and accompanied by such identifying information as shall be prescribed by the MSRB. The District reserves the right to modify from time to time the specific types of information provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the District, consistent with the Rule. The District hereby agrees that such covenants are for the benefit of the registered owners of the Bonds (including Beneficial Owners) and that such covenants may be enforced by any registered owner or Beneficial Owner, provided that any such right to enforcement shall be limited to specific enforcement of such undertaking and any failure shall not constitute a default or an event of default under this Resolution, the Tax Compliance Agreement or the Trustee, Paying Agent and Registrar's Agreement. The continuing disclosure obligations of the District, as set forth in this Section 14, shall cease when none of the Bonds remain outstanding. The officers of the District, or any one or more of them, including President, Vice President and Secretary of the Board of Education and the Superintendent are hereby authorized to enter into a Dissemination Agreement with the Paying Agent and Registrar, in standard form, in order to ensure the District's compliance with such undertaking.

Section 15. The Superintendent or any Assistant Superintendent is hereby authorized to approve and deem final a Preliminary Official Statement pertaining to the issuance of the Bonds. Such Superintendent or any Assistant Superintendent is hereby authorized to approve a final Official Statement on behalf of the District.

Section 16. The officers of the District, or any one or more of them, including President, Vice President and Secretary of the Board of Education and the Superintendent are hereby authorized to execute and deliver any and all certificates and documents and to take any and all actions determined appropriate in connection with the issuance and sale of the Bonds.

ADOPTED this 18th day of January, 2010.

DODGE COUNTY SCHOOL DISTRICT 0001,
IN THE STATE OF NEBRASKA

ATTEST:

By: _____
President

Secretary

The motion for adoption was seconded by Board Member Proskovec. The President then stated the question was, "Shall this Resolution be passed and adopted?" Upon roll call vote, the following Board Members voted YEA: Barnes, Koerber, McDuffee, Moran, Proskovec, Wells; the following voted NAY: None. The passage and adoption of said resolution having been concurred in by a majority of all members of the Board, the President declared the resolution adopted and the President, in the presence of the School Board, signed and approved the resolution and the Secretary attested the passage and approval of the same and affixed his signature thereto.

DATED THIS 18th day of January, 2010.

President

ATTEST:

Secretary