

11 August 2015

State of South Dakota  
Secretary of State  
Capital Building  
500 East Capitol Ave.  
Pierre, SD 57501

Madam Secretary,

In accordance with SDCL 49-17A-4, the enclosed documents for the creation of the Yankton County Regional Railroad Authority are submitted. Subdivisions within the Authority are Yankton County and the City of Yankton.

Sincerely,

A handwritten signature in black ink, appearing to read "Debra A. Bodenstedt". The signature is fluid and cursive, with a horizontal line at the end.

Debra A. Bodenstedt  
Yankton County Commissioner and  
Yankton County Regional Railroad Authority member

Cc

Yankton County Auditor  
City of Yankton

AFFIDAVIT OF PUBLICATION

YANKTON DAILY PRESS AND DAKOTAN

Yankton County Auditor  
321 W 3rd St Suite 100  
Yankton, SD 57078

STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

KELLY HERTZ BEING FIRST DULY SWORN ON OATH DEPOSES  
AND SAYS THAT HE IS THE MANAGING EDITOR OF, YANKTON  
MEDIA INC, A CORPORATION, THE PRINTER AND THE PUBLISHER OF THE  
YANKTON DAILY PRESS AND DAKOTAN, A LEGAL DAILY NEWSPAPER  
PUBLISHED AND CIRCULATED IN THE CITY OF YANKTON, SAID COUNTY  
AND STATE, AND ONE OF THE OFFICIAL NEWSPAPERS OF THE SAID  
COUNTY OF FACTS STATED IN THIS AFFIDAVIT; THAT THE ANNEXED  
Notice of Public Hearing

TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE  
NEWSPAPER ON THE 23rd DAY OF April 2015  
THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION  
OF SAID NOTICE TO WIT \$8.94 ENSURES TO THE  
BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO  
AGREEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS  
BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF  
HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 4/23/2015

FILED ON: 4/24/2015

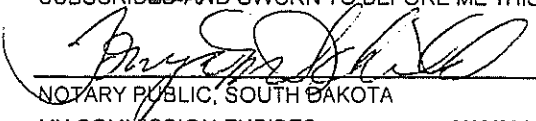
4+23  
NOTICE OF PUBLIC HEARING

Notice is hereby given that the Board of County Commissioners in and for the County of Yankton, South Dakota, on the 6th of May 2015, at the hour of 7:00 PM, at the Yankton County Government Center in the Commissioners chambers will meet to hear public comment on the creation of the Yankton County regional Railroad Authority which will encompass the jurisdiction of the County. Notice is further given that any person, persons, or their attorney may appear and be heard at said

scheduled public hearing who are interested in the approval or rejection of the Regional Railroad Authority.

Patty Hojem  
Yankton County Auditor  
Published once at the total approximate cost of \$8.94.

SUBSCRIBED AND SWORN TO BEFORE ME THIS 24th DAY OF April 2015

  
NOTARY PUBLIC, SOUTH DAKOTA

MY COMMISSION EXPIRES 8/19/2015

AFFIDAVIT OF PUBLICATION

YANKTON DAILY PRESS AND DAKOTAN

Yankton County Auditor  
321 W. 3rd St Suite 100  
Yankton, SD 57078

STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

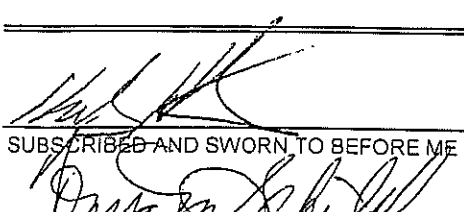
KELLY HERTZ BEING FIRST DULY SWORN ON OATH DEPOSES AND SAYS THAT HE IS THE MANAGING EDITOR OF, YANKTON MEDIA INC, A CORPORATION, THE PRINTER AND THE PUBLISHER OF THE YANKTON DAILY PRESS AND DAKOTAN, A LEGAL DAILY NEWSPAPER PUBLISHED AND CIRCULATED IN THE CITY OF YANKTON, SAID COUNTY AND STATE, AND ONE OF THE OFFICIAL NEWSPAPERS OF THE SAID COUNTY OF FACTS STATED IN THIS AFFIDAVIT; THAT THE ANNEXED Commission Meeting Minutes 5-6-15

TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE NEWSPAPER ON THE 14th DAY OF May 2015 THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION OF SAID NOTICE TO WIT \$16.22 ENSURES TO THE BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO AGREEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 5/14/2015

FILED ON: 5/14/2015

SUBSCRIBED AND SWORN TO BEFORE ME THIS 14th DAY OF May 2015

  
NOTARY PUBLIC, SOUTH DAKOTA

MY COMMISSION EXPIRES 8/19/2015

5+14  
YANKTON COUNTY  
COMMISSION MEETING  
May 6, 2015

A special meeting of the Yankton County Commission was called to order by Chairman Todd Woods at 7:00 PM on Wednesday, May 6, 2015.

Roll call was taken with the following Commissioners present: Donna Freng, Raymon Epp, Don Kettering and Todd Woods. Absent: Debra Bodenstedt. Speakers included Brian McGinnis of Planning & Development District III and Toby Morris of Dougherty and Company. Also present were officials from the Napa-Platte Regional Rail Authority.

The special session was called to address the proposed Yankton County Rail Road Authority between Yankton County and Yankton City.

Action 15191C: A motion was made by Kettering and seconded by Epp to adjourn. All present voted aye; motion carried.

The next regular meeting will be Tuesday, May 19, 2015.

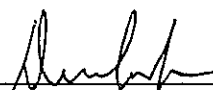
Todd Woods, Chairman  
Yankton County Commission

ATTEST:  
Patty Hojem, County Auditor  
Published once at the approximate cost of \$16.22.

**Resolution #15-12**

A RESOLUTION PROVIDING FOR A PUBLIC HEARING ON THE  
CREATION OF THE YANKTON COUNTY REGIONAL RAILROAD  
AUTHORITY

BE IT RESOLVED by the City of Yankton, South Dakota that a hearing shall be held at 7:00 PM on Tuesday, May 26, 2015 in the Yankton Community Meeting Room at 1200 W. 21<sup>st</sup> Street, Yankton, South Dakota to accept public comment on the creation of the Yankton County Regional Railroad Authority which will encompass the jurisdiction of the City of Yankton and that the Finance Officer shall cause to be published notice of such hearing not less than 10 days prior to the hearing.

  
\_\_\_\_\_  
DAVE CARDA , Mayor

ATTEST:

  
\_\_\_\_\_

Al Viereck, Finance Officer

(SEAL)

AFFIDAVIT OF PUBLICATION

YANKTON DAILY PRESS AND DAKOTAN

City of Yankton  
O Box 176  
Yankton, SD 57078

RECEIVED

JUN 10 2015

Dept. of Finance  
City of Yankton

STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

ELLY HERTZ BEING FIRST DULY SWORN ON OATH DEPOSES  
AND SAYS THAT HE IS THE MANAGING EDITOR OF, YANKTON  
MEDIA INC, A CORPORATION, THE PRINTER AND THE PUBLISHER OF THE  
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PUBLISHED AND CIRCULATED IN THE CITY OF YANKTON, SAID COUNTY  
STATE, AND ONE OF THE OFFICIAL NEWSPAPERS OF THE SAID  
COUNTY OF FACTS STATED IN THIS AFFIDAVIT; THAT THE ANNEXED  
Commission Meeting Minutes 5/26/15

TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE  
NEWSPAPER ON THE 6th DAY OF June 2015  
THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION  
OF SAID NOTICE TO WIT \$204.23 ENSURES TO THE  
BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO  
ARRANGEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS  
BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF  
HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 6/6/2015

RECEIVED ON: 6/8/2015

[Signature]  
SUBSCRIBED AND SWORN TO BEFORE ME THIS 8th DAY OF June  
[Signature]  
NOTARY PUBLIC, SOUTH DAKOTA  
COMMISSION EXPIRES 8/19/2015

RESOLUTION 15-14

A Resolution Authorizing an Agreement to Create the Yankton County Regional Railroad Authority and the Execution Thereof

WHEREAS, a public hearing was held May 26, 2015, after public notice thereof was published in the official newspaper of the City on May 15, 2015; and

WHEREAS, the public was given opportunity to give public comment on the creation of a rail authority encompassing the jurisdiction of the City; and

WHEREAS, the City finds and does hereby declare it necessary for the creation of a rail authority;

NOW THEREFORE, BE IT RESOLVED by the City Commission of the City of Yankton, South Dakota (the, "City"), as follows:

1. Authorization of Agreement. The City does hereby authorize the execution of an agreement by and between the City of Yankton and Yankton County in substantially the form on file with the Finance Officer and open to public inspection.

2. Authorization of Officers. The Mayor and Finance Officer are authorized to take such action as they deem necessary to carry out the intent of this resolution, including but not limited to the execution of the agreement described herein.

3. Designation of persons representing City. The following individuals are appointed as the initial representatives of the City to act as commissioners under the agreement:

- a) Amy Nelson, City Manager
- b) Chris Ferdig, City Commissioner

Roll Call: All members present voting Aye; voting Nay: None. Motion adopted.

The Rail Authority public hearing was adjourned at 7:53 p.m.

RESOLUTION 15-13

Authorization to Execute an Agreement to Become a Member of the Yankton County Regional Railroad Authority

BE IT RESOLVED that the City of Yankton, South Dakota, hereby joins the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY pursuant to a proposed agreement as provided for in SDCE Chapter 49-17A as amended.

BE IT FURTHER RESOLVED that the Mayor and the City Finance Officer are hereby authorized and directed to execute the Agreement referred to above; and any and all other necessary documents to effectuate the Agreement and create the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

BE IT FURTHER RESOLVED that City Manager Amy Nelson and City Commissioner Chris Ferdig are hereby designated as representatives of the CITY OF YANKTON to the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

Roll Call: All members present voting Aye; voting Nay: None. Motion adopted.

Action 15-156

Moved by Commissioner Knoff, seconded by Commissioner Johnson, to adopt Resolution 15-14, subject to confirmation by the City and County of the joint persons appointed to the Rail Authority.

for renewal of Malt Censes for the 2015 period. Closing public hearing

Roll Call: All members present voting Aye; voting Nay: None. Motion adopted.

**Resolution #15-13**

AUTHORIZATION TO EXECUTE AN AGREEMENT TO BECOME A MEMBER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

BE IT RESOLVED, that the City of Yankton, South Dakota, hereby joins the YANKTON  
COUNTY REGIONAL RAILROAD AUTHORITY pursuant to a proposed agreement as  
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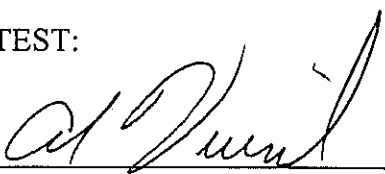
BE IT FURTHER RESOLVED, that the Mayor and the City Finance Officer are hereby  
authorized and directed to execute the Agreement referred to above, and any and all other  
necessary documents to effectuate the Agreement and create the YANKTON COUNTY  
REGIONAL RAILROAD AUTHORITY.

BE IT FURTHER RESOLVED, that CITY MBR-AMY NELSON and  
CITY COMMISSIONER CHRIS FERDIG are hereby designated as representatives of the CITY OF  
YANKTON to the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

Dated this 26 day of MAY, 2015

  
\_\_\_\_\_  
David Carda, Mayor

ATTEST:

  
\_\_\_\_\_  
Al Viereck, Finance Officer

(SEAL)

**AFFIDAVIT OF PUBLICATION**

**YANKTON DAILY PRESS AND DAKOTAN**

Yankton County Auditor  
321 W. 3rd St. Suite 100  
Yankton, SD 57078

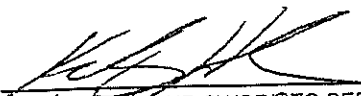
STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

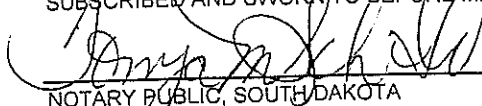
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TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE NEWSPAPER ON THE 18th DAY OF July 2015 THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION OF SAID NOTICE TO WIT \$367.24 ENSURES TO THE BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO AGREEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 7/18/2015

FILED ON: 7/20/2015

  
SUBSCRIBED AND SWORN TO BEFORE ME THIS 20th DAY OF July 2015

  
NOTARY PUBLIC, SOUTH DAKOTA  
MY COMMISSION EXPIRES 8/19/2015

title of Ordinance No. 977, AN ORDINANCE TO REZONE PROPERTY DESCRIBED HEREIN, and set the date of the second reading and public hearing is May 26, 2015.

Action 15-141  
Moved by Commissioner Blaaid,  
Seconded by Commissioner Fer-  
lig, to adopt Resolution 15-12.  
Memorandum 15-106)

RESOLUTION 15-12  
A RESOLUTION PROVIDING  
FOR A PUBLIC HEARING ON  
THE CREATION OF THE  
YANKTON COUNTY  
REGIONAL RAILROAD  
AUTHORITY

BE IT RESOLVED by the City of  
Yankton, South Dakota that a  
hearing shall be held at 7:00 PM  
on Tuesday, May 26, 2015, in the  
Yankton Community Meeting  
Room at 1200 West 21st Street,  
Yankton, South Dakota, to accept  
public comment on the creation of  
the Yankton County Regional  
Railroad Authority which will en-  
compass the jurisdiction of the  
City of Yankton and that the Fi-  
nance Officer shall cause to be  
published notice of such hearing  
not less than 10 days prior to the  
hearing.

Roll Call: All members present  
Voting Aye; voting Nay: None.  
Motion adopted.

Action 15-142  
Moved by Commissioner Blaaid,  
Seconded by Commissioner Som-  
er, to adopt Resolution 15-16.  
Memorandum 15-96)

RESOLUTION 15-16  
A RESOLUTION  
TRANSFERRING A HANGAR  
LEASE AGREEMENT  
FROM  
THE ESTATE OF GERALD L.  
READE TO JACOB HOFFNER  
dba HOFFNER FLYING, INC

WHEREAS, The City of Yankton  
has been given the authority to  
approve the airport hangar ground  
lease agreement transfer for the  
airport hangar #14 owned by The  
Estate of Gerald L. Reade, JoAnn  
Jonas Personal Representative;  
and,

WHEREAS, Jacob Hoffner dba  
Hoffner Flying, Inc., wishes to as-  
sume ownership of the hangar  
from The Estate of Gerald Reade,  
JoAnn Jonas Personal Representa-  
tive; and,

WHEREAS, Jacob Hoffner dba  
Hoffner Flying, Inc., has signed  
an agreement assuming the re-  
sponsibilities and obligations of  
the current lease agreement; and,

WHEREAS, it is in the best inter-  
est of the City of Yankton and the  
residents of Chan Gurney Mu-  
nicipal Airport to approve the  
transfer of the ownership of this  
airport hangar and to approve the  
assignment of the land lease  
agreement to Jacob Hoffner dba  
Hoffner Flying, Inc.



A RESOLUTION AUTHORIZING AN AGREEMENT TO CREATE THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY AND THE  
EXECUTION THEREOF.

**WHEREAS**, a public hearing was held May 6, 2015, after public notice thereof was published in the official newspapers of the County on April 23rd, 2015; and

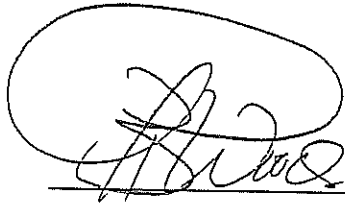
**WHEREAS**, the public was given opportunity to give public comment on the creation of a rail authority encompassing the jurisdiction of the County as contemplated by the proposed written agreement between the City and County of Yankton; and

**WHEREAS**, the County finds and does hereby declare it necessary for the creation of a rail authority.

**NOW THEREFORE, BE IT RESOLVED** by the County Commission of Yankton County, South Dakota (the "County"), as follows:

1. Authorization of Agreement. The County does hereby authorize the execution of an agreement by and between the City of Yankton and Yankton County in substantially the form on file with the County Auditor and open to public inspection.
2. Authorization of Officers. The Chairman and County Auditor are authorized to take such action as they deem necessary to carry out the intent of this resolution, including but not limited to the execution of the agreement described herein.
3. Designation of persons representing County. Two elected Commissioners are appointed as the initial representatives of the County to act as commissioners under the agreement:

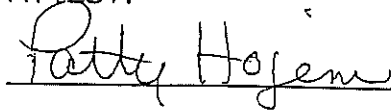
- a. Don Kettering
- b. Debra Bodenstedt



A handwritten signature in black ink, appearing to be 'Don Kettering', is written over a horizontal line. The signature is enclosed within a large, hand-drawn oval.

Chairman

ATTEST:



A handwritten signature in black ink, appearing to be 'Patty Hojem', is written over a horizontal line.

County Auditor

(SEAL)

**AGREEMENT ESTABLISHING THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY**

This agreement, made as of this 7th day of July, 2015, among the political subdivisions which have executed this agreement (the "Members") pursuant to the resolution governing body of each political subdivision authorizing such execution attached hereto as Exhibit "A" and by this reference made a part hereof as if fully set forth herein.

**WITNESSETH:  
ARTICLE I**

**CREATION, NAME, PURPOSES AND POWERS**

- 1.1 There is hereby created and incorporated a regional railroad authority under the provisions of SDCL 49-17A (the "Act") which shall be a political subdivision of the State of South Dakota, to exercise there under a part of the sovereign powers of the State.
- 1.2 The name of the regional railroad authority created and incorporated by the agreement shall be **YANKTON COUNTY REGIONAL RAILROAD AUTHORITY** (the "Authority").
- 1.3 Except as specifically provided to the contrary in this agreement or in the Authority's rules as the same may be amended from time to time, the Authority shall conduct its affairs in accordance with the Act for the purposes authorized therein and to that end shall be empowered to exercise all powers granted by the Act as the same may be hereinafter amended from time to time.

**ARTICLE II**

- 2.1 The names of the Political Subdivisions of the State of South Dakota which have approved this agreement are the initial members of the Authority are **YANKTON COUNTY** and the **CITY OF YANKTON**.
- 2.2 Any political subdivision qualified under the Act which desires to join the Authority subsequent to the date of this agreement shall so indicate its desire by depositing with the Chairman of the Authority a supplement to the agreement executed by such political subdivision and a resolution of the governing body (as defined in the Act) of such political subdivision authority such execution. Thereafter, a political subdivision shall

become a Member of the Authority upon the unanimous approval of the agreement by the Commissioners of the Authority in accordance with SDCL 49-17A-11 and the filing of the same with the Secretary of the State of South Dakota.

**ARTICLE III**  
**REPRESENTATIVES**

- 3.1 The names and addresses of the persons initially appointed by the resolutions approving this agreement to act as the Representatives of the subdivisions respectively, in the exercise of their powers as Members of the Authority are as follows:

City Representatives: City Manager Amy Nelson, and City Commissioner Chris Ferdig.

County Representatives: County Commissioner Don Kettering and County Commissioner Debra Bodenstedt.

Joint City and County Representative: Jeff May

**ARTICLE IV**  
**BOARD OF COMMISSIONERS**

- 4.1 The Board of Commissioners of the Authority shall be comprised of four (4) Representatives of the Members, two of which shall be selected by the governing body of the City of Yankton, two of which shall be selected by the governing body of the County of Yankton, and the final Representative shall be a joint representative selected by approval of both governing bodies of the parties hereto. In order to select the joint City and County Representative, the County Commission shall approve and submit a list of names of at least four (4) acceptable individuals to the City Commission. The City Commission may approve one name from that list as the final Representative or direct the County to approve and submit another list of names of at least four (4) acceptable individuals for consideration by the City Commission. This process shall be repeated until the final Representative has been selected. The names and addresses of the initial Representatives serving as the Board of Commissioners, each of whom shall serve for a term of three (3) years, until his or her successor is appointed and qualified in accordance with SDCL 49-17A-6, are as follows:

<u>Name</u>	<u>Address</u>
Amy Nelson, City Manager	Yankton City Hall 416 Walnut Yankton, SD 57078
Chris Ferdig, City Commissioner	1107 Jackson Street Yankton, SD 57078
Don Kettering, County Commissioner	4201 W 11 <sup>th</sup> St. Yankton, SD 57078
Debra Bodenstedt, County Commissioner	306 Calumet Circle Yankton, SD 57078
Jeffrey May, Joint Representative	1006 E 17 <sup>th</sup> St. Yankton, SD 57078

## ARTICLE V

### REGISTERED OFFICE

- 5.1 The Registered Office of the Authority shall be the Yankton County Auditor's Office, 321 West 3<sup>rd</sup> Street, Yankton, SD 57078, and its registered agent at such office is the Yankton County Auditor.

## ARTICLE VI

## **LIABILITY OF MEMBERS**

- 6.1 The political subdivision which are Members of the Authority and its Commissioners, officers and agents shall not be liable for obligations of the Authority.

## **ARTICLE VII**

### **BYLAWS**

- 7.1 The Commissioners of the Authority shall adopt and amend such rules and bylaws as they may deem appropriate to govern the operation of the Authority.

## **ARTICLE VIII**

### **AMENDMENTS**

- 8.1 This agreement may be amended upon approval by the Commission of the Authority and by the governing bodies of the members; provided, however, a unanimous vote of the Commission of the Authority and of all governing bodies of the members shall be required to amend Article 10.1.

## **ARTICLE IX**

### **VOTING AND INTERPRETATION**

- 9.1 Each signatory member of this Agreement shall be entitled to vote, to be exercised by its appointed member. In the event of any dispute or disagreement as to any of the provisions of this Agreement, a majority vote of the Members shall control.

## **ARTICLE X**

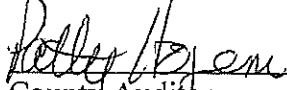
### **TAX CERTIFICATION**

- 10.1 The Authority shall have the authority to certify to the governing bodies the amount of tax to be levied by said governing bodies for railroad purposes pursuant to SDCL 49-17A-21, *et. seq.*

IN WITNESS WHEREOF, the undersigned have executed this agreement as of the date first written above, in counterpart copies, each of which shall constitute an original copy but all of which together shall constitute one and the same instrument.

YANKTON COUNTY, SOUTH DAKOTA

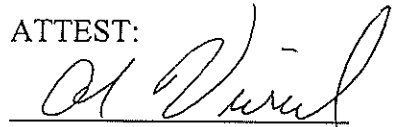
ATTEST:


  
\_\_\_\_\_  
County Auditor  
[SEAL]

By   
\_\_\_\_\_  
Its Chairman, Board of Commissioners

CITY OF YANKTON, South Dakota

ATTEST:

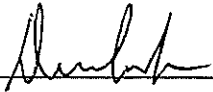
  
\_\_\_\_\_  
Finance Officer  
[SEAL]

By   
\_\_\_\_\_  
Its Mayor

**Resolution #15-12**

A RESOLUTION PROVIDING FOR A PUBLIC HEARING ON THE  
CREATION OF THE YANKTON COUNTY REGIONAL RAILROAD  
AUTHORITY

BE IT RESOLVED by the City of Yankton, South Dakota that a hearing shall be held at 7:00 PM on Tuesday, May 26, 2015 in the Yankton Community Meeting Room at 1200 W. 21<sup>st</sup> Street, Yankton, South Dakota to accept public comment on the creation of the Yankton County Regional Railroad Authority which will encompass the jurisdiction of the City of Yankton and that the Finance Officer shall cause to be published notice of such hearing not less than 10 days prior to the hearing.

  
\_\_\_\_\_  
DAVE CARDA , Mayor

ATTEST:

  
\_\_\_\_\_

Al Viereck, Finance Officer

(SEAL)



AFFIDAVIT OF PUBLICATION

YANKTON DAILY PRESS AND DAKOTAN

City of Yankton  
PO Box 176  
Yankton, SD 57078

RECEIVED

JUN 4 2015

Dept. of Finance  
City of Yankton

STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

KELLY HERTZ BEING FIRST DULY SWORN ON OATH DEPOSES AND SAYS THAT HE IS THE MANAGING EDITOR OF, YANKTON MEDIA INC, A CORPORATION, THE PRINTER AND THE PUBLISHER OF THE YANKTON DAILY PRESS AND DAKOTAN, A LEGAL DAILY NEWSPAPER PUBLISHED AND CIRCULATED IN THE CITY OF YANKTON, SAID COUNTY AND STATE, AND ONE OF THE OFFICIAL NEWSPAPERS OF THE SAID COUNTY OF FACTS STATED IN THIS AFFIDAVIT; THAT THE ANNEXED Commission Meeting Minutes

TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE NEWSPAPER ON THE 21st DAY OF May 2015 THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION OF SAID NOTICE TO WIT \$423.02 ENSURES TO THE BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO AGREEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 5/21/2015

FILED ON:

[Signature]  
SUBSCRIBED AND SWORN TO BEFORE ME THIS 15<sup>th</sup> DAY OF June 2015

[Signature]  
NOTARY PUBLIC, SOUTH DAKOTA  
MY COMMISSION EXPIRES 8/19/2015

title of Ordinance No. 977, AN ORDINANCE TO REZONE PROPERTY DESCRIBED HEREIN, and set the date of the second reading and public hearing is May 26, 2015.

Action 15-141  
Moved by Commissioner Blaaid,  
seconded by Commissioner Fer-  
fig, to adopt Resolution 15-12.  
Memorandum 15-106)

RESOLUTION 15-12  
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public comment on the creation of  
the Yankton County Regional  
Railroad Authority which will en-  
compass the jurisdiction of the  
City of Yankton and that the Fi-  
nance Officer shall cause to be  
published notice of such hearing  
at least 10 days prior to the  
hearing.

Roll Call: All members present  
Voting Aye; voting Nay: None.  
Motion adopted.

Action 15-142  
Moved by Commissioner Blaaid,  
seconded by Commissioner Som-  
er, to adopt Resolution 15-16.  
Memorandum 15-96)

RESOLUTION 15-16  
A RESOLUTION  
TRANSFERRING A HANGAR  
AND LEASE AGREEMENT  
FROM  
THE ESTATE OF GERALD L.  
READE TO JACOB HOFFNER  
dba HOFFNER FLYING, INC

WHEREAS, The City of Yankton  
has been given the authority to  
approve the airport hangar ground  
lease agreement transfer for the  
airport hangar #14 owned by The  
Estate of Gerald L. Reade, JoAnn  
Reade Personal Representative;

WHEREAS, Jacob Hoffner dba  
Hoffner Flying, Inc., wishes to as-  
sume ownership of the hangar  
from The Estate of Gerald Reade,  
JoAnn Jonas Personal Representa-  
tive; and,

WHEREAS, Jacob Hoffner dba  
Hoffner Flying, Inc., has signed  
an agreement assuming the re-  
sponsibilities and obligations of  
the current lease agreement; and,

WHEREAS, it is in the best inter-  
est of the City of Yankton and the  
residents of Chan Gurney Mu-  
nicipal Airport to approve the  
transfer of the ownership of this  
airport hangar and to approve the  
assignment of the land lease  
agreement to Jacob Hoffner dba  
Hoffner Flying, Inc.

**AFFIDAVIT OF PUBLICATION**

YANKTON DAILY PRESS AND DAKOTAN

City of Yankton  
PO Box 176  
Yankton, SD 57078

RECEIVED

JUN 10 2015

Dept. of Finance  
City of Yankton

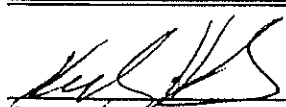
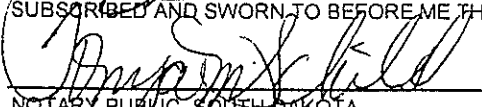
STATE OF SOUTH DAKOTA  
COUNTY OF YANKTON

KELLY HERTZ BEING FIRST DULY SWORN ON OATH DEPOSES AND SAYS THAT HE IS THE MANAGING EDITOR OF, YANKTON MEDIA INC, A CORPORATION, THE PRINTER AND THE PUBLISHER OF THE YANKTON DAILY PRESS AND DAKOTAN, A LEGAL DAILY NEWSPAPER PUBLISHED AND CIRCULATED IN THE CITY OF YANKTON, SAID COUNTY AND STATE, AND ONE OF THE OFFICIAL NEWSPAPERS OF THE SAID COUNTY OF FACTS STATED IN THIS AFFIDAVIT; THAT THE ANNEXED Commission Meeting Minutes 5/26/15

TAKEN FROM THE PAPER, IN WHICH IT WAS LAST PUBLISHED IN THE NEWSPAPER ON THE 6th DAY OF June 2015 THAT THE FULL AMOUNT OF THE FEE CHARGED FOR THE PUBLICATION OF SAID NOTICE TO WIT \$204.23 ENSURES TO THE BENEFITS OF THE PUBLISHER OF SAID NEWSPAPER AND THAT NO AGREEMENT AND UNDERSTANDING FOR THE DIVISION THEREOF HAS BEEN MADE WITH ANY OTHER PERSON, AND THAT NO PART THEREOF HAS BEEN AGREED TO BE PAID TO ANY PERSON WHOMSOEVER.

PUBLISHED ON: 6/6/2015

FILED ON: 6/8/2015

  
SUBSCRIBED AND SWORN TO BEFORE ME THIS 8th DAY OF June  
  
NOTARY PUBLIC, SOUTH DAKOTA  
MY COMMISSION EXPIRES 8/19/2015

**RESOLUTION 15-14**

A Resolution Authorizing an Agreement to Create the Yankton County Regional Railroad Authority and the Execution Thereof

WHEREAS, a public hearing was held May 26, 2015, after public notice thereof was published in the official newspaper of the City on May 15, 2015; and

WHEREAS, the public was given opportunity to give public comment on the creation of a rail authority encompassing the jurisdiction of the City; and

WHEREAS, the City finds and does hereby declare it necessary for the creation of a rail authority;

NOW THEREFORE, BE IT RESOLVED by the City Commission of the City of Yankton, South Dakota (the "City"), as follows:

1. Authorization of Agreement. The City does hereby authorize the execution of an agreement by and between the City of Yankton and Yankton County in substantially the form on file with the Finance Officer and open to public inspection.
2. Authorization of Officers. The Mayor and Finance Officer are authorized to take such action as they deem necessary to carry out the intent of this resolution, including but not limited to the execution of the agreement described herein.
3. Designation of persons representing City. The following individuals are appointed as the initial representatives of the City to act as commissioners under the agreement:

- a) Amy Nelson, City Manager
- b) Chris Ferdig, City Commissioner

Roll Call: All members present voting Aye; voting Nay: None. Motion adopted.

The Rail Authority public hearing was adjourned at 7:53 p.m.

**RESOLUTION 15-13**

Authorization to Execute an Agreement to Become a Member of the Yankton County Regional Railroad Authority

BE IT RESOLVED, that the City of Yankton, South Dakota, hereby joins the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY pursuant to a proposed agreement as provided for in SDCL Chapter 49-17A as amended.

BE IT FURTHER RESOLVED, that the Mayor and the City Finance Officer are hereby authorized and directed to execute the Agreement referred to above; and any and all other necessary documents to effectuate the Agreement and create the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

BE IT FURTHER RESOLVED, that City Manager Amy Nelson and City Commissioner Chris Ferdig are hereby designated as representatives of the CITY OF YANKTON to the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

Roll Call: All members present voting Aye; voting Nay: None. Motion adopted.

Action 15-156  
Moved by Commissioner Knoff, seconded by Commissioner Johnson, to adopt Resolution 15-14, subject to confirmation by the City and County of the joint persons appointed to the Rail Authority.

of renewal of Malt Censes for the 2015 period.   
ishing public hearing

**Resolution #15-13**

AUTHORIZATION TO EXECUTE AN AGREEMENT TO BECOME A MEMBER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

BE IT RESOLVED, that the City of Yankton, South Dakota, hereby joins the YANKTON  
COUNTY REGIONAL RAILROAD AUTHORITY pursuant to a proposed agreement as  
provided for in SDCL Chapter 49-17A as amended.


BE IT FURTHER RESOLVED, that the Mayor and the City Finance Officer are hereby  
authorized and directed to execute the Agreement referred to above, and any and all other  
necessary documents to effectuate the Agreement and create the YANKTON COUNTY  
REGIONAL RAILROAD AUTHORITY.

BE IT FURTHER RESOLVED, that CITY MBR-AMY NELSON and  
CITY COMMISSIONER CHRIS FERDIG are hereby designated as representatives of the CITY OF  
YANKTON to the YANKTON COUNTY REGIONAL RAILROAD AUTHORITY.

Dated this 26 day of MAY, 2015

  
\_\_\_\_\_  
David Carda, Mayor

ATTEST:

  
\_\_\_\_\_  
Al Viereck, Finance Officer

(SEAL)

RESOLUTION NO. 15-14

A RESOLUTION AUTHORIZING AN AGREEMENT TO CREATE THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY AND THE EXECUTION THEREOF.

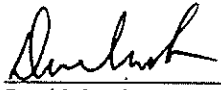
WHEREAS, a public hearing was held May 26, 2015, after public notice thereof was published in the official newspaper of the City on May 15, 2015; and

WHEREAS, the public was given opportunity to give public comment on the creation of a rail authority encompassing the jurisdiction of the City as contemplated by the proposed written agreement between the City and County of Yankton; and


WHEREAS, the City finds and does hereby declare it necessary for the creation of a rail authority.

NOW THEREFORE, BE IT RESOLVED by the City Council of the City of Yankton, South Dakota (the "City"), as follows:

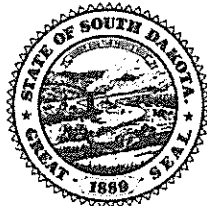
1. Authorization of Agreement. The City does hereby authorize the execution of an agreement by and between the City of Yankton and Yankton County in substantially the form on file with the finance officer and open to public inspection.
2. Authorization of Officers. The Mayor and Finance Officer are authorized to take such action as they deem necessary to carry out the intent of this resolution, including but not limited to the execution of the agreement described herein.
3. Designation of persons representing City. The following individuals are appointed as the initial representatives of the City to act as commissioners under the agreement:
  - a. City Manager Amy Nelson
  - b. City Commissioner Chris Ferdig
  - c. JEFF MAY (Joint City and County Representative)

  
\_\_\_\_\_  
David Carda, Mayor

ATTEST:

  
\_\_\_\_\_  
Al Viereck  
Finance Officer  
(SEAL)  
Passed:  
Published:

# State of South Dakota



## OFFICE OF THE SECRETARY OF STATE

### Certificate of Incorporation for Regional Railroad Authority Domestic Regional Railroad Authority

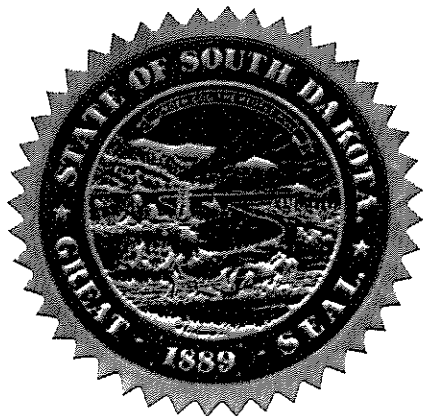
ORGANIZATIONAL ID# RA000033

**I, Shantel Krebs**, Secretary of State of the State of South Dakota, hereby certify that the Corporation Miscellaneous of

YANKTON COUNTY REGIONAL RAILROAD AUTHORITY

duly signed and verified, have been received in this office and are found to conform to law.

**ACCORDINGLY**, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Incorporation for Regional Railroad Authority and attach hereto a duplicate of the Corporation Miscellaneous.



**IN TESTIMONY WHEREOF**,  
I have hereunto set my hand and  
affixed the Great Seal of the  
State of South Dakota, at Pierre,  
the Capital, this 08/13/2015.

*Shantel Krebs*

**Shantel Krebs**  
Secretary of State

9/10/2015 1:55:44 PM  
Change ID: 1275317

Filed this 13<sup>th</sup> day of Aug 2015  
*Shantel Kube*  
SECRETARY OF STATE

RECEIVED  
AUG 13 2015  
S.D. SEC. OF STATE

AGREEMENT ESTABLISHING THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY

This agreement, made as of this 7th day of July, 2015, among the political subdivisions which have executed this agreement (the "Members") pursuant to the resolution governing body of each political subdivision authorizing such execution attached hereto as Exhibit "A" and by this reference made a part hereof as if fully set forth herein.

WITNESSETH:  
ARTICLE I

CREATION, NAME, PURPOSES AND POWERS

- 1.1 There is hereby created and incorporated a regional railroad authority under the provisions of SDCL 49-17A (the "Act") which shall be a political subdivision of the State of South Dakota, to exercise there under a part of the sovereign powers of the State.
- 1.2 The name of the regional railroad authority created and incorporated by the agreement shall be **YANKTON COUNTY REGIONAL RAILROAD AUTHORITY** (the "Authority").
- 1.3 Except as specifically provided to the contrary in this agreement or in the Authority's rules as the same may be amended from time to time, the Authority shall conduct its affairs in accordance with the Act for the purposes authorized therein and to that end shall be empowered to exercise all powers granted by the Act as the same may be hereinafter amended from time to time.

ARTICLE II

- 2.1 The names of the Political Subdivisions of the State of South Dakota which have approved this agreement are the initial members of the Authority are **YANKTON COUNTY** and the **CITY OF YANKTON**.
- 2.2 Any political subdivision qualified under the Act which desires to join the Authority subsequent to the date of this agreement shall so indicate its desire by depositing with the Chairman of the Authority a supplement to the agreement executed by such political subdivision and a resolution of the governing body (as defined in the Act) of such political subdivision authority such execution. Thereafter, a political subdivision shall

become a Member of the Authority upon the unanimous approval of the agreement by the Commissioners of the Authority in accordance with SDCL 49-17A-11 and the filing of the same with the Secretary of the State of South Dakota.

**ARTICLE III**  
**REPRESENTATIVES**

- 3.1 The names and addresses of the persons initially appointed by the resolutions approving this agreement to act as the Representatives of the subdivisions respectively, in the exercise of their powers as Members of the Authority are as follows:

City Representatives: City Manager Amy Nelson, and City Commissioner Chris Ferdig.

County Representatives: County Commissioner Don Kettering and County Commissioner Debra Bodenstedt.

Joint City and County Representative: Jeff May

**ARTICLE IV**  
**BOARD OF COMMISSIONERS**

- 4.1 The Board of Commissioners of the Authority shall be comprised of four (4) Representatives of the Members, two of which shall be selected by the governing body of the City of Yankton, two of which shall be selected by the governing body of the County of Yankton, and the final Representative shall be a joint representative selected by approval of both governing bodies of the parties hereto. In order to select the joint City and County Representative, the County Commission shall approve and submit a list of names of at least four (4) acceptable individuals to the City Commission. The City Commission may approve one name from that list as the final Representative or direct the County to approve and submit another list of names of at least four (4) acceptable individuals for consideration by the City Commission. This process shall be repeated until the final Representative has been selected. The names and addresses of the initial Representatives serving as the Board of Commissioners, each of whom shall serve for a term of three (3) years, until his or her successor is appointed and qualified in accordance with SDCL 49-17A-6, are as follows:



<u>Name</u>	<u>Address</u>
Amy Nelson, City Manager	Yankton City Hall 416 Walnut Yankton, SD 57078
Chris Ferdig, City Commissioner	1107 Jackson Street Yankton, SD 57078
Don Kettering, County Commissioner	4201 W 11 <sup>th</sup> St. Yankton, SD 57078
Debra Bodenstedt, County Commissioner	306 Calumet Circle Yankton, SD 57078
Jeffrey May, Joint Representative	1006 E 17 <sup>th</sup> St. Yankton, SD 57078

## ARTICLE V

### REGISTERED OFFICE

- 5.1 The Registered Office of the Authority shall be the Yankton County Auditor's Office, 321 West 3<sup>rd</sup> Street, Yankton, SD 57078, and its registered agent at such office is the Yankton County Auditor.

## ARTICLE VI

## **LIABILITY OF MEMBERS**

- 6.1 The political subdivision which are Members of the Authority and its Commissioners, officers and agents shall not be liable for obligations of the Authority.

## **ARTICLE VII**

### **BYLAWS**

- 7.1 The Commissioners of the Authority shall adopt and amend such rules and bylaws as they may deem appropriate to govern the operation of the Authority.

## **ARTICLE VIII**

### **AMENDMENTS**

- 8.1 This agreement may be amended upon approval by the Commission of the Authority and by the governing bodies of the members; provided, however, a unanimous vote of the Commission of the Authority and of all governing bodies of the members shall be required to amend Article 10.1.

## **ARTICLE IX**

### **VOTING AND INTERPRETATION**

- 9.1 Each signatory member of this Agreement shall be entitled to vote, to be exercised by its appointed member. In the event of any dispute or disagreement as to any of the provisions of this Agreement, a majority vote of the Members shall control.

## **ARTICLE X**

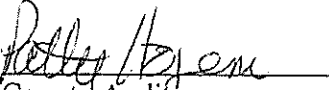
### **TAX CERTIFICATION**

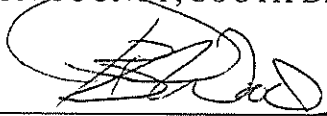
- 10.1 The Authority shall have the authority to certify to the governing bodies the amount of tax to be levied by said governing bodies for railroad purposes pursuant to SDCL 49-17A-21, *et. seq.*

IN WITNESS WHEREOF, the undersigned have executed this agreement as of the date first written above, in counterpart copies, each of which shall constitute an original copy but all of which together shall constitute one and the same instrument.

YANKTON COUNTY, SOUTH DAKOTA


ATTEST:

  
County Auditor  
[SEAL]

By   
Its Chairman, Board of Commissioners

CITY OF YANKTON, South Dakota

ATTEST:

  
Finance Officer  
[SEAL]

By   
Its Mayor

**BY-LAWS OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY, SOUTH DAKOTA**

**ARTICLE I. THE AUTHORITY.**

**Section 1. Name of Authority.** The name of the Authority shall be the “Yankton County Regional Railroad Authority” (the “Authority”).

**Section 2. Seal of Authority.** The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and year of formation.

**Section 3. Office of Commission.** The offices of the commission shall be at in the City of Yankton, State of South Dakota, but the Commission may hold its meetings at such other place as it may designate by resolution.

**ARTICLE II. OFFICERS**

**Section 1. Officers.** The officers of the Authority shall be a Chairman or Chairperson, a Vice-Chairman and a Secretary-Treasurer.

**Section 2. Chairman.** The Chairman shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairman shall sign all contracts, deeds and other instruments made by the Authority. At each meeting, the Chairman shall submit such recommendations and information as he may consider proper concerning the business, affairs and policies of the Authority.

**Section 3. Secretary-Treasurer.** The Secretary-Treasurer shall keep the records of the Authority, shall act as secretary-treasurer of the meetings of the Authority and record all votes, and shall keep a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to this office. He shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and

instruments authorized to be executed by the Authority. The Secretary-Treasurer shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. He shall sign all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority. Except as otherwise authorized by resolution of the Authority all such order and checks shall be countersigned by the Chairman. He shall keep regular books of accounts showing receipts and expenditures and shall render to the Commission, at each regular meeting (or oftener when requested), an account of his transactions and also of the financial condition of the Authority. He shall give such bond for the faithful performance of his duties as the Authority may determine.

**Section 4. Vice Chairman.** The Vice Chairman shall perform such duties of the Chairman in the absence or incapacity of the Chairman; and in the case of death or resignation of the Chairman, the shall perform such duties as are imposed on the Chairman until such time as the Authority shall elect a new Chairman.

**Section 5. Executive Director.** The Commission may employ an Executive Director who shall have general supervision over the administration of its business and affairs, subject to the direction of the Authority. He shall be charged with the management of the railroads of the Authority.

As assistant to the Secretary-Treasurer, the Executive Director in his own name and title shall keep the records of the Authority, shall act as secretary of the meetings of the Authority and record all votes, and shall keep a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to his office. He

shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

As assistant to the Treasurer-Secretary, he shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Commission may select. The Executive Director shall sign all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority. Except as otherwise authorized by resolution of the Authority, all such orders and checks for the payment shall be countersigned by the Authority. He shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority at each regular meeting (or oftener when requested), an account of his transactions and also of the financial condition of the Authority, he shall give such bond for the faithful performance of his duties as the Authority may determine.

The compensation of the Executive Director shall be determined the Authority.

**Section 6. Additional Duties.** The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority or the by-laws or rules and regulations of the Authority.

**Section 7. Election or Appointment.** The Chairman, Vice-Chairman and Secretary-Treasurer shall be elected at the annual meeting of the Authority from among the commissioners of the Authority, and shall hold office for one year or until their successors are elected and qualified.

**Section 8. Vacancies.** Should the offices of Chairman, Vice-Chairman and Secretary-Treasurer become vacant, the Authority shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office.

**Section 9. Additional Personnel.** The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Regional Railroad Authorities Act of the State of South Dakota and all other laws of the State of South Dakota applicable thereto. The selection and compensation of such personnel shall be determined by the Authority subject to the laws of the State of South Dakota.

### **ARTICLE III - MEETINGS**

**Section 1. Regular Meetings.** Meetings shall be held with not less than 24 hour notice at such time and place as may from time to time be designated by resolution or meetings called by the Chairman. If the same shall be a legal holiday, said meeting shall be held on the next succeeding secular day.

**Section 2. Special Meetings.** The Chairman of the Authority may, when he deems it expedient, and shall, upon the written request of two members of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered to each member of the Authority or may be mailed to the business or home address of each member of the Authority at least two days prior to the date of such special meeting. Notice of the special meeting shall be posted 24 hours in advance. At such special meeting no business shall be considered other than as designated in the call, but if all of the members of the Commission are present at a special meeting, any and all business may be transacted at such special meeting.

**Section 4. Quorum.** The powers of the Commission shall be voted in the Commissioners thereof in office from time to time. Three Commissioners shall constitute a

quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum to in attendance, action may be taken by the Commission upon a vote of a majority of the Commissioners present.

**Section 5. Order of Business.** At the regular meetings of the Commission the following shall be the order of business:

1. Roll call.
2. Reading and approval of the minutes of the previous meeting.
3. Bills and communications.
4. Report of the Secretary-Treasurer.
5. Reports of Committees.
6. Unfinished business.
7. New business.
8. Adjournment.

All resolutions shall be in writing and shall be copied in a journal of the proceedings of the Commission.

**Section 6. Manner of Voting.** The voting on all questions coming before the Commission shall be by roll call, and the yeas and nays shall be entered upon the minutes of such meeting.

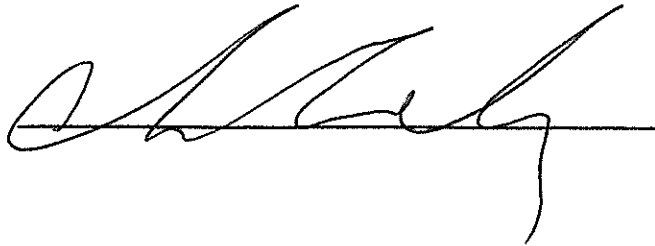
#### **ARTICLE IV. AMENDMENTS**

**Section 1. Amendments to By-Laws.** The by-laws of the Commission shall be amended only with the approval of at least three of the members of the commission at a regular or a special meeting.



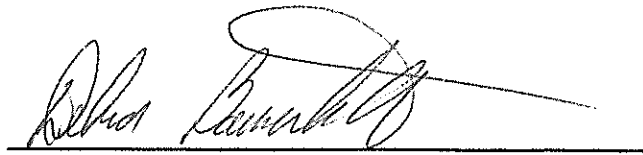
OATH OF COMMISSIONER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY COMMISSION

I, Chris Ferdig do solemnly swear that I will support the constitution and laws of the United States and the Constitution and laws of the State of South Dakota and will faithfully discharge the duties of the office of Commissioner of the Yankton County Regional Rail Authority according to the law and to the best of my judgment and ability, so help me God.

A handwritten signature in black ink, appearing to read "Chris Ferdig", written over a horizontal line. The signature is cursive and stylized.

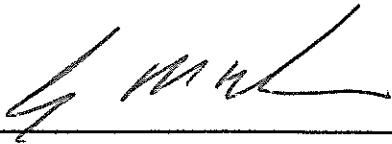
OATH OF COMMISSIONER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY COMMISSION

I, Dobra Bodenstett do solemnly swear that I will support the constitution and laws of the United States and the Constitution and laws of the State of South Dakota and will faithfully discharge the duties of the office of Commissioner of the Yankton County Regional Rail Authority according to the law and to the best of my judgment and ability, so help me God.



OATH OF COMMISSIONER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY COMMISSION

I, Amy Nelson do solemnly swear that I will support the constitution and laws of the United States and the Constitution and laws of the State of South Dakota and will faithfully discharge the duties of the office of Commissioner of the Yankton County Regional Rail Authority according to the law and to the best of my judgment and ability, so help me God.



OATH OF COMMISSIONER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY COMMISSION

I, JEFFREY L. MARY do solemnly swear that I will support the constitution and laws of the United States and the Constitution and laws of the State of South Dakota and will faithfully discharge the duties of the office of Commissioner of the Yankton County Regional Rail Authority according to the law and to the best of my judgment and ability, so help me God.

Jeffrey L. Mary



OATH OF COMMISSIONER OF THE  
YANKTON COUNTY REGIONAL RAILROAD AUTHORITY COMMISSION

I, Don Ketting do solemnly swear that I will support the constitution and laws of the United States and the Constitution and laws of the State of South Dakota and will faithfully discharge the duties of the office of Commissioner of the Yankton County Regional Rail Authority according to the law and to the best of my judgment and ability, so help me God.

Don Ketting



CONSENT OF MEETING

We the undersigned Commissioners of the Yankton County Regional Railroad Authority, hereby accept service of the foregoing call of meeting, waiving any and all irregularities in such service and such call, and consent and agree that said Commissioners shall meet at the time and place therein mentioned and for the purpose therein stated.

Dated: 19 Oct 2015

John B. [Signature]  
[Signature]  
[Signature]  
Joseph [Signature]  
Don [Signature]



EXTRACTS OF THE MINUTES OF THE ORGANIZATION MEETING OF THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY

For the purposes of organizing, a meeting of the Yankton County Regional Rail Authority (the "Authority"), Yankton, South Dakota was held on the 19 day of October, at 9:00 o'clock, A.M. at Yankton City Hall (place of meeting) in the City of Yankton, South Dakota. All members of the Commission were present.

Don Kettering  
Debra Bodengardt  
Amy Nelson  
Chris Fendig  
Jeff May

There were also present by invitation the following:

<u>Al Vereick - City Finance officer</u>	
<u>Cheri Loest - Public</u>	
<u>David Leonard - Media</u>	
<u>Tom Pici - Media</u>	

On motion duly made, seconded and carried, (<sup>1st</sup> Kettering / <sup>2nd</sup> Nelson) Bodengardt [name] was chosen chairman of the meeting and Nelson [name] was chosen as secretary.

The chairperson reported that all Commissioners consented to said meeting.

**Motion 15 -1**

Motion by Jeff May, seconded by Don Ketting, to place the Consent of Meeting in the minutes.

5 Aye

0 Nay

Motion carried.

A certified copy of the resolution passed by the City of Yankton and the County Commission, an executed agreement establishing the Yankton County Regional Railroad Authority was presented to the commission and a Certificate of Incorporation executed by the Secretary of State of the State of South Dakota.

**Motion 15 -2**

Motion by Nelson, seconded by MAY, to place the resolutions, agreement and the certificate of incorporation in the minutes.

5 Aye

0 Nay

Motion carried.



The chairman then stated that the next order of business to come before the meeting was the election of officers. The chairman called for nominations for officers of the Authority. The following individuals were nominated to the offices (subject to the provisions of the bylaws) set opposite their respective names:

**NOMINATIONS**

CHAIRPERSON: (<sup>1st</sup> Ketting) - (<sup>2nd</sup> Nelson) Bodenstadt - unanimous  
SECRETARY-TREASURER: (<sup>1st</sup> May) (<sup>2nd</sup> Ketting) Nelson - unanimous  
VICE-CHAIRMAN: (<sup>1st</sup> Ketting - ~~Jeff May~~) (<sup>2nd</sup> Feudig) unanimous unanimous

It appearing that no other nomination for the offices above stated have been made, a vote was taken on each office separately, and it was found that the following officers received the majority of the votes cast and were duly elected to said office.

**ELECTED OFFICERS**

CHAIRPERSON: Bodenstadt  
SECRETARY: Nelson  
TREASURER: Nelson

The Officers of the Authority having been elected, the elected Chairman and Secretary took over the hearing.

Commissioner Nelson moved for adoption of the following resolution, seconded by Fudig.

**RESOLUTION 15 -1**

BE IT RESOLVED BY THE COMMISSIONERS OF THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY as follows:

That the Yankton County Regional Railroad Authority, be and it hereby is organized pursuant to SDCL Chapter 49-17A and is now authorized to transact business and exercise its functions in its area of operations as defined in said chapter.

After discussion of the resolution, the question being put to a vote, the roll was called with the following results:

YEAS: 5

NAYS: 0

The chairperson declared that the motion carried and the resolution passed.

The chairperson then stated that the next order of business to come before the meeting was the adoption of bylaws. The secretary presented to the meeting proposed bylaws for the regulation and affairs of the Yankton County Regional Railroad Authority.

Commissioner Ketting moved for adoption of the following resolution, seconded by Fudig.

**RESOLUTION 15-2**

**BE IT RESOLVED BY THE YANKTON COUNTY REGIONAL RAILROAD  
AUTHORITY COMMISSION as follows:**

That the following by-laws be and they are hereby adopted and approved as and for the by-laws  
of the Yankton County Regional Railroad Authority Commission.

After discussion of the resolution, the question being put to a vote, the roll was called with the following results:

YEAS: 5  
NAYS: 0

The Chairperson declared that the motion carried and the resolution passed.

There was then presented to the meeting a form of corporate seal.

**RESOLUTION 15-3**

BE IT RESOLVED BY THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY as follows:

That the a corporate seal, in the form of a circle and bearing the name of the Commission and the year of its organization, is adopted as the seal of the Authority and that the Secretary-Treasurer of the Authority be authorized and directed to cause said seal to be made and impose said seal on the margin of the minutes opposite this resolution once said seal is delivered.

After discussion of the resolution, the question being put to a vote, the roll was called with the following results:

YEAS: 5  
NAYS: 0

May (1st)  
Ferdig (2nd)

The Chairperson declared that the motion carried and the resolution passed.

The chairperson suggested that the board provide for a depository or depositories for funds of the corporation and the corporate seal.

**RESOLUTION 15-4**

BE IT RESOLVED BY THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY as follows:

1st - Nelson  
2nd - May

That the Authority shall transact banking business at such bank or banks as the chairman may, from time to time, determine; and that the secretary-treasurer of the Authority be and hereby is authorized to execute and deliver to such bank or banks their customary form of Authority or corporate resolutions applicable to any such accounts and to attach copies of such resolutions to the minutes of this meeting, which resolutions are hereby adopted in the same manner and with the same effect as if set out in full here; and that such resolutions shall be in full force and effect and binding on the Authority until they shall have been rescinded and written notice of such rescission shall have been delivered to the bank.

After discussion of the resolution, the question being put to a vote, the roll was called with the following results:

YEAS: 5

NAYS: 0

The Chairperson declared that the motion carried and the resolution passed.

The Chairman declared that the motion carried and the resolution passed.

RESOLUTION 15-5

BE IT RESOLVED BY THE YANKTON COUNTY REGIONAL RAILROAD AUTHORITY as follows:

That the Chairperson and Secretary-Treasurer shall take such actions as are necessary to prepare a general plan and financing of the \_\_\_\_\_ (the "Project").

After discussion of the resolution, the question being put to a vote, the roll was called with the following results:

YEAS: 4

NAYS: /

The Chairman discussed the date for the next meeting. After discussion it was agreed that the next scheduled meeting of the Authority would be

Nov. 19<sup>th</sup> 5:00 PM

The Chairperson seeing no further business requested a motion to adjourn. Motion by Commissioner Nelson, seconded by Commissioner Ferdig to adjourn.

After discussion of the motion, the question being put to a vote, the roll was called with the following results:

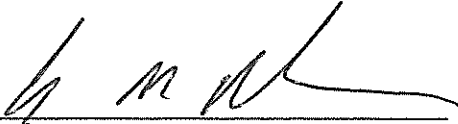
YEAS: 5

NAYS: 0

The Chairman declared that the motion carried and the meeting adjourned.

**CERTIFICATE OF BYLAWS**

I, the secretary-treasurer of the Yankton County Regional Railroad Authority hereby certify that the foregoing is a true and exact copy of the bylaws of the Yankton County Regional Railroad Authority in force and effect on this 19th day of October, 2015.



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Secretary-Treasurer  
Yankton County Regional Railroad Authority