

BIG SKY COUNTY WATER & SEWER DISTRICT NO. 363

RESOLUTION 96-04

A RESOLUTION OF BIG SKY COUNTY WATER & SEWER DISTRICT NO. 363, MONTANA, AUTHORIZING THE ENTERING INTO, EXECUTION AND DELIVERY OF A COMMITMENT AGREEMENT WITH THE DEPARTMENT OF NATURAL RESOURCES AND CONSERVATION REGARDING THE SALE AND DELIVERY OF THE DISTRICT'S \$5,513,000 GENERAL OBLIGATION BONDS.

WHEREAS, pursuant to Section 7-13-2332, Montana Code Annotated, the Board of Directors (the "Board") of Big Sky County Water & Sewer District No. 363, Montana (the "District") has been authorized to issue general obligation bonds in the amount of \$5,513,000 to pay the costs of acquiring land for and designing, constructing and installing mandated improvements to the District's wastewater treatment system, satisfying the Interim Action Work Plan mandated by the Department of Environmental Quality and consisting of the following components which will be utilized in the District's long term improvement plan: expanding spray irrigation system at the existing golf course; constructing new and repairing existing storage ponds to provide storage capacity of up to 100 million gallons; constructing and equipping a new filtration system; increasing pump station capacity, related improvements and appurtenances and to pay costs associated with the sale and issuance of the bonds (the "Project"); and

WHEREAS, the Department of Natural Resources and Conservation (the DNRC) has provided to the District a form of financial Commitment Agreement between the District and the DNRC, a copy of which is attached as Exhibit A (the Commitment Agreement) and pursuant to which the DNRC will loan the District \$5,513,000 to pay a portion of the costs of the Project and the District will evidence its obligation for the Loan by the issuance of its General Obligation Bond in the same amount; and

WHEREAS, the District has reviewed the Commitment Agreement; and

WHEREAS, it is the judgment and determination of the Board that it is in the best interest of the District to approve and enter into a Commitment Agreement.

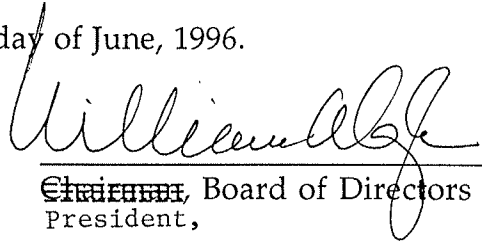
NOW, THEREFORE, BE IT RESOLVED By the Board of the District as follows:

1. Approval of Commitment Agreement. The Board of the District hereby approves the terms and provisions of the Commitment Agreement and hereby authorizes the President and the Secretary of

the District to execute and deliver the Commitment Agreement to the DNRC.

2. Authority to Proceed. The President, Secretary and the General Manager of the District are hereby authorized to take all actions necessary and desirable to proceed with the issuance of the Bonds to the DNRC in accordance with the provisions of the Commitment Agreement and other applicable provisions of Montana law.

PASSED AND APPROVED this 6th day of June, 1996.



~~Chairman~~, Board of Directors
President,

ATTEST:



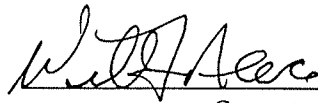
Secretary

CERTIFICATE AS TO RESOLUTION AND ADOPTING VOTE

I, the undersigned, being the duly qualified and acting recording officer of Big Sky County Water & Sewer District No. 363, Montana (the "District"), hereby certify that the attached resolution is a true copy of a Resolution entitled: "A RESOLUTION OF BIG SKY COUNTY WATER & SEWER DISTRICT NO. 363, MONTANA, AUTHORIZING THE ENTERING INTO, EXECUTION AND DELIVERY OF A COMMITMENT AGREEMENT WITH THE DEPARTMENT OF NATURAL RESOURCES AND CONSERVATION REGARDING THE SALE AND DELIVERY OF THE DISTRICT'S \$5,513,000 GENERAL OBLIGATION BONDS (the "Resolution"), on file in the original records of the District in my legal custody; that the Resolution was duly adopted on third reading by the Board of Directors of the District at a regular meeting on June 6, 1996, and that the meeting was duly held by the Board of Directors and was attended throughout by a quorum, pursuant to call and notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.

I further certify that, upon vote being taken on the Resolution at said meeting, the following Directors voted in favor thereof: William F. Neece, Skip Radick, Wendell Ingraham
Dee Rothschiller; voted against the same:
none; abstained from voting thereon: William A. Ogle; or
were absent: Stewart Peacock, Harold Meabon.

WITNESS my hand and seal officially this 6th day of June, 1996.



Secretary