

CERTIFICATE AS TO RESOLUTION AND ADOPTING VOTE

I, the undersigned, being the duly qualified and acting recording officer of City of Billings, Montana (the "City"), hereby certify that the attached resolution is a true copy of a Resolution entitled: "A RESOLUTION OF CITY OF BILLINGS, 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 CITY'S \$818,000 SPECIAL IMPROVEMENT DISTRICT NO. 1363 BOND (CEDAR PARK AND BRIARWOOD PROJECT), SERIES 2003B" (the "Resolution"), on file in the original records of the City in my legal custody; that the Resolution was duly adopted by the City Council of the City at a regular meeting on February 24, 2003, and that the meeting was duly held by the City Council 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notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.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 Council Members voted in favor thereof: \_\_\_\_\_

\_\_\_\_\_ ; voted against the same: \_\_\_\_\_

\_\_\_\_\_ ; abstained from voting thereon: \_\_\_\_\_ ; or  
were absent: \_\_\_\_\_.

WITNESS my hand and seal officially this 24TH day of February, 2003.

\_\_\_\_\_  
City Clerk

**RESOLUTION NO. 03-17964**

A RESOLUTION OF CITY OF BILLINGS, 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 CITY'S \$818,000 SPECIAL  
IMPROVEMENT DISTRICT NO. 1363 BOND (CEDAR  
PARK AND BRIARWOOD PROJECT), SERIES 2003B

WHEREAS, pursuant to Montana Code Annotated Title 7, Chapter 7, Part 44, the City Council (the "Council") of City of Billings, Montana (the "City") is authorized to issue its special improvement district bond to pay the costs of designing, constructing and installing certain improvements to the City's municipal water system (the "System"); and

WHEREAS, the City is in the process of creating Special Improvement District No. 1363 to finance the installation of sanitary sewer and water transmission mains to serve properties in Cedar Park Subdivision, Phase I and Briarwood Subdivision, Phase I and Phase II, recently annexed to the City, and paying costs associated with the sale and the security of special improvement district bonds and creation of the district, including funding a deposit to the City's Special Improvement District Revolving Fund; and

WHEREAS, the Department of Natural Resources and Conservation (the "DNRC") has provided to the City a form of Commitment Agreement between the City and the DNRC, a copy of which is attached as Exhibit A (the "Commitment Agreement") and pursuant to which the DNRC will loan the City \$818,000 to pay the costs of certain utility fees and incidental costs related thereto as described on Exhibit A to the Commitment Agreement (the "Project") and the City will evidence its obligation for the Loan from the State's Drinking Water Revolving Fund Program by the issuance of its Special Improvement District No. 1363 Bond, Series 2003B, in the same amount (the "Bond"); and

WHEREAS, the sale of the Bond to the DNRC under the Commitment Agreement is contingent upon the creation of Special Improvement District No. 1363; and

WHEREAS, the City has reviewed the Commitment Agreement; and

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

NOW, THEREFORE, BE IT RESOLVED By the Council of the City as follows:

1. Approval of Commitment Agreement. The Council of the City hereby approves the terms and provisions of the Commitment Agreement and hereby authorizes the City Manager of the City to execute and deliver the Commitment Agreement to the DNRC.
2. Authority to Proceed. The City Manager, City Clerk and Director of Administrative Services of the City are hereby authorized to take all actions necessary and desirable to proceed with the issuance of the Bond to the DNRC in accordance with the provisions of the Commitment Agreement and other applicable provisions of Montana law, subject to the final bond resolution being presented to the Council for approval before the Bond is issued, upon the creation of Special Improvement District No. 1363.

PASSED AND APPROVED this 24th day of February, 2003.

CITY OF BILLINGS, MONTANA

\_\_\_\_\_  
Mayor

ATTEST:

\_\_\_\_\_  
City Clerk