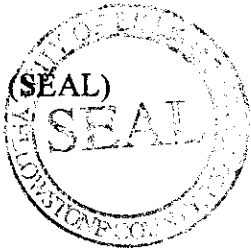


CERTIFICATE AS TO RESOLUTION

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: "RESOLUTION RELATING TO \$1,700,000 GENERAL OBLIGATION BONDS, SERIES 2000; AWARDING THE SALE THEREOF AND APPROVING THE OFFICIAL STATEMENT RELATING THERETO" (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 at a regular meeting on March 13, 2000, 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notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.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: unanimous  
\_\_\_\_\_; voted against the same: none; abstained from voting thereon: none; or were absent: Iverson.

WITNESS my hand and seal officially this 13 day of March, 2000.



Colleen R. Schell-Berg  
City Clerk Deputy City Clerk

RESOLUTION NO. 00-17544

RESOLUTION RELATING TO \$1,700,000 GENERAL OBLIGATION BONDS,  
SERIES 2000; AWARDING THE SALE THEREOF AND APPROVING THE  
OFFICIAL STATEMENT RELATING THERETO

BE IT RESOLVED by the City Council (the "Council") of the City of Billings, Montana (the "City"), as follows:

1. This Council on February 14, 2000, adopted a resolution providing for the public sale of \$1,700,000 General Obligation Bonds, Series 2000 (the "Bonds") to finance the costs of a Project described therein. Notice of the sale has been duly published in accordance with Montana Code Annotated, Sections 7-7-4252 and 17-5-106. Pursuant to the notice of sale, 2 sealed bids for the purchase of the Bonds were received at or before the time specified for receipt of bids. The bids have been opened and publicly read and considered, and the purchase price, interest rates and net interest cost under the terms of each bid have been determined.

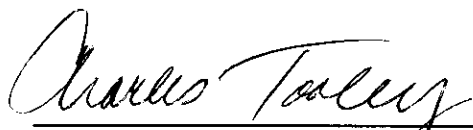
2. The bid of D.A. Davidson & Co. of Billings, Montana (the "Purchaser"), attached as Exhibit A, to purchase the Bonds is hereby determined to comply with the notice of sale and to be the most favorable bid received for the purchase of the Bonds. The bid of the Purchaser is hereby accepted and the sale of the Bonds is hereby awarded to the Purchaser. The bid security of the Purchaser shall be retained pending payment for the Bonds and the bid security of all other bidders shall be returned forthwith.

3. The Mayor and City Clerk are hereby authorized and directed to execute on behalf of the City a contract for the sale of the Bonds with the Purchaser.

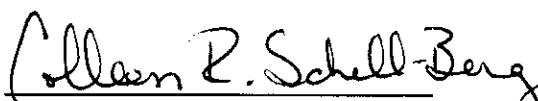
4. The Preliminary Official Statement relating to the Bonds, dated March 3, 2000, is hereby approved. The officers of the City are hereby authorized and directed to execute such certificates as may be appropriate concerning the accuracy, completeness and sufficiency of the Official Statement and to deliver to the Purchaser within seven business days after the date of adoption of this resolution copies of the Official Statement in accordance with the Notice of Sale, supplemented so as to contain the terms of the Bonds as set forth in this resolution and the reoffering and other information provided by the Purchaser for inclusion in the Official Statement.

5. This Council shall prescribe the form and security for the Bonds in a subsequent resolution.

PASSED by the City Council of Billings, Montana, this 13th day of March, 2000.

  
\_\_\_\_\_  
Mayor



Attest:   
\_\_\_\_\_  
City Clerk Deputy City Clerk

## EXHIBIT A

\$1,700,000  
City of Billings, Montana  
General Obligation Bonds, Series 2000

OFFICIAL BID FORM

City of Billings  
Attention: Director of Finance  
210 North 27th Street  
Billings, Montana 59101

March 3, 2000

Pursuant to your Official Notice of Sale, dated February 14, 2000 (the "Notice of Sale") for the purchase from you of \$1,700,000 principal amount of your General Obligation Bonds (the "Bonds"), we hereby offer to purchase:

(1) serial Bonds from you at the purchase price of \$1,700,000 plus accrued interest from April 1, 2000, to the date of delivery of the Bonds to us, plus a premium of \$ 0, the Bonds to bear interest at the rates set forth opposite the years and amounts as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>
2001	\$20,000	<u>6.25</u> %	2011	\$ 85,000	<u>5.25</u> %
2002	50,000	<u>6.25</u> %	2012	90,000	<u>5.25</u> %
2003	55,000	<u>6.25</u> %	2013	95,000	<u>5.30</u> %
2004	55,000	<u>6.00</u> %	2014	100,000	<u>5.35</u> %
2005	60,000	<u>6.00</u> %	2015	105,000	<u>5.40</u> %
2006	65,000	<u>5.75</u> %	2016	115,000	<u>5.55</u> %
2007	65,000	<u>5.75</u> %	2017	120,000	<u>5.60</u> %
2008	70,000	<u>5.10</u> %	2018	125,000	<u>5.65</u> %
2009	75,000	<u>5.15</u> %	2019	130,000	<u>5.70</u> %
2010	80,000	<u>5.20</u> %	2020	140,000	<u>5.75</u> %

OR

(2) an amortization Bond at the purchase price of \$1,700,000, plus accrued interest from April 1, 2000, to the date of delivery of the Bond to us, plus a premium of \$ \_\_\_\_\_, such Bond to bear interest at the rate of \_\_\_\_\_ % per annum.

Enclosed herewith is lawful money of the United States or cashier's check, certified check, bank money order or a bank draft drawn and issued by a federally chartered or state chartered bank

insured by the Federal Deposit Insurance Corporation or a financial surety bond, payable to the order of "City of Billings", in the amount of \$34,000 to be held and disposed of by you as provided in the Notice of Sale. This bid must be accepted in its entirety within the time provided in the Notice of Sale and if not so accepted by you within such time shall be deemed to have been rejected. This bid shall remain irrevocable until the expiration of such time unless sooner rejected by you.

Each of the Bidders: (i) acknowledges receipt of the Preliminary Official Statement dated March 3, 2000 and the Notice of Sale; (ii) represents and warrants that it has full power and authority to make this bid and to purchase the Bonds if this bid is accepted; and (iii) agrees that the validity and interpretation of this bid shall be governed by the laws of the State of Montana. In the event the Bidders are acting through a Representative or Representatives, each of the undersigned Representatives warrants that it has the necessary power and authority to act on behalf of each of the Bidders.

Respectfully submitted this 3rd day of March, 2000.

COMPANY: D.A. Davidson & Co

BY: [Signature]

Address [Signature]

City [Signature]

State           

Telephone           



As Representative(s) of the person, firms and/or corporation

DA Davidson & Co

**Gary Buchanan**

Senior Vice President, Regional Director  
Branch Manager

Office (406) 248-7851  
Toll Free 1-800-332-7092  
Fax (406) 256-9643

2825 Third Ave. North  
P.O. Box 2040  
Billings, Montana 59103  
E-mail: gbuchanan@dadco.com

Accepted as of the date above written:

Attest:

By: Charles F. Tuley  
Mayor

By: Marita Herold  
City Clerk

Not as part of this bid, but for informational purposes, we compute this bid as follows:

Total interest from April 1, 2000 to maturity

\$ 1,202,651.<sup>88</sup>

Less: premium, if any

\$ 0

Total dollar interest cost

\$ 1,202,651.<sup>88</sup>

Net interest cost (NIC)

5.53324 %

DAD & CO

General Obligation Bonds Series 2000

YEAR	AMOUNT OF YEARS OF LIFE		INTEREST		TOTAL INTEREST
	BONDS	BOND YEARS	RATE		
2001	20,000	1.25000	25000.00	0.06250	1562.50
2002	50,000	2.25000	112500.00	0.06250	7031.25
2003	55,000	3.25000	178750.00	0.06250	11171.88
2004	55,000	4.25000	233750.00	0.06000	14025.00
2005	60,000	5.25000	315000.00	0.06000	18900.00
2006	65,000	6.25000	406250.00	0.05750	23359.38
2007	65,000	7.25000	471250.00	0.05750	27096.88
2008	70,000	8.25000	577500.00	0.05100	29452.50
2009	75,000	9.25000	693750.00	0.05150	35728.13
2010	80,000	10.25000	820000.00	0.05200	42640.00
2011	85,000	11.25000	956250.00	0.05250	50203.13
2012	90,000	12.25000	1102500.00	0.05250	57881.25
2013	95,000	13.25000	1258750.00	0.05300	66713.75
2014	100,000	14.25000	1425000.00	0.05350	76237.50
2015	105,000	15.25000	1601250.00	0.05400	86467.50
2016	115,000	16.25000	1868750.00	0.05550	103715.63
2017	120,000	17.25000	2070000.00	0.05600	115920.00
2018	125,000	18.25000	2281250.00	0.05650	128890.63
2019	130,000	19.25000	2502500.00	0.05700	142642.50
2020	140,000	20.25000	2835000.00	0.05750	163012.50
	1,700,000		21,735,000		1,202,652
	1,700,000		0.00		1,700,000.00
					2,902,651.88
					NET EFFECTIVE INTEREST RATE
					0.05533250