

RESOLUTION NO. 2018-90

RESOLUTION OF THE BOARD OF COMMISSIONERS OF  
LEWIS AND CLARK COUNTY, MONTANA, RELATING TO  
DETENTION CENTER GENERAL OBLIGATION BONDS,  
SERIES 2018; AUTHORIZING THE ISSUANCE AND  
PRIVATE NEGOTIATED SALE THEREOF TO D.A.  
DAVIDSON & CO.

This Resolution was introduced by Nancy Everson; moved by Commissioner McCormick and seconded by Commissioner Good-Gelise. The Resolution was adopted 3-0.

BE IT RESOLVED by the Board of County Commissioners (the "Board") of Lewis and Clark County, Montana (the "County"), as follows:

Section 1. Recitals. The electors of the County at an election duly called, noticed and held on November 8, 2016, at which election 80.09% of the 44,919 registered electors voted (17,180 in favor and 17,104 opposed) which authorized this Board to issue and sell up to \$6,500,000 principal amount of general obligation bonds of the County for the purpose of paying issuance cost of the bonds and a portion of the costs of design, remodeling, equipping and furnishing the County detention center to have a holding capacity for approximately 160 inmates through the remodeling of all three floors so that the entire facility will only be utilized for detention center purposes and programs and located at 221 Breckenridge in Helena, Montana (the "Project"). The County Commissioners determine that it is necessary and desirable and in the best interest of the County to issue the authorized bonds and sell them in a private negotiated sale, as authorized by Section 7-7-2254, Montana Code Annotated.

Section 2. Authorization. Such bonds shall be denominated "Lewis and Clark County, Montana, Detention Center General Obligation Bonds, Series 2018" (the "Bonds"), and shall be issued in an aggregate principal amount not exceeding \$6,500,000, which, with other available funds of the County, will finance the Project.

Section 3. Sale of Bonds at Private Negotiated Sale. Pursuant to Montana Code Annotated, Section 7-7-2254, this Board hereby determines that it is in the best interests of the County to sell the Bonds at a private, negotiated sale. D.A. Davidson & Co., headquartered in Great Falls, Montana (the "Purchaser"), will serve as underwriter of the Bonds. The Bonds shall be sold on terms and at a purchase price within the following limitations: (1) underwriter's discount shall not exceed 0.8% of the par amount of the Bonds, exclusive of original issue premium or discount; (2) the aggregate principal amount of the Bonds shall not exceed \$6,500,000; (3) the net interest cost on the Bonds shall not exceed 4.75%; (4) the Bonds shall be subject to redemption as determined by the County according to State law; and (5) the term of the Bonds shall not exceed fifteen (15) years. Costs of issuing the Bonds (including, without limitation, the fees and expenses of bond counsel, rating agency fees, the fees of the Paying Agent and Registrar, the costs of printing the Bonds, the Depository Trust Company fees, CUSIP



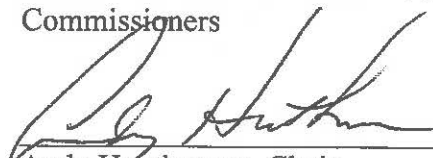
fees, and the costs of preparing, printing and distributing the Preliminary and final Official Statement) will be paid from bond proceeds.

The Chair of the County Commissioners and the County Finance Officer, as officials of the County, are hereby authorized and directed to approve the principal amounts, purchase price, maturity dates, interest rates, original issue discount and premium, and conditions pertaining to the purchase and sale of the Bonds, subject to the limitations contained in the preceding paragraph. Upon approving such terms, any two of the above-named officials of the County are hereby authorized and directed to approve, execute and deliver a bond purchase agreement (the "Bond Purchase Agreement"), containing the agreement of the County to sell, and the agreement of the Purchaser to purchase, the Bonds on the terms so approved, and containing such other provisions as such officers shall deem necessary and appropriate. The execution, by the officials of the County referenced above, and delivery of the Bond Purchase Agreement shall be conclusive as to the approval of such officers of the terms of the Bonds and the agreement of the County to sell the Bonds on such terms in accordance with the provisions thereof. The form of the Bonds and the security therefor shall be prescribed by a subsequent resolution to be adopted by this Board.

Section 4. Preliminary Official Statement. The Chair of the County Commissioners and the County Finance Officer, in cooperation with the Purchaser, are hereby authorized and directed to prepare a Preliminary Official Statement to be distributed by the Purchaser to potential purchasers of the Bonds. The above-referenced County officers are hereby authorized and directed on behalf of the County to approve the Preliminary Official Statement, and to deem it a "final" official statement as of its date in accordance with Rule 15c2-12(b)(1) promulgated by the Securities and Exchange Commission under the Securities and Exchange Act of 1934.

Passed and adopted by the Board of Commissioners of Lewis and Clark County, Montana, this 11<sup>th</sup> day of October, 2018.

Board of Lewis and Clark County  
Commissioners

  
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Andy Hunthausen, Chair

Attest:   
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Clerk and Recorder/Treasurer  
Paulette DeHart

