

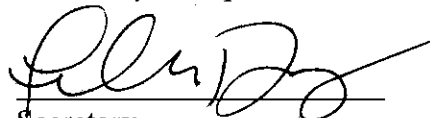


CERTIFICATE AS TO RESOLUTION AND ADOPTING VOTE

I, the undersigned, being the duly qualified and acting recording officer of Seeley Lake-Missoula County Sewer District, Montana (the "District"), hereby certify that the attached resolution is a true copy of a Resolution entitled: "A RESOLUTION OF SEELEY LAKE-MISSOULA COUNTY SEWER DISTRICT, MONTANA, SUBMITTING TO THE QUALIFIED ELECTORS OF THE DISTRICT THE QUESTION OF INCURRING BONDED INDEBTEDNESS IN AN AMOUNT NOT TO EXCEED FOUR MILLION FOUR HUNDRED EIGHTY-EIGHT THOUSAND AND NO/100 DOLLARS (\$4,488,000) FOR THE PURPOSE OF PAYING THE COSTS OF DESIGNING, ENGINEERING, CONSTRUCTING AND INSTALLING CERTAIN SEWER IMPROVEMENTS, INCLUDING CONSTRUCTION OF A SEWAGE TREATMENT PLANT BUILT TO SERVE ALL THE PROPERTIES IN THE DISTRICT, INSTALLATION OF SEWER COLLECTION LINES SERVING PROPERTIES IN SUBDISTRICT NO. 1 OF THE DISTRICT (PHASE NO. 1), AND PAYING COSTS ASSOCIATED WITH THE SALE AND ISSUANCE OF THE BONDS" (the "Resolution"), on file in the original records of the District in my legal custody; that the Resolution was duly adopted by the Board of Directors of the District at a meeting on September 7, 2016, 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notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.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: Mike Boltz, Mike Lindemer, Bob Skiles and Davy Good; voted against the same: none; abstained from voting thereon: none; or were absent: Mark Butcher.

WITNESS my hand and seal officially this seventh day of September, 2016.


Secretary

RESOLUTION NO. 09072016 B

A RESOLUTION OF SEELEY LAKE-MISSOULA COUNTY SEWER DISTRICT, MONTANA, SUBMITTING TO THE QUALIFIED ELECTORS OF THE DISTRICT THE QUESTION OF INCURRING BONDED INDEBTEDNESS IN AN AMOUNT NOT TO EXCEED FOUR MILLION FOUR HUNDRED EIGHTY-EIGHT THOUSAND AND NO/100 DOLLARS (\$4,488,000) FOR THE PURPOSE OF PAYING THE COSTS OF DESIGNING, ENGINEERING, CONSTRUCTING AND INSTALLING CERTAIN SEWER IMPROVEMENTS, INCLUDING CONSTRUCTION OF A SEWAGE TREATMENT PLANT BUILT TO SERVE ALL THE PROPERTIES IN THE DISTRICT, INSTALLATION OF SEWER COLLECTION LINES SERVING PROPERTIES IN SUBDISTRICT NO. 1 OF THE DISTRICT (PHASE NO. 1), AND PAYING COSTS ASSOCIATED WITH THE SALE AND ISSUANCE OF THE BONDS

RECITALS

WHEREAS, the Seeley Lake-Missoula County Sewer District, Montana (the "District") is a county water and sewer district, validly organized pursuant to Title 7, Chapter 13, Parts 21 and 22, Montana Code Annotated (the "Act"); and

WHEREAS, the District was incorporated on June 18, 1992 and is located within the boundaries of Missoula County, a political subdivision of the State of Montana; and

WHEREAS, the District proposes to design, construct, and install a sewer system for the District and the Seeley Lake community including the design, construction, and installation of a sewage treatment plant, force mains and lift stations, sewer lines, service connections, and other appurtenances to establish sewer service to properties in and around the District (the "Improvements"); and

WHEREAS, the Board of Directors (the "Board") of the District has determined that it is in the best interests of the District to construct the Improvements in phases; and

WHEREAS, pursuant to Resolution No. 09072016 A adopted following a public hearing on September 7, 2016, the District created Subdistrict No. 1, Subdistrict No. 2, Subdistrict No. 3, and Subdistrict No. 4; and

WHEREAS, the District now proposes to undertake an initial project consisting of construction of the sewage treatment plant sized to serve all of the properties in the District and surrounding areas (the "Sewage Treatment Plant"), installation of collection lines and lift stations connecting sewer services to properties in Subdistrict No. 1, associated rights-of-way and easements, abandoning existing septic systems in Subdistrict No. 1, paying engineering and

associated administrative costs, and related improvements (collectively, the “Initial Improvements”); and

WHEREAS, the properties comprising Subdistrict No. 1, Subdistrict No. 2, Subdistrict No. 3, and Subdistrict No. 4 are legally described and depicted on Exhibit A and Exhibit B hereto, respectively (which are hereby incorporated herein and made a part hereof), and are the properties in the District to be benefited in varying degrees by the Initial Improvements; and

WHEREAS, pursuant to Section 7-13-2321, Montana Code Annotated, whenever the board of directors of a county water or sewer district deems it necessary for the district to incur a bonded indebtedness, it shall by resolution so declare and state the purpose for which the debt is proposed to be incurred, the land within the district to be benefited thereby, the amount of the debt to be incurred, the maximum term the bonds proposed to be issued shall run before maturity, and the proposition to be submitted to the electors; and

WHEREAS, the Board has determined that there should be submitted to the electors of the District qualified to vote at bond elections in accordance with the provisions of Title 7, Chapter 13, Parts 22 and 23, the question of whether the Board shall be authorized to issue and sell special assessment and/or revenue bonds of the District in one or more series to obtain funds for the purpose of paying the costs of the Initial Improvements; and

WHEREAS, based on the information provided to the District from Great West Engineering, Inc., of Helena, Montana, the estimated total cost of the Initial Improvements is \$12,752,333, which will be paid from the proceeds of bonds proposed to be issued in two series in the total principal amount of \$4,488,000, grants available to the District in the total amount of \$8,196,333, and funds the District has on hand in the amount of \$68,000; and

WHEREAS, the Board has determined that it is in the best interest of the District that special assessment and/or revenue bonds be issued to finance a portion of the costs of the Initial Improvements, which bonds will be payable from special assessments or rates and charges to be spread in varying amounts across all benefited property in the District; and

WHEREAS, it is necessary to submit to the qualified electors of the District the question of whether the Board of the District shall be authorized to issue bonds for the Initial Improvements;

WHEREAS, pursuant to Sections 7-13-2323 and 13-19-104, M.C.A., such election can be conducted by a mail ballot election; and

WHEREAS, the Board has determined that a mail ballot election conducted in accordance with the provisions of Title 13, Chapter 19, Parts 1-3, M.C.A. (the “Mail Ballot Act”), is in the best interests of the District and the residents thereof and owners of property therein, and has notified the County Election Administrator of its desire to have the County Election Administrator conduct a mail ballot election; and

WHEREAS, the County Election Administrator will prepare a mail ballot election plan in accordance with the provisions of Section 13-19-205, M.C.A. (the “Mail Ballot Plan”).

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

1. Calling of the Election. The Board of the District hereby calls and directs a special election to be held in the District on December 13, 2016, to be conducted by mail ballot pursuant to the provisions of the Mail Ballot Act for the purpose of voting on the question of whether the Board, acting on behalf of the District, shall be authorized to incur bonded indebtedness of the District payable from special assessments and/or rates and charges spread across benefited properties in the District in an aggregate amount not to exceed \$4,488,000 for the purpose of paying a portion of the costs of designing, engineering, constructing and installing certain sewer improvements, including construction of a sewage treatment plant built to serve all the properties in the District, installation of sewer collection lines serving properties in Subdistrict No. 1 of the District (Phase No. 1), and paying costs associated with the sale and issuance of the bonds. The bonds shall be payable during a period of not more than forty (40) years.

2. Benefited Land. All land within the District will be benefited to varying degrees by the Initial Improvements, and such land is described as set forth in Exhibit A hereto and as shown on the map attached as Exhibit B hereto (which exhibits are incorporated by reference and made a part hereof).

3. Conduct of Election. All qualified electors of the District shall be entitled to vote at the bond election. For purposes of this election, the qualified electors include those registered electors owning or residing upon real property in the District who have satisfied the requirements of Section 7-13-2212, M.C.A. The Secretary of the District is hereby authorized and directed to give notice of the call and details of this election to the County Election Administrator at least 85 days before the election. The County Election Administrator is requested to give notice of the close of registration and thereafter prepare printed lists of the qualified electors in the District entitled to vote in the election and to conduct the election in the form and manner prescribed by law and consistent with the Mail Ballot Plan and the attached Exhibit C.

All qualified electors, as defined in Section 7-13-2201, M.C.A., are those who reside within the District and are registered to vote by the close of registration on November 14, 2016, and, upon satisfaction of the requirements of Section 7-13-2212, M.C.A, qualified electors also include registered electors owning real property in the District.

For electors qualified under general election laws who miss the close of registration deadline, late registration is available through the office of the County Election Administrator until noon on December 12, 2016, and will resume on Election Day, December 13, 2016, from 8:00 a.m. until 8:00 p.m.

4. Notice of Election. The County Election Administrator is hereby authorized and requested to cause notice of the call and holding of the election at least three times no earlier than 40 days and no later than 10 days before the election by publishing notice in the *Missoulian* and the *Seeley Swan Pathfinder*, both newspapers of general circulation in Missoula County. The notice as published shall read substantially as shown on Exhibit C hereto (which is incorporated by reference and made a part hereof).

5. Form of Ballot. The ballot shall be printed in substantially the following form:

OFFICIAL BALLOT

SEELEY LAKE-MISSOULA COUNTY SEWER DISTRICT, MONTANA

MAIL BALLOT BOND ELECTION
DECEMBER 13, 2016

INSTRUCTIONS TO VOTERS: Make an X or similar mark in the vacant square before the words "BONDS--YES" if you wish to vote for the bond issue; if you are opposed to the bond issue, make an X or similar mark in the square before the words "BONDS--NO."

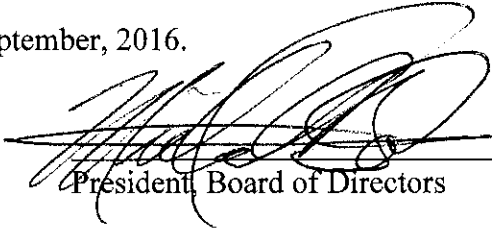
Shall the Board of Directors of Seeley Lake-Missoula County Sewer District, Montana (the "District") be authorized to sell and issue bonds of the District in one or more series payable from special assessments or rates and charges spread across benefited properties in the District in an amount of up to Four Million Four Hundred Eighty-Eight Thousand and No/100 Dollars (\$4,488,000), payable over a period of not more than forty (40) years, for the purpose of paying the costs of designing, engineering, constructing and installing certain sewer improvements, including construction of a sewage treatment plant built to serve all the properties in the District, installation of sewer collection lines serving properties in Subdistrict No. 1 of the District (Phase No. 1), and paying costs associated with the sale and issuance of the bonds (the "Project")?

Costs of the Project in excess of \$4,488,000 are expected to be paid from grants available to and funds on hand at the District in the total amount of \$8,264,333. The Project will benefit to varying degrees all properties in the District, the boundaries of which are on file in the office of the District and the office of the Missoula County Clerk and Recorder. If this election should pass, the Board of Directors will undertake special assessment and/or rate and charge proceedings, as appropriate.

BONDS - YES

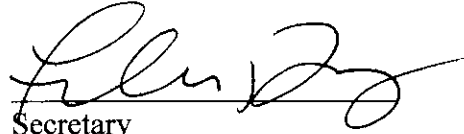
BONDS - NO

Passed and approved this 7th day of September, 2016.



President, Board of Directors

ATTEST:



Secretary

EXHIBIT A

LEGAL DESCRIPTION OF SUBDISTRICTS

SEELEY LAKE SEWER PHASES LEGAL DESCRIPTION

SUBDISTRICT NO. 1

Tract A COS 3181 including Portion A, Carnes' Seeley Creek Tracts, No. 1, in Section 35, T17N R15W; Section 3, T16N R15W, easterly of Highway 83 and northerly of Redwood Lane, excluding the following lots in Seeley Lake Homesites No. 4, lots 3, 4, and Clearwater Park in block 6, lots 1 and 2 block 5, lots 2-15 block 4, all lots in blocks 1, 2, 3, and 7; and excluding the following lots in Seeley Lake Homesites No. 1, lots 2-9 block 1 and lots 1-7 block 2; also excluding Deed Exhibit 3007; also excluding any public rights-of-way.

SUBDISTRICT NO. 2

Section 3, T16N R15W, westerly of Highway 83, easterly of Seeley Lake, and northerly of the southerly boundary of Parcel B COS 3861; the following lots in Seeley Lake Homesites No. 4, lots 3, 4, and Clearwater Park in block 6, lots 1 and 2 block 5, lots 2-15 block 4, all lots in blocks 1, 2, 3, and 7; and the following lots in Seeley Lake Homesites No. 1, lots 2-9 block 1 and lots 1-7 block 2; Deed Exhibit 3007; Sections 3 and 10, T16N R15W, easterly of Highway 83, and southerly of Redwood Lane; and the following parcels in Section 11, T16N R15W, Tract 1 COS 5056, Parcel A COS 3186, and Parcel B-1 COS 5925; excluding any public rights-of-way.

SUBDISTRICT NO. 3

Section 3, T16N R15W, southerly of Boy Scout Road and westerly of Highway 83; all lots in Seeley Lake Shore Sites along the southerly and westerly shore of Seeley Lake, southerly or westerly of the southerly boundary of Parcel B COS 3861; and Lazy Pine Addition in Section 10, T16N R15W; excluding any public rights-of-way and beds of navigable waters.



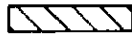
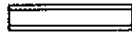
SUBDISTRICT NO. 4

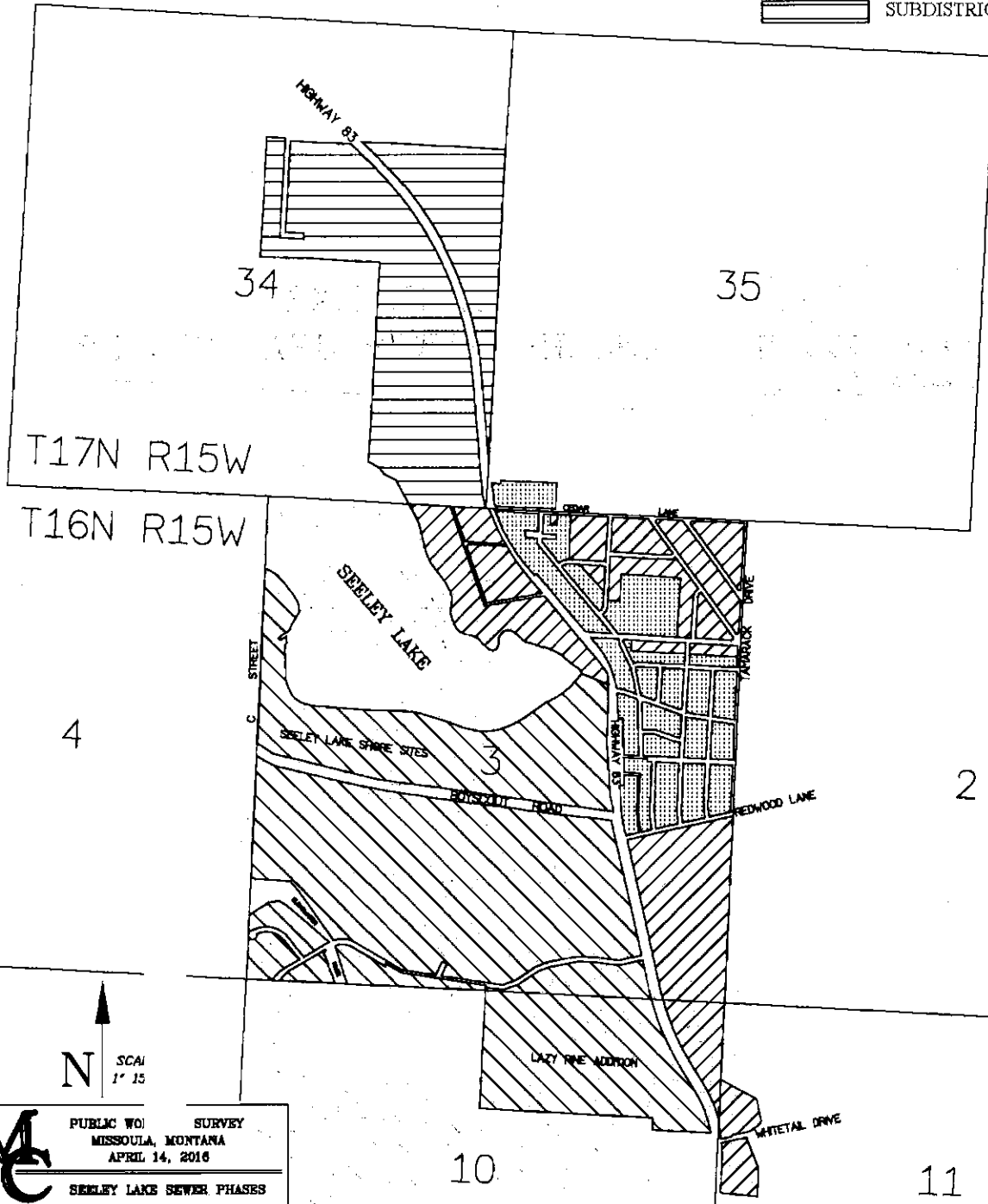
The SW¼NE¼, SE¼NE¼, NE¼SE¼, and Government Lot 8, in Section 34, T17N R15W; excluding any public rights-of-way.

EXHIBIT B
MAP OF SUBDISTRICTS

10/1/2014
10/1/2014

EXHIBIT A SEELEY LAKE SEWER PHASES

-  SUBDISTRICT NO. 1
-  SUBDISTRICT NO. 2
-  SUBDISTRICT NO. 3
-  SUBDISTRICT NO. 4



MC PUBLIC WORKS SURVEY
 MISSOULA, MONTANA
 APRIL 14, 2016
 SEELEY LAKE SEWER PHASES

EXHIBIT C

NOTICE OF SEELEY LAKE-MISSOULA COUNTY SEWER DISTRICT, MONTANA BOND ELECTION

NOTICE IS HEREBY GIVEN by the Board of Directors (the "Board") of Seeley Lake-Missoula County Sewer District, Montana (the "District"), that pursuant to a certain resolution duly adopted at a meeting of the Board on September 7, 2016, which resolution is available for public inspection, a mail ballot election of the qualified electors of the District will be held December 13, 2016 for the purpose of voting on the question of whether the Board shall be authorized to sell and issue bonds of the District in an amount of up to Four Million Four Hundred Eighty-Eight Thousand and No/100 Dollars (\$4,488,000), payable over a period of not more than forty (40) years, for the purpose of paying the costs of designing, engineering, constructing and installing certain sewer improvements, including construction of a sewage treatment plant built to serve all the properties in the District, installation of sewer collection lines serving properties in Subdistrict No. 1 of the District (Phase No. 1), and paying costs associated with the sale and issuance of the bonds (the "Project"). Costs of the Project in excess of \$4,488,000 are expected to be paid from grants available to and funds on hand at the District in the total amount of \$8,264,333. The Project will benefit to varying degrees all properties in the District, the boundaries of which are on file in the office of the District and the office of the Missoula County Clerk and Recorder. If this election should pass, the Board of Directors will undertake special assessment and/or rate and charge proceedings, as appropriate.

The bonds shall be payable from special assessments and/or rates and charges spread across benefited properties in the District. A complete legal description of the property in the District is available at the office of the Missoula County Election Administrator, Missoula County Courthouse, 200 West Broadway, Missoula, Montana 59802.

The election will be conducted by the County Election Administrator solely by mail ballot. Ballots will be mailed to all qualified electors in the District on November 23, 2016, and must be returned by each qualified elector, by mail to the Missoula County Election Administrator, at Missoula County Courthouse, 200 West Broadway, Missoula, Montana 59802. In the alternative, ballots may be delivered in person to the following during the days and times noted:

Missoula County Election Office, 200 West Broadway, Missoula	Mon- Fri. 8am – 5pm through noon on December 12, 2016 On Election Day, December 13, 2016 7am – 8pm
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On Election Day, December 13, 2016, the only place for deposit of voted ballots will be the office of the Missoula County Election Administrator, by 8:00 p.m., in order to be counted. All ballots will be counted on December 13, 2016, in accordance with Montana law with the results, if known, expected to be released after 8:00 p.m. on that day.

A qualified elector who will be absent from the District during the time the election is being conducted may:

(a) vote in person in the office of the County Election Administrator as soon as the ballots are available and until noon on November 22, 2016; or

(b) make a written request prior to noon on November 22, 2016, signed by the applicant and addressed to the office of the County Election Administrator requesting the ballot be mailed to an address other than that which appears on the registration records. All ballots to be mailed will be mailed no later than November 23, 2016.

After ballots have been mailed, an inactive elector who reactivates his or her registration or an individual who registers under the late registration option may be provided a ballot until noon on December 12, 2016.

An elector may obtain a replacement ballot if his ballot is destroyed, spoiled, lost, or not received by the elector by personally appearing at the office of the County Election Administrator and by:

(a) signing an affidavit form stating the reason for the request for replacement; and

(b) if the reason given for replacement is "spoiled ballot," by returning the spoiled ballot to the office of the County Election Administrator.

Ballots may be returned in person at the place of deposit listed above, or returned by mail. If returning by mail, please use the then-prevailing first-class-postage price or one Forever Stamp. Postmark date does not apply; ballots returned by mail must be received by the 8:00 p.m. Election Day deadline to be counted.

For purposes of this election, all qualified electors, as defined in Section 7-13-2201, M.C.A., are those who reside within the District and are registered to vote by the close of registration on November 14, 2016, and, upon satisfaction of the requirements of Section 7-13-2212, M.C.A, qualified electors also include registered electors owning real property in the District.

For electors under the general election laws who miss the close of registration deadline, late registration is available through the office of the County Election Administrator until noon on December 12, 2016, and will resume on Election Day, December 13, 2016, from 7:00 a.m. until 8:00 p.m.

DATED this ____ day of _____, 2016.

Missoula County Election Administrator

Publish: November 17, 2016, November 24, 2016, and December 1, 2016