

RESOLUTION NO. R17-19

**A RESOLUTION AUTHORIZING THE MAYOR TO SIGN AN
ENGAGEMENT LETTER WITH DORSEY & WHITNEY, LLP AS
BOND COUNSEL FOR SPECIAL IMPROVEMENT DISTRICT NO. 118.**

BE IT RESOLVED by the City Council of the City of Laurel, Montana,

Section 1: Approval. The engagement letter between the City of Laurel and Dorsey & Whitney, LLP relating to serving as bond counsel for the proposed Special Improvement District, a copy attached hereto, is hereby approved.

Section 2: Execution. The Mayor or Chief Administrative Officer and the City Clerk of the City of Laurel are hereby given authority to execute the engagement letter effective April 13, 2017, on behalf of the City.

Introduced at a regular meeting of the City Council on June 6, 2017, by Council Member
Poehls.

PASSED and ADOPTED by the City Council of the City of Laurel, Montana, this 6th day of June, 2017.

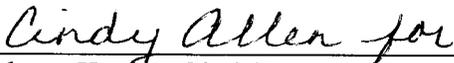
APPROVED by the Mayor this 6th day of June, 2017.

CITY OF LAUREL



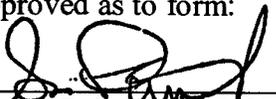
Mark A. Mace, Mayor

ATTEST:



Bethany Keeler, Clerk/Treasurer

Approved as to form:



Sam S. Painter, Civil City Attorney

April 13, 2017

Ms. Bethany Keeler, City Clerk-Treasurer
Ms. Heidi Jensen, Chief Administrative Officer
City of Laurel
115 W 1st Street
Laurel, MT 59044

Re: Special Improvement District – Street and Sidewalk Improvements
City of Laurel, Montana

Dear Bethany and Heidi:

We would very much like to serve as bond counsel to the City of Laurel, Montana (the "City") with respect to the proposed creation of a special improvement district (the "District") and the issuance of its special improvement district bonds (the "Bonds"). The purpose of this letter is to describe our services and give you an idea of the fee that would be involved with the City's creation of the District and its proposed issuance of the Bonds.

As bond counsel, our principal function is to render an opinion with respect to authorization and issuance of the Bonds. The opinion is rendered in written form at the time the Bonds are delivered to the purchaser. The opinion addresses three basic matters:

- 1) the validity of the Bonds, based upon the proceedings taken in their authorization and issuance;
- 2) certain matters relating to the security for the payment of the Bonds; and
- 3) the exemptions from current federal and state income taxation of the interest payable on the Bonds.

In fulfilling that function and responsibility, we have performed or will perform the following services:

- 1) draft the documents with respect to the creation of the District, i.e., draft the form of petition to be signed by the property owners or the resolution of intention to create the District, the necessary notices and the resolution creating the District;
- 2) advise the City and its engineer with respect to any statutory procedures and requirements relating to assessment methodology;
- 3) assist the City in developing terms of the bonds, taking into consideration construction schedules, time for billing of the assessments and the like;
- 4) prepare an initial authorizing resolution and bond purchase agreement, if necessary.

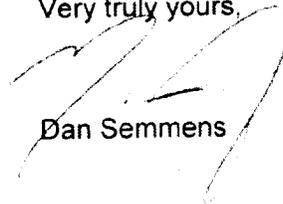
Ms. Bethany Keeler
Ms. Heidi Jensen
April 13, 2017
Page 2

- 5) prepare the final bond resolution and form of Bonds;
- 6) coordinate with the City Clerk, or other designated officer of the City, the adoption of the resolution and other actions necessary to be taken by the governing body of the City;
- 7) prepare closing papers for the City and supervise closing on the Bonds; and
- 8) deliver the opinion discussed above to the City and the purchaser.

The fee for our services is a function of the size of the bond issue and the amount of time expended. Unfortunately, a minimum amount of work is necessary no matter the size of the transaction, especially with special improvement districts. We estimate our fee to be \$8,000 to \$9,000, plus disbursements. If, as we proceed, we discover factors that are currently unanticipated that would cause us to exceed this estimate, we would let you know. We would expect to be paid at the time of closing on the Bonds, or, if the District is not created, at the time of failure to create the District. Our fees are eligible costs of the project and should be included in the budget for the creation of the District. It is mutually understood that the services set forth in this letter are solely for the benefit of the City.

We hope that this proposal to serve as Bond Counsel on this financing meets with the approval of the City. If there are any questions, please give us a call so we can answer those questions or provide any additional information about our firm or our qualifications to serve the City in this capacity.

Very truly yours,



Dan Semmens

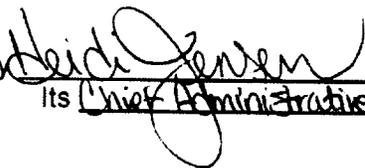
DPS/ce

Ms. Bethany Keeler
Ms. Heidi Jensen
April 13, 2017
Page 3

ACKNOWLEDGMENT

The undersigned acknowledges receipt of the attached and foregoing engagement letter dated April 13, 2017, and confirms consent to the representation described therein on behalf of the City.

CITY OF LAUREL, MONTANA

By 
Its Chief Administrative Officer