

RESOLUTION No. 24-20

A RESOLUTION APPROVING THE A LOAN IN THE AMOUNT OF \$130,365.00 FROM STOCKMAN BANK TO FINANCE THE PURCHASE OF ROAD EQUIPMENT.

WHEREAS, Prairie County, Montana desires to purchase certain pieces of road equipment, described as a 2016 John Deere 772 Motograder, and a 2024 Walk'n'Roll packer;

AND WHEREAS, Stockman Bank has agreed to loan to Prairie County the sum of approximately \$130,365.00 for the purchase of said road grader, with the basic terms of said loan being a four (4) year repayment at 4.4% APR, and annual payments;

NOW THEREFORE BE IT RESOLVED as follows:

1. The Board of County Commissioners approves the County borrowing the sum of approximately \$130,365.00 from Stockman Bank of Terry, Montana; with the terms of said loan to include a four (4) year repayment period at 4.4% APR, and annual payments; and further agrees to grant Stockman Bank a security interest in said equipment. The loan will be evidenced by a promissory note (the "Note") from the County to Stockman Bank.
2. The County shall appoint, and shall maintain, a note registrar (the "Registrar") and hereby establishes a system of registration for the Note as defined in the Model Public Obligations Registration Act of Montana, which shall govern in the event provisions of this resolution relating to registration, transfer or exchange of the Note are inconsistent herewith. The effect of registration and the rights and duties of the County and the Registrar with respect thereto shall be as follows:
 - a. Registrar. The County hereby appoints the Clerk and Recorder as the Registrar for the Note. The Registrar shall keep at its principal office a note register in which the Registrar shall provide for the registration of ownership of the Note and the registration of transfers and exchanges of the Note entitled to be registered, transferred or exchanged.
 - b. Transfer. Upon surrender for transfer of the Note duly endorsed by the registered owner thereof or accompanied by a written instrument of transfer, in form satisfactory to the Registrar, duly executed by the registered owner thereof or by an attorney duly authorized by the registered owner in writing, the Registrar shall authenticate and deliver, in the name of the designated transferee or transferees, one or more new amortization notes of a like aggregate principal amount and maturity as requested by the transferor. The Registrar may, however, close the books for registration of any transfer after the fifteenth day of the month immediately preceding each interest payment date and until such interest payment date if the Note to be transferred is to be redeemed on such interest payment date.

- c. Exchange. Whenever the Note is surrendered by the registered owner for exchange, the Registrar shall authenticate and deliver one or more new amortization notes of a like aggregate principal amount, interest rate and maturity, as requested by the registered owner or the owner's attorney in writing.
- d. Cancellation. Any Note surrendered upon any transfer or exchange shall be promptly canceled by the Registrar and thereafter disposed of as directed by the County.
- e. Improper or Unauthorized Transfer. When any Note is presented to the Registrar for transfer, the Registrar may refuse to transfer the same until it is satisfied that the endorsement on such Note or separate instrument of transfer is legally authorized. The Registrar shall incur no liability for the refusal, in good faith, to make transfers which it, in its judgment, deems improper or unauthorized.
- f. Persons Deemed Owners. The County and the Registrar may treat the person in whose name the Note is at any time registered in the note register as the absolute owner of such Note, whether such Note shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of, premium, if any, and interest on such Note and for all other purposes, and all such payments so made to any such registered owner or upon the owner's order shall be valid and effectual to satisfy and discharge the liability of the County upon such Note to the extent of the sum or sums to be paid.
- g. Taxes, Fees and Charges. For every transfer or exchange of the Note, the Registrar may impose a charge upon the owner thereof sufficient to reimburse the Registrar for any tax, fee or other governmental charge required to be paid with respect to such transfer or exchange.
- h. Mutilated, Lost, Stolen or Destroyed Note. In case the Note shall become mutilated or be lost, stolen or destroyed, the Registrar shall deliver a new Note of like amount, number, maturity date and tenor in exchange and substitution for and upon cancellation of any such mutilated Note or in lieu of and in substitution for any such Note lost, stolen or destroyed, upon the payment of the reasonable expenses and charges of the Registrar in connection therewith; and in the case the Note is lost, stolen or destroyed, upon filing with the Registrar of evidence satisfactory to it that such Note was lost, stolen or destroyed, and of the ownership thereof and upon furnishing to the Registrar of an appropriate bond or indemnity in form, substance and amount satisfactory to it, in which both the County and the Registrar shall be named as obliges. Any Note so surrendered to the Registrar shall be canceled by it and evidence of such cancellation shall be given to the County. If the mutilated, lost, stolen or destroyed Note has already matured or such Note has been called for prepayment or redemption in accordance with its terms, it shall not be necessary to issue a new Note prior to payment.

3. In order to qualify the Note as a “qualified tax-exempt obligation” within the meaning of Section 265(b)(3) of the Code, the County hereby makes the following factual statements and representations:
- a. the Note is issued after August 7, 1986;
 - b. the Note is not a “private activity bond” as defined in Section 141 of the Code;
 - c. the County hereby designates the Note as a “qualified tax-exempt obligation” for purposes of Section 265(b)(3) of the Code;
 - d. Including the Note, the reasonably anticipated amount of tax-exempt obligations (other than private activity bonds, treating qualified 501(c)(3) bonds as not being private activity bonds) which will be issued by the County (and all entities treated as one issuer with the County, and all subordinate entities whose obligations are treated as issued by the County) during the calendar year 2024 will not exceed \$10,000,000.

The County shall use its best efforts to comply with any federal procedural requirements which may apply in order to effectuate the designation made by this paragraph.

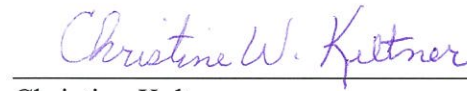
4. Chairman Todd Devlin is hereby authorized to execute the Note and all loan and security documents which are affixed to this Resolution as Exhibit “A,” and which are hereby approved by the Board of County Commissioners.

**PASSED AND ADOPTED BY THE BOARD OF COUNTY COMMISSIONERS OF
PRAIRIE COUNTY, MONTANA, THIS 20TH DAY OF MARCH, 2024**

BOARD OF COUNTY COMMISSIONERS:



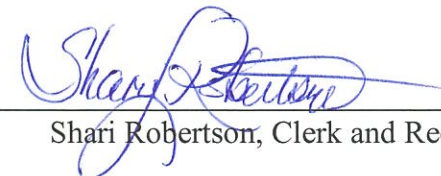
Todd Devlin, Chair Person



Christine Keltner



Dennis Teske

Attest: 
Shari Robertson, Clerk and Recorder