

YEA: Mayor Rob Bateman
Diane Bradshaw
Dan Valentine
Cyril Watt

NAY: None

The resolution was then signed by the Mayor in open meeting and recorded by the Town Clerk in the official records of the Town of Eagle Mountain, Utah County, Utah. The resolution is as follows:

RESOLUTION NO. 23-98

A RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF (1) NOT MORE THAN \$2,665,000 AGGREGATE PRINCIPAL AMOUNT OF WATER AND SEWER REVENUE BOND ANTICIPATION NOTES, SERIES 1998, (2) NOT MORE THAN \$560,000 AGGREGATE PRINCIPAL AMOUNT OF TELECOMMUNICATIONS REVENUE BOND ANTICIPATION NOTES, SERIES 1998, AND (3) NOT MORE THAN \$3,025,000 GAS AND ELECTRIC REVENUE BOND ANTICIPATION NOTES, SERIES 1998, OF THE TOWN OF EAGLE MOUNTAIN, UTAH COUNTY, UTAH; FIXING THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF THE NOTES, THE MAXIMUM NUMBER OF YEARS OVER WHICH THE NOTES MAY MATURE, THE MAXIMUM INTEREST RATE WHICH THE NOTES MAY BEAR, AND THE MAXIMUM DISCOUNT FROM PAR AT WHICH THE NOTES MAY BE SOLD; PROVIDING FOR THE PUBLICATION OF A NOTICE OF BONDS TO BE ISSUED; PROVIDING FOR THE RUNNING OF A CONTEST PERIOD; AND RELATED MATTERS.

WHEREAS, pursuant to the provisions of the Utah Municipal Bond Act, Title 11, Chapter 14, Utah Code Annotated 1953, as amended (the "Act"), the Town of Eagle Mountain, Utah County, Utah (the "Issuer") has authority to issue its Water and Sewer Revenue Bond Anticipation Notes, Series 1998 (the "Water and Sewer Notes"), its Telecommunications Revenue Bond Anticipation Notes, Series 1998 (the "Telecommunications Notes") and its Gas and Electric Revenue Bond Anticipation Notes, Series 1998 (the "Gas and Electric Notes") (said Water and Sewer Notes, Telecommunications Notes and Gas and Electric Notes collectively referred to herein as the "Notes") for the municipal purposes set forth therein; and

WHEREAS, the Act provides for the publication of a Notice of Bonds to be Issued, and the Issuer desires to publish such a notice at this time in compliance with the Act with respect to the Notes;

NOW, THEREFORE, it is hereby resolved by the Town Council of the Town of Eagle Mountain, Utah County, Utah, as follows:

Section 1. The Town Council of the Issuer (the "Council") hereby finds and determines that it is in the best interests of the Issuer and the residents thereof for the Issuer to issue (1) not more than \$2,665,000 aggregate principal amount of its Water and Sewer Revenue Bond Anticipation Notes, Series 1998, to bear interest at a rate or rates of not to exceed six and one-half percent (6.50%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof for the purpose of financing the acquisition, construction, equipping and installation of improvements to the Issuer's culinary water and sewer collection and treatment system, including transmission lines, water storage facilities, water rights, collection lines and sewage treatment facilities and related improvements, (2) not more than \$560,000 aggregate principal amount of its Telecommunications Revenue Bond Anticipation Notes, Series 1998, to bear interest at a rate or rates of not to exceed six and one-half percent (6.5%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof for the purpose of financing the acquisition, construction, equipping and installation of improvements to the Issuer's telecommunications system, including fiber-optic lines, television and telephone services and related improvements and (3) not more than \$3,025,000 aggregate principal amount of its Gas and Electric Revenue Bond Anticipation Notes, Series 1998, to bear interest at a rate or rates of not to exceed six and one-half percent (6.5%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof for the purpose of financing the acquisition, construction, equipping and installation of improvements to the Issuer's natural gas and electric power system, including natural gas and electrical transmission lines, storage facilities, substations and related improvements, all pursuant to this Resolution, a resolution or resolutions to be adopted by the Council authorizing and confirming the issuance and sale of the Notes (herein referred to as the "Final Note Resolutions") and Indentures of Trust and Second Supplemental Indentures of Trust to be entered into at the time of issuance of the Notes in substantially the forms attached hereto as Exhibit "B" (collectively, the "Indentures"), and the Issuer hereby declares its intention to issue the Notes according to the provisions of this Resolution, the Indentures, and the Final Note Resolutions, when adopted, and the Council hereby declares its intention to issue the Notes according to the provisions of this Section and the Final Note Resolutions, when adopted.

Section 2. The Issuer hereby directs officers and staff of the Issuer to proceed with the preparation of a Preliminary Official Statement or other offering material, if needed, for the sale of the Notes and to make other necessary preparations for sale of the Notes.

Section 3. The Issuer hereby authorizes and approves the issuance and sale of the Notes to the purchaser or purchasers to be identified in the Final Bond Resolutions, pursuant to the provisions of this Resolution, the Indentures, and the Final Note Resolutions to be adopted by the Council authorizing and confirming the issuance and sale of the Notes, with such changes thereto as shall be approved by the Council upon the adoption of the Final Note Resolutions, provided that the principal amount, interest rate or rates, maturity and discount shall not exceed the maximums set forth in Section 1 hereof.

Section 4. In accordance with the provisions of the Act, the Town Clerk shall cause the following "Notice of Notes to be Issued" to be published one (1) time in the Lehi Free Press, a newspaper of general circulation in the Issuer, and which newspaper is hereby designated as the official newspaper of the Issuer. The Town Clerk shall also cause a copy of this Resolution (together with all exhibits hereto) to be kept on file in the Issuer's principal offices, for public examination during the regular business hours of the Issuer until at least thirty (30) days from and after the date of publication thereof. The "Notice of Notes to be Issued" shall be in substantially the following form:

NOTICE OF NOTES TO BE ISSUED

NOTICE IS HEREBY GIVEN pursuant to the provisions of the Utah Municipal Bond Act, Title 11, Chapter 14, Utah Code Annotated 1953, as amended, that on October 13, 1998, the Town Council (the "Council") of the Town of Eagle Mountain, Utah County, Utah (the "Issuer") adopted a resolution (the "Resolution") in which it authorized the issuance of (1) the Issuer's Water and Sewer Revenue Bond Anticipation Notes, Series 1998 (the "Water and Sewer Notes") in the aggregate principal amount of not to exceed Two Million Six Hundred Sixty-Five Thousand Dollars (\$2,665,000), to bear interest at a rate or rates of not to exceed six and one-half percent (6.5%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof, plus accrued interest to the date of delivery, (2) the Issuer's Telecommunications Revenue Bond Anticipation Notes, 1998 (the "Telecommunications Notes") in the aggregate principal amount of not to exceed Five Hundred Sixty Thousand Dollars (\$560,000), to bear interest at a rate or rates of not to exceed six and one-half percent (6.5%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof, plus accrued interest to the date of delivery, and (3) the Issuer's Gas and Electric Revenue Anticipation Notes, 1998 (the "Gas and Electric Notes") in the aggregate principal amount of not to exceed Three Million Twenty-Five Thousand Dollars (\$3,025,000), to bear interest at a rate or rates of not to exceed six and one-half percent (6.5%) per annum, to mature in not more than five (5) years from their date or dates, and to be sold at a price not less than ninety-six and one-half percent (96.5%) of the total principal amount thereof, plus accrued interest to the date of delivery. (The Water and Sewer Notes, the Telecommunications Notes and the Gas and Electric Notes are collectively referred to herein as the "Notes".)

The Notes, pursuant to the Resolution, Indentures of Trust and Second Supplemental Indentures (collectively, the "Indentures") and Final Note Resolutions to be adopted authorizing and confirming the sale of the Notes for the purpose of (i) financing the acquisition, construction, equipping and installation of improvements to the Issuer's culinary water and sewer collection and treatment system, including transmission lines, water storage facilities, water rights, collection lines and sewage treatment facilities and related improvements; (ii) financing the acquisition, construction, equipping and installation of improvements to the Issuer's telecommunications system, including fiber-optic lines, television and telephone services and related improvements; (iii) financing the acquisition, construction, equipping and installation of improvements to the Issuer's natural gas and electric power system, including natural gas and electrical transmission lines, storage facilities, substations and related improvements; (iv) funding debt service reserve funds; (v) paying interest on the Notes during construction of the proposed improvements; and (vi) paying issuance expenses to be incurred in connection with the issuance and sale of the Notes.

The Notes are to be issued and sold by the Issuer pursuant to the Resolution, including as part of said Resolution the drafts of Final Note Resolutions which were before the Council and attached to the Resolution in substantially final form at the time of the adoption of the Resolution (collectively, the "Note Resolutions"), forms of the Indentures of Trust and Second Supplemental Indentures of Trust to be entered into at the time of the issuance of the Notes (collectively, the "Indentures") which were before the Council and attached to the Resolution at the time of the adoption of the Resolution, and said Indentures shall contain such terms and provisions as shall be approved by the Issuer at the time of adoption of the Final Note Resolutions, and said Final Note Resolutions are to be adopted by the Council in such forms and with such changes thereto as shall be approved by the Council upon the adoption thereof; provided that the principal amount, interest rate or rates, maturity and discount of the Notes will not exceed the maximums set forth above.

A copy of the Resolution and, the Final Note Resolutions, and the Indentures are on file in the office of the Town Clerk of the Town of Eagle Mountain, Utah County, Utah in the Eagle Mountain offices at 1680 East Heritage Drive in Eagle Mountain, Utah, where they may be examined during regular business hours of the Town Clerk from 8:00 a.m. to 5:00 p.m. for a period of at least thirty (30) days from and after the date of publication of this notice.

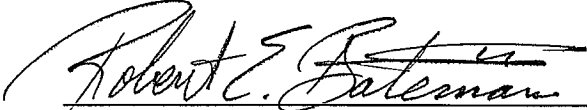
NOTICE IS FURTHER GIVEN that for a period of thirty (30) days from and after the date of the publication of this notice, any person in interest shall have the right to contest the legality of the Note Resolutions, the Indentures or the Notes, or any provision made for the security and payment of the Notes, and that after such time, no one shall have any cause of action to contest the regularity, formality or legality thereof for any cause whatsoever.

DATED this 13th day of October, 1998.

/s/ Janet Valentine
Town Clerk

Section 5. All resolutions or parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Resolution shall be in full force and effect immediately upon its approval and adoption.

APPROVED AND ADOPTED this 13th day of October, 1998.



Mayor

ATTEST:

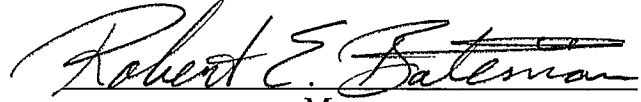


Town Clerk



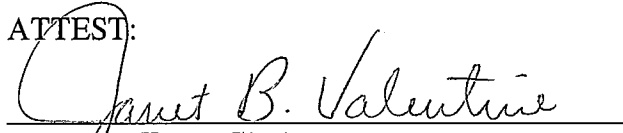
(Other business not pertinent to the foregoing appears in the minutes of the meeting.)

Upon the conclusion of all business on the Agenda, the meeting was adjourned.



Mayor

ATTEST:



Town Clerk



STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

I, Janet Valentine, the duly appointed and qualified Town Clerk of the Town of Eagle Mountain, Utah County, Utah, (the "Town") do hereby certify according to the records of the Town in my official possession that the foregoing constitutes a true and correct excerpt of the minutes of the meeting of the Town Council held on October 13, 1998, including a resolution (the "Resolution") adopted at said meeting as said minutes and Resolution are officially of record in my possession.

I further certify that the Resolution, with all exhibits attached, was deposited in my office on October 13, 1998, and that pursuant to the Resolution, there was published one time in the Lehi Free Press, a newspaper having general circulation in the Town and the official newspaper of the Town, a Notice of Notes to be Issued, the affidavit of which publication is hereby attached.

IN WITNESS WHEREOF, I have hereunto subscribed my signature and impressed hereon the official seal of the Town of Eagle Mountain, Utah County, Utah this 21ST day of October, 1998.


Town Clerk



EXHIBIT "A"

CERTIFICATE OF COMPLIANCE WITH
OPEN MEETING LAW

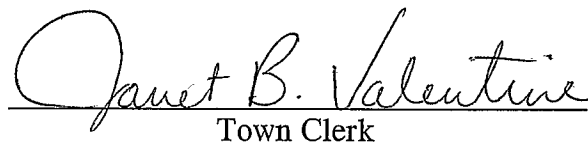
I, Janet Valentine, the undersigned Town Clerk of the Town of Eagle Mountain, Utah County, Utah (the "Town"), do hereby certify, according to the records of the Town in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-6(2), Utah Code Annotated, 1953, as amended, I gave not less than twenty-four (24) hours public notice of the agenda, date, time and place of the October 13, 1998 public meeting held by the Town as follows:

(a) By causing a Notice, in the form attached hereto as Schedule "A", to be posted at the Town's principal offices on October 12, 1998, at least twenty-four (24) hours prior to the convening of the meeting, said Notice having continuously remained so posted and available for public inspection until the completion of the meeting; and

(b) By causing a copy of such Notice, in the form attached hereto as Schedule "A", to be delivered to the Lehi Free Press on October 12, 1998, at least twenty-four (24) hours prior to the convening of the meeting.

In addition, the Notice of 1998 Annual Meeting Schedule for the Town of Eagle Mountain, Utah County, Utah (attached hereto as Schedule "B") was given specifying the date, time and place of the regular meetings of the Town Council to be held during the year, by causing said Notice to be posted on January 19, 1998 at the principal office of the Town and by causing a copy of said Notice to be provided to at least one newspaper of general circulation within the Town on January 21, 1998.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this 14th day of October, 1998.


Town Clerk



SCHEDULE "A"

AGENDA
EAGLE MOUNTAIN TOWN COUNCIL MEETING
Tuesday, October 13, 1998 at 7:00 P.M.
1680 East Heritage Drive
Eagle Mountain, Utah 84043

1. Roll Call
2. Pledge of Allegiance
3. Approval of Agenda
4. Approval of Minutes (09/08/98, 09/10/98, 09/22/98, 09/29/98 & 10/01/98)
5. General Discussion/Questions/Announcements
6. Warrant Register/Janet Valentine
7. Public Comment
8. PUBLIC HEARING:
 - A. Consideration and Approval of a Resolution enacting a Parks Recreation Master Plan for the Town of Eagle Mountain.
 - B. Action on Item 8, B.
9. Annexation for White Ranch with proposed changes/Kent Hoggan
10. Motion to approve advanced funding by Eagle Mountain Properties to Santec Corporation, Kern River Gas and Tasco Engineering, Inc.
11. Consideration and approval of the Development Agreement with Touchstone Development for "The Landing, Phases III & IV/Jerry Kinghorn
12. Traffic Study for The Town of Eagle Mountain—subcontracted out by Epic Engineering/Korey Walker.
13. Award of Contracts for the following projects:
 - A. ~~High Pressure Gas Line North awarded to Niels J. Fugal Sons Company~~
 - B. Electrical Generation awarded to Tasco Engineering, Inc.
 - C. Kern River Tap
 - D. Sweetwater Road South
 - E. Eagle Mountain Storm Water
 - F. The Ranches Storm Water awarded to CIC
 - G. Eagle Mountain Properties 6" Steel Gas Line awarded to CSI
14. Change Orders/Korey Walker
 - A. Approval of Change Order for the Timpanogos Special Service District Out-fall Line.
 - B. Approval of Change Order for the Ranches Parkway.
15. Bond Releases/Korey Walker
16. Consideration of a Zone Change from Agricultural to Industrial, Patterson Construction/James Dahl.
17. Consideration to approve an Engineering Services Agreement for engineering work for the electrical service to the fiber optic re-gen station and building between Williams Communications and the Town of Eagle Mountain.
18. Consideration to approve a Resolution adopting Current Additions of the Various State, National and International Standards and Codes
19. Consideration to approve a Resolution Adopting an Appendix to Resolution No. 97-60 Adopting Telecommunication Rates for the Town of Eagle Mountain.
20. Consideration to approve a Parameters Resolution for the 1998 Revenue Bond Anticipation Notes in a total amount of not to exceed \$6,000,000.00.
21. Motion to adjourn into a Closed Executive Session for the purpose of discussing personnel issues.
22. Action from the Closed Executive Session.
23. Consideration to appoint a Town Planner for Eagle Mountain.
24. Adjournment

Approval:

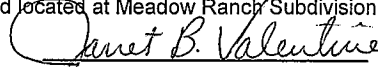

Mayor Robert E. Bateman

Date:

10/13/98

CERTIFICATE OF POSTING

The undersigned, duly appointed Town Clerk, does hereby certify that the above notice and agenda was posted in three public places within Eagle Mountain Town Limits on this 9 day of October 1998. These public places being 1) the Town Offices, 1680 E. Heritage Drive, Eagle Mountain; 2) Cedar Pass Ranch Bulletin Board, 9155 No. Cedar Pass Road, Eagle Mountain; and 3) the Bulletin Board located at Meadow Ranch Subdivision, Hwy 73, Eagle Mountain, Utah.


Janet B. Valentine
Town Clerk

SCHEDULE "B"

(Attach Affidavit of Publication of
Notice of Bonds to be Issued)

COPY

Eagle Mountain will issue notes

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than ninety-six and one-half percent (96.5%) of the total principal amount thereof, plus accrued interest to the date of delivery. (The Water and Sewer Notes, the Telecommunications Notes and the Gas and Electric Notes are collectively referred to herein as the "Notes").

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The Notes are to be issued and sold by the Issuer pursuant to the Resolution, including as part of said Resolution the drafts of Final Note Resolutions which were before the Council and attached to the Resolution in substantially final form at the time of the adoption of the Resolution (collectively, the "Note

Resolutions"), forms of the Indentures of Trust and Second Supplemental Indentures of Trust, to be entered into at the time of the issuance of the Notes (collectively, the "Indentures") which were before the Council and attached to the Resolution at the time of the adoption of the Resolution, and said Indentures shall contain such terms and provisions as shall be approved by the Issuer at the time of adoption of the Final Note Resolutions, and said Final Note Resolutions are to be adopted by the Council in such forms and with such changes thereto as shall be approved by the Council upon the adoption thereof; provided that the principal amount, interest rate or rates, maturity and discount of the Notes will not exceed the maximums set forth above.

A copy of the Resolution and the Final Note Resolutions, and the Indentures are on file in the office of the Town Clerk of the Town of Eagle Mountain, Utah County, Utah in the Eagle Mountain offices at 1680 East Heritage Drive in Eagle Mountain, Utah, where they may be examined during regular business hours of the Town Clerk from 8:00 a.m. to 5:00 p.m. for a period of at least thirty (30) days from and after the date of publication of this notice.

NOTICE IS FURTHER GIVEN that for a period of thirty (30) days from and after the date of the publication of this notice, any person in interest shall have the right to contest the legality of the Note Resolutions, the Indentures or the Notes, or any provision made for the security and payment of the Notes, and that after such time, no one shall have any cause of action to contest the regularity, formality or legality thereof for any cause whatsoever.

DATED this 13th day of October, 1998.

Janet Valentine
Town Clerk

Published in New Utah!
Oct. 21, 1998.

I, Brett R. Bezzant, being first duly sworn, depose and say that I am the publisher of the New Utah!, a newspaper of general circulation published once a week at Lehi, Utah County, Utah; that the notice attached hereto and which is a:

EAGLE MOUNTAIN WILL ISSUE NOTES

was published in said Newspaper for one consecutive issue(s), the first publication having been made on the 21st day of October, 1998, and the last on the 21st day of October, 1998, that said notice was published in the regular and entire issue of every number of the paper during the period and times of publication and the same was published in the newspaper proper and not in the supplement.

Brett R. Bezzant

Subscribed and sworn before me this 30th day of October, 1998.

Barbara Christiansen
Notary Public

My commission expires 4/15/02.

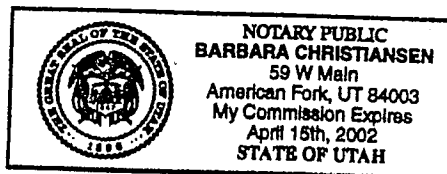


EXHIBIT "B"

(Attach form of Final Note Resolutions,
Indentures of Trust and Second Supplemental
Indentures of Trust)