

416196.001(PF)

RESOLUTION NO. 97-30

Lehi, Utah

July 31, 1997

The Town Council of Eagle Mountain, Utah County, Utah (the "Council"), met in [regular] public session at 55 North Center in Lehi, Utah, on July 31, 1997, at the hour of 7:00 p.m., with the following members of the Council being present:

<i>DS</i>	Debbie Hooge	Mayor
	Nick Berg	Councilmember
	Diane Bradshaw	Councilmember
	John Jacob	Councilmember
	Cyril Watt	Councilmember

Also present:

<i>DS</i>	Dave Conine	Town Manager
	Dana L. Noth	Town Clerk
	<i>Janet Valentine</i>	

Absent:

After the meeting had been duly called to order and after other matters not pertinent to this resolution had been discussed, the Town Clerk presented to the Council a Certificate of Compliance with Open Meeting Law with respect to this July 31, 1997 meeting, a copy of which is attached hereto as Exhibit "A".

The following resolution was then introduced in writing, was fully discussed, and pursuant to motion duly made by Councilmember John Jacob and seconded by Councilmember Diane Bradshaw adopted by the following vote:

YEA: 3

NAY:

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

RESOLUTION NO. 97-30

A RESOLUTION AUTHORIZING THE TOWN OF EAGLE MOUNTAIN TO ENTER INTO CONTRACTS FOR PROFESSIONAL SERVICES; AND RELATED MATTERS.

WHEREAS, the Town of Eagle Mountain, Utah County, Utah (the "Town") requires water, sewer, telecommunications, gas and electric infrastructure (the "Project") to meet the needs of the growing population of the Town; and

WHEREAS, the Town is reviewing options for the issuance of bond anticipation notes (the "Notes") to finance the costs of the Project; and

WHEREAS, the Town will require the assistance of a financial advisor, trustee, bond counsel and a placement agent or underwriter in connection with the issuance of the Notes; and

WHEREAS, the Town has reviewed a proposal from Ballard Spahr Andrews & Ingersoll to act as bond counsel to the Town in connection with the issuance of the Notes; and

WHEREAS, the Town has reviewed a proposal from Seattle-Northwest Securities Corporation to either underwrite or act as placement agent for the Notes; and

WHEREAS, the Town has reviewed a proposal from Lewis Young Inc. to act as financial advisor to the Town; and

WHEREAS, the Town has reviewed a proposal from U.S. to act as trustee and paying agent in connection with the issuance of the Notes;

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

Section 1. The Mayor of the Town, or her designee, is authorized to enter into a contract with Ballard Spahr Andrews & Ingersoll to act as bond counsel in connection with the issuance of the Notes.

Section 2. The Mayor of the Town, or her designee, is authorized to enter into a contract with Seattle-Northwest Securities Corporation to act as the underwriter or placement agent of the Notes.

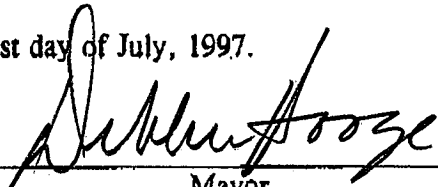
Section 3. The Mayor of the Town, or her designee, is authorized to enter into a contract with Lewis Young Inc. to act as financial advisor to the Town.

Section 4. The Mayor of the Town, or her designee, is authorized to enter into a contract with Lewis Young Inc. to act as financial advisor to the Town.

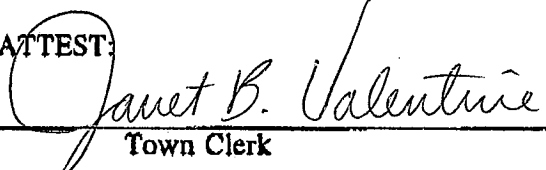
Section 5. The Mayor of the Town, or her designee, is authorized to enter into a contract with U.S. Bank to act as trustee/paying agent in connection with the issuance of the Notes.

Section 6. 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 31st day of July, 1997.



Mayor

ATTEST:


Town Clerk

[SEAL]

