



First Interstate Bank
4 South Main Street
P.O. Box 2007
Sheridan, WY 82801-2007
307-674-7411
www.firstinterstatebank.com

January 31, 2014

City of Gillette
PO Box 3003
Gillette, WY 82717-3003

To Whom It May Concern:

Please accept First Interstate Bank's application for the deposit of Public Funds accounts. Your deposits are insured to a balance of \$250,000.00 by the Federal Deposit Insurance Corporation. We will be happy to pledge additional securities as necessary to cover increasing deposit balances.

Enclosed, please find a certified copy of the Board of Directors Public Funds Resolution which was passed at the annual meeting on January 21, 2014. This document authorizes First Interstate Bank to accept Public Funds Deposits and authorizes certain officers to furnish collateral security for such deposits. Also enclosed is the Application for Public Funds, a list of the Board of Directors, a list of Wyoming officers, and a copy of the year end RC Schedule from the Call Report.

May we take this opportunity to express our appreciation for your past patronage, and we look forward to serving you in the future.

Sincerely,

A handwritten signature in blue ink, appearing to read 'E. Brandt', with a large, stylized loop at the beginning.

Elisa A. Brandt
Assistant Vice President
First Interstate BancSystems

Enclosures

APPLICATION FOR DEPOSIT OF PUBLIC FUNDS

Sheridan, Wyoming
January 31, 2014

To Whom It May Concern:

In connection with the State Requirements, formal application is hereby made by the First Interstate Bank, a corporation duly organized and existing under and by virtue of the laws of the State of Montana and having its office and principal place of business in the City of Billings in the State of Montana, to be designated an authorized Depository.

First Interstate Bank agrees to furnish and pledge securities as provided for in Wyoming Statute 9-4-821:

See Attached List if applicable

To be assigned to the entity as security for the safekeeping and prompt payment of all public moneys that may be deposited with the entity and for the faithful performance of its duties under the aforesaid law as such depository.

Attached hereto is a printed copy of our last report of condition to the State Examiner of Wyoming and we append hereto and the same is made a part hereof, the verified statement of condition of the banks at the close of business on this date.

By order of the Board of Directors



Carol Stephens Donaldson

FIRST INTERSTATE BANK

DATE APPROVED BY BOARD – JANUARY 21, 2014

PUBLIC FUNDS RESOLUTION

WHEREAS, it is necessary for First Interstate Bank to properly secure the political division or subdivision for all monies deposited in the bank by the Treasurer of the political division or subdivision, hereinafter called the Treasurer; and

WHEREAS, no deposit will be made in the bank by the Treasurer unless the deposit is properly secured, and the giving of proper security is one of the considerations for receiving the deposits; and

WHEREAS, the Treasurer may, when furnished proper security, carry an unlimited credit balance with the bank; and

WHEREAS, the Treasurer is willing to receive securities designated by laws of Wyoming as legal collateral security as security for the deposit;

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the depository bank that any two of the following named persons, officers of the bank, are authorized and empowered to pledge to the Treasurer of the state or political subdivision securities of this bank which are legal for collateral security for deposit of public funds, and which the Treasurer is willing to accept as collateral security, and in amounts and at the time the Treasurer and bank officers agree upon:¹

Larry Johns
Ed Garding
Kevin Riley
Allison Johnston


Senior Vice President
President and Chief Executive Officer
Executive Vice President & Chief Financial Officer
Senior Vice President, Controller

BE IT FURTHER RESOLVED that this authority given to the officers of the bank named herein to furnish collateral security to the Treasurer shall be continuing and shall be binding upon the bank until the authority given to the bank officers named herein is revoked or superseded by another resolution of this Board of Directors, verified copy of which shall be delivered by a representative of the bank to the Treasurer or mailed to the Treasurer by registered mail. The right given the officers named herein to pledge security as collateral also includes the right to give additional collateral security and to withdraw such collateral as the Treasurer is willing to surrender and the right to substitute one piece or lot of collateral for another, provided the Treasurer is willing to make such exchange or substitution.

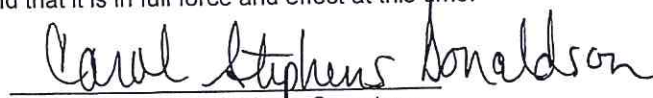
BE IT FURTHER RESOLVED that the bank officers named herein are fully authorized and empowered to execute in the name of the bank such collateral pledge agreement in favor of the Treasurer as the Treasurer requires, and any collateral pledge agreement executed or any act done by the bank officers named herein under the authority of this Resolution shall be as binding and effective upon this bank as though authorized by specific Resolution of the Board of Directors of this Bank.

The Board agrees that the authority herein granted is irrevocable, and the depository hereby for itself, its successors and assigns, ratifies and confirms whatever said attorney shall do by virtue of this authorization.

SEAL


James R. Scott, Chairman

I, the undersigned, Secretary of First Interstate Bank, a Corporation, do hereby certify that the above and foregoing is a full, true and correct copy of a resolution duly ratified by the Board of Directors of said Corporation, at a meeting of said Board duly called and held, and at which a quorum of said Board was present on the 21st day of January, 2014, and that said resolution is duly entered upon the minute book of said Corporation, and that it is in full force and effect at this time.


Carol Stephens Donaldson, Secretary

¹The Officer certifying this resolution shall have such authority and shall not be designated under numbered paragraph 3 above.

Schedule RC

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Consolidated Report of Condition for Insured Banks and Savings Associations for December 31, 2013

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

Dollar Amounts in Thousands			Bil Mil Thou		
Assets					
1. Cash and balances due from depository institutions (from Schedule RC-A):					
a. Noninterest-bearing balances and currency and coin ⁽¹⁾			RCON0081	138,135	1.a.
b. Interest-bearing balances ⁽²⁾			RCON0071	396,015	1.b.
2. Securities:					
a. Held-to-maturity securities (from Schedule RC-B, column A)			RCON1754	204,322	2.a.
b. Available-for-sale securities (from Schedule RC-B, column D)			RCON1773	1,947,706	2.b.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold			RCONB987	672	3.a.
b. Securities purchased under agreements to resell ⁽³⁾			RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):					
a. Loans and leases held for sale			RCON5369	40,861	4.a.
b. Loans and leases, net of unearned income			RCONB528	4,301,840	4.b.
c. LESS: Allowance for loan and lease losses			RCON3123	85,339	4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)			RCONB529	4,216,501	4.d.
5. Trading assets (from Schedule RC-D)			RCON3545	0	5.
6. Premises and fixed assets (including capitalized leases)			RCON2145	173,947	6.
7. Other real estate owned (from Schedule RC-M)			RCON2150	15,504	7.
8. Investments in unconsolidated subsidiaries and associated companies			RCON2130	5,741	8.
9. Direct and indirect investments in real estate ventures			RCON3656	0	9.
10. Intangible assets:					
a. Goodwill			RCON3163	182,351	10.a.
b. Other intangible assets (from Schedule RC-M)			RCON0426	18,086	10.b.
11. Other assets (from Schedule RC-F)			RCON2160	198,118	11.
12. Total assets (sum of items 1 through 11)			RCON2170	7,537,959	12.

(1) Includes cash items in process of collection and unposted debits.

(2) Includes time certificates of deposit not held for trading.

(3) Includes all securities resale agreements, regardless of maturity.

Schedule RC—Continued

Dollar Amounts in Thousands		Bil	Mil	Thou
Liabilities				
13. Deposits:				
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)	RCON2200	6,134,019		13.a.
(1) Noninterest-bearing ⁽¹⁾	RCON6631	1,491,796		13.a.(1)
(2) Interest-bearing	RCON6636	4,642,223		13.a.(2)
b. Not applicable				
14. Federal funds purchased and securities sold under agreements to repurchase:				
a. Federal funds purchased ⁽²⁾	RCONB993	0		14.a.
b. Securities sold under agreements to repurchase ⁽³⁾	RCONB995	562,550		14.b.
15. Trading liabilities (from Schedule RC-D)	RCON3548	0		15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCON3190	1,920		16.
17. Not applicable				
18. Not applicable				
19. Subordinated notes and debentures ⁽⁴⁾	RCON3200	15,000		19.
20. Other liabilities (from Schedule RC-G)	RCON2930	31,901		20.
21. Total liabilities (sum of items 13 through 20)	RCON2948	6,745,390		21.
22. Not applicable				22.
Equity Capital				
Bank Equity Capital				
23. Perpetual preferred stock and related surplus	RCON3838	0		23.
24. Common stock	RCON3230	50,000		24.
25. Surplus (exclude all surplus related to preferred stock)	RCON3839	395,223		25.
26.				26.
a. Retained earnings	RCON3632	361,924		26.a.
b. Accumulated other comprehensive income ⁽⁵⁾	RCONB530	(14,578)		26.b.
c. Other equity capital components ⁽⁶⁾	RCONA130	0		26.c.
27.				27.
a. Total bank equity capital (sum of items 23 through 26.c)	RCON3210	792,569		27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries	RCON3000	0		27.b.
28. Total equity capital (sum of items 27.a and 27.b)	RCONG105	792,569		28.
29. Total liabilities and equity capital (sum of items 21 and 28)	RCON3300	7,537,959		29.

(1) Includes noninterest-bearing demand, time, and savings deposits.

(2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."

(3) Includes all securities repurchase agreements, regardless of maturity.

(4) Includes limited-life preferred stock and related surplus.

(5) Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.

(6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC—Continued

Memoranda

To be reported with the March Report of Condition.

	Number	
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2012		
	RCON6724	N/A M.1.

1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

6 = Review of the bank's financial statements by external auditors

7 = Compilation of the bank's financial statements by external auditors

8 = Other audit procedures (excluding tax preparation work)

9 = No external audit work

	MM/DD	
To be reported with the March Report of Condition.		
2. Bank's fiscal year-end date	RCON8678	N/A M.2.

Wyoming Officer Report - 2014

1/23/2014

Officer Name

ANDERSON, KRISTEN E
ANDERSSON, DARCI J
ANESI, DOUG R
ANFINSON, JACOB P
ARNOUX, JUDY
ASH, LANCE Z
BARSTAD, SCOTT A
BASSETT, JOANNE
BEALL, ROX ANN
BEARD, TARA M
BENSLEY, KIMBERLY A
BENTON, SAMANTHA P
BOVEE JR., ROBERT A
BRANDT, ELISA
BRANTZ, THOMAS
BREMER, SHARI L
BRIMMER, BRUCE L
BROMLEY, JULIE R
BROOKS, HEATH
BULLER, JULIE A
BURKETT, KEVIN W
CALLIES, CHERYL A
CAMINO, JACKIE E
CASTLE, SHARLEEN G
CATELLIER, SHARON E
CETAK, BRIAN J
CHASTEEN, JANICE K
CHRISTENSEN, JODY L
CHRISTENSEN, NICOLE R
CHRISTENSEN, THERESA F
COLLINS, STEVEN J
CONGER, CHARLES B
CONGER, CINDY J
CRAFT, JENNIFER
CROW, STEVEN D
CULVER, CATHERINE M
DALE, CATHERINE M
DELGADO, LINDA R
DESHAW, JASMINE M
DESTEFANO, RICHARD
DEVERAUX, KAREN L
DOERR, MARY H
DONLEY, PATRICIA A
DOWNHAM, RANDI R
DRELL, CALLIE R
EDELMAN, MICHAEL D
EGNACZAK, MARY LEE
ELLIS, BRIAN J
ERB, TAMARA L
FREEMAN, DARLA
GEFFRE, KYLE D
GERSACK, JAMES M
GIBBS, GRACE
GRAF, CAROL
GRANGER, SHERI G
GRENVIK, MADOKA A
GROSKOP, DANIEL L
HAGEN, KATHLEEN W
HAMILTON, CAREY J
HASSLER, MARK B

Branch

CHEYENNE
CASPER MILLS
LANDER MAIN
LARAMIE WEST
OPERATIONS
JACKSON MAIN BR
WEALTH MANAGEMENT
CHEYENNE DELL RANGE
BRANCH SERVICES
GILLETTE DOWNTOWN
BRANCH SERVICES
CASPER DOWNTOWN
JACKSON MAIN BR
OPERATIONS
GILLETTE DOWNTOWN
CHEYENNE
RIVERTON
LARAMIE DOWNTOWN
CHEYENNE DELL RANGE
RIVERTON
CHEYENNE
CASPER DOWNTOWN
WEALTH MANAGEMENT
LARAMIE DOWNTOWN
CHEYENNE
CASPER DOWNTOWN
GILLETTE DOWNTOWN
CHEYENNE
SHERIDAN SUGARLAND
CASPER DOWNTOWN
JACKSON MAIN BR
WEALTH MANAGEMENT
BRANCH SERVICES
HOLDING CO
GILLETTE DOWNTOWN
SHERIDAN DOWNTOWN
RIVERTON
JACKSON MAIN BR
JACKSON ALBERTSONS
SHERIDAN DOWNTOWN
CASPER DOWNTOWN
SHERIDAN DOWNTOWN
BRANCH SERVICES
LARAMIE DOWNTOWN
SHERIDAN DOWNTOWN
RIVERTON
BRANCH SERVICES
GILLETTE DOWNTOWN
WEALTH MANAGEMENT
CASPER EAST
WEALTH MANAGEMENT
WEALTH MANAGEMENT
BUFFALO
GILLETTE SOUTH
WEALTH MANAGEMENT
CHEYENNE
BUFFALO
CHEYENNE
COLLECTIONS
JACKSON MAIN BR

HAUCK,WENDY L
HAYEK,JANET L
HEIZER,DENNIS
HEPP,JENNIFER L
HILL,JODY M
HITSHEW,SHELLI M
HOOKER,CHAD L
HOOVER,DONNA
HUBBARD,TRAVIS E
HUBERT,DAVID M
HUPPERT,WILLIAM A
IRISH,PAUL R
JENSEN,DELWYN L
JOHNSON,DREW T
JOHNSON,KAREN
JUNKER,KIPPLING
KILIAN,DENNIS R
KING,DIXIE M
KING,KENNETH H
KINNER,MARK S
KLING,DAVID J
KOLA,JOEL P
KRAFT,TAMARA M
KRATZER-REID,DEBORAH A
LADENBURGER,BRET T
LEIBRICH,ROBERT L
LEVI,RICHARD B
LIEBZEIT,STEVEN J
LINEEN,LISA J
LOBDELL,DIANE L
LUBKEN,AUDREY M
LYONS,FRANK P
MAHON,LESLIE J
MAXNER,DAVID G
MCCOMB,DONOVAN L
MCDONALD,PATRICIA A
MCNAMEE,NICHOLAS A
MICHELENA,LYNNE
MICKELSON,JOSHUA T
MILLER,BONNIE M
MILLS,JODY A
MOCK,BARBARA
MOENS,SUSAN E
MORGAN,SUSAN E
MORSE,KEVIN D
NEGICH,GARY W
NORLING,MARLIN L
ODEN,JESSICA A
PANTLE,SUSAN L
PATTERSON,PATTI B
PECK,MICHAEL J
PELESKY,KIM
PILCH,JEROME T
POPE,MATTHEW L
PORTER,SHAWN M
RASMUSSEN,RONALD R
REED,SARAH N
RIESEN,DIANA L
ROW,BRYCE S
RYAN,BARBARA A
SARE,MARGARET C
SCOTT,JONATHAN R
SHAW,HEATHER D
SLEEP,MATTHEW R
SMITH,DONNA E
SMITH,KIM M

GILLETTE DOWNTOWN
BRANCH SERVICES
WEALTH MANAGEMENT
HOME LOANS
JACKSON MAIN BR
LANDER MAIN
WEALTH MANAGEMENT
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WEALTH MANAGEMENT

SPARBY,CHRISTINA M
STACK,BRIAN J
STACK,CHRISTINE L
STANGER,COLETTA K
STREITZ,SHARON A
SUTHERLAND,JOHN G
THOMPSON,LINDA
TINGLEY,LOUANN K
TROMBLE,BRETTNEE J
TZOMPA,GREG
UHL,RICHARD L
URBATCHKA,MICHAEL C
VON FLATERN,MARGARET A
VREDENBURG,MATTHEW R
WALLACE,DIANA L
WESTON,DAVID L
WILKERSON,KRISTIN S
WILLE,KERMIT S
WINCHELL,JAIME A
YOUNG,LINDA J

CASPER MILLS
CASPER DOWNTOWN
WEALTH MANAGEMENT
GILLETTE DOWNTOWN
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