

**RESOLUTION PROVIDING FOR THE ISSUE OF UNLIMITED TAX
GENERAL OBLIGATION BONDS (DEDICATED REVENUES), SERIES 2012, OF
THE BOARD OF EDUCATION OF THE CITY OF CHICAGO IN AN
AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$180,000,000.**

**FOR THE PURPOSE OF PAYING PART OF THE COST OF CERTAIN
CAPITAL IMPROVEMENTS IN AND FOR SAID BOARD**

WHEREAS, pursuant to the provisions of Article 34 of the School Code of the State of Illinois, as amended (the "**School Code**"), the City of Chicago (the "**City**"), having a population exceeding 500,000, constitutes one school district (the "**School District**"), which is a body ~~politic and corporate by the name of the "Board of Education of the City of Chicago" (the~~

"Board"); and

WHEREAS, the Board is governed by the seven-member Chicago Board of Education, as successor to the Chicago School Reform Board of Trustees (the "**School Board**"); and

WHEREAS, the School Board has heretofore determined that it is advisable ~~necessary~~

payments to be made to the Board in any year pursuant to Article 18 of the School Code, or such

process or replacement set as may be created in the future. (ii) amounts allocated and paid to

the Board from the Personal Property Tax Replacement Fund of the State of Illinois pursuant to

Section 10-4 of the State Board of Education Act of 1984, Chapter 110, Illinois Compiled Statutes (1984)

WHEREAS, pursuant to and in accordance with the provisions of the Bond Issue

September 25, 2012, concerning the intent of the Board to sell up to \$750,000,000 of the 2012

Authorization Bonds; and

WHEREAS, notice of the Hearing was given by publication at least once not less than

seven (7) nor more than thirty (30) days before the date of the Hearing in the Chicago Sun

WHEREAS the Bonds may be issued from time to time in one or more series (each a

“Series”); and

WHEREAS, the Bonds of each such Series will be payable from (i) such of the Pledged Revenues as shall be determined by a Designated Official (as hereinafter defined) at the time of sale of such Bonds; and (ii) the ad valorem taxes levied or to be levied against all of the taxable property in the School District without limitation as to rate or amount pursuant to **Section 3** of this Resolution (the “**Pledged Taxes**”), for the purpose of providing funds in addition to the Pledged Revenues and investment earnings thereon to pay the principal of and interest on the Bonds; and

WHEREAS, the Bonds of each Series will be issued under and secured by a Trust

... (“Trust”) between the Board and such bank, trust company or national

the United States of America or any department, agency or instrumentality thereof as described

1. The Board has determined that the Pledged Revenues, together with

WHEREAS, the Board has determined that the Pledged Revenues, together with

estimated investment earnings thereon and monies held in the funds and accounts pursuant to the

on behalf of the Board by the Chief Financial Officer (as defined herein) prior to the issuance of any Bonds supported by a revenue source not supported by the Audit; and

WHEREAS, the Board of Directors of the City of [redacted] has adopted the following resolution:

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

12-1114-RS3

for the payment of the cost of, certain improvements described in the Teachers' Academy Project
Intergovernmental Agreement; and

WHEREAS the Board and the City Council have entered into an Intergovernmental Agreement

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

appropriate of the respective outstanding 2002A Bonds and 2004C Bonds, as applicable, in

accordance with the indentures under which such bonds were issued, and

execution to constitute conclusive evidence of such Designated Official's approval and this

[REDACTED]

Indenture and Variable Data Indenture authorized hereby

[REDACTED]

[REDACTED]

[REDACTED]

redemption price of, interest on and the Compound Accreted Value of each Series of the Bonds and the Indenture pursuant to which such Series of Bonds is issued and the notification of sale of such Series of the Bonds delivered by the Designated Officials pursuant to **Section 4(e)** hereof shall identify the specific Pledged Revenues allocated to such Series. Once issued, the Bonds shall be and forever remain until paid or defeased, the general obligation of the Board for the

Current Interest Bonds shall be in fully registered form shall be in denominations of \$5,000

each and any integral multiple thereof, and shall be numbered as determined by the Trustee.

The Bonds may be initially issued as Capital Appreciation Bonds containing provisions

The Bonds shall be dated as of a date not earlier than November 1, 2012, as determined by a Designated Official at the time of sale thereof. The principal of the Bonds shall become due and payable on any date not earlier than December 1, 2013, and not later than December 1, 2052.

Any Bonds issued as Current Interest Bonds, Capital Appreciation Bonds or Convertible

Bonds shall either bear interest (computed upon the basis of a 360-day year of twelve 30-day months) payable semiannually on each June 1 and December 1, commencing on or after June 1,

... and upon the occurrence of such conditions, all

[REDACTED]

necessary or desirable in connection with the sale of some or all of the Bonds as Variable Rate Bonds.

(e) The Bonds of each Series shall initially be issued in book-entry only form as provided in the applicable Indenture. The Bonds shall be executed by the manual or duly authorized facsimile signature of the President of the School Board and attested by the Secretary of the Board by the manual or duly authorized facsimile signature of the Secretary and prepared in the respective forms as provided in the applicable Indenture.

[REDACTED]

3. *Tax Levy; Pledged Taxes.* (a) For the purpose of providing funds in addition to the Pledged Revenues to pay the principal of and interest on the Bonds, the Board shall levy and collect taxes on the taxable property within the jurisdiction of the Board to the extent necessary to pay the principal of and interest on the Bonds.

[REDACTED]

FOR THE LEVY YEAR	A TAX SUFFICIENT TO PRODUCE THE SUM OF
2013	\$16,000,000
2014	16,000,000
2015	16,000,000
2016	16,000,000
2017	16,000,000
2018	16,000,000
2019	16,000,000
2020	16,000,000
2021	16,000,000
2022	16,000,000
2023	16,000,000
2024	16,000,000
2025	16,000,000

2027	16,000,000
2028	16,000,000
2029	16,000,000
2030	16,000,000
2031	25,000,000
2032	50,000,000
2033	70,000,000
2034	50,000,000
2035	50,000,000

provided, that in connection with the issuance of any Variable Rate Bonds, in furtherance of the

ascertain the rate percent required to produce the aggregate Pledged Taxes hereinbefore provided to be levied in each of said years; and the County Clerks shall extend the same for collection on the tax books in connection with other taxes levied in said year in and by the Board for general corporate purposes of the Board; and in said year the Pledged Taxes shall be levied and collected

by and for and on behalf of the Board in like manner as taxes for general corporate purposes of the Board for said years are levied and collected, and in addition to and in excess of all other

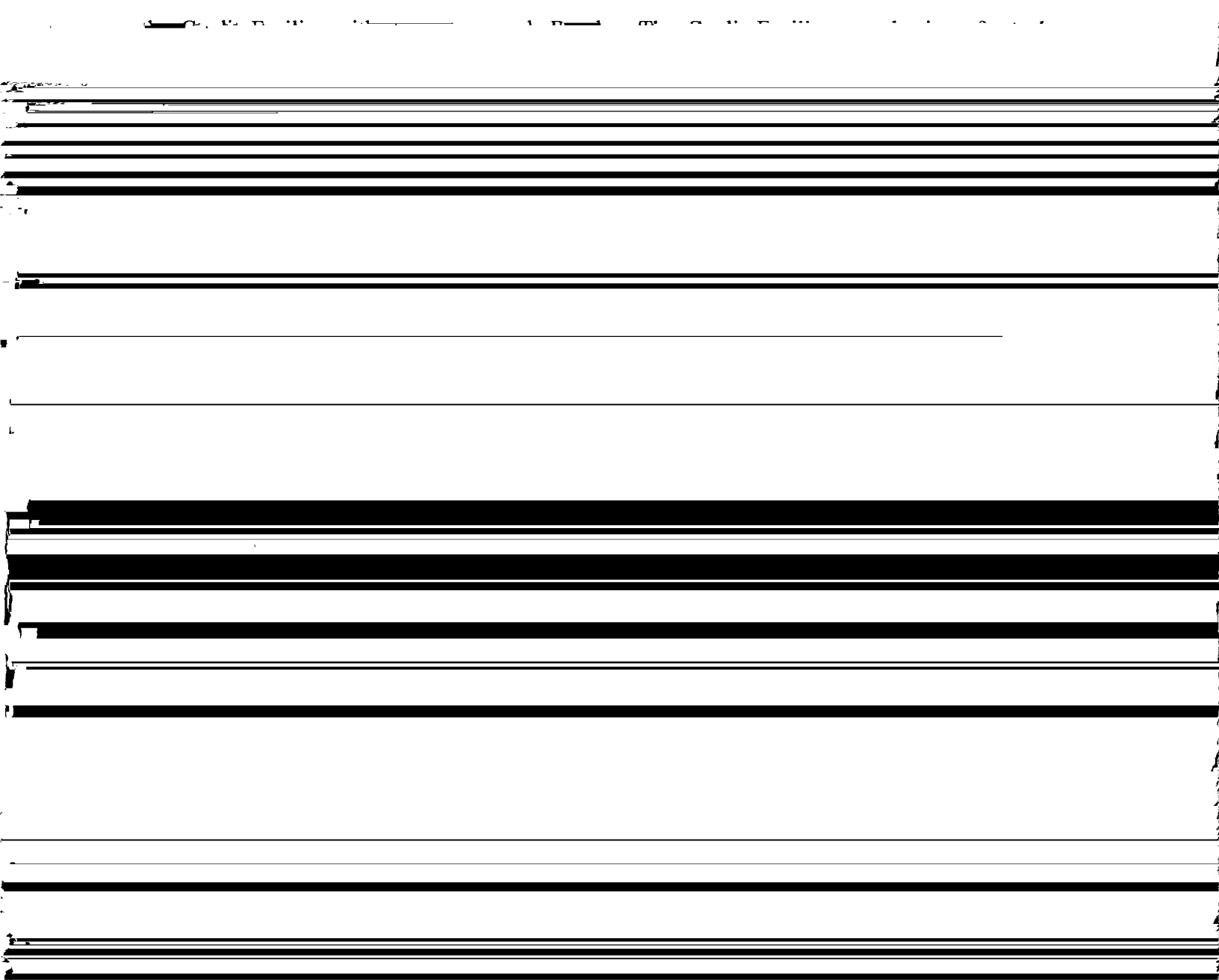
Purchasers in connection with the sale of any Variable Rate Bonds shall not exceed 3 percent of the principal amount thereof. The Chief Financial Officer is hereby authorized to execute and deliver on behalf of the Board a Purchase and Sale Agreement with respect to the sale of the

substantially the form used in previous financings of the Board and (ii) in the case of a Placement Agreement or a Competitive Sale Agreement shall contain terms and provisions no less favorable to the Board than those contained in a Bond Purchase Agreement. Any such

12-1114-RS3

Section, or in the issuance and sale of such Bonds, in accordance with the laws of the State of Illinois and the Code of Ethics of the Board (Board Rule No. 11-0525-PO2, as amended).

obtain a letter of credit, line of credit or other credit or liquidity facility, including similar agreements with or facilities issued by a Bond Insurer (a "**Credit Facility**"), if determined by such Designated Official to be desirable in connection with such sale of Bonds. Each of the Designated Officials is hereby further authorized to appoint one or more banks, Bond Insurers or other financial institutions to issue such Credit Facility (the "**Credit Provider**") and to execute and deliver on behalf of the Board a credit, reimbursement or similar agreement (the "**Credit Agreement**") providing for the issuance of the Credit Facility and the obligation of the Board to repay funds borrowed under the Credit Facility or advances made by the Credit Provider under



annum) and be added to the Credit Provider Rate at such time or times thereafter as the Credit

~~Provider Rate shall not exceed the Maximum Credit Provider Rate.~~

shall the Credit Provider Rate per annum exceed the Maximum Credit Provider Rate.

~~Any Credit Facility obtained as provided herein shall cause the Bonds secured thereby to~~

accounts pursuant to the Indenture are expected to be in an amount sufficient to provide the debt

service coverage described in **Section 2(b)** hereof, (vii) the terms and provisions for the

~~Section, the amount of reduction in the amount levied in Section 3(a) hereof for each year~~

resulting from such sale, and in addition, either or both of the Designated Officials shall file in the respective offices of the County Clerks certificates of tax abatement for such years. In the case of Variable Rate Bonds, such amounts to be abated from taxes levied may be determined by

“*Company*” shall be “*Company*” for purposes of Rule

15c2-12, adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934 (“**Rule 15c2-12**”), and the proposed use by the Underwriters or the Competitive Purchasers of a final Official Statement (in substantially the form (i) of the Preliminary Official

Statement with appropriate variations, omissions and insertions to reflect the final terms of

and (iii) the payment of the expenses related to the issuance of such Bonds, including, without limitation, fees to be paid to Bond Insurers, Credit Providers or remarketing, auction or other agents retained in connection with the issuance of Variable Rate Bonds, and such proceeds shall be applied as provided in the applicable Indenture. In addition, proceeds from the sale of a Series of the Bonds in the amount of not to exceed 10% of the principal amount thereof may be deposited into a debt service reserve fund to be held under the applicable Indenture upon the

V. [REDACTED]

The total dollar amount of the Bonds issued hereunder (net of offsetting transactions entered

into the principal amount of the Bonds issued hereunder (net of offsetting transactions entered

determined by the Designated Official executing the same. Nothing contained in this Section 4(i) shall limit or restrict the authority of any officer of the Board to enter into such

agreements pursuant to prior or subsequent authorization of the Board.

(j) For the purpose of providing for the refunding, redemption or defeasance of certain obligations of or issued on behalf of the Board, each of the Designated Officials is hereby authorized to execute and deliver one or more refunding escrow agreements (each, a “**Refunding Escrow Agreement**”) on behalf of the Board, attested by the Secretary of the Board, such Refunding Escrow Agreement to be in substantially the form executed and delivered in connection with previous refundings of obligations issued by or on behalf of the Board, but with such changes therein as shall be approved by the Designated Official executing the same, with

12-1114-RS3

State of Illinois, as amended, to execute a written direction to the County Collectors of The Counties of Cook and DuPage, Illinois (the "County Collectors"), (i) to deposit the collections

of the Dedicated Taxes as and when extended for collection directly with each governmental

document to Section 5 in order to comply with the provisions of Section 11-1.6-11-1.2

RECEIVED BY THE DEPARTMENT OF THE INTERIOR BUREAU OF LAND MANAGEMENT

previous findings of the Board, but with such changes therein as shall be approved by the

Project Intergovernmental Agreement, and the respective City Note, each Designated Official is hereby authorized to apply such funds to redeem or defease, as appropriate, the respective outstanding 2002A Bonds or 2004G Bonds, as applicable, in accordance with the indentures under which such bonds were issued. Each Designated Official is herby further authorized to execute and deliver any instructions, notices, instruments, agreements, including without

redemption or defeasance, as applicable, with such changes as shall be approved by the

The President of the School Board is hereby authorized to approve the selection of local

counsel and financial or other professional services providers to be engaged by the Board in connection with the issuance and sale of the Bonds.

All actions of the officials or officers of the Board that are in conformity with the purposes and intent of this Resolution are hereby in all respects ratified, approved, and confirmed.

U *Availability* The provisions of this Resolution are hereby declared to be