Chapman and Cutler Draft: 1/13/14

THE BOARD OF TRUSTEES
OF
THE UNIVERSITY OF ILLINOIS

TWENTIETH SUPPLEMENTAL
SYSTEM REVENUE BOND
RESOLUTION

Approved January 23, 2014

Supplementing Resolution Approved September 20, 1984, as supplemented and amended through the date hereof

Re: University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2014 A RESOLUTION CREATING AND AUTHORIZING THE ISSUANCE AND DELIVERY OF UNIVERSITY OF ILLINOIS AUXILIARY FACILITIES SYSTEM REVENUE BONDS AND SUPPLEMENTING RESOLUTIONS DULY ADOPTED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS DATED SEPTEMBER 20, 1984, JUNE 20, 1985, MAY 8, 1986, MAY 9, 1991, JUNE 11, 1993, JANUARY 18, 1996, OCTOBER 15, 1999, JUNE 1, 2000, MARCH 8, 2001, MAY 23, 2001, MAY 15, 2003, MARCH 10, 2005, JULY 14, 2005, SEPTEMBER 7, 2006, MAY 22, 2008, JANUARY 15, 2009, MAY 20, 2010, JUNE 9, 2011, DECEMBER 2, 2011 AND MARCH 7, 2013.

WHEREAS, The Board of Trustees (the "Board") of the University of Illinois (the "University") owns and operates certain facilities which comprise the University of Illinois Auxiliary Facilities System, as more fully described in Exhibit A hereto; and

WHEREAS, the Board on September 20, 1984, did duly adopt a resolution (the "Original Resolution") providing for the issuance of revenue bonds designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1984", which Bonds are no longer outstanding; and

WHEREAS, the Board on June 20, 1985, did duly adopt a resolution (the "First Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1985", which Bonds are no longer outstanding; and

WHEREAS, the Board on May 8, 1986, did duly adopt a resolution (the "Second Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1986 (Refunding and Improvement)", which Bonds are no longer outstanding; and

WHEREAS, the Board on May 9, 1991, did duly adopt a resolution (the "Third Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1991" (the "Series 1991 Bonds"), which remain outstanding; and

WHEREAS, the Board on June 11, 1993, did duly adopt a resolution (the "Fourth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1993", which Bonds are no longer outstanding; and

WHEREAS, the Board on January 18, 1996 did duly adopt a resolution (the "Fifth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance

with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1996", which Bonds are no longer outstanding; and

WHEREAS, the Board on October 15, 1999 did duly adopt a resolution (the "Sixth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1999A" (the "Series 1999A Bonds"), and "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 1999B (Taxable)" (the "Series 1999B Bonds"), which remain outstanding; and

WHEREAS, the Board on June 1, 2000 did duly adopt a resolution (the "Seventh Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2000", which Bonds are no longer outstanding; and

WHEREAS, the Board on March 8, 2001 did duly adopt a resolution (the "Eighth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Refunding Revenue Bonds, Series 2001A" (the "Series 2001A Bonds"), which remain outstanding; and

WHEREAS, the Board on May 23, 2001 did duly adopt a resolution (the "Ninth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2001B" (the "Series 2001B Bonds"), which remain outstanding and "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2001C (Taxable)", which Bonds are no longer outstanding; and

WHEREAS, the Board on May 15, 2003 did duly adopt a resolution (the "*Tenth Supplemental Resolution*") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2003A" (the "*Series 2003A Bonds*"), which remain outstanding; and

WHEREAS, the Board on March 10, 2005 did adopt a resolution (the "Eleventh Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2005A" (the "Series 2005A Bonds"), which remain outstanding; and

WHEREAS, the Board on July 14, 2005 did duly adopt a resolution (the "Twelfth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Variable Rate Demand Auxiliary Facilities Revenue Bonds, Series 2005B", which Bonds are no longer outstanding; and

WHEREAS, the Board on September 7, 2006 did duly adopt a resolution (the "Thirteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2006" (the "Series 2006 Bonds"), which remain outstanding; and

WHEREAS, the Board on May 22, 2008 did duly adopt a resolution (the "Fourteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Variable Rate Demand Auxiliary Facilities System Revenue Bonds, Series 2008" (the "Series 2008 Bonds"), which remain outstanding; and

WHEREAS, the Board on January 15, 2009 did duly adopt a resolution (the "Fifteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2009A" (the "Series 2009A Bonds"), which remain outstanding; and

WHEREAS, the Board on May 20, 2010 did duly adopt a resolution (the "Sixteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2010A" (the "Series 2010A Bonds"), which remain outstanding; and

WHEREAS, the Board on June 9, 2011 did duly adopt a resolution (the "Seventeenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2011A" (the "Series 2011A Bonds") and "University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2011B (Taxable)" (the "Series 2011B Bonds"), which remain outstanding; and

WHEREAS, the Board on December 2, 2011 did duly adopt a resolution (the "Eighteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Refunding Revenue Bonds, Series 2011C" (the "Series 2011C Bonds"), which remain outstanding; and

WHEREAS, the Board on March 7, 2013 did duly adopt a resolution (the "Nineteenth Supplemental Resolution") providing for the issuance of additional revenue bonds in accordance with the provisions of the Original Resolution designated "University of Illinois Auxiliary Facilities System Refunding Revenue Bonds, Series 2013A" (the "Series 2013A Bonds"), which remain outstanding; and

WHEREAS, the Board, on due consideration and investigation, does now find and determine that it is advisable and necessary and in the interest of the University and the welfare

of its students and faculty to improve or add to certain facilities which are or will become part of the System, all as more fully described in *Exhibit B* hereto (the "*Project*"); and

WHEREAS, in order to finance the Project, it is advantageous to the Board and necessary that the Board borrow money and issue and sell revenue bonds under the provisions of the University of Illinois Revenue Bond Financing Act for Auxiliary Facilities, as amended, 110 ILCS 405/1, *et seq.*; and

WHEREAS, the Board now desires to create and to authorize the issuance and delivery of one or more additional issues of Bonds under and in accordance with the Original Resolution, as supplemented and amended, including by this Twentieth Supplemental System Revenue Bond Resolution (the or this "Twentieth Supplemental Resolution"), which additional Bonds shall be known as "University of Illinois Auxiliary Facilities System Revenue Bonds" (the "2014 Bonds"), which may be issued at one time or from time to time in one or more Series (each, a "Series") and with such further designations and terms as may be permitted or provided for hereby; and

WHEREAS, forms of Preliminary Official Statement related to Fixed Rate Bonds, Modal Agreement, Remarketing Agreement, Reimbursement Agreement (including the form of Credit Facility), Fixed Rate Bond Purchase Agreement, Variable Rate Bond Purchase Agreement and Continuing Disclosure Agreement (each as hereinafter referenced) have been presented to the Board:

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of the University of Illinois:

ARTICLE I

DEFINITIONS; PLEDGE OF REVENUES

Section 1.1. Defined Terms. Terms used in this Twentieth Supplemental Resolution and not defined shall have the same meanings defined in the Original Resolution, as supplemented and amended.

In addition to the terms defined in the preambles to this Twentieth Supplemental Resolution, for purposes of this Twentieth Supplemental Resolution the following terms shall have the following meanings:

"Code" shall mean the Internal Revenue Code of 1986, as amended.

"Comptroller" shall mean the Comptroller of the Board.

"Credit Facility" shall mean, with respect to a Series of Variable Rate Bonds, an irrevocable, direct-pay letter of credit, delivered to, and accepted by, the Bond Registrar pursuant to the terms of the Modal Agreement which permits the Bond Registrar to draw amounts thereunder sufficient to pay the principal and purchase price of and interest on Bonds when due

and shall include each Initial Credit Facility and any Alternate Credit Facility (each as defined in the Modal Agreement).

"Favorable Opinion of Bond Counsel" shall mean, with respect to any action relating to a Series of 2014 Bonds, the occurrence of which requires such an opinion to be delivered after the date of issuance thereof, (i) in the case of a Series of Tax-Exempt Bonds, an Opinion of Bond Counsel addressed to the Board to the effect that the action proposed to be taken is not prohibited by the laws of the State of Illinois and the Bond Resolution and will not adversely affect any exclusion from gross income for federal income tax purposes of interest on such Tax-Exempt Bonds (subject to customary exceptions) and (ii) in the case of a Series of Taxable Bonds, an Opinion of Bond Counsel addressed to the Board to the effect that the action proposed to be taken is not prohibited by the laws of the State of Illinois and the Bond Resolution.

"Fixed Rate Bonds" shall have the meaning assigned to such term in Section 2.2(b) of this Twentieth Supplemental Resolution.

"Ikenberry No. 3 Project" mean that portion of the Project consisting of the construction and equipping of a new residence hall as described in *Exhibit B* hereto under the heading "Stanley O. Ikenberry Commons - Residence Hall No. 3".

"Initial Credit Facility" shall mean, with respect to a Series of Variable Rate Bonds, the Credit Facility issued by the Initial Credit Provider and delivered to and accepted by the Bond Registrar on the date of issuance of such Series, as such Credit Facility may be extended or amended.

"Initial Credit Provider" shall mean The Northern Trust Company, and any entity resulting from or surviving any consolidation or merger to which it may be a party.

"Modal Agreement" shall mean each Modal Agreement between the Board and the Bond Registrar relating to a Series of Variable Rate Bonds, as supplemented and amended in accordance with its terms.

"Notification of Sale" shall mean the Notification of Sale delivered by the Comptroller to the Board pursuant to Section 2.8 of this Twentieth Supplemental Resolution in connection with the issuance of any Series of the 2014 Bonds.

"Opinion of Bond Counsel" shall mean a written opinion of counsel selected by the Board of nationally recognized standing in matters relating to the exclusion of interest from gross income on obligations issued by states and their political subdivisions or agencies.

"Prior Parity Bonds" shall mean, collectively, the Series 1991 Bonds, Series 1999A Bonds, Series 2001A Bonds, Series 2001B Bonds, Series 2003A Bonds, Series 2005A Bonds, Series 2006 Bonds, Series 2008 Bonds, Series 2009A Bonds, Series 2010A Bonds, Series 2011A Bonds, Series 2011B Bonds, Series 2011C Bonds and Series 2013A Bonds outstanding from time to time.

"Reimbursement Agreement" shall mean, with respect to any Credit Facility then in effect, the agreement pursuant to which such Credit Facility is issued, including all amendments, restatements or modifications thereof and supplements thereto.

"Remarketing Agent" shall mean Wells Fargo Bank, National Association, or such other entity designated by the Comptroller from the group of providers approved during the Board's then most recent procurement process, and its successors.

"Remarketing Agreement" shall mean each Remarketing Agreement between the Board and the Remarketing Agent, as supplemented and amended in accordance with its terms.

"Series 2010A Project" shall mean the improvement of or addition to certain facilities which have become part of the System as described more fully in Exhibit A to the Sixteenth Supplemental Resolution.

"Series 2010A Project Fund" shall mean the Project Fund established under the Sixteenth Supplemental Resolution for payment of costs of the Series 2010A Project.

"Tax Agreement" shall mean a Tax Exemption Certificate and Agreement to be delivered by the Board upon the issuance of a Series of Tax-Exempt Bonds.

"Taxable Bonds" shall mean any 2014 Bonds the interest on which is not intended at issuance to be excludable from the gross income of the owners thereof for federal income tax purposes.

"Tax-Exempt Bonds" shall mean any 2014 Bonds the interest on which is intended at issuance to be excludable from the gross income of the owners thereof for federal income tax purposes.

"Variable Rate Bonds" shall have the meaning assigned to such term in Section 2.2(b) of this Twentieth Supplemental Resolution.

Section 1.2. Pledge of Revenues. The pledge of the Operating Revenues of the System and Student Tuition and Fees contained in the Original Resolution is hereby ratified and confirmed. The 2014 Bonds, together with the Prior Parity Bonds and any Parity Bonds issued in the future, will be secured by a pledge of and lien on (i) the Net Revenues of the System, (ii) Student Tuition and Fees (subject to prior payment of operating and maintenance expenses of the System, but only to the extent necessary) and (iii) the Bond and Interest Sinking Fund Account (collectively, the "Pledged Revenues"). The obligations of the Board pursuant to each Reimbursement Agreement shall be secured by the Pledged Revenues to the extent provided in the Bond Resolution and in each such Reimbursement Agreement.

The Series 1991 Bonds are further secured by income received from, and funds on deposit in, the Debt Service Reserve Fund. The 2014 Bonds will not be secured by the Debt Service Reserve Fund.

ARTICLE II

2014 BONDS AND THE ISSUANCE AND SALE THEREOF

Section 2.1. The Project and the Purpose of Issuance of the 2014 Bonds. The Project to be financed pursuant to this Twentieth Supplemental Resolution is described in Exhibit B to this Twentieth Supplemental Resolution and in Section 3.1 of this Twentieth Supplemental Resolution.

The estimated cost of the Project will not exceed \$270,000,000, including the related costs of issuance of the 2014 Bonds, including the cost of each Initial Credit Facility, bond insurance or other credit enhancement, if any.

It is hereby determined that in order to produce the funds necessary for the purposes stated above that the Board borrow the sum of not exceeding \$270,000,000 and in evidence thereof to issue its 2014 Bonds hereunder.

Section 2.2. Terms of 2014 Bonds. (a) There is hereby created and authorized one or more Series of Bonds to be issued under the Original Resolution, as supplemented and amended, to be substantially in the form and of the tenor and purport hereinafter set forth and limited to the aggregate principal amount of not exceeding \$270,000,000.

Said aggregate principal amount of 2014 Bonds is hereby authorized to be executed, issued and delivered at one time or from time to time, in one or more Series, to be designated "University of Illinois Auxiliary Facilities System Revenue Bonds," with such additional designations as the Comptroller may determine to be appropriate to reflect the order of sale of such 2014 Bonds, whether such 2014 Bonds are being issued as Tax-Exempt Bonds or Taxable Bonds, whether such 2014 Bonds are being issued as Fixed Rate Bonds or Variable Rate Bonds and any other authorized features of such 2014 Bonds determined by the Comptroller as desirable to be reflected in the title of the 2014 Bonds being issued and sold as part of such Series.

(b) The 2014 Bonds shall be issued as fully registered Bonds. All or any portion of the 2014 Bonds may be issued as Bonds bearing interest at fixed rates and paying interest semiannually (the "Fixed Rate Bonds"). Any Series of Fixed Rate Bonds shall be issued in the denomination of \$5,000 and integral multiples thereof (but no single Bond shall represent installments of principal maturing on more than one date), and shall be numbered 1 and upward. The Fixed Rate Bonds shall bear interest from their date or from the most recent interest payment date to which interest has been paid, or duly provided for, until the principal amount of the Fixed Rate Bonds is paid, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable semiannually on the first days of April and October in each year until paid, commencing on such date, and shall mature, subject to prior redemption upon the terms and conditions set forth in the related Notification of Sale, on April 1 of each of the years, in the amounts and bearing interest at the rates per annum as provided in the related Notification of Sale.

All or any portion of the 2014 Bonds may be issued as Bonds bearing interest at variable rates adjustable and payable from time to time, including, but not limited to, bonds bearing interest at variable rates that are adjusted and reset from time to time as may be necessary to cause such Bonds to be remarketable from time to time at a price equal to their principal amount (collectively, the "Variable Rate Bonds"). Any Series of Variable Rate Bonds shall be as described in the related Modal Agreement, which shall set forth for the Series of Variable Rate Bonds issued thereunder the authorized denominations thereof, the interest payment dates therefor, the basis upon which interest on such Variable Rate Bonds shall be computed, the method of determining the interest rate or rates applicable to such Variable Rate Bonds and the terms and conditions under which such Variable Rate Bonds shall be subject to optional and mandatory redemption prior to maturity and optional and mandatory tender for purchase by the owners thereof.

The 2014 Bonds may be issued as Tax-Exempt Bonds or Taxable Bonds. The Comptroller is hereby authorized, empowered and directed to determine, in connection with the sale and issuance of each Series of 2014 Bonds, whether such 2014 Bonds are to be issued as Tax-Exempt Bonds or Taxable Bonds, and such determination shall be set forth in the related Notification of Sale.

The Comptroller is hereby authorized, empowered and directed to execute and deliver a Modal Agreement and a Remarketing Agreement in connection with any Series of 2014 Bonds issued as Variable Rate Bonds, in each case in substantially the forms presented to the Board at this meeting, which are hereby approved, or with such changes therein as the Comptroller shall approve, such officer's execution thereof to constitute conclusive evidence of such officer's and this Board's approval of such changes. When each Modal Agreement and Remarketing Agreement is executed and delivered on behalf of the Board as herein provided, each such Agreement shall be binding on the Board and the officers, employees and agents of the Board are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of each such document as executed.

In connection with the issuance of each Series of Variable Rate Bonds, the Comptroller is hereby authorized, empowered and directed to execute and deliver a Reimbursement Agreement, in substantially the form presented to the Board at this meeting, which is hereby approved, or with such changes therein as the Comptroller shall approve, such officer's execution thereof to constitute conclusive evidence of such officer's and this Board's approval of such changes. The annual fee paid to any Credit Provider under a Reimbursement Agreement shall not exceed 3.00% of the average principal amount of the Variable Rate Bonds secured thereby outstanding during such annual period. Any 2014 Bond owned or held as collateral by the Bank to secure the obligations of the Board under the Reimbursement Agreement shall bear interest at a rate or rates not to exceed the lower of 12% per annum and the maximum rate permitted by applicable law. When a Reimbursement Agreement is executed and delivered on behalf of the Board as herein provided, it shall be binding on the Board and the officers, employees and agents of the Board and the officers, employees and agents of the Board are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of such Reimbursement Agreement as executed.

The Comptroller is hereby authorized, empowered and directed to determine the principal amount of each Series of the 2014 Bonds to be issued (provided, that the aggregate principal amount of all Series of the 2014 Bonds shall not exceed \$270,000,000), whether such Series of the 2014 Bonds are to be issued as Tax-Exempt Bonds or Taxable Bonds, the interest rates and the method or methods of determination thereof, the interest payment dates, the maturity schedule, the Series designation and the optional and mandatory redemption and tender terms for each Series of the 2014 Bonds to be issued; provided, that (i) the Fixed Rate Bonds of each Series shall be issued in an aggregate principal amount not to exceed \$210,000,000 and shall mature not later than April 1, 2044, (ii) the Variable Rate Bonds of each Series shall be issued in an aggregate principal amount not to exceed \$60,000,000 and shall mature not later than April 1, 2044, (iii) Fixed Rate Bonds (A) sold as Tax-Exempt Bonds shall bear interest at a rate or rates not to exceed 7.00% per annum and (B) sold as Taxable Bonds shall bear interest at a rate or rates not to exceed 8.00% per annum and (iv) Variable Rate Bonds (including Variable Rate Bonds owned or held as collateral by any Credit Provider to secure the obligations of the Board under the related Reimbursement Agreement) shall bear interest at a rate or rates not to exceed (A) on the date of issuance thereof 1.00% per annum and (B) on any date thereafter, the lesser of 12.00% per annum and the maximum rate permitted by law. The approval by the Comptroller of such terms of each Series of the 2014 Bonds, within the parameters set forth in this Section, shall be evidenced by execution by the Comptroller of the related Notification of Sale and, in the case of Variable Rate Bonds, the related Modal Agreement, an executed copy of which shall be attached to the related Notification of Sale.

The Board hereby determines that the 2014 Bonds shall not be secured by or payable from any funds on deposit in the Debt Service Reserve Account and that no separate subaccounts of the Debt Service Reserve Account shall be created for the 2014 Bonds.

(c) Interest on each Series of Fixed Rate Bonds shall be paid by check or draft of The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois (the "Bond Registrar"), payable upon presentation in lawful money of the United States of America, to the person in whose name such Fixed Rate Bond is registered at the close of business on the fifteenth day of the month next preceding the interest payment date mailed to the address of such Registered Owner as it appears on the registration books or at such other address furnished by such Registered Owner to the Bond Registrar. Principal of each Fixed Rate Bond shall be payable by check or draft of the Bond Registrar in lawful money of the United States of America upon presentation and surrender of such Fixed Rate Bond at the designated corporate trust operations office of the Bond Registrar. Principal of and interest on the Fixed Rate Bonds of a Series held by an owner of at least \$1,000,000 in aggregate principal amount of such Series of Fixed Rate Bonds also may be paid by wire transfer to a bank in the continental United States designated in writing by such owner on or prior to the fifteenth day of the month next preceding the maturity, redemption or interest payment date on such Fixed Rate Bonds.

Principal and tender price of and interest on Variable Rate Bonds of a Series shall be payable by the Bond Registrar as provided in the related Modal Agreement.

Payment of the 2014 Bonds as provided in this Section 2.2 shall be made in such coin or currency of the United States of America as, at the respective times of payment, shall be legal tender for the payment of public and private debts.

- Section 2.3. Redemption and Purchase of 2014 Bonds. (a) With respect to any optional redemption of the 2014 Bonds, unless moneys sufficient to pay the principal of and interest on the 2014 Bonds to be redeemed shall have been received by the Bond Registrar prior to the giving of notice of such redemption, such notice shall state that said redemption shall be conditional upon the receipt of such moneys by the Bond Registrar on or prior to the date fixed for redemption.
- (b) The principal amounts of Fixed Rate Bonds to be redeemed or paid on each date through mandatory sinking fund redemptions, if any, may be reduced through the earlier optional redemption thereof, with any partial optional redemption of Fixed Rate Bonds being credited against such future mandatory sinking fund requirements of Fixed Rate Bonds of the same Series as determined by the Comptroller, with written notice of such determination to be given to the Bond Registrar. In addition, on or prior to the 60th day preceding any mandatory sinking fund redemption date, the Bond Registrar may, and if directed by the Comptroller shall, purchase Fixed Rate Bonds required to be retired on such mandatory redemption date at a purchase price not exceeding the principal amount thereof plus accrued interest to the purchase date. Any such Fixed Rate Bonds so purchased shall be cancelled and the principal amount thereof shall be credited against the payment required on such next mandatory redemption sinking fund date for the Series of Fixed Rate Bonds so purchased as designated in writing by the Comptroller.
- (c) If the Fixed Rate Bonds of a Series cease to be registered in the name of The Depository Trust Company, New York, New York and its successors ("DTC"), or its nominee, and there is more than one registered owner of the Fixed Rate Bonds of such Series, further notice of redemption of the Fixed Rate Bonds of such Series shall be given by the Bond Registrar by publication, at least 30 days prior to the redemption date in *The Bond Buyer*, New York, New York, or if that publication is impractical or unlikely to reach a substantial number of registered owners of the Fixed Rate Bonds, then the publication shall be in some other financial newspaper or journal which regularly carries notices of redemption of obligations similar to the Fixed Rate Bonds. Failure to provide published notice shall not affect the validity of the proceedings for the redemption of any Fixed Rate Bonds if the mailed notice is sent as provided in the Original Resolution.
- (d) The unredeemed principal portion of any Fixed Rate Bond shall be in integral multiples of \$5,000. The Comptroller shall designate in writing to the Bond Registrar the principal amount of Fixed Rate Bonds of a Series or portions thereof to be redeemed in accordance with this Section 2.3. If less than all the Fixed Rate Bonds of the same Series that are subject to redemption shall be called for redemption under any provision of this Twentieth Supplemental Resolution permitting such partial redemption, the particular maturities of the Fixed Rate Bonds to be redeemed shall be designated by the Comptroller and, if less than all the Fixed Rate Bonds of such maturity are to be redeemed, the particular Fixed Rate Bonds or portions thereof to be redeemed shall be selected by the Bond Registrar in such a manner as the Bond Registrar in its discretion may deem fair and appropriate, in the principal amount

designated to the Bond Registrar by the Comptroller; provided, however, that the principal portion of any Fixed Rate Bonds to be redeemed shall be in integral multiples of \$5,000, and that, in selecting such Fixed Rate Bonds for redemption, the Bond Registrar shall treat each Fixed Rate Bond as representing that number of Fixed Rate Bonds which is obtained by dividing the par value of such Fixed Rate Bond by \$5,000 (such amount being hereinafter referred to as an "applicable unit of principal amount"). If it is determined that one or more, but not all, of the applicable units of principal amount represented by any such Fixed Rate Bond is to be called for redemption, then, upon notice of intention to redeem such applicable unit or units, the Owner of such Fixed Rate Bond, upon surrender of such Fixed Rate Bond to the Bond Registrar for payment to such Owner of the redemption price of the applicable unit or units of principal amount called for redemption, shall be entitled to receive a new Fixed Rate Bond or Fixed Rate Bonds of the same Series in the aggregate amount equal to the applicable unit or units of principal amount not called for redemption. Such new Fixed Rate Bonds representing the applicable unit or units of principal amount, as the case may be, not called for redemption shall be issued to the Owner thereof, without charge therefor. If the Owner of any such Fixed Rate Bond of a denomination greater than the applicable unit or units of principal amount called for redemption shall fail to present such Fixed Rate Bond to the Bond Registrar for payment and exchange as aforesaid, such Fixed Rate Bond shall, nevertheless, become due and payable on the date fixed for redemption to the extent of the applicable unit or units of principal amount called for redemption (and to that extent only).

- (e) Except as provided in this Section 2.3 and in the related Notification of Sale, the procedures for the redemption of the Fixed Rate Bonds of any Series shall be as provided in Section 7 of the Original Resolution.
- (f) The procedures for the redemption of Variable Rate Bonds (including the procedures for the selection of such Bonds for redemption) shall be as provided in Section 7 of the Original Resolution and in the related Modal Agreement.
- Section 2.4. Execution and Authentication of 2014 Bonds. The 2014 Bonds shall be signed by the manual or facsimile signatures of the President and two members of the Board and attested by the manual or facsimile signature of the Secretary of the Board and the seal of the Board or a facsimile thereof shall be impressed or imprinted thereon and in case any officer or member whose signature shall appear on any 2014 Bond shall cease to be such officer or member before the delivery of such 2014 Bond, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer or member had remained in office until delivery.

All 2014 Bonds shall have thereon a certificate of authentication substantially in the form set forth (i) in Section 2.7 hereof for Fixed Rate Bonds and (ii) in the related Modal Agreement for Variable Rate Bonds, duly executed by the Bond Registrar as authenticating agent of the Board and showing the date of authentication. No 2014 Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this Twentieth Supplemental Resolution unless and until such certificate of authentication shall have been duly executed by the Bond Registrar by manual signature, and such certificate of authentication upon any such 2014 Bond shall be conclusive evidence that such 2014 Bond has been authenticated and delivered under

this Twentieth Supplemental Resolution. The certificate of authentication on any 2014 Bond shall be deemed to have been executed by the Bond Registrar if signed by an authorized officer of the Bond Registrar, but it shall not be necessary that the same officer sign the certificate of authentication on all of the 2014 Bonds issued hereunder.

Section 2.5. Registration of 2014 Bonds; Persons Treated as Owners. The Board shall cause books (the "Bond Register") for the registration and for the transfer of the 2014 Bonds to be kept at the designated corporate trust operations office of the Bond Registrar, which is hereby constituted and appointed the registrar of the Board. The Board is authorized to prepare, and the Bond Registrar shall keep custody of, multiple 2014 Bond blanks executed by the Board for use in the transfer and exchange of 2014 Bonds of each Series.

Upon surrender for transfer of any Fixed Rate Bond at the designated corporate trust operations office of the Bond Registrar, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Bond Registrar and duly executed by, the registered owner or his attorney duly authorized in writing, the Board shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered Fixed Rate Bond or Bonds of the same Series, interest rate, maturity and tenor of authorized denominations, for a like aggregate principal amount. Any fully registered Fixed Rate Bond or Bonds may be exchanged at said office of the Bond Registrar for a like aggregate principal amount of Fixed Rate Bond or Bonds of the same Series, interest rate, maturity and tenor of other authorized denominations. The execution by the Board of any fully registered bond shall constitute full and due authorization of such Fixed Rate Bond and the Bond Registrar shall thereby be authorized to authenticate, date and deliver such Fixed Rate Bond; provided, however, the principal amount of outstanding Fixed Rate Bonds of each Series and maturity authenticated by the Bond Registrar shall not exceed the authorized principal amount of Fixed Rate Bonds for such Series and maturity less previous retirements.

The Bond Registrar shall not be required to transfer or exchange any Fixed Rate Bond during the period after the fifteenth day of the calendar month next preceding the principal or interest payment date of such 2014 Bond, nor to transfer or exchange any Fixed Rate Bond after notice calling such Fixed Rate Bond for redemption has been mailed, nor during a period of fifteen days next preceding mailing of notice of redemption of any Fixed Rate Bonds of the same Series.

The procedures for the transfer of any Series of Variable Rate Bonds shall be as provided in the related Modal Agreement.

The person in whose name any 2014 Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of the principal of or interest on any 2014 Bond shall be made only to or upon the order of the registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such 2014 Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of 2014 Bonds, but the Board or the Bond Registrar may require payment of a sum sufficient to cover any tax or other

governmental charge that may be imposed in connection with any transfer or exchange of 2014 Bonds.

Section 2.6. Global Book-Entry System. The 2014 Bonds of each Series initially will be issued in the form of a separate single fully registered 2014 Bond for each of the maturities of the 2014 Bonds of such Series as provided in Section 2.2 hereof, and the ownership of each such 2014 Bond shall be registered in the Bond Register in the name of Cede & Co., or any successor thereto ("Cede"), as nominee of DTC, except as hereinafter provided. The President, Secretary and Comptroller of the Board are each authorized to execute and deliver on behalf of the Board such letters to or agreements with DTC as shall be necessary to effectuate such book-entry system (any such letter or agreement being referred to herein as the "Representation Letter").

With respect to 2014 Bonds registered in the Bond Register in the name of Cede, the Board and the Bond Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which DTC holds 2014 Bonds from time to time as securities depositary (each such broker-dealer, bank or other financial institution being referred to herein as a "DTC Participant") or to any person on behalf of whom such a DTC Participant holds an interest in the 2014 Bonds. Without limiting the immediately preceding sentence, the Board and the Bond Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede or any DTC Participant with respect to any ownership interest in the 2014 Bonds, (ii) the delivery to any DTC Participant or any other person, other than a registered owner of a 2014 Bond as shown in the Bond Register, of any notice with respect to the 2014 Bonds, or (iii) the payment to any DTC Participant or any other person, other than a registered owner of a 2014 Bond as shown in the Bond Register, of any amount with respect to principal or redemption price of or interest on the 2014 Bonds. The Board and the Bond Registrar may treat and consider the person in whose name each 2014 Bond is registered in the Bond Register as the holder and absolute owner of such 2014 Bond for the purpose of payment of principal of and interest on such 2014 Bond, for the purpose of giving notices of any matters with respect to such 2014 Bond, for the purpose of registering transfers with respect to such 2014 Bond, and for all other purposes whatsoever. The Bond Registrar shall pay all principal of and interest on the 2014 Bonds only to or upon the order of the respective registered owners of the 2014 Bonds, as shown in the Bond Register, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the Board's obligations with respect to payment of principal of and interest on the 2014 Bonds to the extent of the sum or sums so paid. No person other than a registered owner of a 2014 Bond as shown in the Bond Register shall receive a 2014 Bond certificate evidencing the obligation of the Board to make payments of principal and interest with respect to any 2014 Bond. Upon delivery by DTC to the Bond Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede, and subject to the provisions in Section 2.2 hereof with respect to the payment of interest by the mailing of checks or drafts to the registered owners of 2014 Bonds, the name "Cede" in this Twentieth Supplemental Resolution shall refer to such new nominee of DTC.

In the event that (i) the Board determines that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter, (ii) the agreement between the Board and DTC evidenced by the Representation Letter shall be terminated for any reason or

(iii) the Board determines that it is in the best interests of the beneficial owners of the 2014 Bonds that they be able to obtain certificated 2014 Bonds, the Board shall notify DTC and DTC Participants of the availability through DTC of 2014 Bond certificates and the 2014 Bonds shall no longer be restricted to being registered in the Bond Register in the name of Cede, as nominee of DTC. At that time, the Board may determine that the 2014 Bonds shall be registered in the name of and deposited with such other depository operating a universal book-entry system as may be acceptable to the Board, or such depository's agent or designee, and if the Board does not select such alternate universal book-entry system, then the 2014 Bonds may be registered in whatever name or names registered owners of 2014 Bonds transferring or exchanging 2014 Bonds shall designate, in accordance with the provisions of Section 2.5 hereof.

Notwithstanding any other provision of this Twentieth Supplemental Resolution to the contrary, so long as any 2014 Bond is registered in the name of Cede, as nominee of DTC, all payments with respect to principal of and interest on such 2014 Bond and all notices with respect to such 2014 Bond shall be made and given, respectively, in the manner provided in the Representation Letter.

Each Series of Variable Rate Bonds shall also be subject to the book-entry provisions contained in the related Modal Agreement.

Section 2.7. Form of 2014 Bonds. (a) The Fixed Rate Bonds shall be in substantially the following form with such changes authorized by the Comptroller as provided herein, provided, however, that if the text of the Fixed Rate Bond is to be printed in its entirety on the front side of the Fixed Rate Bond, then paragraph [2] and the legend, "See Reverse Side for Additional Provisions", shall be omitted and paragraphs [6] through [22] shall be inserted immediately after paragraph [1].

(Form of Fixed Rate Bond)

Front Side

| | 1 Tont Side | |
|------------|--------------------------|------------|
| REGISTERED | | REGISTERED |
| No | | \$ |
| | | |
| | UNITED STATES OF AMERICA | |

UNITED STATES OF AMERICA STATE OF ILLINOIS THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS UNIVERSITY OF ILLINOIS AUXILIARY FACILITIES SYSTEM REVENUE BOND, SERIES 2014

| See Reverse Side for Additional Provisions | | | |
|---|---------------|------------|-------|
| INTEREST RATE | MATURITY DATE | DATED DATE | CUSIP |
| % | April 1, | , 201_ | |
| Registered Owner: | | | |

Principal Amount:

201_, until said Principal Amount is paid. The principal of this Series 2014_ Bond is payable in lawful money of the United States of America at the designated corporate trust operations office of The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois, as bond registrar and paying agent (the "Bond Registrar"). Payment of the installments of interest shall be made to the Registered Owner hereof as shown on the registration books of the Board maintained by the Bond Registrar at the close of business on the fifteenth day of the month next preceding each interest payment date and shall be paid by check or draft of the Bond Registrar, mailed to the address of such Registered Owner as it appears on the registration books or at such other address furnished by such Registered Owner to the Bond Registrar. Principal of, upon presentation of this Series 2014_ Bond at the designated corporate trust operations office of the Bond Registrar, and interest on this Series 2014_ Bond, held by a Registered Owner of at least \$1,000,000 in aggregate principal amount of Series 2014_ Bonds may be paid by wire transfer to a bank in the

continental United States designated in writing by such Registered Owner on the fifteenth day of the month next preceding the maturity, redemption or interest payment date.

- [2] Reference is hereby made to the further provisions of this Series 2014_ Bond set forth on the reverse hereof and such further provisions shall for all purposes have the same effect as if set forth at this place.
- [3] It is hereby certified and recited that all conditions, acts and things required by law to exist or to be done precedent to and in the issuance of this Series 2014_ Bond did exist, have happened, been done and performed in regular and due form and time as required by law; and that the amount of this Series 2014_ Bond, and the Series of which it is one, and the total authorized issue of Series 2014_ Bonds, do not exceed any limit prescribed by the Constitution or statutes of the State of Illinois.
- [4] This Series 2014_ Bond shall not be valid or become obligatory for any purpose until the certificate of authentication hereon shall have been signed by the Bond Registrar.
- [5] IN WITNESS WHEREOF, The Board of Trustees of the University of Illinois has caused this Series 2014_ Bond to be executed by the manual or facsimile signatures of its President and two of its members, its corporate seal or a facsimile thereof to be impressed or imprinted hereon, and attested by the Secretary by her manual or facsimile signature, all as of the Dated Date identified above.

| | THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS |
|--------|---|
| Member | President |
| Member | Secretary |

[Seal]

CERTIFICATE OF AUTHENTICATION

| Date of Authentication: |
|-------------------------|
| |
| |

This Series 2014_ Bond is one of the Series 2014_ Bonds described in the within mentioned Bond Resolution and is one of the University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2014_, of The Board of Trustees of the University of Illinois.

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., as Bond Registrar

| By: | | |
|-----|--------------------|--|
| | Authorized Officer | |

[Form of Fixed Rate Bond - Reverse Side]

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS UNIVERSITY OF ILLINOIS AUXILIARY FACILITIES SYSTEM REVENUE BOND, SERIES 2014

- [6] This Series 2014_ Bond is one of a duly authorized series of \$_____ principal amount of the Series 2014_ Bonds (the "Series 2014_ Bonds") of The Board of Trustees of the University of Illinois (the "Board"), issued pursuant to a Bond Resolution of the Board duly adopted September 20, 1984, as supplemented and amended (said Bond Resolution as so supplemented and amended being herein referred to as the "Bond Resolution"), for the purpose of improving or adding to certain facilities which are or will become part of the University of Illinois Auxiliary Facilities System (the "System"), all under and pursuant to the University of Illinois Revenue Bond Financing Act for Auxiliary Facilities, as amended, and the Bond Resolution, to which Bond Resolution reference is hereby made for a statement of the funds and revenues from which this Series 2014_ Bond and the issue of which it is a part are payable and the conditions and restrictions pursuant to which outstanding bonds on a parity herewith have been issued and future additional bonds on a parity herewith may be issued (such parity bonds being collectively the "Parity Bonds"). [Describe any other Series of 2014 Bonds being issued simultaneously.] All capitalized terms not defined herein shall have the meanings assigned to them in the Bond Resolution.
- [7] The Series 2014_ Bonds are of like tenor and date, except as to maturity, interest rate and redemption provisions.

- [8] This Series 2014_ Bond and the issue of which it is a part, together with such Parity Bonds as have been heretofore issued, are being issued contemporaneously herewith, or as may be hereafter issued under the provisions of the authorizing Bond Resolution (collectively the "Bonds"), are payable from and secured by a pledge and lien on (i) the Net Revenues of the System, (ii) Student Tuition and Fees (subject to prior payment of operating and maintenance expenses of the System, but only to the extent necessary) and (iii) the Bond and Interest Sinking Fund Account.
- [9] All of the Bonds are equally and ratably secured by said pledge and lien without priority or preference one over the other by reason of series designation, denomination, number, maturity, date or terms of redemption prior to maturity, date of sale or delivery or otherwise. Certain Parity Bonds heretofore issued, specifically, the Series 1991 Bonds, are further secured, and Parity Bonds that may be issued by the Board in the future may be secured, by income received from, and funds on deposit in, the Debt Service Reserve Account. The Series 2014_Bonds are not secured by nor payable from any income received from, or funds on deposit in, the Debt Service Reserve Account.
- [10] This Series 2014_ Bond, and the Series of which it forms a part, do not constitute an indebtedness of the University of Illinois, The Board of Trustees of the University of Illinois, or the State of Illinois, within any constitutional or statutory limitation, and neither the taxing power nor the general credit of the University, The Board of Trustees, or the State of Illinois is pledged to the payment of this Series 2014_ Bond or the interest thereon in the Bond Resolution.
- [11] The Series 2014_ Bonds are issuable as fully registered bonds in denominations of \$5,000 or any integral multiple thereof. Subject to the limitations and upon payment of the charges provided in the Bond Resolution, Series 2014_ Bonds may be exchanged for a like aggregate principal amount of Series 2014_ Bonds of the same Series, tenor, maturity and rate of interest of other authorized denominations.
 - [12] [Provisions for optional redemption set forth in the Notification of Sale.]
- [13] The Series 2014_ Bonds maturing on April 1, _____ are subject to mandatory redemption prior to maturity through the application of sinking fund payments, in integral multiples of \$5,000 selected by the Bond Registrar, at a redemption price equal to 100% of the principal amount thereof, plus accrued interest to the date fixed for redemption, as follows:

YEAR PRINCIPAL AMOUNT

[14] The principal amount of Series 2014_ Bonds to be redeemed or paid on each date through mandatory sinking fund redemptions, if any, may be reduced through the earlier optional redemption thereof, with any partial optional redemption of Series 2014_ Bonds being credited against such future mandatory sinking fund requirements as determined by the Comptroller, with

written notice of such determination to be given to the Bond Registrar. In addition, on or prior to the 60th day preceding any mandatory sinking fund redemption date, the Bond Registrar may, and if directed by the Comptroller shall, purchase Series 2014_ Bonds required to be retired on such mandatory redemption date at a purchase price not exceeding the principal amount thereof plus accrued interest to the purchase date. Any such Series 2014_ Bonds so purchased shall be cancelled and the principal amount thereof shall be credited against the payment required on such next mandatory sinking fund date as designated in writing by the Comptroller.

- [15] If less than all the Series 2014_ Bonds that are subject to redemption shall be called for redemption, the particular maturities of the Series 2014_ Bonds to be redeemed shall be designated by the Comptroller and, if less than all of the Series 2014_ Bonds of such maturity are to be redeemed, the particular Series 2014_ Bonds or portions thereof to be redeemed shall be selected by the Bond Registrar in such a manner as the Bond Registrar in its discretion may deem fair and appropriate, in the principal amount designated to the Board Registrar by the Board; *provided*, *however*, that the principal portion of any Series 2014_ Bonds to be redeemed shall be in integral multiples of \$5,000.
- In the event a Series 2014_ Bond is in a denomination larger than \$5,000, a portion of such Series 2014 Bond may be redeemed but only in a principal amount equal to \$5,000 or any integral multiple thereof. Notice of each redemption shall be given by mailing a copy of the redemption notice by registered or certified mail (postage prepaid) at least 30 days prior to the date fixed for redemption to the Registered Owner of the Series 2014_ Bond, or portion thereof, to be redeemed at the address shown on the registration books, provided, however, that failure to give such notice by mailing, or any defect therein, as to any Series 2014_ Bond shall not affect the validity of the proceedings for the redemption of any other Series 2014_ Bond. With respect to any optional redemption of the Series 2014_ Bonds, unless moneys sufficient to pay the principal of and interest on the Series 2014 Bonds to be redeemed shall have been received by the Bond Registrar prior to the giving of such notice of redemption, such notice shall state that said redemption shall be conditional upon the receipt of such moneys by the Bond Registrar on or prior to the date fixed for redemption. All Series 2014_ Bonds, or portions thereof, so called for redemption will cease to bear interest on the specified redemption date, provided funds for such redemption are on deposit at the place of payment at that time in accordance with the Bond Resolution, and shall no longer be secured by the Bond Resolution and shall not be deemed to be Outstanding under the provisions of the Bond Resolution.
- [17] The Board has covenanted in the Bond Resolution that it will keep and perform all of the covenants and agreements in the Bond Resolution and that it will require and adopt such rules and regulations as are necessary to assure maximum occupancy and use of the System and that the rents, fees, charges and admissions, chargeable to the occupants of, and students, faculty members and others being served by, or having the right to use or having the right to be served by, the System and Student Tuition and Fees shall be so fixed and revised from time to time and shall be so collected that the amount of Net Revenues plus Student Tuition and Fees in each Fiscal Year is at least equal to 200 per cent of (2.0 times) the Maximum Annual Net Debt Service, as defined in the Bond Resolution.

- [18] The Bond Resolution provides that the Board may prepay or provide for the payment of the entire indebtedness of all Outstanding Bonds, any series thereof or any portion thereof, by depositing with the Bond Registrar moneys and/or Government Obligations in an amount, together with the income or increment to accrue thereon, sufficient to pay or redeem all such Bonds. In such case, the liability of the Board in respect of such refunded Bonds shall continue but the Owners thereof shall thereafter be entitled to payment only out of the moneys and/or Government Obligations deposited with the Bond Registrar. Upon such deposit, such Bonds of such series or any such portion thereof shall cease to be entitled to any lien, benefit or security under the Bond Resolution. The Board shall remain the obligor on such Bonds of such series, or any such portion thereof, but the Owners thereof shall be entitled to payment (to the exclusion of all other Owners of Bonds) solely out of such cash and funds received from such Government Obligations.
- [19] Reference is hereby made to the Bond Resolution for a more complete description of the nature and extent of the security, the rights of the Owners of the Bonds and the terms and conditions upon which the Bonds are, and are to be issued and secured, to all the provisions of which Bond Resolution, each Owner by the acceptance hereof assents.
- This Series 2014 Bond is transferable by the Registered Owner hereof in person or by his attorney duly authorized in writing at the designated corporate trust operations office of the Bond Registrar, but only in the manner, subject to the limitations and upon payment of the charges provided in the Bond Resolution and upon surrender and cancellation of this Series 2014_ Bond. Upon such transfer a new registered Series 2014_ Bond or Bonds of the same tenor and the same maturity and interest rate of an authorized denomination or denominations, for the same aggregate principal amount will be issued to the transferee in exchange therefor. The Board and the Bond Registrar may deem and treat the Registered Owner hereof as the absolute owner hereof for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes and neither the Board nor the Bond Registrar nor any paying agent shall be affected by any notice to the contrary. The Bond Registrar shall not be required to transfer or exchange any Series 2014 Bond during the period after the fifteenth day of the calendar month next preceding the principal or interest payment date on such Series 2014_ Bond, nor to transfer or exchange any Series 2014_ Bond after notice calling such Series 2014_ Bond for redemption has been mailed, nor during a period of 15 days next preceding mailing of the notice of redemption of any Series 2014 Bonds.
- [21] With the consent of the Board and to the extent permitted by and as provided in the Bond Resolution, the terms and provisions of the Bond Resolution, or of any instrument supplemental thereto, may be modified or altered by the assent or authority of the Owners of at least a majority in aggregate original principal amount of the Bonds then Outstanding thereunder.
- [22] This Series 2014_ Bond does not constitute an obligation of the State of Illinois within the meaning or application of any Constitutional or statutory limitation or provision, and the Owner thereof shall never have the right to demand payment of this Series 2014_ Bond or interest hereon out of any funds other than the revenues and income pledged for payment thereof.

(Form of Assignment)

ASSIGNMENT

| FOR VALUE RECEIVED, the undersigned sells, assigns, and transfers unto | |
|--|--|
| | |
| (Please Print or Typewrite Name and Address of Assignee) | |
| the within Bond and does hereby irrevocably constitute and appoint, attorney-infact, to transfer the said Bond on the Bond Register with full power of substitution in the premises. | |
| Dated: | |
| Signature guaranteed: | |

NOTICE: The signature to this assignment must correspond with the name of the Registered Owner as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

(b) The Variable Rate Bonds of each Series shall be in substantially the form set forth in the related Modal Agreement.

Section 2.8. Sale of 2014 Bonds. After this Twentieth Supplemental Resolution becomes effective and at such time or from time to time as may be determined by the Comptroller, the 2014 Bonds may be sold in such Series, and in such principal amounts and with such terms as shall be determined by the Comptroller to be desirable as provided in and within the limitations set forth in this Twentieth Supplemental Resolution.

Each Series of Fixed Rate Bonds and Variable Rate Bonds shall be sold by a negotiated sale to an underwriter or a group of underwriters selected from the group of providers approved during the Board's most recent procurement process (the "*Underwriters*") designated by the Comptroller pursuant to a separate Bond Purchase Agreement (each, a "*Bond Purchase Agreement*") between the Underwriters and the Board.

The preparation, use and distribution of a Preliminary Official Statement (the "Preliminary Official Statement") relating to each Series of the 2014 Bonds are hereby approved. Each Preliminary Official Statement shall be in substantially the form presented to the Board at this meeting, which is hereby approved, with such changes therein as shall be necessary to reflect the terms of the 2014 Bonds offered for sale thereby as the Comptroller shall approve, such officer's execution of the hereinafter mentioned Official Statement to constitute conclusive evidence of such officer's and this Board's approval of such changes. The Comptroller is hereby authorized, empowered and directed to execute and deliver an Official Statement (the "Official

Statement") relating to each Series of the 2014 Bonds on behalf of the Board. The Official Statement shall be in substantially the form of the related Preliminary Official Statement with appropriate revisions to reflect the terms and provisions of the 2014 Bonds of the Series being sold. Variable Rate Bonds may be sold by means of an Official Statement only, which shall be in substantially the form of the Preliminary Official Statement approved herein, with such changes therein as the Comptroller shall determine to be necessary and desirable to reflect (i) the terms of this Twentieth Supplemental Resolution, the related Modal Agreement, the related Reimbursement Agreement and the related Remarketing Agreement and (ii) any other terms and provisions applicable to such Variable Rate Bonds.

The Fixed Rate Bonds of each Series shall be sold at a price, exclusive of net original discount or premium, not less than 98 percent of the principal amount thereof plus accrued interest, if any. The Variable Rate Bonds of each Series shall be sold at a price not less than the par amount thereof and the maximum compensation to the Underwriters in connection with the sale of such Series shall not exceed 1.5 percent of the par amount thereof. The 2014 Bonds as sold shall be executed as herein provided and delivered by or on behalf of the Board to the purchasers thereof, upon receipt of the purchase price therefor. At or before the delivery of any Series of the 2014 Bonds, the Comptroller shall file a Notification of Sale with the Board setting forth the details of the sale of the 2014 Bonds of such Series described in Section 2.2(b) of this Twentieth Supplemental Resolution.

The Comptroller is hereby authorized, empowered and directed to execute and deliver each Bond Purchase Agreement in substantially the form presented to the Board at this meeting, which is hereby approved, with such changes therein as shall be necessary to reflect the terms of the 2014 Bonds being sold as the Comptroller shall approve, such officer's execution thereof to constitute conclusive evidence of such officer's and this Board's approval of such changes. When a Bond Purchase Agreement is executed and delivered on behalf of the Board as herein provided, such Bond Purchase Agreement will be binding on the Board and the officers, employees and agents of the Board, and the officers, employees and agents of the Board are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of the Bond Purchase Agreement as executed.

Section 2.9. Continuing Disclosure Agreement. The Comptroller is hereby authorized, empowered and directed to execute and deliver a Continuing Disclosure Agreement (the "Continuing Disclosure Agreement") relating to each Series of the 2014 Bonds in substantially the form presented to the Board at this meeting, which is hereby approved, with such changes therein as the Comptroller shall approve, such officer's execution thereof to constitute conclusive evidence of such officer's and this Board's approval of such changes. The Continuing Disclosure Agreement for any Series of Variable Rate Bonds shall be in substantially the form approved herein, with such changes as the Comptroller determines to be necessary and desirable to reflect the terms of such Variable Rate Bonds. When a Continuing Disclosure Agreement is executed and delivered on behalf of the Board as herein provided, such Continuing Disclosure Agreement will be binding on the Board and the officers, employees and agents of the Board, and the officers, employees and agents of the Board are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to

carry out and comply with the provisions of the Continuing Disclosure Agreement as executed. Notwithstanding any other provision of this Twentieth Supplemental Resolution, the sole remedies for failure to comply with a Continuing Disclosure Agreement shall be the ability of the beneficial owner of any 2014 Bond to seek mandamus or specific performance by court order, to cause the Board to comply with its obligations under the Continuing Disclosure Agreement.

ARTICLE III

APPLICATION OF 2014 BOND PROCEEDS AND ESTABLISHMENT OF ACCOUNTS

Section 3.1. Application of 2014 Bond Proceeds and Establishment of Series Subaccounts. Upon the issuance of each Series of the 2014 Bonds, the Comptroller is hereby authorized, empowered and directed to create and establish a separate subaccount of the Bond and Interest Sinking Fund Account to be designated in the style of "Series 2014 Bond and Interest Subaccount" (each, a "Series Subaccount"), with the title to reflect the Series designation of the related Series of the 2014 Bonds. The Comptroller is hereby further authorized, empowered and directed to establish such additional accounts and subaccounts pursuant to each Modal Agreement as the Comptroller shall determine to account for proceeds of the remarketing of the Variable Rate Bonds issued thereunder and proceeds of draws on the related Credit Facility.

Any accrued interest received upon the issuance and delivery of a Series of the 2014 Bonds shall be deposited into the separate Series Subaccount established with respect to such Series and applied to the payment of the interest on the 2014 Bonds of such Series.

An amount of the principal proceeds of the 2014 Bonds of each Series designated by the Comptroller shall be deposited into a separate accounting fund established for such Series to be known as the "Series 2014_ Costs of Issuance Fund" with the title to reflect the Series designation of the related Series of the 2014 Bonds (each a "Series Costs of Issuance Fund"). Each Series Costs of Issuance Fund shall be established in a bank or banks that are lawful depositories of funds of the Board. Funds on deposit in a Series Costs of Issuance Fund shall be applied to the payment of the costs of issuance of such Series, including the premium or fee for the Initial Credit Facility, bond insurance or other credit enhancement, if any. If there are funds remaining in a Series Costs of Issuance Fund after all such costs have been paid, said funds shall be withdrawn by the Comptroller and deposited in the related Series Project Fund (as hereinafter defined) or the related Series Subaccount, to be used only for the purposes described herein, subject to the further provisions of the related Tax Agreement. Pending disbursement for the purpose aforesaid, the Comptroller may from time to time invest all or any part of the moneys in a Series Costs of Issuance Account in any investment permitted by the laws of the State of Illinois for the investment of public funds having a maturity date, or becoming due at the option of the holder, not more than six months subsequent to the date of investment, having due regard to the times such moneys will be needed. Interest accruing as a result of any such investments when received shall be credited to such Series Costs of Issuance Account or, at the option of the Comptroller, may be deposited, at the direction of the Comptroller, into the related Series

Subaccount, to be used only to pay debt service on the related Series of the 2014 Bonds, subject to the further provisions of the related Tax Agreement.

An amount of the principal proceeds of the 2014 Bonds of each Series designated by the Comptroller shall be retained by the Board and deposited into a separate accounting fund established for such Series to be known as the "Series 2014 Project Fund" with the title to reflect the Series designation of the related Series of the 2014 Bonds (each a "Series Project Fund"). Each Series Project Fund shall be held in a bank or banks which are members of the Federal Deposit Insurance Corporation. The moneys in each such Series Project Fund shall be applied toward the costs of the Project or as provided in Sections 3.2 and 3.3 hereof, but in such a manner as to assure completion of that portion of the Project being financed thereby, free and clear of mechanic's liens and substantially in accordance with the plans and specifications therefor. The description of the Project set forth in *Exhibit B* hereto (the "*Project Description*") may be supplemented or amended at any time by the Board, without the consent of any Bondholder or Credit Provider (as defined in the Modal Agreement) as long as the facilities to be added to said Exhibit B are authorized by the Act and, in the case of an amendment of the description of a portion of the Project financed with the proceeds of Tax-Exempt Bonds, upon receipt of a Favorable Opinion of Bond Counsel with respect to such supplement or amendment. Prior to the application of money in a Series Project Fund for the cost of facilities to be included in the amended Project Description and if the facilities to be so included are not already a part of the System, the Board shall adopt a resolution which describes such new facilities in sufficient detail to allow such facilities to be included in the System and which includes such new facilities in the System.

Section 3.2. Investment of Series Project Funds. Pending disbursement for the purpose aforesaid, the Comptroller may from time to time invest all or any part of the moneys in a Series Project Fund in any investment permitted by the laws of the State for the investment of public funds and this Bond Resolution having a maturity date, or becoming due at the option of the holder, not more than three years subsequent to the date of investment having due regard to the estimates of the supervising architects in charge of the portion of the Project being financed thereby as to the times such moneys will be needed. Interest accruing as a result of any such investments when received shall be credited to such Series Project Fund or to the related Series Subaccount, as determined by the Comptroller.

Section 3.3. Disposition of Surplus Project Funds. Prior to completion of the portion of the Project being financed with amounts on deposit in a Series Project Fund, the Comptroller of the Board, upon determining that the amount on deposit in such Series Project Fund, together with anticipated interest earnings thereon, is sufficient to complete such portion of the Project, free and clear of mechanics' liens and substantially in accordance with the plans and specifications therefor, may withdraw such amount as may be determined in his discretion to be unnecessary for the completion of such portion of the Project from the Series Project Fund and deposit the same (i) upon receipt of a Favorable Opinion of Bond Counsel, in another Series Project Fund or (ii) in the related Series Subaccount.

After completion of that portion of the Project to be financed with proceeds of the 2014 Bonds, the Comptroller shall execute a certificate to the effect that the Project (or such portion

thereof) has been fully completed according to the Project Description and the plans and specifications therefor, and the same shall be filed in the office of the Secretary of the Board. If there be funds remaining in any Series Project Fund at the time of the filing of such certificate with the Secretary, said funds shall be withdrawn by the Comptroller and deposited in the related Series Subaccount.

Section 3.4. Tax Law Compliance. The Board covenants that it will not make any investment or do any other act or thing during the period that any Tax-Exempt Bonds are outstanding which would cause such Tax-Exempt Bonds to become or be classified as "arbitrage bonds" within the meaning of Section 148 or "private activity bonds" within the meaning of Section 141 of the Code and the regulations thereunder now or hereafter proposed or published in the Federal Register or as promulgated in final form.

The Board also agrees and covenants with the purchasers and holders of the Tax-Exempt Bonds from time to time outstanding that, to the extent possible under Illinois law, it will comply with whatever federal tax law is adopted in the future which applies to the Tax-Exempt Bonds and affects the Tax-Exempt status of the interest of the Tax-Exempt Bonds.

The Board agrees to comply with all provisions of the Code, which if not complied with by the Board, would cause the interest on the Tax-Exempt Bonds not to be excludable from gross income of the owner thereof for federal income tax purposes. Without limiting the generality of the foregoing agreement, the Board agrees: (a) through its officers, to make such further specific covenants, representations and assurances as may be necessary or advisable; (b) to comply with all representations, covenants and assurances contained in the related Tax Agreement; (c) to consult with such counsel and to comply with such advice as may be given; (d) to pay to the United States, as necessary, such sums of money representing required rebates of excess arbitrage profits relating to the Tax-Exempt Bonds; (e) to file such forms, statements and supporting documents as may be required and in a timely manner; and (f) if deemed necessary or advisable by its officers, to employ and pay fiscal agents, financial advisors, attorneys and other persons to assist the Board in such compliance.

Section 3.5. Bond and Interest Sinking Fund Account Deposits. In addition to the Bond and Interest Sinking Fund Account deposit requirement provided in the Original Resolution, the First Supplemental Resolution, the Second Supplemental Resolution, the Third Supplemental Resolution, the Fourth Supplemental Resolution, the Fifth Supplemental Resolution, the Sixth Supplemental Resolution, the Seventh Supplemental Resolution, the Eighth Supplemental Resolution, the Tenth Supplemental Resolution, the Eleventh Supplemental Resolution, the Twelfth Supplemental Resolution, the Thirteenth Supplemental Resolution, the Fourteenth Supplemental Resolution, the Fifteenth Supplemental Resolution, the Eighteenth Supplemental Resolution, the Sixteenth Supplemental Resolution, the Supplemental Resolution, the Comptroller shall deposit to the credit of each of the respective Series Subaccounts an amount sufficient to pay the principal of and interest on the 2014 Bonds of each Series as the same become due.

Section 3.6 Use of Certain Surplus Proceeds of the Series 2010A Bonds. The Board hereby authorizes the Comptroller, upon delivery to the Secretary of the Board of the certificate of the Comptroller and the written opinion of Bond Counsel required by Section 3.3 of the Sixteenth Supplemental Resolution, to withdraw at once or from time to time from the Series 2010A Project Fund such amounts determined by the Comptroller in accordance with said Section 3.3 of the Sixteenth Supplemental Resolution to be unnecessary for the completion of the Series 2010A Project and apply such amounts so withdrawn to the payment of costs of the Ikenberry No. 3 Project.

Section 3.7. Consent to Amendments. By purchasing the 2014 Bonds, the Purchasers and Owners of the 2014 Bonds are deemed to have consented to the amendments to the Original Resolution contained in the Tenth Supplemental Resolution and notwithstanding any other provisions of the Bond Resolution, such consent shall be deemed to be a continuing consent by such Owners and registered assigns so long as such 2014 Bonds are Outstanding.

Section 3.8. Interpretation and Construction. This Twentieth Supplemental Resolution is supplemental to and is adopted in accordance with Section 14(o) of the Original Resolution. In all respects not inconsistent with this Twentieth Supplemental Resolution, the Original Resolution, as supplemented, is hereby ratified, approved and confirmed, and all of the definitions, terms, covenants and restrictions of the Original Resolution, as supplemented, shall remain applicable except as otherwise expressly provided. All of the terms and provisions of this Twentieth Supplemental Resolution shall be deemed to be a part of the terms and provisions of the Original Resolution, as supplemented, and the Original Resolution, as supplemented, and this Twentieth Supplemental Resolution shall be read, taken and construed as one and the same instrument. In executing any Bond authorized by this Twentieth Supplemental Resolution each officer, agent or employee of the Board and University shall be entitled to all of the privileges and immunities afforded to them under the terms of the Original Resolution.

Section 3.9. Resolution Effective on Passage. This Twentieth Supplemental Resolution shall become effective upon its passage.

| | Vice President/CFO and Comptroller |
|-----------|------------------------------------|
| | |
| ATTEST: | |
| | |
| | |
| | <u></u> |
| Secretary | |
| | |
| (Seal) | |

EXHIBIT A

Existing Facilities

| URBANA CAMPUS | Bldg # |
|---|------------------|
| Activity Recreation Center (ARC) | 118 |
| (formally Intramural Physical Education Building, IMPE) | |
| Admissions and Records Building | 378 |
| Allen Residence Hall | 142 |
| Armory Renovations | 6 |
| Ashton Woods Apartments | 1217 thru 1230 |
| Atkins Tennis Center | 360 |
| Baseball Stadium (Eichelberger Field and Illinois Field) | 560 & 316 |
| Bielfeldt Athletic Administration Building | 379 |
| Busey – Evans Residence Halls | 111 & 115 |
| Campus Recreation Center (Satellite Recreation Facility) | 364 |
| Central Food Stores | 217 |
| Clark Hall | 87 |
| Daniels Hall Renovation | 181 |
| Fire Sub Station | 556 |
| Florida Avenue Residence Halls (Trelease Hall, Oglesby Hall, and Food | 295, 296, & 297 |
| Service Building) | |
| Fourth Street Residence Halls (Barton and Lundgren) | 88 & 86 |
| Goodwin-Green Street Apartments | 136 & 137 |
| Gregory Drive Residence Halls (Hopkins Hall) | 84 |
| Housing Warehouse | 252 |
| Ice Rink Arena | 14 |
| Ikenberry Commons Dining Facility (SDRP) | 1247 |
| Ikenberry Commons Timothy Nugent Residence Hall | 1248 |
| Ikenberry Commons Bousfield Hall | 1252 |
| Illini Union (Campus) Bookstore | 106 |
| Illini Union Building | 23 |
| Illini Union Warehouse 2 | 1079 |
| Illinois Conference Center | 1214 |
| Illinois Street Residence Hall (Wardall Hall, Townsend Hall, Lounge | 272, 273, 274, & |
| Building, and Food Service Building) | 275 |
| Indoor Golf Facility | 1187 |
| Irwin Academic Services Center | 381 |
| Irwin Indoor Football Facility | 407 |
| Lincoln Avenue Residence Hall | 141 |
| McKinley Hospital and Health Center Addition | 3 |
| Memorial Stadium | 72 |
| Orchard Apartments – Phase IV Community Center | 249 & 261 |
| Orchard Downs Apartments | 240 |
| Orchard Place Apartments | 227 |

| | Peabody Drive Residence Halls (Snyder Hall, Scott Hall, Weston Hall, and | 78, 79, 80, & 81 |
|-------|--|---|
| | Peabody Food Service Building) | |
| | Pennsylvania Avenue Residence Halls (Babcock Hall, Blaisdell Hall, | 103, 101, 102, & |
| | Saunders Hall, and Carr Hall) | 104 |
| | Public Safety Building | 323 |
| | State Farm Center (formerly Assembly Hall) and surface parking lot | 166 |
| | Student Staff Air Conditioning Center | 180 |
| | Stuart Pratt Sherman Hall | 291 |
| | Student Services Arcade Building | 71 |
| | Student Services Building (Fred Turner) | 188 |
| | Taft Residence Hall | 92 |
| | Track & Field Facility | 304 |
| | Ubben Basketball Complex | 257 |
| | Van Doren Residence Hall | 91 |
| | Parking Structure, Lot C10 | 1137 |
| | Parking Structure, Lot C7 | 97 |
| | Parking Structure, Lot F29 | 557 |
| | Parking, Krannert Center | 52 |
| | Parking Structure, North Campus B-4 | 1097 |
| | <u> </u> | |
| | | |
| CITTO | AGO CAMPUS | Bldg # |
| | | |
| | | 923 |
| | Student Residence Hall (formerly Residence Hall for Men) | |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) | 923 937 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence | 923 937 951 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons | 923 937 951 644 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence | 923 937 951 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly | 923 937 951 644 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) | 923 937 951 644 954 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) | 923 937 951 644 954 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building | 923 937 951 644 954 646 959 655 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) | 923 937 951 644 954 646 959 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) | 923 937 951 644 954 646 959 655 938 605 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower | 923 937 951 644 954 646 959 655 938 605 606 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) | 923 937 951 644 954 646 959 655 938 605 606 638 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail Tower A) | 923 937 951 644 954 646 959 655 938 605 606 638 663 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 2B (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 665 672 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 2B (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 665 672 673 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 2B (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 3 (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 665 672 673 674 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 2B (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 3 (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 1 A/B (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 1 A/B (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 665 672 673 674 675 |
| | Student Residence Hall (formerly Residence Hall for Men) Polk Street Residence Hall (formerly Women's Residence Hall) Single Student Residence Student Residence & Commons Auxiliary Services Refrigeration Plant (de-commissioned as such spring 2004 – formerly Chilled Water Facility) Flames Athletic Center On the Mall (formerly Satellite Union) Student Services Building Student Center West (formerly Union Building – Health Sciences Center) Student Center East (formerly University Center or Chicago Circle Center Union) Student Center East Tower UIC Pavilion (formerly University Center Pavilion) Thomas Beckham Hall (Includes University Village Marketplace, 1st floor retail) Marie Robinson Hall (Includes University Village Marketplace, 1st floor retail) James Stukel Towers (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 2B (Includes University Village Marketplace, 1st floor retail) Adaptive Reuse Phase 3 (Includes University Village Marketplace, 1st floor retail) | 923 937 951 644 954 646 959 655 938 605 606 638 663 664 665 672 673 674 |

| Express Grill (Includes University Village Marketplace, 1st floor retail) | 677A |
|---|--------------------------|
| Jim's Original (Includes University Village Marketplace, 1st floor retail) | 677B |
| South Campus Operations Building | 658 |
| Recreation Control Building | 659 |
| Parking, Lot 9 Harrison & Morgan (formerly Parking Control Facility) | 651 |
| Parking, Paulina Street Parking Structure (formerly Parking Structure Health Sciences Center) | 926 |
| Parking, Harrison Street Parking Structure (formerly Parking Structure University Center) | 620 |
| Parking, Halsted Street Parking Structure (formerly Parking Structure #2 University Center) | 622 |
| Parking, Wood Street Parking Structure (formerly Parking Structure Wood and Taylor) | 971 |
| Parking, Maxwell Street Parking Structure (Includes University Village Marketplace, 1st floor retail) | 677 |
| | |
| SPRINGFIELD CAMPUS | Bldg # |
| Bluebell Court Student Apartments (William Maxwell Lane) | 5020 thru 5022 |
| Clover Court Student Apartments (William Maxwell Lane) | 5010 thru 5013 |
| Founders Residence Hall (Eliza Farnham Dr. S) | 9051 |
| Foxglove Court Townhouse Apartments (Vachel Lindsay Dr.) | 5058 thru 5064 |
| Homer L. Butler Housing Commons (Office, Richard Wright Dr) | 5034 |
| Larkspur Court Student Apartments (University Drive) | 5030 thru 5033 |
| Lincoln Residence Hall (Vachel Lindsay Dr.) | 5100 |
| Marigold Court Townhouse Apartments (Carl Sandburg Lane) | 5051 thru 5057 |
| Pennyroyal Court Townhouse Apartments (Vachel Lindsay Dr.) | 5040 thru 5045 & 5051 |
| Sunflower Court Student Apartments (University Drive) | 5014 thru 5016 |
| Trillium Ct. Townhouse Apartments (Carl Sandburg Lane) | 5070 thru 5076 |
| Athletic / Recreation Center | 9048 |
| Student Life Building | 1004 |
| Public Affairs Center | 9014 |
| Showers/Locker/Concession | 4010 |
| Soccer Field/Stands/Press Box | - |
| Parking Lot, Recreation Center | _ |
| Parking Lot A Improvements | - |
| Parking Lot B Improvements | _ |
| Parking Lots C & D, Improvements Perim Rd | - |
| O , I , | |
| | |

EXHIBIT B

Project

Renovation and Addition, State Farm Center, Urbana

Consists of improvements to the State Farm Center (formerly Assembly Hall) including the addition of guest suites, new floor seating, added restroom facilities, replacement of mechanical systems and controls to include air conditioning of the facility, replacement of building lighting and controls, replacement of the electrical distribution system, addressing requirements of applicable building codes and the Americans with Disabilities Act and enlarging the concourse for added concession space. In addition, a grand west entry addition containing new administrative offices and new points of entry will be included.

Stanley O. Ikenberry Commons - Residence Hall No. 3

Consists of the construction and equipping of a new residence hall in the current location of Forbes Hall; demolition of Taft and Van Doren Residence Halls; a new storm water detention system within the west playing fields on First Street; and all associated site work to provide 155,000 gross square feet of residence hall.