

**RESOLUTION PROVIDING FOR THE ISSUE OF ONE OR MORE SERIES OF
UNLIMITED TAX GENERAL OBLIGATION REFUNDING BONDS OF THE BOARD OF**

**EDUCATION OF THE CITY OF CHICAGO IN AN AGGREGATE PRINCIPAL AMOUNT
NOT TO EXCEED \$600,000,000 FOR THE PURPOSE OF PAYING THE COST OF
REFUNDING OUTSTANDING BONDS OF SAID BOARD OF EDUCATION**

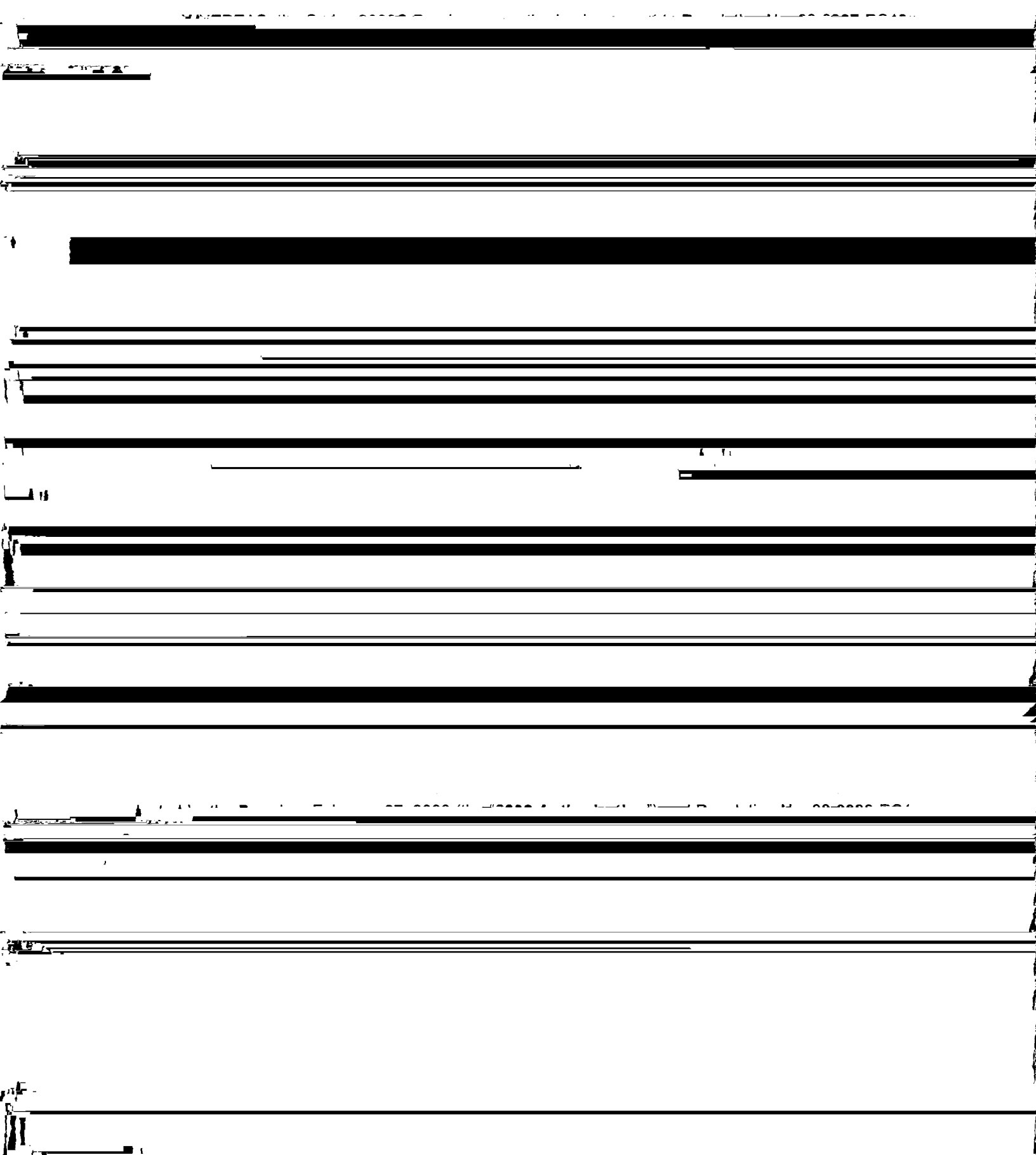
WHEREAS, pursuant to the provisions of Article 34 of the School Code, 105 Illinois Compiled

~~Inlimited Tax General Obligation Refunding Bonds (Dedicated Revenues) Series 2013A-3 of the Board~~

(the "Series 2013A-3 Bonds"); and

WHEREAS, pursuant to this Resolution, the Board determines to authorize the refunding of the ~~Outstanding Bonds and the restructuring of the debt service payable on the Outstanding Bonds (the~~

to Article 18 of the School Code, or such successor or replacement act as may be enacted in the future
(the "2006 Pledged Revenues"); and



WHEREAS the Alternate Bonds issued and to be issued pursuant to the 2016 Authorization may

be payable from any or all of the following sources (the "2016 Authorization Pledged Revenues"): (i) the State Aid payments to be made to the Board in any year pursuant to Article 18 of the School Code, or such successor or replacement act as may be enacted in the future, in annual amounts, not more than the

amount available for the punctual payment of the principal and interest due on bonds and

the punctual provision of debt service coverage for such bonds in the following bond payment years:

Bond Payment Year	Annual Amount
2017	
2018	
2019	
2020	
2021	
2022	
2023	
2024	
2025	
2026	
2027	
2028	
2029	
2030	
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2050	

WHEREAS, pursuant to and in accordance with the Debt Reform Act and the 2016 Authorization, the Board caused to be published on August 26, 2016 in *The Chicago Sun-Times*, a newspaper of general circulation within the School District (the "**Sun-Times**") a copy of the 2016 Authorization and a notice that

the 2016 Alternate Bonds are subject to a "*back-door referendum*" under the Debt Reform Act; and

WHEREAS, no petition asking that the issuance of the 2016 Authorization Bonds be submitted to

Authorization Bonds have been authorized to be issued; and

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

~~1,000,000,000 for the purpose of refunding the Outstanding Bonds, all on the terms and conditions set forth~~

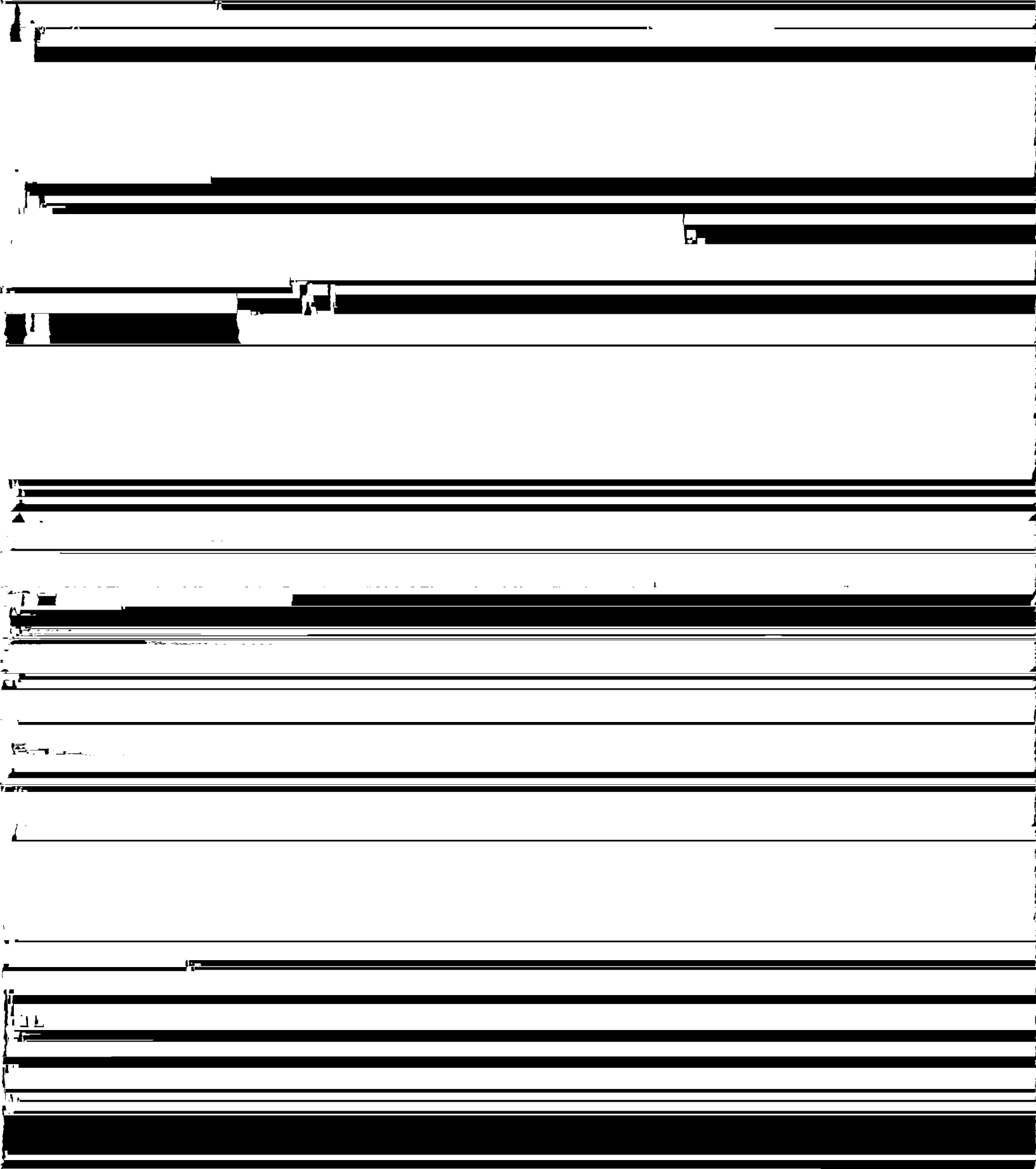
in this Resolution; and

WHEREAS, the Alternate Bonds to be issued pursuant to this Resolution are herein referred to as the "**Bonds**"; and

~~WHEREAS, the Statutory Refunding Pledged Revenue and the 2016 Authorization Pledged~~

Report, when accepted and approved on behalf of the Board by either the Senior Vice President of Finance

~~or the Interim Senior Vice President of Finance) of the Board (the "Senior Vice President of~~



WHEREAS, it is necessary for the Board to authorize the sale and issuance of the Bonds and to approve and to authorize and direct the sale of the Bonds pursuant to one or more of the methods described above, together with the execution of the Indenture, the Purchase and Sale Agreement and certain other agreements with respect to each Series and the performance of acts necessary or convenient in connection

NOW, THEREFORE, Be It Hereby Resolved by the Chicago Board of Education of the Board of Education of the City of Chicago, as follows:

Section 1. Incorporation of Preambles. The preambles of this Resolution are hereby

business and having a corporate trust office in the State of Illinois and having capital and undivided surplus

aggregating at least \$15,000,000 or shall be a wholly owned subsidiary of such an entity.

Any Series of Bonds may be issued as 2016 Authorization Refunding Bonds pursuant to the 2016 Authorization or as Statutory Refunding Bonds pursuant to Section 15(e) of the Debt Reform Act, 2016

Authorization Refunding Bonds may be issued to refund any principal of and interest on any portion of the

and hereby pledges the 2004 Pledged Revenues, 2006 Pledged Revenues, the 2008 Pledged Revenues

and the 2000 Pledged Revenues, as appropriate, to the payment thereof, and the Bond covenants and

agrees to provide for, collect and apply such Statutory Refunding Pledged Revenues, to the payment of such Series of the Statutory Refunding Bonds and the provision of an additional .10 times annual debt service of each Series of the Statutory Refunding Bonds. Each of the Designated Officials is authorized to

Bonds and the Indenture pursuant to which such Series of 2016 Authorization Refunding Bonds is issued and the notification of sale of such Series of the 2016 Authorization Refunding Bonds delivered by the Designated Officials pursuant to Section 4(e) hereof shall identify the specific 2016 Authorization Pledged Revenues allocated to such Series.

(d) Once issued, the Bonds shall be and forever remain until paid or defeased the general obligation of the Board, for the payment of which its full faith and credit are pledged, and shall be payable, in addition to the applicable Pledged Revenues, from the levy of the Pledged Debt Service Taxes as provided in the Debt Reform Act and as set forth in **Section 3** hereof.

(e) All or any portion of the Bonds may be issued as bonds payable in one payment or a fixed

date (the "**Capital Appreciation Bonds**"). Any Bonds issued as Capital Appreciation Bonds shall be dated the date of issuance thereof and shall also bear the date of authentication, shall be in fully registered form, shall be numbered determined by the Trustee and shall be in denominations equal to the original principal amounts of such Capital Appreciation Bonds or any integral multiple thereof, each such original principal

relating to Current Interest Bonds. In connection with the issuance and sale of any Convertible Bonds, the terms and provisions relating to the conversion of the Compound Accrued Value of such Convertible Bonds

into Current Interest Bonds shall be contained in the Fixed Rate Indenture executed and delivered by a Designated Officer at the time of sale of such Convertible Bonds

All or any portion of the Bonds may be issued as bonds bearing interest at variable rates adjustable

Series shall be specified in the applicable Variable Rate Indenture. Each Variable Rate Bond shall bear interest at such rates payable on such dates as shall be determined by a Designated Official at the time of sale of such Bonds and specified in the applicable Variable Rate Indenture.

(f) The Bonds of each Series may be redeemable prior to maturity at the option of the Board,

percentage of the principal amount of such Bonds being redeemed, plus accrued interest to the date of

(b) The determination that the term of the applicable Series of Outstanding Refunding Bonds is

not longer than the term of the Outstanding Bonds to be refunded by such Series, and that the debt service

basis to make such payments (the taxes levied or to be levied pursuant to this **Section 3(a)**, being referred to herein as the "**Pledged Debt Service Taxes**").

(b) After this Resolution becomes effective and a Series of Bonds is sold in accordance with this

Resolution, certified by the Secretary of the Board, shall be filed with each of the County Clerks of The Counties of Cook and DuPage, Illinois (the "**County Clerks**"); and the County Clerks shall in and for each of the years required, ascertain the rate percent required to produce the aggregate Pledged Debt Service Taxes hereinbefore provided to be levied in each of said years; and the County Clerks shall extend the same for collection on the tax books in connection with other taxes levied in said year in and by the Board for any and all purposes of the Board; and in said year the Pledged Debt Service Taxes shall be

shall not exceed 2 percent of the principal amount thereof. The Senior Vice President of Finance and the

Chief Financial Officer each individually are hereby authorized to execute and deliver on behalf of the Board

that such Designated Official deems necessary and that are not inconsistent with the terms and provisions

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Credit Provider (the "Credit Provider Rate"), which Credit Provider Rate shall not exceed the maximum permitted by law, but in no event more than 15 percent per annum (the "Maximum Credit Provider Rate").

The Credit Agreement may further provide that to the extent the Credit Provider Rate determined at any

time pursuant to the Credit Agreement exceeds the Maximum Credit Provider Rate, such excess may

exceed the Maximum Credit Provider Rate, but in no event may such excess exceed the rate in

excess of 25 percent per annum) and be added to the Credit Provider Rate at such time or times thereafter as the Credit Provider Rate shall be less than the Maximum Credit Provider Rate; provided, that at no time shall the Credit Provider Rate per annum exceed the Maximum Credit Provider Rate.

(e) Subsequent to the sale of the Bonds of any Series, any Designated Officials shall file in

...and within the limitations set forth in paragraph (g) of this Section, (ix) if a bond insurance policy is obtained

as authorized herein, the identity of the Bond Insurer issuing the bond insurance policy and the premium and any fees required to be paid thereto, (x) if a debt reserve credit facility is obtained as authorized herein,

this Resolution, shall indicate the amount of reduction in the amount of taxes levied by the Board resulting from the sale of such Bonds, which reduced amount is to be stated from such taxes, and shall further

indicate the remainder of such taxes which is to be extended for collection by the County Clerks. Each of the Designated Officials is also authorized to file in the respective offices of the County Clerks certificates

of tax abatement reflecting the refunding of the Outstanding Bonds.

Officer, and (iii) the payment of the expenses related to the issuance of such Bonds, including, without limitation, fees to be paid to Bond Insurers or Credit Providers, and such proceeds shall be applied as provided in the applicable Indenture. In addition, proceeds from the sale of a Series of the Bonds in the amount of not to exceed 10% of the principal amount thereof may be deposited into a debt service reserve

fund to be held under the applicable Indenture upon the direction of the Senior Vice President of Finance or the Chief Financial Officer if it is determined that the creation of such debt service reserve fund is necessary and required in connection with the sale of such Bonds and such proceeds shall also be applied as provided in the applicable Indenture. All of such proceeds are hereby appropriated for the purposes

(j) For the purpose of providing for the conversion of the Series 2013A-3 Bonds to a fixed interest rate, each of the Designated Officers is hereby authorized to execute and deliver one or more supplemental indentures amending the trust indenture by and between the Board and The Bank of New

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Agreement; *provided*, however, that any of the Bonds may be issued as Bonds the interest on which is includible in the gross income of the owner thereof for federal income tax purposes if determined by a Designated Official to be beneficial to the Board.

Section 8. Continuing Disclosure Undertaking. Each of the Designated Officials is hereby authorized to execute and deliver one or more Continuing Disclosure Undertakings (each, a "**Continuing**

