

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Bond and Interest FundStatement of Revenues, Expenditures, and Changes in Fund Balance – Budget
and Actual – Cash Basis

Year ended June 30, 1994 with comparative totals for 1993

	1994		1993
	Budget	Actual	Actual
Revenues:			
Local sources:			
Property taxes – general levies	\$ 707,000	704,231	637,202
Earnings on investments	10,000	28,599	23,008
Total revenues	717,000	732,830	660,210
Expenditures – debt service:			
Principal retirement	400,000	400,000	350,000
Interest on bonds	250,000	245,375	269,725
Other	1,500	1,438	992
Total expenditures	651,500	646,813	620,717
Excess of revenues over expenditures	\$ <u>65,500</u>	86,017	39,493
Fund balance at beginning of year		<u>491,042</u>	<u>451,549</u>
Fund balance at end of year		\$ <u><u>577,059</u></u>	<u><u>491,042</u></u>

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Site and Construction Fund

Statement of Revenues, Expenditures, and Changes in Fund Balance – Budget and Actual – Cash Basis

Year ended June 30, 1994 with comparative totals for 1993

	1994		1993
	Budget	Actual	Actual
Revenues – local source:			
Earnings on investments	\$ 2,500	5,175	4,552
Refund of prior year's expenses	–	13,181	–
Total revenues	2,500	18,356	4,552
Excess of revenues over expenditures	\$ 2,500	18,356	4,552
Fund balance at beginning of year		95,877	91,325
Fund balance at end of year		\$ 114,233	95,877

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Activity Funds

Statement of Changes in Assets and Liabilities – Cash Basis

Year ended June 30, 1994

Fund	Asset and liability balance (deficit) Jul.1,1993	Additions	Deletions	Transfers in (out)	Asset and liability balance (deficit) Jun.30,1994
Assets –					
cash on deposit with Illinois School District Liquid Asset Fund Plus	\$ 514,137	1,706,563	1,739,078	–	481,622
Total assets	\$ 514,137	1,706,563	1,739,078	–	481,622
Liabilities:					
District	124,909	46,125	51,589	(9,256)	110,189
North School	164,650	790,931	793,873	3,449	165,157
South School	224,578	869,506	893,615	5,807	206,276
Total liabilities	\$ 514,137	1,706,562	1,739,077	–	481,622
District:					
Accommodations	8,631	8,999	8,994	–	8,636
Administration	768	–	–	–	768
Glenbrook community chorus	556	4,938	4,673	421	1,242
Glenbrook musical	5,647	13,177	20,543	2,704	985
Healthy American Games	1,188	–	1,473	–	(285)
Scholarship aid trust	59,343	1,882	4,000	–	57,225
Student aid	80	–	–	–	80
Student teachers – EV	47	100	–	–	147
District – wide student activities	48,087	557	11,906	6,190	42,928
Township Institute Day	562	–	–	–	562
Interest earned	–	16,472	–	(18,571)	(2,099)
Total District	124,909	46,125	51,589	(9,256)	110,189
North School:					
Activity tickets	4,673	1,428	224	–	5,877
Advanced placement testing	9,585	47,171	46,638	–	10,118
Aquiana swim club	1,107	12,970	14,458	–	(381)
Art club	144	–	–	–	144
Art fees	3,683	5,562	11,408	3,285	1,122
Biology practical horticulture club	7,379	8,373	9,240	40	6,552
Bookstore	559	361,658	273,504	(90,144)	(1,431)
Boys' physical education – rental	3,367	1,454	4,362	–	459
Business club – North	1,172	1,306	1,179	(559)	740
Cap and gown	95	393	4,627	4,099	(40)
Carried forward	\$ 31,764	440,315	365,640	(83,279)	23,160

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Activity Funds

Statement of Changes in Assets and Liabilities – Cash Basis

Fund	Asset and liability balance (deficit) Jul.1,1993	Additions	Deletions	Transfers in (out)	Asset and liability balance (deficit) Jun.30,1994
Brought forward	\$ 31,764	440,315	365,640	(83,279)	23,160
North School, continued:					
Cheerleaders	4,610	8,258	6,994	548	6,422
Class of 1991	2,630	-	-	-	2,630
Class of 1992	840	-	-	-	840
Class of 1993	6,148	-	6,075	-	73
Class of 1994	898	9,112	4,885	(1,014)	4,111
Class of 1995	2,788	33,062	36,573	1,577	854
Class of 1996	1,667	1,204	985	-	1,886
Class of 1997	-	5,134	3,963	563	1,734
Custodial vending machine	1,270	1,688	1,981	-	977
Dispenser	288	154	-	-	442
Diversified cooperative education	131	-	-	(131)	-
Drama productions	837	4,845	11,865	4,500	(1,683)
Environmental award	1,407	874	698	-	1,583
Field trips	493	9,617	9,081	-	1,029
Football club	(489)	-	-	-	(489)
French club	294	-	-	-	294
Friends & Comp.	-	3,877	750	-	3,127
Glenbrook sports tournaments	9,354	61,394	62,120	120	8,748
Helicon	1,244	571	4,533	4,390	1,672
Home economics	436	7,285	7,074	-	647
North End restaurant	89	1,638	1,126	-	601
In-house grade program	3,429	3,100	993	-	5,536
Industrial education supplies	2,874	1,328	1,415	-	2,787
Interact/rotary	3,378	2,130	3,789	-	1,719
Interest account	5,706	266	6,443	6,164	5,693
International Club	189	1,228	794	-	623
Key Club	1,105	2,398	2,870	-	633
Laconian	(10,072)	16,875	44,157	43,699	6,345
Lost Illinois loaned texts	2,558	62	18	-	2,602
Model U.N. Club	83	2,571	2,461	-	193
Music – general	2,839	7,093	6,677	(1)	3,254
Carried forward	\$ 78,788	626,079	593,960	(22,864)	88,043

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Activity Funds

Statement of Changes in Assets and Liabilities – Cash Basis

Fund	Asset and liability balance (deficit) Jul.1,1993	Additions	Deletions	Transfers in (out)	Asset and liability balance (deficit) Jun.30,1994
Brought forward	\$ 78,788	626,079	593,960	(22,864)	88,043
North School, continued:					
National honor society	823	950	1,418	-	355
National Forensic League – DEB	16,549	39,739	42,909	(710)	12,669
National Forensic League	86	2,348	388	(1,170)	876
Newcomers Welcoming Committee	583	247	420	83	493
North suburban science supervisors	4,013	-	1,131	-	2,882
Orchesis	1,428	7,012	6,830	-	1,610
Parents' association – North	7,059	610	7,813	-	(144)
Performing arts concert	372	2,598	2,822	-	148
Pom pom squad	2,875	3,822	2,793	(548)	3,356
PSAT/pact registration	4,529	6,500	9,074	(32)	1,923
Retirement events – North	709	5,710	5,646	-	773
Science club	3,187	229	2,805	3,853	4,464
Spanish honor society	301	540	745	-	96
Spartan marching band	319	27,290	21,788	-	5,821
Sports banquets	(25)	488	-	-	463
Spring festival	1,812	2,180	2,688	-	1,304
Students Against Drinking and Drugs	404	30	312	-	122
Student Together Ed & Prev	524	1,408	3,859	-	(1,927)
Student association	1,161	10,214	23,029	11,500	(154)
Student teachers:					
Physical education	25	-	-	-	25
Special education	65	65	-	-	130
Business education	11	-	-	-	11
Test prep programs	80	30,850	30,850	-	80
Thespians	1,103	300	406	-	997
Torch	1,672	1,730	9,175	6,469	696
Towel fees	33,217	272	3,476	6,696	36,709
Variety show	981	6,136	7,326	-	(209)
Varsity club	(559)	3,817	4,644	-	(1,386)
Vending machine receipts	1,126	7,968	5,825	172	3,441
Welfare memorial	1,432	1,799	1,741	-	1,490
Total North School	\$ 164,650	790,931	793,873	3,449	165,157

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Activity Funds

Statement of Changes in Assets and Liabilities – Cash Basis

Fund	Asset and liability balance (deficit)	Additions	Deletions	Transfers in (out)	Asset and liability balance (deficit)
	Jul.1,1993				Jun.30,1994
South School:					
Activity tickets	\$ 1,337	1,095	60	–	2,372
Advanced placement testing	11,321	31,522	30,241	–	12,602
Aid	(6,438)	–	–	–	(6,438)
American field service club	179	–	–	–	179
Art fees	2,410	5,792	7,288	213	1,127
Auto shop repairs	756	14,172	14,233	–	695
Bookstore	1,367	410,571	317,862	(94,886)	(810)
Booster club	4,214	26,744	25,369	(44)	5,545
Business education	815	–	–	–	815
Callilope	1,333	3	3,084	3,079	1,331
Cap and gown	4,889	190	6,768	4,452	2,763
Cheerleaders	474	6,731	6,710	556	1,051
Class of 1992	(660)	–	72	–	(732)
Class of 1993	1,631	–	18	–	1,613
Class of 1994	849	6,360	4,920	326	2,615
Class of 1995	5,056	17,918	20,198	952	3,728
Class of 1996	2,061	5,883	4,535	(237)	3,172
Class of 1997	–	2,308	1,628	(401)	279
Concessions	11,418	76,083	62,568	(3,958)	20,975
Counselors' accounts	178	5,935	6,256	32	(111)
Cum laude society	231	500	807	200	124
Debate club	3,327	784	1,254	1,880	4,737
Dispenser	922	–	–	–	922
Diversified cooperative education	973	1,296	705	–	1,564
Drama club	1,181	4,534	4,612	131	1,234
Drama production	2,280	2,216	10,439	6,790	847
English department activities	64	–	–	–	64
Etruscan	30,064	15,265	86,314	48,784	7,799
Field trips	(27)	–	–	–	(27)
Fine arts community	456	–	293	–	163
Foreign language club	69	–	15	–	54
Forensics	2,026	100	378	–	1,748
Girls' letter club	1,667	6,062	5,869	140	2,000
GBS sports tournament	14,990	68,180	70,060	858	13,968
High adventure club	5	–	–	–	5
Carried forward	\$ 101,418	710,244	692,556	(31,133)	87,973

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Activity Funds

Statement of Changes in Assets and Liabilities – Cash Basis

Fund	Asset and liability balance (deficit) Jul.1,1993	Additions	Deletions	Transfers in (out)	Asset and liability balance (deficit) Jun.30,1994
Brought forward	\$ 101,418	710,244	692,556	(31,133)	87,973
South School, continued:					
In-house grade program – South	1,677	3,545	1,756	–	3,466
Industrial education fees	17,824	11,405	9,531	–	19,698
Interact club	635	5,025	3,165	(165)	2,330
Interest account	16,346	861	20,973	4,762	996
Jazz choir	(116)	1,994	432	350	1,796
Key club	2,513	4,762	10,571	5,788	2,492
Late exam fees	435	140	–	–	575
Library account	14,535	2,712	140	(60)	17,047
Lorelei swim club	140	–	–	–	140
Lost Illinois loaned texts	(429)	29	–	–	(400)
Master singers	455	1,175	1,948	278	(40)
Mat maids	82	–	–	–	82
Music & folder	240	1,023	1,304	500	459
National Forensics League	3,380	–	–	–	3,380
National Honor Society	(203)	–	–	–	(203)
Northfield Township	2,402	12,000	10,835	–	3,567
Oracle	6,774	6,701	13,282	5,132	5,325
Photography club	12	–	–	–	12
Retirement events	1,076	5,578	6,681	–	(27)
Science club	4,050	11,140	13,234	1,535	3,491
Senior pictures	245	–	–	–	245
Social studies – field trips	1,228	7,091	7,051	–	1,268
Student council	4,780	14,294	26,275	8,870	1,669
Sports banquets	1,885	17,110	15,355	–	3,640
Student teachers:					
Combined	55	–	–	–	55
English	64	1,729	1,530	(263)	–
Foreign language	21	3,269	3,284	–	6
IMC	(60)	–	–	(60)	(120)
Mathematics	81	65	–	–	146
Music	65	–	–	–	65
Physical education	49	621	–	–	670
Social studies	802	120	–	–	922
Special education	410	–	52	–	358
Test prep programs	9,592	11,515	7,652	–	13,455
Titannaires	836	9,571	9,486	–	921
Towel fees	14,113	604	8,010	7,344	14,051
Uptown tutoring	55	–	–	–	55
Variety show	6,193	20,950	26,143	831	1,831
Video yearbook	10,142	2,243	1,581	2,098	12,902
Teachers' welfare	776	1,990	788	–	1,978
Total South School	\$ 224,578	869,506	893,615	5,807	206,276

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Legal Bond Debt Margin

June 30, 1994

Assessed valuation of taxable properties for the 1993 tax year	\$ 2,467,662,593
Statutory rate	6.83%
Bond debt limit	168,541,355
Bonds outstanding June 30, 1994, net of available fund balance	2,922,941
Legal bond debt margin June 30, 1994	\$ 165,618,414

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Tax Levy Summary

June 30, 1994

	Assessed valuation	Rate	Extensions	Total collected	Balance uncollected	Collections as a percent of tax extended
1993 levy:	\$ 2,467,662,593					
General operating:						
Educational		1.4765 %	\$ 36,434,167	16,538,313	19,895,854	
Tort immunity		0.0197	486,078	220,783	265,295	
Special education		0.0177	436,926	198,296	238,630	
Operations and maintenance		0.1791	4,418,414	2,005,449	2,412,965	
Bond and interest		0.0306	754,552	343,441	411,111	
Transportation		0.0232	573,465	259,625	313,840	
Municipal retirement/ Social Security		0.0683	1,684,505	764,565	919,940	
Working Cash		0.0100	247,200	112,436	134,764	
		1.8251 %	\$ 45,035,307	20,442,908	24,592,399	45.39%
1992 levy:	\$ 2,409,469,382					
General operating:						
Educational		1.3982 %	\$ 33,688,000	33,469,400	218,600	
Tort immunity		0.0187	450,000	444,066	5,934	
Special education		0.0168	404,000	402,948	1,052	
Operations and maintenance		0.1696	4,085,000	4,058,268	26,732	
Bond and interest		0.0276	664,000	661,987	2,013	
Transportation		0.0220	529,000	526,301	2,699	
Municipal retirement/ Social Security		0.0650	1,565,000	1,554,231	10,769	
		1.7179 %	\$ 41,385,000	41,117,201	267,799	99.35%
1991 levy:	\$ 2,072,168,887					
General operating:						
Educational		1.5258 %	\$ 31,618,000	31,642,232	(24,232)	
Tort immunity		0.0205	424,000	424,396	(396)	
Special education		0.0200	414,000	416,638	(2,638)	
Operations and maintenance		0.1952	4,044,000	4,032,847	11,153	
Bond and interest		0.0305	633,000	630,798	2,202	
Transportation		0.0241	499,000	498,412	588	
Municipal retirement/ Social Security		0.0676	1,402,000	1,397,989	4,011	
		1.8837 %	\$ 39,034,000	39,043,312	(9,312)	100.02%

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Summary of Current Year Tax Collections

Year ended June 30, 1994

Fund/account	Total	1993 levy	1992 levy	1991 levy and prior levy
Educational	\$ 34,886,183	16,538,313	18,280,123	67,747
Tort immunity	462,773	220,783	242,537	(547)
Special education	417,867	198,296	220,080	(509)
Operations and maintenance	4,215,903	2,005,449	2,216,521	(6,067)
Bond and interest	704,231	343,441	361,560	(770)
Transportation	546,472	259,625	287,452	(605)
Municipal retirement/ Social Security	1,611,849	764,565	848,881	(1,597)
Working Cash	112,436	112,436	-	-
	\$ 42,957,714	20,442,908	22,457,154	57,652

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Operating Expenditures per Student

Year ended June 30, 1994

Operating expenditures:	
Educational Account	\$ 40,832,206
Operations and Maintenance Account	4,972,945
Transportation Fund	693,565
Municipal Retirement/Social Security Fund	1,429,690
Debt Service Fund	646,813
Total operating expenditures	48,575,219
Less expenditures not applicable to operating expenditures of regular programs:	
Educational Account:	
Summer school	230,151
Community services	3,276
Capital outlay	1,593,070
Tuition	1,392,656
Operations and Maintenance Account:	
Capital outlay	1,405,496
Debt Service Fund – bond principal retired	400,000
	5,024,649
Net operating expenditures	\$ 43,550,570
Average daily attendance	3,662.00 **
Net operating expenditures per student	\$ 11,892.56

**Obtained from District records without audit.

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Schedule of Investments – All Funds

June 30, 1994

Description	Interest rate	Purchase date	Maturity date	Cost
Certificates of deposit:				
Northern Trust Co.	4.60	5/31/94	Various	\$ 300,000
Old Kent Bank	Various	Various	Various	2,700,000
LaSalle Bank – Northbrook	4.00	5/31/94	7/15/94	1,000,000
Illinois School District Liquid Asset Fund Plus	Various	Various	Various	2,300,000
U.S. Government Securities –				
Northern Trust Co.	Various	Various	Various	5,963,101
Total – all funds				\$ 12,263,101

See accompanying independent auditors' report.

NORTHFIELD TOWNSHIP HIGH SCHOOL DISTRICT NO. 225

Enrollment Data (Unaudited)

June 30, 1994

Fiscal years	Grades				Total	Total average daily attendance
	Ninth	Tenth	Eleventh	Twelfth		
1993/94	982	950	997	881	3,810	3,662
1992/93	916	987	919	946	3,768	3,597
1991/92	976	936	932	921	3,765	3,566
1990/91	915	907	900	837	3,559	3,497
1989/90	946	920	892	906	3,664	3,476
1988/89	915	907	940	963	3,725	3,639
1987/88	889	926	996	1,088	3,899	3,857
1986/87	920	1,027	1,142	1,083	4,172	3,907
1985/86	1,008	1,151	1,132	1,014	4,305	4,124
1984/85	1,182	1,132	1,069	1,023	4,406	4,326
1983/84	1,120	1,093	1,077	1,063	4,353	4,232
1982/83	1,094	1,109	1,125	1,080	4,408	4,225
1981/82	1,105	1,141	1,162	1,089	4,497	4,301
1980/81	1,124	1,148	1,158	1,092	4,522	4,279
1979/80	1,153	1,182	1,196	1,110	4,641	4,357
1978/79	1,205	1,239	1,220	1,134	4,798	4,499
1977/78	1,314	1,276	1,274	1,099	4,963	4,582
1976/77	1,308	1,349	1,216	1,163	5,036	4,760

Note: Taken from attendance records maintained by the District with enrollment as of the last day of school and excluding evening high school students.

See accompanying independent auditors' report.

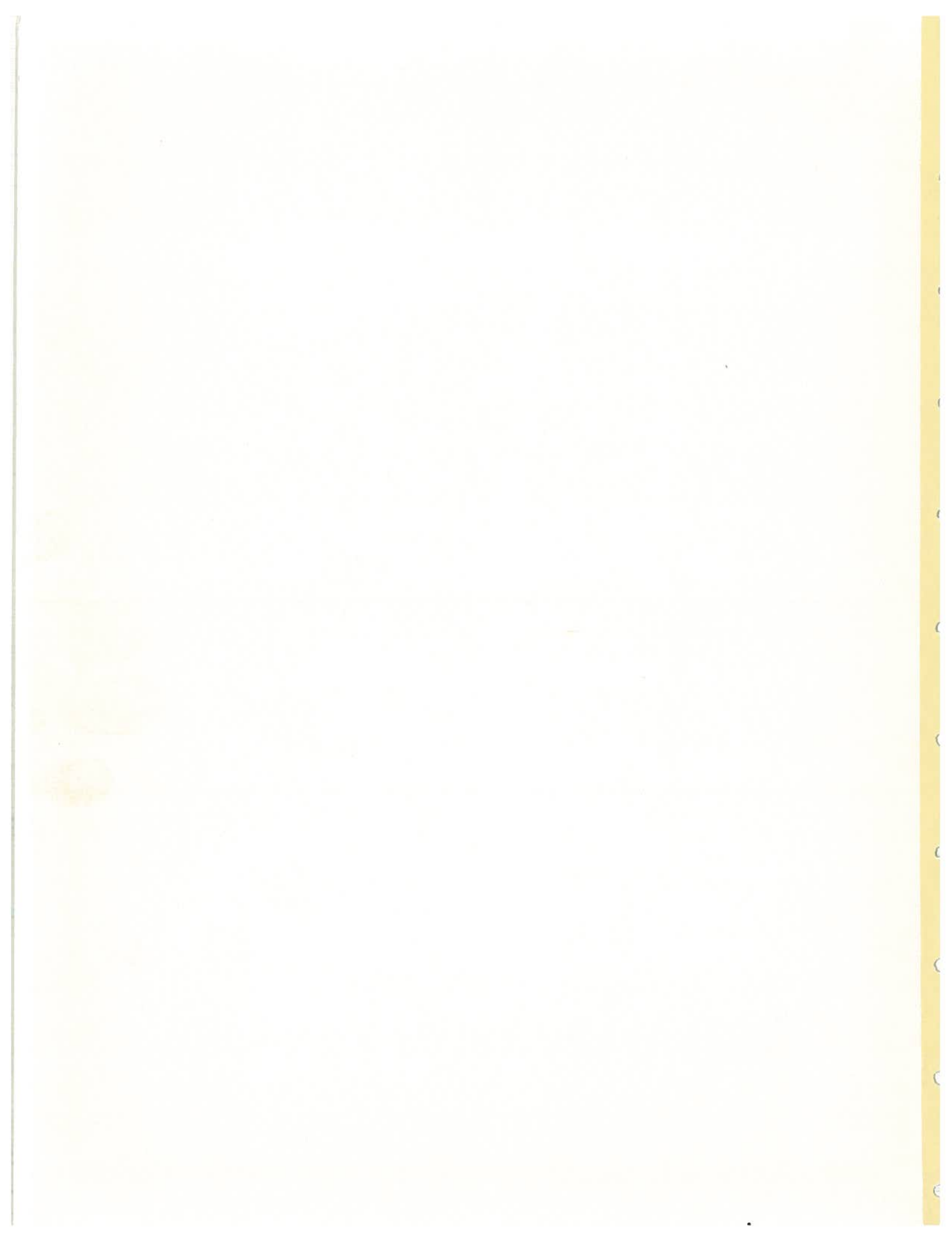
WYOMING STATE BOARD OF EDUCATION REPORT

Education Data (Continued)

June 30, 1964

Total average daily attendance	Total	Gender				Total
		Female	Male	Total	Ratio	
3,012	3,012	1,521	1,491	3,012	100.0%	
3,008	3,008	1,510	1,498	3,008	100.0%	
3,000	3,000	1,500	1,500	3,000	100.0%	
2,997	2,997	1,497	1,500	2,997	100.0%	
2,990	2,990	1,490	1,500	2,990	100.0%	
2,987	2,987	1,487	1,500	2,987	100.0%	
2,980	2,980	1,480	1,500	2,980	100.0%	
2,977	2,977	1,477	1,500	2,977	100.0%	
2,970	2,970	1,470	1,500	2,970	100.0%	
2,963	2,963	1,463	1,500	2,963	100.0%	
2,960	2,960	1,460	1,500	2,960	100.0%	
2,957	2,957	1,457	1,500	2,957	100.0%	
2,950	2,950	1,450	1,500	2,950	100.0%	
2,947	2,947	1,447	1,500	2,947	100.0%	
2,940	2,940	1,440	1,500	2,940	100.0%	
2,937	2,937	1,437	1,500	2,937	100.0%	
2,930	2,930	1,430	1,500	2,930	100.0%	
2,927	2,927	1,427	1,500	2,927	100.0%	
2,920	2,920	1,420	1,500	2,920	100.0%	
2,917	2,917	1,417	1,500	2,917	100.0%	
2,910	2,910	1,410	1,500	2,910	100.0%	
2,907	2,907	1,407	1,500	2,907	100.0%	
2,900	2,900	1,400	1,500	2,900	100.0%	
2,897	2,897	1,397	1,500	2,897	100.0%	
2,890	2,890	1,390	1,500	2,890	100.0%	
2,887	2,887	1,387	1,500	2,887	100.0%	
2,880	2,880	1,380	1,500	2,880	100.0%	
2,877	2,877	1,377	1,500	2,877	100.0%	
2,870	2,870	1,370	1,500	2,870	100.0%	
2,867	2,867	1,367	1,500	2,867	100.0%	
2,860	2,860	1,360	1,500	2,860	100.0%	
2,857	2,857	1,357	1,500	2,857	100.0%	
2,850	2,850	1,350	1,500	2,850	100.0%	
2,847	2,847	1,347	1,500	2,847	100.0%	
2,840	2,840	1,340	1,500	2,840	100.0%	
2,837	2,837	1,337	1,500	2,837	100.0%	
2,830	2,830	1,330	1,500	2,830	100.0%	
2,827	2,827	1,327	1,500	2,827	100.0%	
2,820	2,820	1,320	1,500	2,820	100.0%	
2,817	2,817	1,317	1,500	2,817	100.0%	
2,810	2,810	1,310	1,500	2,810	100.0%	
2,807	2,807	1,307	1,500	2,807	100.0%	
2,800	2,800	1,300	1,500	2,800	100.0%	

100% of school and teaching force reported by the Board will constitute the total





Moody's Investors Service

99 Church Street
New York, NY 10007

December 20, 1994

Dr. Craig Schilling
Assistant Superintendent
Cook Co. H.S.D. 225
1835 Landwehr Road
Glenview, Illinois 60025

Dear Dr. Schilling:

We wish to inform you that our Rating Committee has assigned the rating of Aa1 to the \$4,100,000 Cook County High School District Number 225 (Northfield Township), Illinois General Obligation Bonds to be sold through negotiation December 20, 1994.

In order that we may maintain the rating, we will require current updating information. We will appreciate your continued cooperation in the future.

We would appreciate receiving a copy of the final Official Statement when available.

Under separate cover you will be receiving a copy of our credit report on the above referenced bond sale.

Should you have any questions regarding the above, please do not hesitate to contact Jonathon Lewis at (212) 553-1361.

Sincerely,

Daniel N. Heimowitz
Executive Vice President
Director
Public Finance Department

JAL:cr

cc: Ms. Elizabeth Hennessy
William Blair and Company
222 W. Adams St.
Chicago, Illinois 60606

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

SPECIAL MEETING CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting Secretary of the Board of Education of Township High School District Number 225, Cook County, Illinois (the "Board"), and as such official I do further certify as follows:

1. That on the 12th day of December, 1994, a special meeting of the Board was called for the 28th day of December, 1994 (the "Meeting"), by the President or by three (3) members of the Board by giving notice thereof in writing, stating the time, place and purpose of the Meeting, and including the agenda for the Meeting (the "Board Notice").

2. That the Board Notice was served upon all of the members of the Board by hand deliver ~~Dec. 19, 1994~~, the same being the manner in which the Board Notice was served, not less than 151 hours before the Meeting.

3. That Pioneer Press, the same being all of the news media that have filed a request for such notice, were also given the Board Notice in the same manner as was given to said members of the Board.

4. That attached hereto as Exhibit 1 is a true, correct and complete copy of the Board Notice.

5. That on the 19th day of December, 1994, public notice of the Meeting, including the agenda for the Meeting, was posted at the Administration Center 1835 Landwehr Road, Glenview, Illinois, the same being the principal office of the Board (the "Public Notice").

6. That on said day the Public Notice was also supplied to the news media listed in paragraph 3 hereof.

7. That attached hereto as Exhibit 2 is a true, correct and complete copy of the Public Notice.

8. That the Meeting was duly called, noticed and held in strict compliance with all of the provisions of the Open Meetings Act of the State of Illinois, as amended, the School Code of the State of Illinois, as amended, and the resolutions, rules, regulations and proceedings of the Board.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 28th day of December, 1994.



Secretary, Board of Education

PUBLIC NOTICE

The Board of Education, Northfield Township High School District No. 225, has canceled its regularly scheduled meeting of December 26, 1994 and has scheduled a special Board meeting for Wednesday, December 28, 1994 at 7:30 p.m., in the Lyceum at Glenbrook South High School, 4000 W. Lake Avenue, Glenview, IL. A copy of the agenda for the special meeting of December 28, 1994 is attached to this notice.

A summary of the announced meetings of the Board of Education for the next two months is:

Wednesday, December 28, 1994	7:30 p.m.	Special Board Meeting
Monday, January 9, 1995	7:30 p.m.	Regular Board Meeting
Monday, January 23, 1995	7:30 p.m.	Regular Board Meeting

All of the above referenced meetings will be held in the Board Room in the Glenbrook Administration Building, 1835 Landwehr Road, Glenview, IL, with the exception of the December 28, 1994 special Board meeting which will be held at Glenbrook South High School.

The meetings will be open to the public.

IRWIN LYONS

Board President

JAMES LACIVITA

Board Secretary

Dated this 19th day of December, 1994

BOARD OF EDUCATION

GLENBROOK SOUTH HIGH SCHOOL

Lyceum

4000 W. Lake Avenue

Glenview, IL 60025

December 28, 1994 - 7:30 p.m.

SPECIAL MEETING

AGENDA

1. Call to Order
2. Approval of the Minutes Regular Meeting and Closed Session of December 12, 1994
3. Recognition of Community Visitors
4. Discussion Regarding Sale of Working Cash Fund Bonds
5. Approval of Sale of Working Cash Fund Bonds
6. Approval of Consent Agenda Items:
 - 1.) Approval of Glenbrook North/Glenbrook South Mathematics Team Educational Tour to Charleston, South Carolina, February 24-26, 1995
 - 2.) Staff Computer Purchase Bills
7. Closed Session: To Consider Information Regarding Student Disciplinary Matters
8. Adjournment

MINUTES of a special public meeting of the Board of Education of Township High School District Number 225, Cook County, Illinois, held at 4000 West Lake Street in said School District at 7:30 o'clock P.M., on the 28th day of December, 1994.

* * *

The President called the meeting to order and directed the Secretary to call the roll.

Upon the roll being called, Irwin Lyons, the President, and the following members answered present:

Irwin Lyons, John Conlin, Brian Baschnagel, Wayne Bubak,

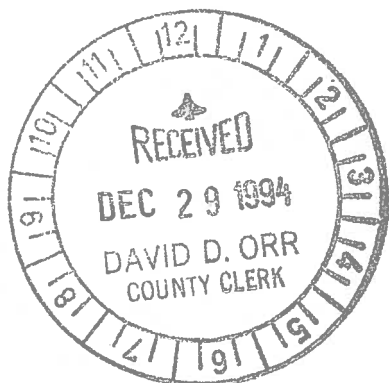
David Goldstein, Marilyn McConachie

The following members were absent:

Helen Hoffenberg

The President announced that a proposal had been received from William Blair & Company, Chicago, Illinois, for the purchase of the District's general obligation working cash fund bonds to be issued by the District pursuant to Article 20 of the School Code and that the Board of Education would consider the adoption of a resolution providing for the issue of said bonds and the levy of a direct annual tax sufficient to pay the principal and interest thereon.

Whereupon Member Lyons presented and the Secretary read in full a resolution as follows:



RESOLUTION providing for the issue of \$4,100,000 School Bonds, Series 1994, of Township High School District Number 225, Cook County, Illinois, and for the levy of a direct annual tax sufficient to pay the principal and interest on said bonds.

* * *

WHEREAS, pursuant to the provisions of Article 20 of the School Code of the State of Illinois (the "*Act*"), and all laws amendatory thereof and supplementary thereto, Township High School District Number 225, Cook County, Illinois (the "*District*"), is authorized to create, establish, maintain and operate a Working Cash Fund in and for the District; and

WHEREAS, pursuant to authority of the provisions of said Article 20 the Board of Education of the District (the "*Board*") adopted a resolution declaring its intention to avail of the provisions of said Article and issue bonds of the District in the aggregate amount of \$9,000,000 for working cash fund purposes as in and by said Article 20 provided; and

WHEREAS, notice of intention to issue said bonds pursuant to the provisions of said Article 20 was published in the Pioneer Press Publications, the same being a newspaper published in and having a general circulation in the District, and an affidavit evidencing the publication of such notice of intention, together with a newspaper clipping of such notice as published attached thereto, have heretofore been presented to the Board and made a part of the permanent records of the Board; and

WHEREAS, more than thirty (30) days have expired since the date of the publishing of such notice of intention to issue bonds, and no petition with the requisite number of valid signatures thereon has been filed with the Secretary of the Board requesting that the proposition to issue the bonds as authorized by the provisions of said Article 20 be submitted to the legal voters of the District; and

WHEREAS, the Board is now authorized to issue bonds to the amount of \$9,000,000 as authorized by the provisions of said Article 20 for working cash fund purposes and to levy taxes to pay principal of and interest on such bonds; and

WHEREAS, it is necessary and in the best interests of the District that \$4,100,000 of said bonds be sold and issued at this time;

NOW, THEREFORE, Be It and It Is Hereby Resolved by the Board of Education of Township High School District Number 225, Cook County, Illinois, as follows:

Section 1. Incorporation of Preambles. The Board hereby finds that all of the recitals contained in the preambles to this resolution are full, true and correct and does incorporate them into this resolution by this reference.

Section 2. Authorization. It is hereby found and determined that the working cash fund of the District be increased and the Board has been authorized by law to borrow the sum of \$9,000,000 upon the credit of the District and as evidence of such indebtedness to issue bonds of the District in said amount, the proceeds of said bonds to be used for working cash fund purposes, and it is necessary and in the best interests of the District that \$4,100,000 of said bonds be sold and estimated at this time.

Section 3. Bond Details. There be borrowed on the credit of and for and on behalf of the District the sum of \$4,100,000 for the purpose aforesaid; that bonds of the District (the "Bonds") shall be issued in said amount and shall be designated "School Bonds, Series 1994," the Bonds shall be dated December 1, 1994, and shall also bear the date of authentication, shall be in fully registered form, shall be in denominations of \$5,000 each and authorized integral multiples thereof (but no single Bond shall represent installments of principal maturing on more than one date), shall be numbered 1 and upward, and the Bonds

shall become due and payable serially (without option of prior redemption) on December 1 of each of the years, in the amounts and bearing interest per annum as follows:

YEAR OF MATURITY	PRINCIPAL AMOUNT	RATE OF INTEREST
2000	\$ 320,000	7.00%
2001	1,205,000	6.25%
2002	1,275,000	5.70%
2003	1,300,000	5.80%

The 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 Bonds is paid, such interest (computed upon the basis of a 360-day year of twelve 30-day months) being payable on June 1 and December 1 of each year, commencing on June 1, 1995. Interest on each Bond shall be paid by check or draft of LaSalle National Trust, 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 Bond is registered at the close of business on the 15th day of the month next preceding the interest payment date. The principal of the Bonds shall be payable in lawful money of the United States of America at the Bond Registrar.

The Bonds shall be signed by the President and Secretary of the Board, and shall be registered, numbered and countersigned by the School Treasurer who receives the taxes of the District, and in case any officer whose signature shall appear on any Bond shall cease to be such officer before the delivery of such Bond, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery.

All Bonds shall have thereon a certificate of authentication substantially in the form hereinafter set forth duly executed by the Bond Registrar, as authenticating agent of the

District and showing the date of authentication. No Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit under this 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 Bond shall be conclusive evidence that such Bond has been authenticated and delivered under this resolution. The certificate of authentication on any 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 Bonds issued hereunder.

Section 4. Registration of Bonds; Persons Treated as Owners. (a) *General.* The District shall cause books (the "*Bond Register*") for the registration and for the transfer of the Bonds as provided in this resolution to be kept at the principal corporate trust office of the Bond Registrar, which is hereby constituted and appointed the registrar of the District. The District is authorized to prepare, and the Bond Registrar shall keep custody of, multiple Bond blanks executed by the District for use in the transfer and exchange of Bonds.

Upon surrender for transfer of any Bond at the principal corporate trust 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 District shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the transferee or transferees a new fully registered Bond or Bonds of the same maturity of authorized denominations, for a like aggregate principal amount. Any fully registered Bond or Bonds may be exchanged at said office of the Bond Registrar for a like aggregate principal amount of Bond or Bonds of the same maturity of other authorized denominations. The execution by the District of any

fully registered Bond shall constitute full and due authorization of such Bond and the Bond Registrar shall thereby be authorized to authenticate, date and deliver such Bond, provided, however, the principal amount of outstanding Bonds of each maturity authenticated by the Bond Registrar shall not exceed the authorized principal amount of Bonds for such maturity less previous retirements.

The Bond Registrar shall not be required to transfer or exchange any Bond during the period beginning at the close of business on the 15th day of the month next preceding any interest payment date on such Bond and ending on such interest payment date.

The person in whose name any 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 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 Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of Bonds, but the District 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 Bonds.

(b) *Global Book-Entry System.* The Bonds shall be initially issued in the form of a separate single fully registered Bond for each of the maturities of the Bonds determined as described in Section 3 hereof. Upon initial issuance, the ownership of each such Bond shall be registered in the Bond Register in the name of Kray & Co., or any successor thereto ("*Kray*"), as nominee of The Midwest Securities Trust Company, Chicago, Illinois, and its successors and assigns ("*Midwest*"). All of the outstanding Bonds shall be registered in the Bond Register in the name of Kray, as nominee of Midwest, except as hereinafter provided.

The President and Secretary of the Board, on behalf of the District, and the Bond Registrar, are each authorized to execute and deliver on behalf of the District such letters to or agreements with Midwest and the Bond Registrar as shall be necessary to effectuate such book-entry system (any such letter or agreement being referred to herein as the "*Representation Letter*"), which Representation Letter may provide for the payment of principal of or interest on the Bonds by wire transfer.

With respect to Bonds registered in the Bond Register in the name of Kray, as nominee of Midwest, the District and the Bond Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which Midwest holds Bonds from time to time as securities depository (each such broker-dealer, bank or other financial institution being referred to herein as a "*Midwest Participant*") or to any person on behalf of whom such a Midwest Participant holds an interest in the Bonds. Without limiting the immediately preceding sentence, the District and the Bond Registrar shall have no responsibility or obligation with respect to (i) the accuracy of the records of Midwest, Kray or any Midwest Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any Midwest Participant or any other person, other than a registered owner of a Bond as shown in the Bond Register, of any notice with respect to the Bonds, including any notice of redemption, or (iii) the payment to any Midwest Participant or any other person, other than a registered owner of a Bond as shown in the Bond Register, of any amount with respect to principal of or interest on the Bonds. The District and the Bond Registrar may treat and consider the person in whose name each Bond is registered in the Bond Register as the holder and absolute owner of such Bond for the purpose of payment of principal and interest with respect to such Bond, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfers with respect to

such Bond, and for all other purposes whatsoever. The Bond Registrar shall pay all principal of and interest on the Bonds only to or upon the order of the respective registered owners of the 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 District's obligations with respect to payment of principal of and interest on the Bonds to the extent of the sum or sums so paid. No person other than a registered owner of a Bond as shown in the Bond Register, shall receive a Bond certificate evidencing the obligation of the District to make payments of principal and interest with respect to any Bond. Upon delivery by Midwest to the Bond Registrar of written notice to the effect that Midwest has determined to substitute a new nominee in place of Kray, and subject to the provisions in Section 3 hereof with respect to the payment of interest to the registered owners of Bonds at the close of business on the 15th day of the month next preceding the applicable interest payment date, the name "Kray" in this resolution shall refer to such new nominee of Midwest.

In the event that (i) the District determines that Midwest is incapable of discharging its responsibilities described herein and in the Representation Letter, (ii) the agreement among the District, the Bond Registrar and Midwest evidenced by the Representation Letter shall be terminated for any reason or (iii) the District determines that it is in the best interests of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, the District shall notify Midwest and Midwest Participants of the availability through Midwest of Bond certificates and the Bonds shall no longer be restricted to being registered in the Bond Register in the name of Kray, as nominee of Midwest. At that time, the District may determine that the 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 District, or

such depository's agent or designee, and if the District does not select such alternate universal book-entry system, then the Bonds may be registered in whatever name or names registered owners of Bonds transferring or exchanging Bonds shall designate, in accordance with the provisions of Section 4(a) hereof.

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

Section 5. Form of Bond. The Bonds shall be in substantially the following form; provided, however, that if the text of the Bond is to be printed in its entirety on the front side of the Bond, then paragraph [2] and the legend, "See Reverse Side for Additional Provisions", shall be omitted and paragraphs [6] through [9] shall be inserted immediately after paragraph [1]:

(Form of Bond - Front Side)

REGISTERED
NO. _____

REGISTERED
\$ _____

UNITED STATES OF AMERICA

STATE OF ILLINOIS

COUNTY OF COOK

TOWNSHIP HIGH SCHOOL DISTRICT NUMBER 225

SCHOOL BOND, SERIES 1994

See Reverse Side for Additional Provisions
--

Interest Maturity Dated
Rate: _____% Date: December 1, 200_ Date: December 1, 1994 CUSIP _____

Registered Owner:

Principal Amount:

[1] KNOW ALL MEN BY THESE PRESENTS, that Township High School District Number 225, Cook County, Illinois (the "*District*"), hereby acknowledges itself to owe and for value received promises to pay to the Registered Owner identified above, or registered assigns as hereinafter provided, on the Maturity Date identified above, the Principal Amount identified above and to pay interest (computed on the basis of a 360-day year of twelve 30-day months) on such Principal Amount from the date of this Bond or from the most recent interest payment date to which interest has been paid at the Interest Rate per annum set forth above on June 1 and December 1 of each year, commencing June 1, 1995, until said Principal Amount is paid. Principal of this Bond is payable in lawful money of the United States of America upon presentation and surrender hereof at the principal corporate trust office of LaSalle National Trust, 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 District maintained by the Bond Registrar, at the close of business on the 15th day of the month next preceding each interest payment date and shall be paid by check or draft of the Bond Registrar, payable upon presentation in lawful money of the United States of America, mailed to the address of such Registered Owner as it appears on such registration books or at such other address furnished in writing by such Registered Owner to the Bond Registrar. For the prompt payment of this bond, both principal and interest at maturity, the full faith, credit and resources of the District are hereby irrevocably pledged.

[2] Reference is hereby made to the further provisions of this 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 bond did exist, have happened, been done and performed in regular and due form and time as required by law; that the indebtedness of the District, including the issue of bonds of which this is one, does not exceed any limitation imposed by law; and that provision has been made for the collection of a direct annual tax sufficient to pay the interest hereon as it falls due and also to pay and discharge the principal hereof at maturity.

[4] This 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, said Township High School District Number 225, Cook County, Illinois, by its Board of Education, has caused this bond to be signed by the President and Secretary of said Board of Education, and to be registered, numbered and

countersigned by the School Treasurer who receives the taxes of the District, all as of the
Dated Date identified above.

President, Board of Education

Secretary, Board of Education

Registered, Numbered and Countersigned:

School Treasurer

Date of Authentication: _____, _____

CERTIFICATE
OF
AUTHENTICATION

Bond Registrar and
Paying Agent: LaSalle National Trust, N.A.,
Chicago, Illinois

This Bond is one of the Bonds described
in the within mentioned resolution and is one
of the School Bonds, Series 1994, of
Township High School District Number 225,
Cook County, Illinois.

LaSalle National Trust, N.A.
as Bond Registrar

By _____
Authorized Officer

[Form of Bond - Reverse Side]

TOWNSHIP HIGH SCHOOL DISTRICT NUMBER 225

COOK COUNTY, ILLINOIS

SCHOOL BOND, SERIES 1994

[6] This bond is one of a series of bonds issued by the District for working cash fund purposes, in full compliance with the provisions of the School Code of the State of Illinois, and the Local Government Debt Reform Act of the State of Illinois, and all laws amendatory thereof and supplementary thereto, and is authorized by the Board of Education of the District by resolutions duly and properly adopted for that purpose, in all respects as provided by law.

[7] This Bond is transferable by the registered holder hereof in person or by his attorney duly authorized in writing at the principal corporate trust office of the Bond Registrar in Chicago, Illinois, but only in the manner, subject to the limitations and upon payment of the charges provided in the authorizing resolution, and upon surrender and cancellation of this Bond. Upon such transfer a new Bond or Bonds of authorized denominations of the same maturity and for the same aggregate principal amount will be issued to the transferee in exchange therefor.

[8] The Bonds are issued in fully registered form in the denomination of \$5,000 each or authorized integral multiples thereof. This Bond may be exchanged at the principal corporate trust office of the Bond Registrar for a like aggregate principal amount of Bonds of the same maturity of other authorized denominations, upon the terms set forth in the authorizing resolution. The Bond Registrar shall not be required to transfer or exchange any Bond during the period beginning at the close of business on the 15th day of the month

next preceding any interest payment date on such Bond and ending on such interest payment date.

[9] The District and the Bond Registrar may deem and treat the registered holder 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 District nor the Bond Registrar shall be affected by any notice to the contrary.

(ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto _____

(Name and Address of Assignee)

the within Bond and does hereby irrevocably constitute and appoint _____

_____ attorney to transfer the said Bond on the books kept for registration thereof 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.

Section 6. Sale of Bonds. The Bonds hereby authorized shall be executed as in this resolution provided as soon after the passage hereof as may be, and thereupon be deposited with the Treasurer who receives the taxes of the District, and be by said Treasurer delivered to William Blair & Company, Chicago, Illinois, the purchaser thereof, upon receipt of the purchase price therefor, the same being 100% of the par value of the Bonds, plus accrued interest to date of delivery and a premium of \$27,165.70; the contract for the sale of the

Bonds heretofore entered into (the "*Purchase Contract*") is in all respects ratified, approved and confirmed, it being hereby found and determined that the Bonds have been sold at such price and bear interest at such rates that neither the true interest cost (yield) nor the net interest rate received upon such sale exceed the maximum rate otherwise authorized by Illinois law and that the Purchase Contract is in the best interests of the District and that no person holding any office of the District either by election or appointment, is in any manner interested, either directly or indirectly, in his own name or in the name of any other person, association, trust or corporation, in the Purchase Contract for the purchase of the Bonds; and the Bonds before being issued shall be registered, numbered and countersigned by said Treasurer, such registration being made in a book provided for that purpose, in which shall be entered the record of the resolution authorizing the Board to borrow said money and a description of the Bonds issued, including the number, date, to whom issued, amount, rate of interest and when due.

The use by said purchaser of any Preliminary Official Statement and any final Official Statement relating to the Bonds and before the Board at the time of the adoption hereof is hereby ratified, approved and authorized; the execution and delivery of said final Official Statement is hereby authorized; and the officers of the Board are hereby authorized to take any action as may be required on the part of the District to consummate the transactions contemplated by the Purchase Contract, this Resolution, said Preliminary Official Statement, said final Official Statement and the Bonds.

Section 7. Tax Levy. In order to provide for the collection of a direct annual tax sufficient to pay the interest on the Bonds as it falls due, and also to pay and discharge the principal thereof at maturity, there be and there is hereby levied upon all the taxable property within the District a direct annual tax for each of the years while the Bonds or any

of them are outstanding, in amounts sufficient for that purpose, and that there be and there is hereby levied upon all of the taxable property in the District, the following direct annual tax, to-wit:

FOR THE YEAR	A TAX SUFFICIENT TO PRODUCE THE SUM OF:	
1994	\$245,787.50	for interest up to and including December 1, 1995
1995	\$245,787.50	for interest
1996	\$245,787.50	for interest
1997	\$245,787.50	for interest
1998	\$245,787.50	for interest
1999	\$565,787.50	for interest and principal
2000	\$1,428,387.50	for interest and principal
2001	\$1,423,075.00	for interest and principal
2002	\$1,375,400.00	for interest and principal

Principal or interest maturing at any time when there are not sufficient funds on hand from the foregoing tax levy to pay the same shall be paid from the general funds of the District, and the fund from which such payment was made shall be reimbursed out of the taxes hereby levied when the same shall be collected.

The District covenants and agrees with the purchasers and the holders of the Bonds that so long as any of the Bonds remain outstanding, the District will take no action or fail to take any action which in any way would adversely affect the ability of the District to levy and collect the foregoing tax levy and the District and its officers will comply with all present and future applicable laws in order to assure that the foregoing taxes will be levied, extended and collected as provided herein and deposited in the fund established to pay the principal of and interest on the Bonds.

Section 8. Filing of Resolution. Forthwith upon the passage of this resolution, the Secretary of the Board is hereby directed to file a certified copy of this resolution with the County Clerk of Cook County, Illinois, and it shall be the duty of said County Clerk to

annually in and for each of the years 1994 to 2002, inclusive, ascertain the rate necessary to produce the tax herein levied, and extend the same for collection on the tax books against all of the taxable property within the District in connection with other taxes levied in each of said years for school purposes, in order to raise the respective amounts aforesaid and in each of said years such annual tax shall be computed, extended and collected in the same manner as now or hereafter provided by law for the computation, extension and collection of taxes for general school purposes of the District, and when collected, the taxes hereby levied shall be placed to the credit of the special fund to be designated "Working Cash Fund Bond and Interest Fund of 1994" (the "*Bond Fund*"), which taxes are hereby irrevocably pledged to and shall be used only for the purpose of paying the principal of and interest on the Bonds; and a certified copy of this resolution shall also be filed with the School Treasurer who receives the taxes of the District. Interest earnings on the Bond Fund have not been earmarked or restricted by the Board for a designated purpose.

Section 9. Use of Bond Proceeds. All moneys derived from the issuance of the Bonds hereby authorized shall be used only for the purpose and in the manner provided by the Act. Accrued interest and any premium received on the delivery of the Bonds are hereby appropriated for the purpose of paying first interest due on the Bonds and are hereby ordered deposited into the Bond Fund. The principal proceeds of the Bonds are hereby appropriated for working cash fund purposes and shall be set aside in a separate fund known and designated as the "Working Cash Fund of Township High School District Number 225, Cook County, Illinois," which said fund shall be held apart, maintained and administered as provided in Article 20 of the Act at least until all the Bonds have been retired, and shall not be used for any other purpose whatsoever, it being the present intention and reasonable expectation of the Board that all of the proceeds of the Bonds will be used to alter and repair

the existing school buildings of the District (the "Project") after transfer of funds therein to the appropriate operating fund of the District in accordance with the applicable provisions of the Act.

Section 10. Non-Arbitrage and Tax-Exemption. One purpose of this Section is to set forth various facts regarding the Bonds and to establish the expectations of the Board and the District as to future events regarding the Bonds and the use of Bond proceeds. The certifications, covenants and representations contained herein and at the time of the Closing are made on behalf of the District for the benefit of the owners from time to time of the Bonds. In addition to providing the certifications, covenants and representations contained herein the District covenants not to take any action that would cause interest on the Bonds to become includable in the gross income of the holders thereof for federal income tax purposes. The Board and the District certify, covenant and represent as follows:

1.1 Definitions. In addition to such other words and terms used and defined in this Resolution, the following words and terms used in this Section shall have the following meanings unless, in either case, the context or use clearly indicates another or different meaning is intended:

"*Bond Counsel*" means Chapman and Cutler or any other nationally recognized firm of attorneys experienced in the field of municipal bonds whose opinions are generally accepted by purchasers of municipal bonds.

"*Capital Expenditures*" means costs of a type that would be properly chargeable to a capital account under the Code (or would be so chargeable with a proper election) under federal income tax principles if the District were treated as a corporation subject to federal income taxation, taking into account the definition of Placed-in-Service set forth herein.

"*Closing*" means the first date on which the District is receiving the purchase price for the Bonds.

"*Code*" means the Internal Revenue Code of 1986.

"*Commingled Fund*" means any fund or account containing both Gross Proceeds and an amount in excess of \$25,000 that are not Gross Proceeds if the amounts in the

fund or account are invested and accounted for, collectively, without regard to the source of funds deposited in the fund or account. An open-ended regulated investment company under Section 851 of the Code is not a commingled fund.

“Control” means the possession, directly or indirectly through others, of either of the following discretionary and non-ministerial rights or powers over another entity:

(a) to approve and to remove without cause a controlling portion of the governing body of a Controlled Entity; or

(b) to require the use of funds or assets of a Controlled Entity for any purpose.

“Controlled Entity” means any entity or one of a group of entities that is subject to Control by a Controlling Entity or group of Controlling Entities.

“Controlling Entity” means any entity or one of a group of entities directly or indirectly having Control of any entities or group of entities.

“Controlled Group” means a group of entities directly or indirectly subject to Control by the same entity or group of entities, including the entity that has the Control of the other entities.

“Costs of Issuance” means the costs of issuing the Bonds, including underwriters’ discount and legal fees.

“De minimis Amount of Original Issue Discount or Premium” means (a) any original issue discount or premium that does not exceed two percent of the stated redemption price at maturity of the Bonds plus (b) any original issue premium that is attributable exclusively to reasonable underwriter’s compensation.

“External Commingled Fund” means a Commingled Fund in which the District and all members of the same Controlled Group as the District own, in the aggregate, not more than ten percent of the beneficial interests.

“GIC” means (a) any investment that has specifically negotiated withdrawal or reinvestment provisions and a specifically negotiated interest rate and (b) any agreement to supply investments on two or more future dates (*e.g.*, a forward supply contract).

“Gross Proceeds” means amounts in the Bond Fund and the Project Fund.

“Placed-in-Service” means the date on which, based on all facts and circumstances (a) a facility has reached a degree of completion that would permit its

operation at substantially its design level and (b) the facility is, in fact, in operation at such level.

"Project Fund" means the fund from which the costs of the Project will be paid.

"Qualified Administrative Costs of Investments" means (a) reasonable, direct administrative costs (other than carrying costs) such as separately stated brokerage or selling commissions (other than a broker's commission paid on behalf of either the District or the provider of a GIC to the extent such commission exceeds the present value of annual payments equal to 0.05 percent of the weighted average amount reasonably expected to be invested each year of the term of the GIC; for this purpose, present value is computed using the taxable discount rate used to compute the commission or, if not readily ascertainable, a reasonable taxable discount rate), but not legal and accounting fees, recordkeeping, custody and similar costs; (b) all administrative costs, direct or indirect, incurred by a publicly offered regulated investment company or an External Commingled Fund; or (c) in the case of purpose investments, costs or expenses paid directly to purchase, carry, sell or retire the investment and costs of issuing, carrying, or repaying the Bonds, and any placement agent fee or underwriter's discount.

"Qualified Tax Exempt Obligations" means (a) any obligation described in Section 103(a) of the Code, the interest on which is excludable from gross income of the owner thereof for federal income tax purposes and is not an item of tax preference for purposes of the alternative minimum tax imposed by Section 55 of the Code; (b) an interest in a regulated investment company to the extent that at least ninety-five percent of the income to the holder of the interest is interest which is excludable from gross income under Section 103 of the Code of any owner thereof for federal income tax purposes and is not an item of tax preference for purposes of the alternative minimum tax imposed by Section 55 of the Code; and (c) certificates of indebtedness issued by the United States Treasury pursuant to the Demand Deposit State and Local Government Series program described in 31 C.F.R. part 344.

"Rebate Fund" means the fund, if any, identified and defined in paragraph 4.1 herein.

"Rebate Provisions" means the rebate requirements contained in Section 148(f) of the Code and in the Regulations.

"Regulations" means United States Treasury Regulations dealing with the tax-exempt bond provisions of the Code.

"Reimbursed Expenditures" means amounts, if any, used from Sale Proceeds and investment earnings thereon to reimburse the District for an expenditure paid prior to Closing.

“Sale Proceeds” means amounts actually or constructively received from the sale of the Bonds, including (a) amounts used to pay underwriters’ discount or compensation and accrued interest, other than accrued interest for a period not greater than one year before Closing but only if it is to be paid within one year after Closing and (b) amounts derived from the sale of any right that is part of the terms of a Bond or is otherwise associated with a Bond (*e.g.*, a redemption right).

“Sale Proceeds Funds” means the funds containing amounts derived by the sale of the Bonds or investment earnings thereon.

“Yield” means that discount rate which when used in computing the present value of all payments of principal and interest paid and to be paid on an obligation (using semiannual compounding on the basis of a 360-day year) produces an amount equal to the obligation’s purchase price (or in the case of the Bonds, the issue price as established in paragraph 5.1 hereof), including accrued interest.

“Yield Reduction Payment” means a rebate payment or any other amount paid to the United States in the same manner as rebate amounts are required to be paid or at such other time or in such manner as the Internal Revenue Service may prescribe that will be treated as a reduction in Yield of an investment under the Regulations.

2.1. Purpose of the Bonds. The Bonds are being issued to finance the Project in a prudent manner consistent with the revenue needs of the District. A breakdown of the sources and uses of funds is set forth in the preceding Section of this Resolution. At least 75% of the Project Costs financed with Sale Proceeds and investment earnings thereon are expected to be used for construction purposes with respect to property owned by a government unit or a Section 501(c)(3) organization.

2.2. The Project — Binding Commitment and Timing. The District has incurred or will, within six months of the Closing, incur a substantial binding obligation (not subject to contingencies within the control of the District or any member of the same Controlled Group as the District) to a third party to expend at least five percent of the Sale Proceeds on the Project. It is expected that the work of acquiring and constructing the Project and the expenditure of amounts deposited into the Project Fund will continue to proceed with due diligence through December 1, 1997, at which time it is anticipated that all Sale Proceeds and investment earnings thereon will have been spent.

The investment earnings on the Sale Proceeds Funds will be spent to pay costs of the Project and interest on the Bonds not later than the date set forth in the preceding paragraph, the investment earnings on the Bond Fund will be spent to pay interest on the Bonds, or to the extent permitted by law, investment earnings on amounts in the Sale Proceeds Funds and the Bond Fund will be commingled with substantial revenues from the governmental operations of the District, and the earnings are reasonably expected to be spent for governmental purposes within six months of the date earned. Interest earnings on the Sale Proceeds Funds and the Bond

Fund have not been earmarked or restricted by the Board for a designated purpose. No proceeds of the Bonds will be used more than 30 days after the date of issue of the Bonds for the purpose of paying any principal or interest on any issue of bonds, notes, certificates or warrants or on any installment contract or other obligation of the District or for the purpose of replacing any funds of the District used for such purpose.

2.3. Reimbursement. None of the Sale Proceeds or investment earnings thereon will be used for Reimbursed Expenditures.

2.4. Working Capital. All amounts in the Sale Proceeds Funds will be used, directly or indirectly, to finance Capital Expenditures other than the following:

(a) an amount not to exceed five percent of the Sale Proceeds for working capital expenditures directly related to Capital Expenditures financed by the Bonds;

(b) payments of interest on the Bonds for a period commencing at Closing and ending on the later of the date three years after Closing or one year after the date on which the Project is Placed-in-Service;

(c) Costs of Issuance and Qualified Administrative Costs of Investments;

(d) payments of rebate or Yield Reduction Payments made to the United States under the Regulations; and

(e) principal of or interest on the Bonds paid from unexpected excess Sale Proceeds and investment earnings thereon for the purpose of paying the costs of the Project.

2.5. Consequences of Contrary Expenditure. The District acknowledges that if amounts in the Sale Proceeds Funds and investment earnings thereon are spent for non-Capital Expenditures other than as permitted by paragraph 2.4 hereof, a like amount of then available funds of the District will be treated as unspent Sale Proceeds.

2.6. Investment of Bond Proceeds. Not more than 50% of the Sale Proceeds and investment earnings thereon are or will be invested in investments (other than Qualified Tax Exempt Obligations) having a Yield that is substantially guaranteed for four years or more. No portion of the Bonds is being issued solely for the purpose of investing a portion of Sale Proceeds or investment earnings thereon at a Yield higher than the Yield on the Bonds.

2.7. No Grants. None of the Sale Proceeds or investment earnings thereon will be used to make grants to any person.

2.8. *Hedges.* Neither the District nor any member of the same Controlled Group as the District has entered into or expects to enter into any hedge (e.g., an interest rate swap, interest rate cap, futures contract, forward contract or an option) with respect to the Bonds. The District acknowledges that any such hedge could affect the calculation of Bond Yield under the Regulations, and that the Internal Revenue Service could recalculate Bond Yield if the failure account for the hedge fails to clearly reflect the economic substance of the transaction.

3.1. *Use of Proceeds.* (a) The use of the Sale Proceeds and investment earnings thereon and the funds held under the Resolution at the time of Closing are described in the preceding Section of this Resolution.

(b) Only the funds and accounts described in said Section will be funded at Closing. There are no other funds or accounts created under this Resolution.

(c) Principal of and interest on the Bonds will be paid from the Bond Fund.

(d) Any Costs of Issuance incurred in connection with the Bonds to be paid by the District will be paid from the Project Fund.

(e) The costs of the Project will be paid from the Project Fund and except for proceeds of the District's School Bonds, Series 1995, no other moneys (except for investment earnings on amounts in the Project Fund) are expected to be deposited therein for the purpose of paying the cost of the Project.

3.2. *Purpose of Bond Fund.* The Bond Fund will be used primarily to achieve a proper matching of revenues and earnings with principal and interest payments on the Bonds in each bond year. It is expected that the Bond Fund will be depleted at least once a year, except for a reasonable carry over amount not to exceed the greater of (a) the earnings on the investment of moneys in the Bond Fund for the immediately preceding bond year or (b) 1/12th of the principal and interest payments on the Bonds for the immediately preceding bond year.

3.3. *No Other Gross Proceeds.* (a) Except for the Bond Fund, the Working Cash Fund and the Project Fund, and except for investment earnings that have been commingled as described in paragraph 2.2 and any credit enhancement or liquidity device related to the Bonds, after the issuance of the Bonds, neither the District nor any member of the same Controlled Group as the District has or will have any property, including cash or securities that constitutes:

(i) Sale Proceeds;

(ii) amounts in any fund and account with respect to the Bonds (other than the Rebate Fund);

(iii) amounts that have a sufficiently direct nexus to the Bonds or to the governmental purpose of the Bonds to conclude that the amounts would have been used for that governmental purpose if the Bonds were not used or to be used for that governmental purpose (the mere availability or preliminary earmarking of such amounts for a governmental purpose, however, does not itself establish such a sufficient nexus);

(iv) amounts in a debt service fund, redemption fund, reserve fund, replacement fund or any similar fund to the extent reasonably expected to be used directly or indirectly to pay principal of or interest on the Bonds or any amounts for which there is provided, directly or indirectly, a reasonable assurance that the amount will be available to pay principal of or interest on the Bonds or any obligations under any credit enhancement or liquidity device with respect to the Bonds, even if the District encounters financial difficulties;

(v) any amounts held pursuant to any agreement (such as an agreement to maintain certain levels of types of assets) made for the benefit of the Bondholders or any credit enhancement provider, including any liquidity device or negative pledge (any amount pledged to pay principal of or interest on an issue held under an agreement to maintain the amount at a particular level for the direct or indirect benefit of Bondholders or a guarantor of the bonds); or

(vi) amounts actually or constructively received from the investment and reinvestment of the amounts described in (i) or (ii) above.

(b) No compensating balance, liquidity account, negative pledge of property held for investment purposes or similar arrangement exists with respect to, in any way, the Bonds or any credit enhancement or liquidity device related to the Bonds.

(c) The term of the Bonds is not longer than is reasonably necessary for the governmental purposes of the Bonds. The average reasonably expected economic life of the Project is at least 20 years. The weighted average maturity of the Bonds does not exceed 9 years and does not exceed 120 percent of the average reasonably expected economic life of the Project. The maturity schedule of the Bonds (the "*Principal Payment Schedule*") is based on an analysis of revenues expected to be available to pay debt service on the Bonds. The Principal Payment Schedule is not more rapid (*i.e.*, having a lower average maturity) because a more rapid schedule would place an undue burden on tax rates and cause such rates to be increased beyond prudent levels, and would have been inconsistent with the governmental purpose of the Bonds as set forth in paragraph 2.1 hereof.

4.1. Rebate Fund. The District is hereby authorized to create and establish a special fund to be known as the Rebate Fund (the "*Rebate Fund*"), which, if created, shall be continuously held, invested, expended and accounted for in accordance with this Resolution. Moneys in the Rebate Fund shall not be considered moneys held for the benefit of the Bondholders. Except as provided in the Regulations, moneys in the

Rebate Fund (including earnings and deposits therein) shall be held in trust for payment to the United States as required by the Rebate Provisions and by the Regulations and as contemplated under the provisions of this Resolution.

4.2. *Compliance with Rebate Provisions.* The District covenants to take such actions and make, or cause to be made, all calculations, transfers and payments that may be necessary to comply with the Rebate Provisions applicable to the Bonds. The District will make, or cause to be made, rebate payments with respect to the Bonds in accordance with law.

4.3. *Records.* The District agrees to keep and retain or cause to be kept and retained until six years after the Bonds are paid in full adequate records with respect to the investment of all Gross Proceeds and amounts in the Rebate Fund. Such records shall include: (a) purchase price; (b) purchase date; (c) type of investment; (d) accrued interest paid; (e) interest rate; (f) principal amount; (g) maturity date; (h) interest payment date; (i) date of liquidation; and (j) receipt upon liquidation.

If any investment becomes Gross Proceeds on a date other than the date such investment is purchased, the records required to be kept shall include the fair market value of such investment on the date it becomes Gross Proceeds. If any investment is retained after the date the last Bond is retired, the records required to be kept shall include the fair market value of such investment on the date the last Bond is retired. Amounts or investments will be segregated whenever necessary to maintain these records.

4.4. *Fair Market Value; Certificates of Deposit and Investment Agreements.* In making investments of Gross Proceeds, the District shall take into account prudent investment standards including the date on which moneys to be invested may be needed. The District shall provide that all amounts which constitute Gross Proceeds and any amounts in the Rebate Fund shall be invested at all times to the greatest extent practicable in investments permitted under this Resolution, and no amounts may be held as cash or be invested in zero Yield investments other than obligations of the United States purchased directly from the United States; provided, however, that in the event moneys cannot be invested, other than as provided in this sentence, due to the denomination, price or availability of investments, such amounts shall be invested in an interest bearing deposit account of a bank with a Yield not less than that paid to the general public or held uninvested (but uninvested amounts shall be held to the minimum amount necessary).

For purposes of determining the purchase price of investments (for either yield restriction or rebate purposes), Gross Proceeds and any amounts in the Rebate Fund that are invested in certificates of deposit or in GICs shall be invested only in accordance with the following provisions:

- (a) Investments in certificates of deposit of banks or savings and loan associations that have a fixed interest rate, fixed payment schedules and

substantial penalties for early withdrawal shall be made only if either (i) the Yield on the certificate of deposit (A) is not less than the Yield on reasonably comparable direct obligations of the United States and (B) is not less than the highest Yield that is published or posted by the provider to be currently available from the provider on reasonably comparable certificates of deposit offered to the public or (ii) the investment is an investment in a GIC and qualifies under paragraph (b) below.

(b) Investments in GICs shall be made only if

(i) a bona fide solicitation is made for a specified GIC and at least three bona fide bids from different providers that have no material financial interest in the Bonds (*e.g.*, as underwriters or brokers) are received;

(ii) the highest-yielding GIC for which a qualifying bid is made (determined net of broker's fees) is in fact purchased;

(iii) the Yield on the GIC (determined net of broker's fees) is not less than the Yield then available from the provider on reasonably comparable GICs, if any, offered to other persons from a source of funds other than Gross Proceeds of tax-exempt obligations;

(iv) the determination of the terms of the GIC takes into account as a significant factor the District's reasonably expected drawdown schedule for the amounts to be invested, except for amounts deposited in the Bond Fund;

(v) the terms of the GIC, including collateral security requirements, are reasonable; and

(vi) the obligor on the GIC certifies the administrative costs that it is paying or expects to pay to third parties in connection with the GIC.

Moneys to be rebated to the United States shall be invested to mature on or prior to the anticipated rebate payment date. All investments made with Gross Proceeds or amounts in the Rebate Fund shall be bought and sold at fair market value. The fair market value of an investment is the price at which a willing buyer would purchase the investment from a willing seller in a bona fide, arm's length transaction. Except for investments specifically described in this section and United States Treasury obligations that are purchased directly from the United States Treasury, only investments that are traded on an established securities market, within the meaning of regulations promulgated under Section 1273 of the Code, will be purchased with Gross Proceeds. In general, an "established securities market" includes: (i) property that is listed on a national securities exchange, an interdealer quotation system or certain foreign exchanges; (ii) property that is traded on a Commodities Futures

Trading Commission designated board of trade or an interbank market; (iii) property that appears on a quotation medium; and (iv) property for which price quotations are readily available from dealers and brokers. A debt instrument is not treated as traded on an established market solely because it is convertible into property which is so traded.

An investment of Gross Proceeds in an External Commingled Fund shall be made only to the extent that such investment is made without an intent to reduce the amount to be rebated to the United States Government or to create a smaller profit or a larger loss than would have resulted if the transaction had been at arm's length and had the rebate or Yield restriction requirements not been relevant to the District. An investment of Gross Proceeds shall be made in a Commingled Fund other than an External Commingled Fund only if the investments made by such Commingled Fund satisfy the provisions of this paragraph.

4.5. Arbitrage Elections. The President and Secretary of the Board and the School Treasurer of the District are hereby authorized to execute one or more elections regarding certain matters with respect to arbitrage.

4.6. Small Issuer Exception. The District is a governmental unit that has the power to impose a tax or to cause another entity to impose a tax of general applicability that, when collected, may be used for the governmental purposes of the District. The power to impose such tax is not contingent on approval by another governmental unit; a tax of general applicability is one that is not limited to a small number of persons. The District is not subject to Control by any other governmental unit or political subdivision. None of the Bonds is or will be a "private activity bond" (as defined in Section 141 of the Code). Ninety-five percent or more of the Sale Proceeds will be used for local governmental activities of the District. Neither the District, any entity that issues tax-exempt bonds on behalf of the District nor any entity subject to Control by the District will issue, during the calendar year 1994, any tax-exempt bonds in an aggregate face amount in excess of \$5,000,000. As used herein, (a) "tax-exempt bonds" means obligations of any kind, the interest on which is excludable from gross income of the holders or owners thereof for federal income tax purposes pursuant to Section 103 of the Code but not including "private activity bonds" (as defined in Section 141 of the Code) and (b) "aggregate face amount" means, if an issue has more than a De minimis Amount of Original Issue Discount or Premium, the issue price of the issue and otherwise means the face amount of the issue. As of the date hereof, no tax-exempt bonds or other obligations (other than the Bonds) have been issued by the District, any entity that issues tax-exempt bonds on behalf of the District or any entity subject to Control by the District during the calendar year 1994. The District does not reasonably expect that it, any entity that issues tax-exempt bonds on behalf of the District or any entity subject to Control by the District (including but not limited to the District) will issue any such tax-exempt bonds or other obligations within calendar year 1994. Therefore, subject to compliance with all the terms and provisions hereof, the District is excepted from the required rebate of arbitrage profits on the Bonds under Section 148(f)(4)(D) of the

Code and from the terms and provisions of this Resolution that need only be complied with if the District is subject to the arbitrage rebate requirement.

5.1. Issue Price. For purposes of determining the Yield on the Bonds, the purchase price of the Bonds is equal to the first offering price at which the Purchaser sold at least ten percent of each maturity of the Bonds or is equal to par, plus accrued interest, if the Purchaser does not intend to resell the Bonds.

5.2. Yield Limits. (a) Except as provided in paragraph (b) or (c), all Gross Proceeds shall be invested at market prices and at a Yield (after taking into account any Yield Reduction Payments) not in excess of the Yield on the Bonds plus, for amounts in the Project Fund only, 1/8th of one percent.

(b) The following may be invested without Yield restriction:

(i) amounts invested in Qualified Tax Exempt Obligations (to the extent permitted by the Act and this Resolution);

(ii) amounts in the Rebate Fund;

(iii) amounts on deposit in the Bond Fund (except for capitalized interest) that have not been on deposit under the Resolution for more than 13 months, so long as the Bond Fund continues to qualify as a bona fide debt service fund as described in paragraph 3.2 hereof;

(iv) amounts on deposit in the Working Cash Fund or the Project Fund prior to the earlier of three years after Closing or the completion (or abandonment) of the Project;

(v) amounts in the Bond Fund to be used to pay capitalized interest on the Bonds prior to the earlier of three years after Closing or the payment of all capitalized interest;

(vi) all amounts other than Sale Proceeds for the first 30 days after they become Gross Proceeds; and

(vii) all amounts derived from the investment of Sale Proceeds and investment earnings thereon for a period of one year from the date received.

(c) An amount not to exceed the lesser of \$100,000 or five percent of the Sale Proceeds may be invested without regard to Yield restriction.

5.3. Continuing Nature of Yield Limits. Except as provided in paragraph 7.6, once moneys are subject to the Yield limits of paragraph 5.2 hereof, such moneys remain Yield restricted until they cease to be Gross Proceeds.

5.4. Federal Guarantees. Except for investments meeting the requirements of paragraph 5.2(b) hereof, investments of Gross Proceeds shall not be made in (a) investments constituting obligations of or guaranteed, directly or indirectly, by the United States (except obligations of the United States Treasury, obligations guaranteed by the Federal Housing Administration, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Government National Mortgage Association, the Student Loan Marketing Association, any guarantee by the Bonneville Power Authority pursuant to the Northwest Power Act (16 U.S.C. 839d) as in effect on the date of enactment of the Tax Reform Act of 1984, or investments in obligations issued pursuant to Section 21B(d)(3) of the Federal Home Loan Bank, as amended (e.g., Refcorp Strips)); or (b) federally insured deposits or accounts (as defined in Section 149(b)(4)(B) of the Code). No portion of the payment of principal or interest on the Bonds or any other credit enhancement or liquidity device relating to the foregoing is or will be guaranteed, directly or indirectly (in whole or in part), by the United States (or any agency or instrumentality thereof). No portion of the Gross Proceeds has been or will be used to make loans the payment of principal or interest with respect to which is or will be guaranteed (in whole or in part) by the United States (or any agency or instrumentality thereof).

6.1. Payment and Use Tests. (a) No more than five percent of the Sale Proceeds plus investment earnings thereon will be used, directly or indirectly, in whole or in part, in any activity carried on by any person other than a state or local governmental unit.

(b) The payment of more than five percent of the principal of or the interest on the Bonds will not be, directly or indirectly (i) secured by any interest in (A) property used or to be used in any activity carried on by any person other than a state or local governmental unit or (B) payments in respect of such property or (ii) on a present value basis, derived from payments (whether or not by or to the District) in respect of property, or borrowed money, used or to be used in any activity carried on by any person other than a state or local governmental unit.

(c) No more than five percent of the Sale Proceeds and investment earnings thereon will be used, directly or indirectly, to make or finance loans to any persons.

(d) No users of the Project other than state or local governmental units will use more than five percent of the Project, in the aggregate, on any basis other than the same basis as the general public; and no person other than a state or local governmental unit will be users of more than five percent of the Project, in the aggregate, as a result of (i) ownership, (ii) actual or beneficial use pursuant to a lease or a management, service, incentive payment or output contract, or (iii) any other similar arrangement, agreement or understanding, whether written or oral.

6.2. U.S. Form 8038-G. The information contained in the Information Return for Tax-Exempt Governmental Obligations, Form 8038-G, is true and

complete. The District will file Form 8038-G (and all other required information reporting forms) in a timely manner.

7.1. Termination; Interest of District in Rebate Fund. The terms and provisions set forth in this Section shall terminate at the later of (a) 75 days after the Bonds have been fully paid and retired or (b) the date on which all amounts remaining on deposit in the Rebate Fund, if any, shall have been paid to or upon the order of the United States and any other payments required to satisfy the Rebate Provisions of the Code have been made to the United States. Notwithstanding the foregoing, the provisions of paragraph 4.3 hereof shall not terminate until the sixth anniversary of the date the Bonds are fully paid and retired.

7.2. No Common Plan of Financing. Since a date that is 15 days prior to the date of sale of the Bonds by the District to the Purchaser, neither the District nor any member of the same Controlled Group as the District has sold or delivered any obligations other than the Bonds that are reasonably expected to be paid out of substantially the same source of funds as the Bonds. Neither the District nor any member of the same Controlled Group as the District will sell or deliver within 15 days after the date hereof any obligations other than the Bonds that are reasonably expected to be paid out of substantially the same source of funds as the Bonds. No obligation other than the Bonds were sold on the same date as the Bonds, are being issued on the date of the Closing and were or are being offered pursuant to a single offering document.

7.3. No Sale of the Project. No acquisition or improvement made as a Material Part of the Project has been or is expected to be sold or otherwise disposed of in whole or in part prior to the last maturity of the Bonds. "Material Part" means (i) land, or (ii) any improvement, or (iii) personal property or fixtures in excess of that which is expected to be sold, traded in or discarded upon wearing out or becoming obsolete.

7.4. Bank Qualification. (a) The District hereby designates each of the Bonds as a "qualified tax-exempt obligation" for the purposes and within the meaning of Section 265(b)(3) of the Code. In support of such designation, the District hereby certifies that (i) none of the Bonds will be at anytime a "private activity bond" (as defined in Section 141 of the Code) other than a "qualified 501(c)(3) bond" (as defined in Section 145 of the Code), (ii) as of the date hereof, the District has not issued any tax-exempt obligations of any kind in calendar year 1994 other than the Bonds nor have any tax-exempt obligations of any kind been issued on behalf of the District and (iii) not more than \$10,000,000 of obligations of any kind (including the Bonds) issued by or on behalf of the District during calendar year 1994 will be designated for purposes of Section 265(b)(3) of the Code.

(b) The District is not subject to Control by any entity, and there are no entities subject to Control by the District.

(c) On the date hereof, the District does not reasonably anticipate that for calendar year 1994 it will issue any Section 265 Tax-Exempt Obligations (other than the Bonds), or that any Section 265 Tax-Exempt Obligations will be issued on behalf of it. "*Section 265 Tax-Exempt Obligations*" are obligations the interest on which is excludable from gross income of the owners thereof under Section 103 of the Code, *except for* private activity bonds other than qualified 501(c)(3) bonds, both as defined in Section 141 of the Code. The District will not issue or permit the issuance on behalf of it or by any entity subject to Control by the District (which may hereafter come into existence) of Section 265 Tax-Exempt Obligations (including the Bonds) that exceed the aggregate amount of \$10,000,000 during calendar year 1994 unless it first obtains an opinion of Bond Counsel to the effect that such issuance will not adversely affect the treatment of the Bonds as "qualified tax-exempt obligations" for the purposes and within the meaning of Section 265(b)(3) of the Code.

7.5. *Future Events.* The District acknowledges that any changes in facts or expectations from those set forth herein may result in different Yield restrictions or rebate requirements from those set forth herein. Such changes in facts or expectations might include, but are not in any respect whatsoever limited to, moneys or investments being pledged or otherwise set aside for payment of principal of or interest on the Bonds, amounts being derived from the sale of any right that is part of the terms of a Bond or is otherwise associated with a Bond (*e.g.*, a redemption right) or the District entering into any agreement to maintain certain levels of types of assets for the benefit of a holder of a bond or any credit enhancement with respect to the Bonds. The District shall promptly contact Bond Counsel if such changes do occur.

7.6. *Permitted Changes; Opinion of Bond Counsel.* The Yield restrictions contained in paragraph 5.2 or any other restriction or covenant contained herein need not be observed or may be changed if the District receives an opinion of Bond Counsel to the effect that such nonobservance or change will not result in the loss of any exemption for the purpose of federal income taxation to which interest on the Bonds is otherwise entitled.

7.7. *Successors and Assigns.* The terms, provisions, covenants and conditions of this Section shall bind and inure to the benefit of the respective successors and assigns of the Board and the District.

7.8. *Expectations.* The Board has reviewed the facts, estimates and circumstances in existence on the date of issuance of the Bonds. Such facts, estimates and circumstances, together with the expectations of the District as to future events, are set forth in summary form in this Section. Such facts and estimates are true and are not incomplete in any material respect. On the basis of the facts and estimates contained herein, the District has adopted the expectations contained herein. On the basis of such facts, estimates, circumstances and expectations, it is not expected that the Sale Proceeds or any other moneys or property will be used in a manner that will cause the Bonds to be arbitrage bonds within the meaning of the Rebate Provisions and

the Regulations. Such expectations are reasonable and there are no other facts, estimates and circumstances that would materially change such expectations.

The District also agrees and covenants with the purchasers and holders of the 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 Bonds and affects the tax-exempt status of the Bonds.

The Board hereby authorizes the officials of the District responsible for issuing the Bonds, the same being the President and Secretary of the Board and the School Treasurer who receives the taxes of the District, to make such further covenants and certifications as may be necessary to assure that the use thereof will not cause the Bonds to be arbitrage bonds and to assure that the interest in the Bonds will be exempt from federal income taxation. In connection therewith, the District and the Board further agree: (a) through their officers, to make such further specific covenants, representations as shall be truthful, and assurances as may be necessary or advisable; (b) to consult with counsel approving the Bonds and to comply with such advice as may be given; (c) to pay to the United States, as necessary, such sums of money representing required rebates of excess arbitrage profits relating to the Bonds; (d) to file such forms, statements, and supporting documents as may be required and in a timely manner; and (e) if deemed necessary or advisable by their officers, to employ and pay fiscal agents, financial advisors, attorneys, and other persons to assist the District in such compliance.

Section 11. Registered Form. The District recognizes that Section 149(a) of the Code requires the Bonds to be issued and to remain in fully registered form in order that interest thereon is exempt from federal income taxation under laws in force at the time the Bonds are delivered. In this connection, the District agrees that it will not take any action to permit the Bonds to be issued in, or converted into, bearer or coupon form.

Section 12. List of Bondholders. The Bond Registrar shall maintain a list of the names and addresses of the holders of all Bonds and upon any transfer shall add the name and address of the new Bondholder and eliminate the name and address of the transferor Bondholder.

Section 13. Duties of Bond Registrar. If requested by the Bond Registrar, the President and Secretary of the Board are authorized to execute the Bond Registrar's standard form of agreement between the District and the Bond Registrar with respect to the obligations and duties of the Bond Registrar hereunder which may include the following:

(a) to act as bond registrar, authenticating agent, paying agent and transfer agent as provided herein;

(b) to maintain a list of Bondholders as set forth herein and to furnish such list to the District upon request, but otherwise to keep such list confidential;

(c) to give notice of redemption of Bonds as provided herein;

(d) to cancel and/or destroy Bonds which have been paid at maturity or upon earlier redemption or submitted for exchange or transfer;

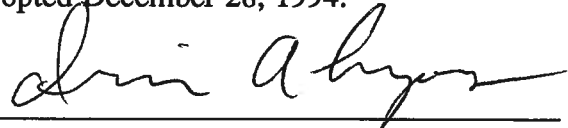
(e) to furnish the District at least annually a certificate with respect to Bonds cancelled and/or destroyed; and

(f) to furnish the District at least annually an audit confirmation of Bonds paid, Bonds outstanding and payments made with respect to interest on the Bonds.

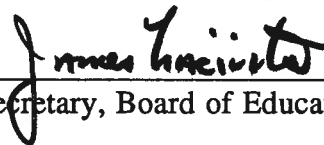
Section 14. Severability. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Section 15. Repeal. All resolutions or parts thereof in conflict herewith be and the same are hereby repealed and this resolution shall be in full force and effect forthwith upon its adoption.

Adopted December 28, 1994.



President, Board of Education



Secretary, Board of Education

Member Bubak moved and Member Goldstein seconded the motion that said resolution as read be adopted.

After a full and complete discussion of said resolution, the President directed the Secretary to call the roll for a vote upon the motion to adopt said resolution.

Upon the roll being called, the following members voted

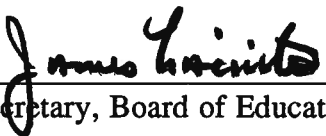
AYE: Lyons, Baschnagel, Bubak, Goldstein, McConachie

NAY: Conlin

Whereupon the President declared the motion carried and said resolution duly adopted, in open meeting approved and signed said resolution and directed the Secretary to record the same in full in the records of the Board of Education of Township High School District Number 225, Cook County, Illinois, which was done.

Other business not pertinent to the adoption of said resolution was duly transacted at the meeting.

Upon motion duly made, seconded and carried, the meeting was adjourned.


Secretary, Board of Education

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

CERTIFICATION OF MINUTES

I, the undersigned, do hereby certify that I am the duly qualified and acting Secretary of the Board of Education of Township High School District Number 225, Cook County, Illinois (the "Board"), and as such official I am the keeper of the records and files of the Board.

I do further certify that the foregoing is a full, true and complete transcript of that portion of the minutes of the meeting of the Board held on the 28th day of December, 1994, insofar as same relates to the adoption of a resolution entitled:

RESOLUTION providing for the issue of \$4,100,000 School Bonds, Series 1994, of Township High School District Number 225, Cook County, Illinois, and for the levy of a direct annual tax sufficient to pay the principal and interest on said bonds.

a true, correct and complete copy of which said resolution as adopted at said meeting appears in the foregoing transcript of the minutes of said meeting.

I do further certify that the deliberations of the Board on the adoption of said resolution were conducted openly, that the vote on the adoption of said resolution was taken openly, that said meeting was held at a specified time and place convenient to the public, that notice of said meeting was duly given to all of the news media requesting such notice, that said meeting was called and held in strict compliance with the provisions of the Open Meetings Act of the State of Illinois, as amended, the School Code of the State of Illinois, as amended, and the Local Government Debt Reform Act of the State of Illinois, as amended, that the Board has complied with all of the provisions of said Acts and said Code and with all of the procedural rules of the Board in the conduct of said meeting and in the adoption of said resolution.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 28th day of December, 1994.



Secretary, Board of Education

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

FILING CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting County Clerk of the County of Cook, Illinois, and as such official I do further certify that on the 29th day of December, 1994, there was filed in my office a duly certified copy of a resolution entitled:

RESOLUTION providing for the issue of \$4,100,000 School Bonds, Series 1994, of Township High School District Number 225, Cook County, Illinois, and for the levy of a direct annual tax sufficient to pay the principal and interest on said bonds.

duly adopted by the Board of Education of Township High School District Number 225, Cook County, Illinois, on the 28th day of December, 1994, and that the same has been deposited in the official files and records of my office.

IN WITNESS WHEREOF, I hereunto affix my official signature and the seal of said County, this 29th day of December, 1994.



County Clerk of the County of Cook,
Illinois

(SEAL)

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

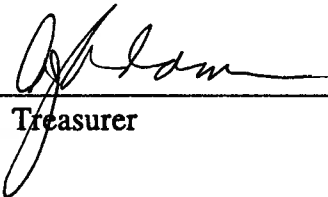
FILING CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting School Treasurer who receives the taxes of Township High School District Number 225, Cook County, Illinois, and as such official I do further certify that on the 29th day of December, 1994, there was filed in my office a duly certified copy of a resolution entitled:

RESOLUTION providing for the issue of \$4,100,000 School Bonds, Series 1994, of Township High School District Number 225, Cook County, Illinois, and for the levy of a direct annual tax sufficient to pay the principal and interest on said bonds.

duly adopted by the Board of Education of said School District on the 28th day of December, 1994, and that the same has been deposited in the official files and records of my office.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 29th day of December, 1994.



School Treasurer

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

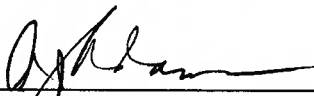
TREASURER'S SURETY BOND CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting School Treasurer of Township Number 42, Range Number 12, Cook County, Illinois, and as such official I do further certify that I am ex-officio Clerk of the Trustees of Schools of said Township and Range (the "Trustees") and am also the Township School Treasurer who receives the taxes of Township High School District Number 225, Cook County, Illinois (the "District"), all or the greater part of which District is located within said Township and Range.

I do further certify that I have executed a surety bond in accordance with all of the provisions of Section 19-6 of the School Code of the State of Illinois, as amended, said surety bond being payable to the Trustees and conditioned upon the faithful discharge of my duties with respect to the disbursement of the proceeds of the sale of the \$4,100,000 School Bonds, Series 1994, dated December 1, 1994, proposed to be issued by the District.

I do further certify that said surety bond in the amount of \$4,100,000 and with U.S.F. & G. as surety thereon was duly submitted to the Trustees for approval or rejection at a legally convened meeting held on the 16th day of December, 1994, and pursuant to motion duly made, seconded and adopted was approved by the Trustees.

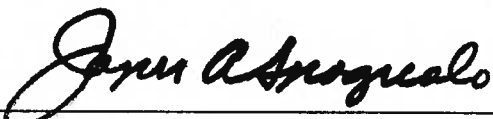
IN WITNESS WHEREOF, I hereunto affix my official signature, this 16th day of December, 1994.



Township School Treasurer and ex-officio
Clerk of the Trustees of Schools

I, the undersigned, do hereby certify that I am the duly qualified and acting State Superintendent of Education of the State of Illinois, and as such official I do further certify that as of the date hereof said surety bond has been filed in my office and has been approved by me and deposited in the official files and records of my office.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 29th day of December, 1994.



State Superintendent of Education

THE STATE'S DEPARTMENT OF EDUCATION

I, the undersigned, do hereby certify that I am the duly qualified and acting School
Trustee of Township Number 42, Range Number 12, Cook County, Illinois, and as such
officially do further certify that I am a member of the Board of Directors of said
Township and Range (hereinafter referred to as the Township School Trustee) who
is authorized by the Illinois State Board of Education, Cook County, Illinois, to
execute all the powers and duties which may be lawfully imposed upon said Township and
Range.

I do further certify that I have executed a single bond in accordance with all the
provisions of Section 17-0 of the general laws of the State of Illinois, as amended, and
which bond being payable to the State of Illinois, and conditioned upon the faithful discharge of my
duties was taken to the Department of the Treasurer of the State of Illinois on the 14th day of
January, 1924, and the same is on file in the office of the Treasurer of the State of Illinois.

I do further certify that said certificate in the amount of \$4,000.00 was with
the sum of \$100.00 as being thereon and duly returned to the Treasurer for approval
on the 14th day of January, 1924, and
the same is on file in the office of the Treasurer of the State of Illinois.


I, the undersigned, do hereby certify that I am the duly qualified and acting School
Trustee of Township Number 42, Range Number 12, Cook County, Illinois, and as such
officially do further certify that I am a member of the Board of Directors of said
Township and Range (hereinafter referred to as the Township School Trustee) who
is authorized by the Illinois State Board of Education, Cook County, Illinois, to
execute all the powers and duties which may be lawfully imposed upon said Township and
Range.



Trustee of the Township of Schools

I, the undersigned, do hereby certify that I am the duly qualified and acting School
Trustee of Township Number 42, Range Number 12, Cook County, Illinois, and as such
officially do further certify that I am a member of the Board of Directors of said
Township and Range (hereinafter referred to as the Township School Trustee) who
is authorized by the Illinois State Board of Education, Cook County, Illinois, to
execute all the powers and duties which may be lawfully imposed upon said Township and
Range.

I, the undersigned, do hereby certify that I am the duly qualified and acting School
Trustee of Township Number 42, Range Number 12, Cook County, Illinois, and as such
officially do further certify that I am a member of the Board of Directors of said
Township and Range (hereinafter referred to as the Township School Trustee) who
is authorized by the Illinois State Board of Education, Cook County, Illinois, to
execute all the powers and duties which may be lawfully imposed upon said Township and
Range.



Trustee of the Township of Schools

County of Cook
Amount \$9,000,000

12-0170-11597-94-1

KNOW ALL MEN BY THESE PRESENTS;

That Anthony Adams, as Principal (hereinafter called Principal), and the U.S.F. & G Insurance Company, a corporation of the State of Maryland having its principal office in the City of Naperville, as Surety Company (hereinafter called Surety), are held and firmly bound unto Northfield Township High School #225 the Northfield Township Trustees of School Township 42 North Range 1 East for the Benefit of Northfield Township H.S. #225 in the penalty of Nine million and no/100ths Dollars (\$ 9,000,000), to the payment whereof, well and truly to be made and done, the Principal binds himself, his heirs, executors, and administrators, and the Surety binds itself, its successor and assigns, jointly and severally, firmly by these presents.

Signed, sealed and dated this 15th day of December, 19 94.

THE CONDITION OF THE AFOREGOING OBLIGATION IS SUCH, That WHEREAS, the Principal was appointed Treasurer. And that on the 16th day of December, 1994, at a Board meeting, there was authorized to be issued by the Northfield Township, Cook County, Illinois a bond issued in the amount of \$9,000,000, for working cash purposes. High School #225

NOW, THEREFORE, if the Principal shall, during the term continuous, beginning on the 29th day of December, 1994 well and faithfully perform all and singly the duties incumbent upon him by reason of his appointment as aforesaid, and honestly account for all moneys coming into his hands as such officer, according to law, except as hereinafter limited, during said term, then this obligation shall be null and void, otherwise of full force and virtue.

This bond is executed by the Surety upon the following express conditions, which shall be conditions precedent to the right of recovery hereunder:

First: That regardless of the number of years this Bond shall continue or be continued in force, or be renewed, and of the number of annual premiums that shall be payable or paid, the Surety shall not be liable hereunder for more in the aggregate than the above named penalty.

Second: That the Surety may, if it shall so elect, cancel this Bond by giving thirty(30) days notice in writing to Northfield Township Trustees of School Township 42 North Range 1 East for the Benefit of Northfield Township H.S. #225, and this Bond shall be deemed canceled at the expiration of said thirty (30) days; the Surety remaining liable, however, subject to all the terms, conditions and provisions of this Bond, for any act or acts covered by this Bond which may have been committed by the Principal up to the date of such cancellation; and the Surety shall, upon surrender of this Bond and its release from all liability hereunder, refund the premium paid, less a pro rata part thereof for the time this Bond shall have been in force.

Witness: Chris Gentry
As to Principal

Anthony Adams (Anthony Adams)
Principal
U.S.F. & G.
Surety

Attest: Sharon L. Sinople

By: Sharon L. Sinople
Attorney in Fact
Sharon L. Sinople

State of Illinois
County of Cook

I, Laura Colastcik, hereby certify that Sharon L. Sinople, who is personally know to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person acknowledged that he signed, sealed and delivered said instrument as his free and voluntary act for the uses and purposes as therein set forth.

Given under my hand and _____ seal, this 15th day of December, 1994.

Laura Colastcik
Signature

Approved and accepted by Members Township Trustees of School Township
4 North Range 1 East. Dated this 15th day of December, 1994

By: Peter Holland President Paul Shapiro Trustee _____ Trustee

Jane Asprague
State Superintendent of Education

UNITED STATES FIDELITY AND GUARANTY COMPANY

POWER OF ATTORNEY NO. 108321



KNOW ALL MEN BY THESE PRESENTS: That UNITED STATES FIDELITY AND GUARANTY COMPANY, a corporation organized and existing under the laws of the State of Maryland and having its principal office at the City of Baltimore, in the State of Maryland, does hereby constitute and appoint Harold G. Miller, Jr. and Sharon L. Sinople

of the City of Itasca, State of Illinois its true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign its name as surety to, and to execute, seal and acknowledge any and all bonds, undertakings, contracts and other written instruments in the nature thereof on behalf of the Company in its business of guaranteeing the fidelity of persons; guaranteeing the performance of contracts; and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

In Witness Whereof, the said UNITED STATES FIDELITY AND GUARANTY COMPANY has caused this instrument to be sealed with its corporate seal, duly attested by the signatures of its Senior Vice President and Assistant Secretary, this 18th day of March, A.D. 1994.



UNITED STATES FIDELITY AND GUARANTY COMPANY

(Signed) By: [Signature] Senior Vice President

(Signed) By: [Signature] Assistant Secretary

STATE OF MARYLAND)

SS:

BALTIMORE CITY)

On this 18th day of March, A.D. 1994, before me personally came Robert J. Lamendola, Senior Vice President of the UNITED STATES FIDELITY AND GUARANTY COMPANY and Paul D. Sims, Assistant Secretary of said Company, with both of whom I am personally acquainted, who being by me severally duly sworn, said, that they, the said Robert J. Lamendola and Paul D. Sims were respectively the Senior Vice President and the Assistant Secretary of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, the corporation described in and which executed the foregoing Power of Attorney; that they each knew the seal of said corporation; that the seal affixed to said Power of Attorney was such corporate seal, that it was so affixed by order of the Board of Directors of said corporation, and that they signed their names thereto by like order as Senior Vice President and Assistant Secretary, respectively, of the Company.

My Commission expires the 11th day in March, A.D. 1995.



(Signed) [Signature] NOTARY PUBLIC

This Power of Attorney is granted under and by authority of the following Resolutions adopted by the Board of Directors of the UNITED STATES FIDELITY AND GUARANTY COMPANY on September 24, 1992:

RESOLVED, that in connection with the fidelity and surety insurance business of the Company, all bonds, undertakings, contracts and other instruments relating to said business may be signed, executed, and acknowledged by persons or entities appointed as Attorney(s)-in-Fact pursuant to a Power of Attorney issued in accordance with these resolutions. Said Power(s) of Attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman, or the President, or an Executive Vice President, or a Senior Vice President, or a Vice President or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the foregoing officers and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Attorney(s)-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and, unless subsequently revoked and subject to any limitations set forth therein, any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is validly attached.

RESOLVED, that Attorney(s)-in-Fact shall have the power and authority, unless subsequently revoked and, in any case, subject to the terms and limitations of the Power of Attorney issued to them, to execute and deliver on behalf of the Company and to attach the seal of the Company to any and all bonds and undertakings, and other writings obligatory in the nature thereof, and any such instrument executed by such Attorney(s)-in-Fact shall be as binding upon the Company as if signed by an Executive Officer and sealed and attested to by the Secretary of the Company.

I, Paul D. Sims, an Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY, do hereby certify that the foregoing is a true excerpt from the Resolution of the said Company as adopted by its Board of Directors on September 24, 1992 and that this Resolution is in full force and effect.

I, the undersigned Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY do hereby certify that the foregoing Power of Attorney is in full force and effect and has not been revoked.

In Testimony Whereof, I have hereunto set my hand and the seal of the UNITED STATES FIDELITY AND GUARANTY COMPANY on this day of 19



[Signature] Assistant Secretary

STATE OF ILLINOIS)
) SS
COUNTY OF SANGAMON)

NO PETITION CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting State Superintendent of Education of the State of Illinois, and as such official I do further certify that the records of my office do evidence that Northfield Township High School District Number 225, Cook County, Illinois (the "District"), or any part thereof, is not involved in any manner whatsoever in any proceedings to organize a new School District, a Community Consolidated School District, a Community Unit School District or a Combined School District pursuant to the provisions of Articles 7A, 11A, 11B or 11D of the School Code of the State of Illinois, as amended, or of any other provision of said Code.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 28th day of December, 1994.



Joseph A. Spagnolo
State Superintendent of Education

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

NO PETITION CERTIFICATE

I, the undersigned, do hereby certify that I am the duly qualified and acting School Treasurer of Township Number 42, Range Number 12, Cook County, Illinois, and as such official I do further certify that I am ex-officio Clerk of the Trustees of Schools of said Township and Range and am also the Township School Treasurer who receives the taxes of Township High School District Number 225, Cook County, Illinois (the "*District*"), all or the greater part of which District is located within said Township and Range.

I do further certify that as such official I do further certify that the records of my office do evidence that there has not been filed in my office nor is there now pending any petition or petitions affecting in any manner whatsoever the present boundaries of the District as the District is now constituted.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 27th day of December, 1994.



Township School Treasurer and ex-officio
Clerk of the Trustees of Schools

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

**INCUMBENCY, NON-LITIGATION, NON-CERTIFICATION, NON-ARBITRAGE,
COMFORT AND SIGNATURE IDENTIFICATION CERTIFICATE**

We, the undersigned, being authorized and directed to sign the bonds hereinafter described, do hereby certify that we are now and were at the time of signing said bonds the duly qualified and acting officials of Township High School District Number 225, Cook County, Illinois (the "*District*"), as indicated by the titles appended to our respective signatures, and that as such officials we have executed \$4,100,000 School Bonds, Series 1994, of the District (the "*Bonds*"), dated December 1, 1994, fully registered and without coupons, due serially on December 1 of the years and in the amounts and bearing interest as follows:

YEAR OF MATURITY	PRINCIPAL AMOUNT	RATE OF INTEREST
2000	\$ 320,000	7.00%
2001	1,205,000	6.25%
2002	1,275,000	5.70%
2003	1,300,000	5.80%

by signing the Bonds in the manner and capacity indicated by our respective signatures and titles appended hereto.

We do further certify that there is no litigation or controversy pending or threatened questioning or affecting in any manner whatsoever the corporate existence of the District, the boundaries thereof, the right of the District to levy taxes for school purposes, the title of any of its present officials to their respective offices, the proceedings incident to the issue or sale of the Bonds or the issue, sale or validity of the Bonds, and that none of the proceedings providing for the issue or sale of the Bonds have been revoked or rescinded.


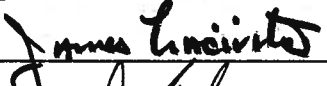
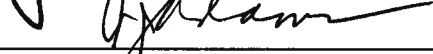
We do further certify that the District has not been certified to be in financial difficulty by the State Board of Education of the State of Illinois pursuant to Section 1A-8 of the School Code of the State of Illinois, as amended.

We do further certify that all of the certifications, conclusions, expectations, representations and statements made and set forth by the Board of Education of the District in Section 10 of the resolution adopted on the 28th day of December, 1994, authorizing the Bonds (the "*Resolution*") are still reasonable and true; that the foregoing certification is based in part upon the amounts set forth in said section of the Resolution having actually been received and paid into the various funds and accounts of the District as set forth in said section; that the undersigned have reviewed the facts, estimates and circumstances in existence on the date hereof and such facts, estimates and circumstances, together with the

expectations of the District as to future events, are set forth in summary form in said section; that said facts and estimates are true and are not incomplete in any material respect; and that such expectations are reasonable and there are no other facts, estimates or circumstances that would materially change such expectations.

We do further certify that to the best of our knowledge and belief all Official Statements, Notices of Sale and other documents, information or materials, together with any supplements thereto, distributed and all representations made by the District and by its officials in any manner whatsoever in connection with the sale of the Bonds were at all times and are now true and correct in all material respects and did not at any time and do not now contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made therein, in light of the circumstances under which they were made, not misleading; that the District has duly performed all of its obligations under the Resolution to be performed on or prior to the date hereof; and that all representations and warranties of the District contained in all contracts entered into by the District providing for the sale of the Bonds are true and correct on and as of the date hereof as if made at the date hereof and the District has complied with all of the agreements and satisfied all the conditions on its part to be performed or satisfied prior to the date hereof.

IN WITNESS WHEREOF, we hereunto affix our official signatures, this 29th day of December, 1994.

SIGNATURES	OFFICIAL TITLES
 _____	President, Board of Education
 _____	Secretary, Board of Education
 _____	School Treasurer

I do hereby certify that I am Elizabeth M. Hennessy of William Blair & Company, Chicago, Illinois, and that I am personally acquainted with the officials whose signatures appear above and that I know that they are now and were at the time of signing the Bonds the duly qualified and acting officials of the District, as indicated by the titles appended to their respective signatures, and I do hereby identify said signatures, together with those on the Bonds, as being in all respects true and genuine.

DATED as of the date shown hereinabove.

(BANK SEAL)




TREASURER'S RECEIPT

I, the undersigned, do hereby certify that I am the duly qualified and acting School Treasurer who receives the taxes of Township High School District Number 225, Cook County, Illinois (the "*District*"), and as such official I do further certify that \$4,100,000 School Bonds, Series 1994, of the District (the "*Bonds*"), dated December 1, 1994, fully registered and without coupons, have been delivered to the purchaser thereof, namely, William Blair & Company, Chicago, Illinois, and that the Bonds have been paid for in full by said purchaser in accordance with the terms of sale and at a price of not less than 100.00% of the par value of the Bonds, plus accrued interest to date of delivery and a premium of \$27,165.70 and that the Bonds have been sold at such price and bear interest at such rates that neither the true interest cost (yield) nor the net interest rate received by the District upon such sale exceed 5.97%.

I do further certify that the total aggregate indebtedness of the District, howsoever evidenced and howsoever incurred, including the Bonds, does not exceed the sum of \$ 8,047,190, and that the amount now to the credit of the Working Cash Fund of the District (the "*Fund*"), including the amount of cash on hand and any transfers from the Fund to any other funds of the District, the amount of all taxes levied or extended for the Fund, but not yet received by the District, and the proceeds received by the District from the issue of the Bonds, does not exceed the sum of \$ 7,093,146.68.

I do further certify that the officials whose signatures appear upon the Bonds were in occupancy and possession of their respective offices at the time of signing and delivery of the Bonds.

IN WITNESS WHEREOF, I hereunto affix my official signature, this 29th day of
December, 1994.



School Treasurer

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

CERTIFICATE OF BOND REGISTRAR

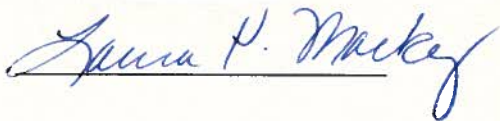
We, the undersigned, do hereby certify that we are officers of LaSalle National Trust, N.A., Chicago, Illinois (the "Bond Registrar"), and as such officers we do further certify as follows:

1. That the Bond Registrar has been appointed bond registrar for \$4,100,000 School Bonds, Series 1994, dated December 1, 1994 (the "Bonds"), of Township High School District Number 225, Cook County, Illinois (the "District"), pursuant to a resolution adopted by the Board of Education of the District on the 28th day of December, 1994 (the "Bond Resolution").

2. That the Bond Registrar has heretofore and does hereby accept the duties as bond registrar so imposed by the Bond Resolution.

3. That pursuant to proper authorization and direction from the District dated as of the date hereof, the Bond Registrar has authenticated and delivered Bonds in the amount of \$4,100,000 to the purchaser thereof, namely, William Blair & Company, Chicago, Illinois.

4. That each of the persons named below is an authorized agent of the Bond Registrar; one or more of such persons, in accordance with the provisions of the Bond Resolution, are duly authorized and empowered to authenticate and did authenticate on the date hereof the Bonds issued under the Bond Resolution; and the signature appearing after the name of each such person as follows is a true and correct specimen of each such person's genuine signature:

NAME	OFFICE	SIGNATURE
LAURA H. MACKEY	Authorized Signer	
_____	_____	_____
_____	_____	_____
_____	_____	_____

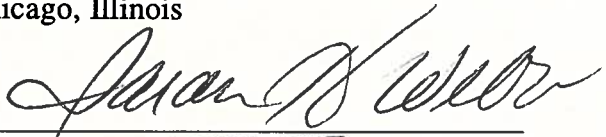
5. That the Bond Registrar has full power and authority under the applicable laws of the United States of America and the State of Illinois to act as bond registrar for the Bonds in the manner contemplated by the Bond Resolution; it has taken all necessary corporate action by its properly authorized officers, employees or agents to accept said offices and duties; and the undersigned are duly qualified and acting officers of the Bond

Registrar as indicated by the titles set under their names and are authorized by the Bond Registrar to execute and attest this Certificate.

6. That the Bond Registrar acknowledges receipt of a certified copy of the Bond Resolution.

IN WITNESS WHEREOF, we hereunto affix our signatures and the seal of the Bond Registrar, this 29th day of December, 1994.

LASALLE NATIONAL TRUST, N.A.
Chicago, Illinois

By 
Its VICE PRESIDENT

Attest: 
Its Assistant Secretary

(SEAL OF BOND REGISTRAR)



LETTER OF REPRESENTATIONS

December 29, 1994

Midwest Securities Trust Company
One Financial Place
440 South LaSalle Street
Chicago, Illinois 60605

Re: Township High School District Number 225, Cook County, Illinois
\$4,100,000 School Bonds, Series 1994

Ladies and Gentlemen:

The purpose of this letter is to set out certain matters relating to the safekeeping and book-entry of \$4,100,000 School Bonds, Series 1994 (the "*Bonds*"), issued by Township High School District Number 225, Cook County, Illinois (the "*Issuer*"). The Bonds are being issued pursuant to proceedings adopted by the governing body of the Issuer on December 28, 1994 (the "*Authorization*").

In order to induce the Issuer and LaSalle National Trust, N.A., Chicago, Illinois (the "*Bond Registrar*"), to deposit the Bonds with Midwest Securities Trust Company ("*MSTC*") and in order to induce MSTC to accept the Bonds as eligible for deposit at MSTC and to hold such Bonds for the term thereof for the benefit of those participant brokers, dealers, banks and other financial institutions which are members of MSTC ("*Participants*"), the Issuer, Bond Registrar and MSTC agree as follows:

1. MSTC agrees to designate the Bonds as eligible securities under its By-laws and Rules, and agrees to abide by such By-laws and Rules, as well as the Procedures adopted by MSTC pursuant thereto, at all times in connection with the performance of its obligations in connection with the safekeeping and book-entry of the Bonds. MSTC agrees to use its best efforts to notify the Bond Registrar of any proposed changes in such Rules, By-laws or Procedures which would affect the Bonds or their transfer.

2. At the closing of the initial issuance of the Bonds scheduled for December 29, 1994, the Issuer will cause the Bond Registrar to deposit with MSTC one Bond certificate for each maturity registered in the name of Kray & Co., an Illinois general partnership which is the nominee of MSTC, having an aggregate face value of \$4,100,000 representing 100% of the principal amount of such Bonds, and such Bond certificates shall remain in the custody of MSTC.

3. In the event of a redemption or other early withdrawal resulting in retirement of all Bonds outstanding, the Bond Registrar shall give MSTC and the other registered securities depositories notice of such event, including second notices of advance refunding, not less than thirty (30) nor more than sixty (60) days prior to the redemption date.

4. In the event of a redemption or any other early withdrawal resulting in retirement of less than all Bonds outstanding, the Bond Registrar shall give MSTC and the other registered securities depositories notice of such event, including second notices of advance refunding, not less than thirty (30) nor more than sixty (60) days prior to the redemption date. MSTC and the Bond Registrar shall cooperate in determining the method of allocating the reduction among beneficial owners.

5. All redemption notices to MSTC and the other registered securities depositories should contain the following: (a) CUSIP numbers; (b) certificate numbers and called amounts of each certificate for partial calls; (c) publication date; (d) redemption date; (e) redemption price; (f) redemption agent and address; (g) date of issue; (h) interest rate; (i) maturity date; and (j) any other descriptive information that accurately identifies the called Bonds.

6. All notices to MSTC and the other registered securities depositories shall be forwarded at least two business days prior to the Publication date by hand delivery (with receipt) or Express or Courier Service, or certified or registered United States mail to:

- (i) Midwest Securities Trust Company
Capital Structures - Call Notification
One Financial Place
440 South LaSalle Street
Chicago, Illinois 60605
FAX - (312) 663-2343
- (ii) The Depository Trust Company
711 Stewart Avenue
Garden City, New York 11530
Attention: Call Notification Dept.
FAX - (516) 227-4039 or 4190
- (iii) Philadelphia Depository Trust Company
Reorganization Division
1900 Market Street
Philadelphia, Pennsylvania 19103
Attention: Bond Department
DEX - (215) 496-5058

and to one or more information services of national recognition that disseminate redemption information.

7. Interest payments shall contain the Bonds' CUSIP numbers and be forwarded to MSTC or its nominee Kray & Co. (c/o P.O. Box 96625, Chicago, Illinois 60693), or its registered assigns, in next day funds or its equivalent on each interest payment date no later than 12:00 noon (Chicago, Illinois time) *provided* that readily available funds have been received by the Issuer. At the option of the Issuer such interest payments may be made by wire transfer to: Federal Reserve Bank of Chicago, for the credit of Midwest Securities Trust Company, ABA No. 071002299, Attn: Bond Interest. Interest payments shall be made payable to the order of Kray & Co. The payment shall list each CUSIP number and respective interest amount represented by that payment. MSTC agrees that it will credit such payments to the accounts of its Participants in accordance with its Rules and Procedures, as in effect from time to time.

8. Principal and Premium Payments; Other Payees. MSTC understands that, except as to partial prepayments of principal, principal and premium are payable upon surrender of the Bond certificates to the Bond Registrar. From funds received by the Bond Registrar from the Issuer. Payments of principal or premium shall contain each Bond's CUSIP number and be wired or otherwise forwarded to MSTC or its nominee Kray & Co., or its registered assigns, in next day funds or its equivalent, on each payment date no later than 12:00 noon (Chicago, Illinois time). In the event that a payment reflects funds paid on more than one CUSIP number, the payment shall contain a reference to each CUSIP number represented by that payment. Principal payments shall be made payable to the order of Kray & Co. and be sent to:

MIDWEST SECURITIES TRUST COMPANY
ONE FINANCIAL PLACE
440 SOUTH LASALLE STREET
CHICAGO, ILLINOIS 60605
ATTN: REORGANIZATION DEPARTMENT

At the option of the Issuer, such payments of principal or premium may be made by wire transfer to: Federal Reserve Bank of Chicago, for the credit of Midwest Securities Trust Company, ABA No. 071002299.

If Bond certificates are authenticated and delivered by the Issuer or Bond Registrar other than to MSTC or its nominee Kray & Co., pursuant to the Authorization, any payment of principal or interest due MSTC or Kray & Co. shall be made to MSTC or its nominee Kray & Co. on the payment date and in immediately available funds if such other certificate holders are entitled to receive payment of principal or interest in such funds.

9. MSTC may request payment of interest or principal or premium to be made to another address or in another manner than as described in paragraphs 7 and 8 hereof, and the Bond Registrar and Issuer shall cooperate with respect to such changes to the extent permitted under the Authorization. If the Bond Registrar or Issuer shall be unable to make any interest or principal amounts by the payment date, the Bond Registrar or Issuer shall so advise MSTC by telex (Number 254236) no later than 4:00 p.m. (Chicago, Illinois time) on

the day prior to the payment date. Such notice shall be addressed to the Vice President, Operations and the Managers of Bond Interest and Reorganization Departments.

10. MSTC may direct the Issuer or Bond Registrar to use any other address or department of MSTC as the address or department to which notices may be sent.

11. In the event of a redemption, acceleration or any other early withdrawal necessitating a reduction in the aggregate principal amount of Bonds outstanding, MSTC, in its discretion, (a) may request the Issuer or Bond Registrar to issue and authenticate new Bond certificates, or (b) shall make an appropriate notation on the Bond certificates indicating the date and amounts of such reduction in principal.

12. The Authorization provides that in the event the Issuer determines that (a) MSTC is incapable of discharging responsibilities described herein and in the Authorization, or (b) it is in the best interests of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, the Issuer or Bond Registrar may notify MSTC that it will arrange for another securities depository to maintain custody of the certificates for the Bonds or issue Bond certificates to each beneficial owner, as appropriate. In the event that MSTC is no longer to serve as securities depository for the Bonds, MSTC, the Issuer and the Bond Registrar will cooperate with one another and others in taking appropriate action (i) to make available one or more separate certificates evidencing the Bonds to MSTC's Participants having Bonds credited to their MSTC accounts or (ii) to arrange for another securities depository to maintain custody of one or more certificates evidencing the Bonds.

13. The Issuer or Bond Registrar may be permitted under the Authorization to send notices to beneficial owners of Bonds both periodically and as a result of particular occurrences. As such, the Issuer or Bond Registrar may request from MSTC lists of the principal amount of Bonds held for the account of its Participants to permit the Issuer or Bond Registrar to send such notices and otherwise discharge their responsibilities under the Authorization. The Issuer agrees to pay all reasonable fees to MSTC for the provision of such lists.

14. The Issuer hereby authorizes MSTC to provide the Bond Registrar with lists of the principal amount of Bonds held for the account of its Participants and also authorizes the Bond Registrar to provide MSTC with such signatures, signature specimens and authorizations to act as may be deemed necessary by MSTC to permit MSTC to discharge its obligations to its Participants and proper regulatory authorities. This authorization, unless revoked by the Issuer, shall continue for the term of the Bonds, until and unless the above-named Bond Registrar shall no longer be acting under the Authorization. In such event, the Issuer shall provide MSTC with similar evidence of the authorization of any successor Bond Registrar to so act.

15. The Issuer will not be responsible or liable for maintaining, supervising or reviewing the records maintained by MSTC, its Participants or persons acting through such Participants and the Issuer and the Bond Registrar will have no responsibility or obligation to the Participants or beneficial owners with respect to the Bonds so long as MSTC or a nominee of MSTC is the registered owner of the Bonds.

16. In the event that a vote of bondholders is to occur, Bonds registered in the name of MSTC or its nominee may be voted in fractions representing portions of such Bonds in the principal amount of \$5,000, or any integral multiple thereof.

Yours very truly,

LASALLE NATIONAL TRUST, N.A.,
as Bond Registrar

By *Laura D. Mackey*

TOWNSHIP HIGH SCHOOL DISTRICT NUMBER
225, COOK COUNTY, ILLINOIS

By *Angela Steg*

ACCEPTED BY:

MIDWEST SECURITIES TRUST COMPANY

By *Jean Ruzicka*

Date: *December 29, 1994*

CHAPMAN AND CUTLER

Theodore S. Chapman
1877-1943
Henry E. Cutler
1879-1959

111 West Monroe Street, Chicago, Illinois 60603-4080

TWX 910-221-2103 Telex 206281
FAX (312) 701-2361
Telephone (312) 845-3000

2 North Central Avenue
Phoenix, Arizona 85004
(602) 256-4060

50 South Main Street
Salt Lake City, Utah 84144
(801) 533-0066

December 29, 1994

We hereby certify that we have examined certified copy of the proceedings of the Board of Education of Township High School District Number 225, Cook County, Illinois (the "District"), passed preliminary to the issue by the District of its fully registered School Bonds, Series 1994 (the "Bonds"), to the amount of \$4,100,000, dated December 1, 1994, due serially on December 1 of the years and in the amounts and bearing interest as follows:

2000	\$ 320,000	7.00%
2001	1,205,000	6.25%
2002	1,275,000	5.70%
2003	1,300,000	5.80%

and we are of the opinion that such proceedings show lawful authority for said issue under the laws of the State of Illinois now in force.

We further certify that we have examined the form of bond prescribed for said issue and find the same in due form of law, and in our opinion said issue, to the amount named, is valid and legally binding upon the District, and all taxable property in the District is subject to the levy of taxes to pay the same without limitation as to rate or amount.

It is our opinion that, subject to the condition that the District comply with certain covenants made to satisfy pertinent requirements of the Internal Revenue Code of 1986 (the "Code"), under present law, the Bonds are not private activity bonds within the meaning of Section 141 of the Code, and interest on the Bonds is not includible in gross income of the owners thereof for federal income tax purposes and will not be treated as an item of tax preference in computing the alternative minimum tax for individuals and corporations. Interest on the Bonds is exempt from present federal income taxation, except to the extent that such interest will be taken into account in computing an adjustment used in determining the alternative minimum tax for certain corporations, in computing the environmental tax imposed on certain corporations and in computing the "branch profits tax" imposed on certain foreign corporations.

It is also our opinion that the District has properly designated the Bonds as "qualified tax-exempt obligations" pursuant to Section 265(b)(3) of the Code.

DLJohnson:cms



