

MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

Chairman Kennedy called the meeting to order at 9:35 A.M. with the following members of the Board present: Duncan Baxter, C. Paul Stocker, Fred Johnson, Don Casto, Russell Herrold, John W. Galbreath and Joseph B. Hall. Wayne Brown was unable to be present. In addition to the members of the Board of Trustees the following administrators were present: Vice President, Thomas E. Smith; Vice President, Martin L. Hecht; Business Manager, Luverne Lausche; Treasurer, John F. Milar; Dean of the Graduate College, Taylor Culbert; Director of The Ohio Plan, John Chandler; Director for the Center of International Studies, David B. Arnold; and Paul R. O'Brien, Secretary.

It was moved by Mr. Galbreath, seconded by Mr. Hall, and unanimously carried that the minutes of the November 11, 1965 meeting be approved as distributed by the Secretary with the following correction noted: On page 3 of the minutes, the amount of the Graduate Scholarship awards should be \$38,170 instead of \$19,095.

The Secretary then read the following memorial to Gordon K. Bush:

The Board of Trustees of Ohio University observe with deep sadness the death of Gordon K. Bush, a former Trustee, on November 29, 1965. Mr. Bush was first appointed a Trustee in 1929. He was reappointed to the Board of Trustees by five different governors, of both political parties, and served a total of thirty-three years as a member of this Board.

Mr. Bush was a loyal and dedicated Trustee and devoted many hours of his time to Ohio University. He was always ready to put aside his personal interests for those of the University.

He served many years on the Building Committee of the Board of Trustees, and took an active part in the expansion of the physical plant. He was always alert to coming needs and encouraged the expansion and growth of Ohio University. He also was active on the Committees of the Board of Trustees that selected the 14th and 15th presidents of Ohio University.

Gordon Bush's death leaves a void in the University community that will be difficult to fill. His contributions to Ohio University and to higher education in Ohio will be long remembered.

It was then moved by Mr. Herrold and unanimously seconded that this memorial be inserted in the permanent minutes of the Board of Trustees of Ohio University and a copy of the memorial be sent to members of the Bush family.

Mr. Milar was then called upon for discussion of the Treasurer's report for the fiscal year ending June 30, 1965, and also The Ohio University Fund Financial Statement for the same period. Mr. Milar called the Board's attention to the fact that the total assets of Ohio University at the present time were \$71,531,889 and the total income for the year ending June 30, 1965 was \$31,436,253 with total expenditures and transfers of the same amount.

Mr. Milar then called the Board's attention to The Ohio University Fund Balance Sheet showing total assets of \$3,074,294 and income for the year ending June 30, 1965 of \$532,124.

Mr. Milar reported that the Treasurer's report would be published and distributed in the near future. It was then suggested that The Ohio University Fund Financial Report be included with the official Ohio University Treasurer's Report when it is published. After further discussion it was moved by Mr. Hall, seconded by Mr. Galbreath, and unanimously carried that The Ohio University Treasurer's Report and the report of The Ohio University Fund, Inc. be accepted as presented by Mr. Milar.

President Alden was then called upon for his report. He first thanked the Trustees for their dinner given for Mrs. Alden and himself upon the completion of their fourth year at Ohio University. He further reported that Mr. Morgan Firestone had given Ohio University a twin beechcraft airplane. This gift was made at the suggestion of Mr. Galbreath.

The President then reported that the Secretary of the Interior, Stuart Udall, had made Cutler Hall a registered national landmark and we would be receiving a plaque from the Department of Interior to place on Cutler Hall. He felt we would receive much favorable publicity because of this designation.

President Alden then called on Taylor Culbert, Dean of the Graduate College, for a report in depth on our Graduate College.

Dean Culbert pointed out that all master's and Ph.D. degree programs must now be approved by The Ohio Board of Regents and by the North Central Association of Colleges and Secondary Schools. Both of these agencies have definite rules and requirements necessary to be met before they approve the awarding of these degrees.

Dean Culbert reported we are now offering the master's degree in 46 different areas, and are offering the Ph.D. in the following areas: Chemistry, Public Address, Radio-Television, Speech Pathology and Audiology, Education-Administration and Supervision, Guidance and Counseling, and Elementary Education, Electrical Engineering, English, Fine Arts, Physics and Psychology.

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Dean Culbert reported that we will soon submit initial proposals for doctoral programs in the following areas: Linguistics, Mathematics, Communications, and History. Thereafter new doctoral programs are developing in the following areas: Botany-Zoology, Business Administration, Chemical Engineering, Economics, Government, Modern Languages, Philosophy, Secondary Education and Theatre.

Also, new interdisciplinary master's programs in Regional Planning and Foreign Affairs will be ready for approval within the next few months.

Dean Culbert then presented enrollment statistics of the Graduate College and projections through 1970 as follows:

Enrollment Statistics, Graduate College

<u>Fall Semester</u>	<u>Head Count</u>	<u>Fall Semester</u>	<u>Head Count</u>
1945-46	42	1964-65	854
1950-51	206	1965-66	1112
1955-56	185	1966-67	projected 1350
1960-61	450	1967-68	projected 1600
1961-62	475	1968-69	projected 1900
1962-63	553	1969-70	projected 2200
1963-64	692	1970-71	projected 2550

He then reported that 26% of our total enrollment in the Graduate College are working toward a Ph.D. or are doing work beyond the masters. Of our present graduate students approximately 76% are male and 24% are female, and they are divided almost equally between residents of Ohio and non-residents. Dean Culbert then reported that the Graduate College is almost a year-round operation. At present, 26% of the work is done in the summer and 37% in each of the fall and spring semesters. The proportion of summer registration is increasing so that our graduate work will be more evenly distributed throughout the year. He also pointed out that at Ohio University most of our graduate students are full time students. This is vastly different from conditions prevailing in other state assisted universities located in or near large centers of population where many more part-time graduate students take courses than at Ohio University.

Dean Culbert pointed out that at Ohio University substantial financial support is provided for graduate students. In all, 646 graduate students are receiving some kind of financial support ranging from a tuition scholarship to tuition plus \$4,000 annually. Seventy-six of these scholarship grants were received from sources other than Ohio University. The dollar value of support received by graduate students for the year 1965-66 totaled \$1,931,989. This was made up of \$411,030 of fees waived, \$1,275,898 for cash stipends paid from University funds, and \$245,061 stipends paid from outside support funds. Students receiving the University funds are required to render 1/3 to 1/4 of a full time academic load to the University for these funds.

Dean Culbert then presented a chart showing the past ten years' master's degrees awarded. In 1956 there were 106 master's degrees awarded. This has increased steadily and in 1965 we awarded 307 master's degrees. He also pointed out that the first earned Ph.D. degree in this century was awarded in 1959. The number of Ph.D. degrees awarded has been increasing since then and in 1965 we awarded 19 Ph.D. degrees.

President Alden then called on John Chandler, Director of The Ohio Plan, for a report of The Ohio Plan as it has been functioning at Ohio University for the past year and a half.

Dr. Chandler pointed out that this is a unique plan at Ohio University and its primary objective is to identify future leaders early in their academic career, and to assist and encourage their development. This project is supported by a \$100,000 grant from the Mellon Foundation to cover the first two year's operation of the plan. There is now a desperate need for men and women who are capable and willing to undertake the responsibilities of leadership. This is true in government, business, education and wherever there is any real responsibility to be assumed. There are presently many more leadership opportunities available than there are people to accept them. The students in The Ohio Plan must have ability to handle a high level of abstraction in thinking of the future (to plan) and to maintain a realistic pragmatic orientation on how to carry out these plans. Prospective students for the plan are identified by faculty members, and recommendations are made by administrators and alumni. Many students volunteer for interviews.

The Ohio Plan staff interviewed over 500 freshmen during the past year. They have accepted 30 of the freshman class for this plan. At the end of the sophomore year they plan to accept 15 of the 30 for Ohio Fellows and care will be taken to encourage the other 15 to continue in the plan. The students who are accepted receive unique educational experiences by meeting in small seminar groups with top faculty and with distinguished visitors to the campus. All of these experiences are in addition to their regular course work. Dr. Chandler is enthusiastic about the success of the first year of the program.

Mr. Galbreath then suggested that they continue to stress quality in the students accepted for admission to The Ohio Plan. Mr. Johnson inquired if the members of the Honors College dominate the group. It was pointed out there are many Honors College members in the group. Mr. Baxter inquired as to the dominate characteristic of the students accepted. Dr. Chandler reported that there was no dominate characteristic; however, a high energy level seemed to be the nearest dominate characteristic that could be identified.

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President Alden then called on Dr. David B. Arnold, Director of the Center for International Studies, for a discussion of this project.

Dr. Arnold explained that Ohio University with its many African overseas programs has an important source of materials and faculty able to initiate areas of studies, particularly in the African area. We are also planning Southeast Asia studies. The Center for International Studies makes no faculty appointments nor offers any degree; however, certain faculty members in the various Social Science disciplines are interested in the International Studies program and offer courses in their own departments oriented toward these programs.

We are now planning a School of Foreign Affairs, which will offer an MA and eventually a Ph.D. for persons interested in a combined career of scholarship, foreign service and business. The Department of State is interested in this project and they are now considering Ohio University as one of two schools in the United States to initiate a project along this line. The Department of State has sent two men to us on loan this year, and we have a Harkness Fellow from Great Britain working in our International Studies Center. A request has been presented to the Ford Foundation for a million and a half dollars to support this project in the future.

Mr. Milar then presented the following recommendations:

The Dean of the Graduate College recommends the awarding of 85 Graduate Scholarships for the 1966-67 academic year at an average cost of \$570 each, or a total cost of \$48,450. This compares to 67 scholarships awarded for the current year, and the proposed increase is due to an increase of applications to the Graduate college of 20%.

The Director of Student Financial Aids recommends the awarding of fee waivers totaling \$419,843 as outlined below:

Waiver Fees Undergraduate Scholarships Student Financial Aids Summer-1966		
<u>Waiver Categories</u>	<u>Number of Awards</u>	<u>Total</u>
1. <u>Academic Merit:</u>		
A. With Financial Need	67	\$ 7,236.00
B. Honor Awards	14	245.00
C. Foreign Tuition	8	1,160.00
D. Foreign Trustee	2	704.00
2. <u>Faculty and Staff Incentive:</u>		
A. Faculty Children	16 est.	1,536.00
B. Staff Children	10 est.	1,070.00
3. <u>State of Ohio:</u>		
A. Ohio War Orphans	3 est.	360.00
4. <u>Non-Resident Fee:</u>		
(Applied to any awards under category #1)	10	1,220.00
Sub-Total	130	\$13,531.00

Waiver Fees Undergraduate Scholarships Student Financial Aids 1966-67 Academic Year		
<u>Waiver Categories</u>	<u>Number of Awards</u>	<u>Total</u>
1. <u>Academic Merit:</u>		
A. With Financial Need	595	\$181,290.00
B. Honor Award	200	10,000.00
C. Branch Students	100	35,000.00
D. Foreign Tuition	25	8,950.00
E. Foreign Trustee	4	4,772.00
2. <u>Special Talent:</u>		
A. Music - tuition and fees	15	5,250.00
B. Music Fees	25	4,000.00
C. Fine Arts	25	10,000.00
D. Leadership	25	10,000.00
E. Athletic Non-Resident	50	20,000.00
3. <u>Faculty and Staff Incentive:</u>		
A. Faculty Children	85 est.	29,750.00
B. Staff Children	63 est.	22,050.00

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Waiver Categories	Number of Awards	Total
4. <u>State of Ohio:</u>		
A. Ohio War Orphans	10 est.	3,500.00
B. Ohio Soldiers and Sailors	5 est.	1,750.00
5. <u>Non-Resident Fee:</u>		
(Applied to any awards under category #1)	150	60,000.00
Sub-Total	1377	\$406,312.00
Grand Total (1966-67)	1507	\$419,843.00

After a discussion of this, it was moved by Mr. Johnson, seconded by Mr. Herrold, and unanimously carried that 35 graduate fee waiver scholarships for the 1966-67 academic year be approved at a cost of \$48,450, and that 1507 undergraduate fee waiver scholarships totaling \$419,843, for the 1966-67 academic year and summer session of 1966, be approved.

Mr. Milar then reported that Robert L. Morton had made a \$20,000 contribution this year to establish the Robert L. Morton Professorship, and also had sent a signed instrument arranging for the complete funding of this professorship through the Ohio University Fund.

Mr. Milar then presented the following Bond Resolution providing for the issuance of \$6,500,000 The Ohio University Student Facilities Revenue Bonds, for the purpose of constructing and equipping a building and facilities to be used for and in connection with an auditorium and athletic purposes.

BOND RESOLUTION

Providing for the issuance of \$6,500,000 The Ohio University Student Facilities Revenue Bonds, for the purpose of constructing and equipping a building and facilities to be used for and in connection with an auditorium and athletic purposes.

WHEREAS, the Board of Trustees of The President and Trustees of The Ohio University (herein called the Board) is vested with the government of The Ohio University (herein called the University, or, when the context admits, collectively with the Board called the University) by Chapter 3337 of the Revised Code of Ohio; and

WHEREAS, by authority of Section 3345.11 of the Revised Code of Ohio, the Board is authorized to acquire by purchase, lease, or otherwise, and to construct, equip, maintain, renovate, repair, improve, or remodel and operate, and to lease to or from others, buildings, structures, or facilities and sites therefor and related equipment within or in close proximity to the campus of the university to be used for or in connection with athletic purposes, student activity centers, faculty centers, dining halls, bookstores, auditoriums, parking of motor vehicles, hospital, medical and health facilities, continuing education facilities, and contract research facilities; and, for the purpose of paying the costs thereof, or of any part thereof, or the repayment of any loans obtained for such purposes, to use any funds in its possession not otherwise obligated, revenues derived from athletic events, and from the operation or leasing of such activity centers, faculty centers, dining halls, bookstores, auditoriums, parking facilities, hospital, medical and health facilities, continuing education facilities and contract research facilities, including but not limited to such portions of student activity fees charged and paid for such purposes, any other revenues or receipts derived or to be derived from the operation or leasing of such structures, buildings, facilities and equipment; and for the purpose of paying all or part of such costs the Board is further authorized thereby to issue and sell bonds, notes or other written instruments evidencing such indebtedness, provided that such obligations shall not be a claim against or lien upon any property of the State of Ohio or any property of or under the control of said Board excepting such parts of the revenues or receipts derived from the operation or leasing of such structures, buildings, facilities, equipment or sites and any portion of the fees assessed or to be assessed for the purposes of such acquisition, construction, equipment, renovation, repair, improvement or remodeling or for the use of such structures, buildings, facilities, equipment or sites which the Board may pledge to secure the payment of such obligations; and by authority of said Section 3345.11 the Board is also authorized to issue such bonds, notes or other obligations payable as aforesaid in order to retire or refund outstanding notes or other obligations matured or unmatured, to repay moneys previously borrowed or advanced under said section or to reimburse funds of the University for amounts used under said Section 3345.11; and

WHEREAS, the University has determined to construct and equip a building (referred to as a Convocation Center in the plans therefor) and facilities to be used for and in connection with an auditorium and athletic purposes within its campus including acquisition of the site therefor, (the said building and facilities constructed and equipped from the proceeds of the Bonds, and such site acquisition, but excluding the dormitory facilities in said building being herein called the Project), to provide for the issuance of Student Facilities Revenue Bonds (herein called the Project Bonds) to pay the costs of the Project, and to provide for the issuance of additional bonds (herein called Additional Bonds) as from time to time authorized subject to the conditions contained in this resolution and the below mentioned Trust Agreement on a parity with the Project Bonds (the Project Bonds and such Additional Bonds from time to time

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outstanding being herein collectively called the Bonds), to provide for the pledging, application and disposition of the Pledged Receipts herein identified, and to provide for the execution and delivery of a Trust Agreement (herein called the Trust Agreement) to secure the Bonds; and

WHEREAS, the University has not pledged or encumbered the Pledged Receipts except as provided herein and except as the same may be pledged to secure the payment of notes issued for the interim construction financing of the Project, and which security shall be expressly subordinated to the pledge herein provided; and notes are to be retired from the proceeds of the Project Bonds,

WHEREAS, the Project is to be constructed pursuant to plans prepared by Brubaker and Brandt, Architects, Columbus, Ohio, and approved by the Department of Public Works of Ohio; and

WHEREAS, the costs of constructing and equipping the Project, including, without implied limitation, construction, equipment, site acquisition, site improvements, engineering, legal and administrative expenses, and any costs necessary to placing the Project in operation, together with provisions for contingencies, are estimated to be \$6,500,000 (excluding the cost of the dormitory facilities, estimated to be \$1,000,000); and

WHEREAS, the University has determined to borrow the funds to pay part of the foregoing costs by selling \$6,500,000 Student Facilities Revenue Bonds, as hereinafter provided, the balance of such costs to be paid from funds of the University lawfully available therefor; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The President and Trustees of The Ohio University:

Section 1. Authorization of Project Bonds - Use of Proceeds. The Board does hereby find and determine that it is necessary to issue and sell, and that the University shall issue and sell, the Project Bonds in the principal amount of \$6,500,000 and having the terms provided for herein, the proceeds to be used to pay part of the Project Costs as herein defined, and, to the extent of any balance to be deposited in the Student Facilities Debt Service Reserve Fund herein provided. Said Bonds shall be designated The Ohio University Student Facilities Revenue Bonds, with the addition of a series designation to indicate year of issuance, and are herein called the Project Bonds.

Section 2. Terms of Project Bonds. The Project Bonds shall be initially issued in coupon or fully registered form as may be requested by the Original Purchaser thereof and shall be exchangeable for fully registered or coupon bonds in the manner and on the terms provided in the Trust Agreement. The Project Bonds in coupon form shall be in the denomination of \$5,000 each, shall be registrable as to principal, and shall be dated as of the first day of the month in which the Project Bonds are awarded to the Original Purchaser in accordance with Section 3 hereof, or as of such other date as may be determined by the Board. Project Bonds in fully registered form shall be in the denomination of \$5,000 or any multiple thereof. Project Bonds in both coupon and fully registered form shall be numbered as determined by the Fiscal Officer of the University. Each Project Bond in registered form without coupons shall be dated as of the interest payment date on which it is authenticated or the interest payment date next preceding the date of its authentication or as of the same date as the coupon bonds if authenticated prior to the first interest payment date; provided, however, if at the time of authentication of a registered bond without coupons, interest is in default, such Project Bond shall be dated as of the date to which interest has been paid. Project Bonds shall bear interest payable semi-annually on June first and December first of each year, beginning with the first such date occurring at least six months after the date of the coupon bonds, at the rate or rates, provided no rate shall exceed 5% per annum, provided in the highest bid determined pursuant to Section 3 hereof, and shall mature annually on June 1 in the years and amounts as follows:

Year	Amount	Year	Amount	Year	Amount
1969	\$115,000	1979	\$170,000	1989	\$255,000
1970	120,000	1980	180,000	1990	265,000
1971	125,000	1981	185,000	1991	275,000
1972	130,000	1982	195,000	1992	285,000
1973	135,000	1983	200,000	1993	295,000
1974	140,000	1984	210,000	1994	310,000
1975	145,000	1985	215,000	1995	320,000
1976	150,000	1986	225,000	1996	335,000
1977	160,000	1987	235,000	1997	350,000
1978	165,000	1988	245,000	1998	365,000

Project Bonds maturing on and after June 1, 1979 shall be subject to redemption in whole or in part on any interest payment date on and after December 1, 1978, at redemption prices equal to the following percentages of the principal amount redeemed, plus accrued interest to the date fixed for redemption, to wit:

- 103% if redeemed on or before December 1, 1987;
- 102% if redeemed thereafter, but on or before December 1, 1993;
- 101% if redeemed thereafter.

If less than the entire unmatured portion of the Project Bonds is called for redemption at any time or from time to time, they shall be called in inverse order of maturity of these outstanding; and if less than all of said bonds outstanding of one maturity are to be called, the selection of bonds or portions of registered bonds of such maturity to be called shall be made by lot by the Trustee in such manner as the Trustee may determine.

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The principal of and interest on the Project Bonds shall be payable at the principal office of the Trustee hereinafter provided for or, at the option of the holder, at the principal corporate trust office of the paying agency of the University in the Borough of Manhattan, City and State of New York, such paying agency initially to be the bank or trust company selected by the Original Purchaser and approved by the Fiscal Officer of the University; provided that the principal on registered bonds with or without coupons, shall be payable only at the principal office of the Trustee and interest on fully registered bonds shall be payable by check or draft as provided in the Trust Agreement.

The Project Bonds shall be executed by the facsimile signature of the Chairman of the Board, shall be signed by the Executive or the Fiscal Officer of the University and attested by the Secretary of the Board, provided that all but one of such signatures may be facsimile if authorized by the law in effect at the time of issuance, and shall bear the seal of the University or a facsimile thereof, and the interest coupons thereon shall bear the facsimile signature of the Fiscal Officer of the University.

The Trust Agreement referred to herein is the Trust Agreement hereinafter provided for, between the University and (herein with its successors called the Trustee).

Section 3. Sale of the Project Bonds. Subject to the provisions of Section 2 hereof, the Fiscal Officer of the University is hereby authorized to offer the Project Bonds for sale, by solicitation of proposals from investment bankers and others or by advertisement or both, to the bidder submitting the highest bid based on the lowest net interest cost and to award the Project Bonds to such highest bidder at a purchase price of not less than 98% of par and not more than 102% of par, plus accrued interest; all in such manner and on such terms, not inconsistent with this Resolution, as determined by the Fiscal Officer of the University, including specification in such solicitation or advertisement of such of the following as he may choose, together with such other terms as he may deem advisable; a maximum number of different interest rates; and a maximum difference between the highest interest rate and the lowest interest rate; provided, however, that the Project Bonds may also be awarded through a negotiated sale upon terms approved by the Board, and the Fiscal Officer is hereby authorized to negotiate such sale. There shall not be more than one interest rate for any single maturity, each Bond must bear interest from its date until its fixed maturity date, subject to the redemption provisions hereof, and each coupon Bond shall be delivered by the University to the Original Purchaser with all interest coupons attached. The University shall provide the printed bonds and the cost of printing shall not be considered in determining the highest bid. The purchaser to whom the Project Bonds shall be awarded pursuant hereto is herein sometimes called the "Original Purchaser."

Section 4. Allocation of Proceeds of the Project Bonds - Construction Fund - "Project Costs". The proceeds of all the Project Bonds shall be allocated and applied by the University as follows in the following order of priority:

- (1) To the Student Facilities Debt Service Fund, established pursuant to Section 5 hereof, the portions of such proceeds representing accrued interest to the date of delivery plus such additional amount as shall be necessary to pay interest on the Project Bonds from such date of delivery to December 1, 1968.
- (2) To the Facilities Debt Service Reserve Fund, established pursuant to Section 5 hereof, the portion of the proceeds representing premiums, if any, above par.
- (3) To the University or its obligees, the amounts, if any, necessary to retire notes issued or to repay borrowings or advances made prior to the delivery of the Project Bonds to pay the Project Costs, all to the extent permitted by Section 3345.11 of the Revised Code of Ohio.
- (4) The balance to the 1966 Student Facilities Construction Fund (herein called Construction Fund), hereby established for the Project, to be established as a separate account in the books of the University and to be held by the University in a deposit account, except when invested as hereinafter provided, and used to pay Project Costs. The Fiscal Officer is hereby authorized and directed to establish and maintain said deposit account with a bank or trust company which is a member of the Federal Deposit Insurance Corporation.

The Fiscal Officer of the University shall apply said Construction Fund to the payment of Project Costs. As used in this Resolution, the term "Project Costs" shall include, without intending thereby to limit or restrict any proper definition of such costs under any applicable laws or sound accounting practice, the following: the costs of constructing, equipping and furnishing the Project, including site acquisition, site improvements, utility connections and all things necessary or incidental thereto, and including all costs and expenses of architectural, engineering, legal and other professional services, administrative and clerical costs and expense, interest accruing prior to occupancy of the Project (both on temporary financing and on the Project Bonds, but excluding accrued interest paid as part of the purchase price of the said bonds), all costs and expenses incurred in connection with the issuance, sale and delivery of the Project Bonds and all other necessary and miscellaneous expenses

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related to the financing and construction of the Project and placing it in operation; but excluding costs allocable to the dormitory facilities in the Project building. If the payment is to be made with respect to an obligation under a construction contract relating to the Project, such payment shall be made only upon certification by a qualified architect or engineer that such payment is due under such contract, and such certificate shall separately show the amount of the payment allocable to the Project and the amount thereof allocable to the dormitory facilities in the Project building. Such amount allocable to said dormitory facilities shall not be paid from the Construction Fund on the University's books; provided that the University may deposit to the deposit account in which the moneys of the Construction Fund are held the additional moneys for the said dormitory facilities so that the full payment certified by the architect or engineer as due may be paid from such deposit account.

The Construction Fund may be invested by the Fiscal Officer of the University in direct obligations of the United States, obligations the principal and interest of which is guaranteed by the United States, or obligations of agencies and instrumentalities of the United States, with such maturities or redemption provisions as will provide funds when needed to pay Project Costs. Such investments and the proceeds of sale thereof shall constitute part of the Construction Fund and shall be maintained separately from other investments or funds of the University. Interest on such investments may be paid to the Student Facilities Revenue Fund, established pursuant to Section 5 hereof, or, if needed therefor, shall be applied to the purposes of the Construction Fund as from time to time determined by the Fiscal Officer of the University. The said investments shall be sold, exchanged or collected from time to time by the Fiscal Officer of the University.

The proceeds of the Project Bonds may, in the discretion of the Fiscal Officer of the University, be first deposited in their entirety to the Construction Fund, provided that within ten days after receipt the portions thereof to be deposited to other Special Funds, as provided in paragraphs number (1) and (2) of this Section, shall be transferred from the Construction Fund to said Special Funds and the portion to be transferred or applied as provided in paragraph (3) above shall, at the appropriate time or times, be so transferred or applied from the Construction Fund. Any balance in the Construction Fund remaining after the transfers and application provided for in paragraphs (1), (2) and (3) of this Section and after paying all Project Costs or reserving therein such amounts as shall be necessary to pay the remaining Project Costs, but not exceeding amounts which the University shall have deposited to the Construction Fund from sources other than the proceeds of the Project Bonds and other than Student Facilities Fees collected after issuance of the Project Bonds, shall be returned to the University. Any balance thereafter remaining in the Construction Fund shall be transferred to the credit of the Student Facilities Debt Service Reserve Fund.

Section 5. Application of Receipts; Special Funds. There is hereby established a special fund designated "Student Facilities Revenue Fund" (herein sometimes called the Revenue Fund), which fund shall be maintained as a separate and distinct fund on the records of the University, the moneys of which shall be deposited in the name of the University with a bank or trust company which is a member of the Federal Deposit Insurance Corporation, or invested as herein authorized, and which, subject to the withdrawals and uses herein authorized, is pledged to and charged with the payment of the principal, interest, and premium, if any, on all the Bonds.

From and after the issuance of the Project Bonds, all Pledged Receipts including Student Facilities Fee, shall be deposited in the Revenue Fund; provided, however, that prior to completion of the Project the University may deposit all or any part of the Student Facilities Fees to the Construction Fund so long as the Pledged Receipts, after such application to the Construction Fund, shall be adequate to pay the amounts required under paragraphs First and Second below of this Section 5.

The Revenue Fund shall be applied to pay when due the Operating and Maintenance Expenses of the Pledged Facilities; provided, however, that nothing contained herein or in the Trust Agreement shall be deemed to prohibit the University of its own volition from paying such expenses, or any portion thereof, from other funds of the University lawfully available for the purpose.

The remainder of the Revenue Fund, after retaining therein such amounts as may be needed for payment of said Operating and Maintenance Expenses, shall be applied as follows and in the following order of priority.

First: Into the Student Facilities Debt Service Fund (herein sometimes called the Debt Service Fund), hereby established and to be held by the Trustee as a separate fund and used for the payment of principal and interest on the Bonds, (1) on or before May 15th and November 15th of each year, beginning with the first such date next preceding the first interest payment date of the project bonds, amounts as shall be sufficient, with other moneys on hand therein available for such purpose, to pay the interest due on the next ensuing interest payment date on all Bonds then outstanding; (2) on or before May 15th and November 15th of each year, beginning November 15, 1968, such equal semi-annual amounts as shall be sufficient, with moneys then on hand therein available for such purpose, to provide for payment of the next ensuing serial principal maturity on the following June 1 on all Bonds then outstanding and, if any of such Bonds shall be term Bonds, to provide an amount annually necessary to retire (by call or otherwise) at or before maturity thereof all term Bonds.

Second: Into the Student Facilities Debt Service Reserve Fund (herein sometimes called the Debt Service Reserve Fund), hereby established, to be held by the Trustee as a separate fund for the payment of the Bonds as herein provided, on or before May 15th and November 15th of each year, beginning November 15, 1968, an amount at least equal to 20% of the amount payable on such deposit date into the Debt Service Fund, to the extent and as long as necessary to create and maintain in said Debt Service Reserve Fund the required reserve, namely, an amount equal to the largest Principal and Interest Requirements in any subsequent Fiscal Year on all Bonds at the time outstanding.

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Third: On May 15th and November 15th of each year, to the foregoing funds, such amounts as may be necessary to make up any previous deficiency in any deposits required by the foregoing paragraphs of this Section.

Fourth: So long as there is no deficiency in any of the deposits provided for in Paragraphs First through Third above, any amounts in the Revenue Fund, after reserving therein amounts sufficient to meet Operating and Maintenance Expenses of the Pledged Facilities and an amount equal to the next ensuing payment to the Debt Service Fund and Debt Service Reserve Fund, may be used for any purpose of the University for which such funds may be lawfully used.

Notwithstanding the foregoing provisions, no payments need be made to the Debt Service Fund or the Debt Service Reserve Fund so long as the amounts in the Debt Service Fund and Debt Service Reserve Fund aggregate at least the total principal and interest payable on all Bonds then outstanding to the dates of their respective maturities.

The Debt Service Fund is pledged to and shall be used by the Trustee for the payment of principal and interest on the Bonds, and until required for such purposes, shall be invested by the Trustee in such direct obligations of the United States, or obligations guaranteed as to both principal and interest by the United States, as the Executive or the Fiscal Officer of the University shall direct in writing addressed to the Trustee, which writing shall determine that the maturity, or first date of redemption at the option of the holder, of the respective obligations is not later than the date on which such funds will be required for payment of such principal and interest, provided that amounts therein deposited pursuant to paragraph First of this Section for the retirement of term Bonds shall be invested and applied to such purpose in the manner provided in the Resolution authorizing such term Bonds. The Trustee shall transfer from the Debt Service Fund to the Paying Agents amounts sufficient to enable said Paying Agents to pay when due principal and interest on the Bonds, or the Trustee shall make such credit arrangements with said Paying Agents as to permit such payments.

The Debt Service Reserve Fund is pledged to, and shall be used by the Trustee for, the payment of principal and interest on the Bonds if other available funds are insufficient for that purpose, and, to the extent herein provided, for the purchase or redemption of Bonds. Until required for such purpose, moneys therein shall be invested by the Trustee in such direct obligations of the United States, or obligations guaranteed as to both principal and interest by the United States, as the Executive or the Fiscal Officer of the University shall direct in writing, which obligations shall mature, or be redeemable at the option of the holder, in not more than five years from the date of investment. The Trustee shall transfer from the Debt Service Reserve Fund to the Debt Service Fund such amounts as are necessary in addition to amounts available in the Debt Service Fund to pay when due the principal and interest on the Bonds.

Any amounts in the Debt Service Reserve Fund in excess of the required reserve provided for in Paragraph Second above may be used to purchase Bonds for cancellation or to redeem Bonds then subject to redemption to the extent and in the manner from time to time requested in writing by the Executive or the Fiscal Officer of the University. The purchase price of Bonds purchased for cancellation shall not exceed their then prevailing call price, if any, nor exceed their fair market value. In determining such excess over the required reserve, the required reserve shall be determined on the basis of only those Bonds to be outstanding after the redemption or purchase for cancellation of the Bonds to be redeemed or purchased with such excess.

The Fiscal Officer of the University may invest amounts in the Revenue Fund in direct obligations of the United States, or obligations guaranteed as to both principal and interest by the United States, maturing, or redeemable by the holder, in not more than five years from the date of investment, provided that the amounts and maturities of such investments shall always be such as to keep available in the Revenue Fund sufficient moneys for payment of Operating and Maintenance Expenses and for the deposits provided above at the times needed for such purposes.

Investments, including the interest and other earnings and proceeds of sale thereof, of any amounts in the Debt Service Fund and the Debt Service Reserve Fund shall be added to that particular Fund and used for the purpose of such Fund, provided, however, that income from investments of the Debt Service Reserve Fund, up to the amount of such Fund in excess of the required reserve therein, may at the option of the University be transferred at any time to the Debt Service Fund in anticipation of interest and principal on the Bonds to become due on future interest and principal payment dates. Such transfers shall be made by the Trustee upon the written directions of the Executive or Fiscal Officer of the University.

Investments of amounts in the Debt Service Fund and the Debt Service Reserve Fund shall be sold, exchanged or collected from time to time as directed by the Executive or the Fiscal Officer of the University, and the Trustee shall be under no liability and have no responsibility in connection with such investment, or the sale, exchange or collection thereof, provided the directions of the officer acting are followed. Investments of moneys in Special Funds shall be valued at their face value amount or market value, whichever is lower.

Section 6. Additional Bonds. (a) The University shall also have the right from time to time to issue Additional Bonds to provide funds for any purposes authorized by Section 3305.11 of the Revised Code of Ohio. The Trustee shall authenticate and deliver Additional Bonds under this subdivision (a) upon (but only upon) receipt of the documents required by the Trust Agreement and also a certificate of the Executive Officer and the Fiscal Officer of the University (1) showing that the Net Income Available for Debt Service (as defined in Section 10 hereof) is equal to or greater than one and twenty one-hundredths (1.20) times the largest Principal and Interest Requirements in any succeeding Fiscal Year on all Bonds to be outstanding hereunder immediately following the issuance of such Additional Bonds, less such requirements on any Bonds or portion of fully registered Bonds which are to be redeemed or retired with the proceeds of such Additional Bonds, or with the proceeds of Additional

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Bonds theretofore issued, or to be redeemed or retired concurrently with issuance of such new Additional Bonds; (2) showing that there were not included in such Net Income Available for Debt Service any receipts against which there is any prior claim other than the use thereof for the Operating and Maintenance Expenses of the Pledged Facilities; and (3) furnishing such other information in support of the foregoing as may reasonably be requested by the Trustees.

(b) In the case of Additional Bonds to be issued for the purpose of refunding or funding any Bonds, prior to authentication of such Additional Bonds there shall be furnished to the Trustee evidence satisfactory to the Trustee (1) that provision has been made to assure that moneys sufficient to retire the Bonds to be refunded or funded will be available in the possession of the Trustee at the time provided for retirement thereof under the plan for refunding or funding and are committed to such purpose, and (2) that moneys sufficient to pay interest to accrue prior to such retirement on the Bonds (or on portions of fully registered Bonds) to be refunded or funded (1) have been deposited to the Debt Service Fund, without impairment of any provision or covenant of this Resolution, and from sources other than the Revenue Fund and other than the Debt Service Reserve Fund except to the extent of any moneys in such Special Funds in excess of the balances required to be maintained therein under the provisions of Section 5 hereof, the transfer of which excess moneys for such purpose is hereby authorized, or (ii) will be deposited to the Debt Service Fund from earnings on direct obligations of the United States deposited with the Trustee, or (iii) will be deposited to the Debt Service Fund from appropriate portions of the proceeds from the sale of such Additional Bonds pursuant to the resolution authorizing such Bonds, or (iv) will be available in the Debt Service Fund from any combination of the aforesaid sources.

(c) The resolution authorizing such Additional Bonds shall contain such provisions as to Fund deposits and other covenants as shall be consistent with the terms of this Resolution relating to all Bonds, shall not permit redemption of such Additional Bonds earlier than the first redemption date of Bonds then outstanding, and shall provide for deposit of the proceeds of sale thereof in the appropriate funds in a manner satisfactory to the Trustee to assure the use thereof for authorized purposes. Additional Bonds shall have maturities, interest rates, redemption provisions, denominations, and other provisions as provided in the resolution or resolutions authorizing their issuance or sale, provided, however, that such terms and provisions shall not be inconsistent with this Resolution, the Trust Agreement or the then outstanding Bonds. Additional Bonds shall be payable from the Debt Service Fund and other Special Funds established by Section 5 of this Resolution, as provided in this Resolution, and secured by a pledge of the Pledged Receipts on a parity with the Project Bonds and other Additional Bonds.

Section 7. Terms of All Bonds. All bonds shall bear such designations as may be necessary to distinguish them from other series of Bonds having different provisions. All Bonds shall be payable in lawful money of the United States, shall be in coupon form registrable as to principal or in fully registered form as provided in the resolution authorizing them or in the Trust Agreement, shall be negotiable instruments and shall express on their face the purpose for which they are issued and that they are issued pursuant to this Resolution.

The Bonds and coupons shall be executed in the manner provided in the resolution authorizing their issuance or in the manner provided by the law in effect at the time of their issuance. In case any officer whose signature or a facsimile of whose signature shall appear on any Bonds or Coupons shall cease to be such officer before the issuance, authentication or delivery of such Bonds or Coupons, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until that time.

Notice of redemption of Bonds, specifying the designation and numbers (and portions of fully registered Bonds) to be called, shall be published by the Trustee on behalf of the University once a week for two consecutive weeks in a financial journal of national circulation, the first publication to be not less than thirty (30) days prior to the redemption date. If Bonds or portions of registered Bonds are duly called for redemption and if on such redemption date moneys for the redemption of all the Bonds to be redeemed, together with interest to the redemption date, shall be held by the Trustee or Paying Agents so as to be available therefor, then from and after such redemption date such Bonds or portions of registered Bonds shall cease to bear interest and any coupons for interest thereon maturing subsequent to the redemption date shall be void, and such Bonds or portions of registered Bonds shall no longer be deemed to be outstanding hereunder.

As provided herein, the Bonds shall be equally and ratably payable from, and secured by, a pledge of the Pledged Receipts including the Student Facilities Fee after provision for the Operating and Maintenance Expenses of the Pledged Facilities, and anything in this Resolution, the Bonds or the Trust Agreement to the contrary notwithstanding, neither this Resolution, the Bonds, nor the Trust Agreement shall be a claim against or a lien upon any property of the State of Ohio or any property of or under the control of the Board except the Pledged Receipts including said Student Facilities Fee, and neither the State of Ohio nor the University shall be obligated to pay or provide for payment thereof from any funds except such Pledged Receipts, including said Student Facilities Fee; the Bonds are not general obligations of the State or the University, neither the full faith and credit of the State nor of the University are pledged to their payment and the Bondholders shall have no right to have any taxes levied, collected or applied for or to the payment of principal or interest thereon; provided, however, that nothing herein shall be deemed to prohibit the University, of its own volition, from using to the extent it is lawfully authorized to do so, any of its other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Trust Agreement, this Resolution or any of the Bonds.

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Section 8. Covenants of the University. The University covenants with the holders of the Bonds and with the Trustee as follows:

(a) The University will, while any of the Bonds remain outstanding, fix and adjust the fees, charges and rates comprising the Pledged Receipts, including the Student Facilities Fee, so that the receipts from the Student Facilities Fee will, together with other Pledged Receipts, be sufficient to pay the Operating and Maintenance Expenses of the Pledged Facilities and provide for the payment of the principal and interest on the Bonds and other payments to Special Funds required by Section 5 of this Resolution.

(b) From funds lawfully available, the University will cause the project, and any project to be constructed from the proceeds of Additional Bonds, to be completed and equipped in an efficient and economical manner with reasonable dispatch, in compliance with all applicable laws, ordinances and regulations, and, if substantial construction is involved, in a manner consistent with the plans and recommendations of responsible architects or engineers; and the University shall, from surplus dormitory and dining hall revenues and other funds lawfully available therefor, provide sufficient funds for the completion of so much of the dormitory facilities situated in the Project as may be necessary to the completion and utilization of the Project.

(c) Subject to the right of abandonment under conditions provided in the Trust Agreement designed to prevent adverse effect of such abandonment on the expected earnings coverage of Debt Service, the University will maintain, preserve and keep the Pledged Facilities in good repair, working order and operating condition, or cause the same to be done, and will apply the Pledged Receipts only as provided in Section 5 of this Resolution and in the Trust Agreement.

(d) If requested in writing by the Trustee or Original Purchaser, the University will furnish to the Trustee and the Original Purchaser of the Bonds within 120 days after the close of each fiscal year an annual report of the accounts (including each Special Fund provided for in Section 5 of this Resolution) of the Pledged Facilities prepared by a qualified accounting firm operating generally throughout the United States, having a national reputation and approved by the Trustee, or prepared by the State auditing official if the same be acceptable by the Trustee or Original Purchaser making the aforesaid request for such annual report.

(e) The University will keep proper books of record and accounts separate from all other records and accounts, in which complete and correct entries will be made of all transactions relating to the Pledged Facilities and will at all reasonable times permit the Trustee, the Original Purchaser or any holder or holders of 25% of the outstanding Bonds, or their authorized representatives, to inspect the Pledged Facilities and any books, documents and vouchers relating thereto.

(f) The University will furnish heat, light, power, water and other necessary services to the Pledged Facilities at not in excess of reasonable cost.

(g) The University will insure the Pledged Facilities as required by the Trust Agreement and apply the proceeds of such insurance as provided therein.

(h) The University will observe and perform all its agreements and obligations provided for by the Bonds, the Trust Agreement or this Resolution.

Section 9. Trust Agreement. In order to better secure the payment of the principal and interest on the Bonds, the Executive Officer of the University and the Chairman of the Board, or either of them, are authorized to execute, acknowledge and deliver, as may be appropriate, and the Secretary of the Board and the Fiscal Officer of the University, or either of them, are authorized to seal and attest, a trust agreement in terms consistent with this resolution and substantially in the form to be approved by this Board with such changes therein as are consistent with this Resolution and as may be satisfactory to the officers executing same, the Trustee and the Original Purchaser of the Project Bonds. Such Trust Agreement shall constitute a part of this Resolution as if fully set forth herein, including the provisions for supplementation, modification and alteration contained in such Trust Agreement.

Section 10. Definitions. In addition to the definitions set forth elsewhere in this Resolution, where the context permits, the following terms as used in this Resolution or in the Trust Agreement shall have the following meanings:

(1) "Additional Bonds" shall mean Bonds issued pursuant to Section 6 of this Resolution in addition to and on a parity with the Project Bonds or any other Additional Bonds then outstanding, and "Bonds" shall mean the Project Bonds and Additional Bonds.

(2) "Agreement" or "Trust Agreement" shall refer to the Trust Agreement hereinbefore authorized as from time to time supplemented pursuant to its terms.

(3) "Project Costs" shall have the meaning set forth in Section 4 hereof.

(4) "Pledged Facilities" shall mean the Project, and all structures, buildings, facilities, equipment and sites, constructed, acquired, renovated, repaired, remodeled or improved, in whole or in part, from the proceeds of the sale of Additional Bonds or from the proceeds of insurance on damaged or destroyed Pledged Facilities; and structures, buildings, facilities, equipment and sites which replace or are to replace any abandoned Pledged Facilities if the earnings test provided in the Trust Agreement for the abandonment of such facilities, without replacement, shall not have been met; but, in each case, excluding motor vehicle parking facilities and excluding the dormitory facilities in the Project building.

(5) "Pledged Receipts" shall mean (a) the Student Facilities Fee, (b) other revenues and receipts of the University from the operation or leasing of the Pledged Facilities,

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including that portion only of fee allocations, revenues and receipts of the University athletic department and other departments and operations of the University constituting the Facilities Charge, and (c) such new or additional fees, charges, revenues, or receipts as the University shall hereafter lawfully pledge hereunder to secure all Bonds in connection with the issuance of Additional Bonds.

(6) "Student Facilities Fee" shall mean the fees assessed or to be assessed by the University to students enrolled at the University for the acquisition, construction, equipment, renovation, repair or improvement of Pledged Facilities or for the use thereof. Said Student Facilities Fee may be collected separately or as a specific allocation of a multi-purpose fee. Such Student Facilities Fees are hereby determined to be revenues derived or to be derived from the operation of the Pledged Facilities.

(7) "Facilities Charge" shall mean a charge, from time to time determined by the University, made against the University athletic department and other departments and operations of the University for their use of the Pledged Facilities, provided that, as to each, such charge shall not exceed the remaining amount of fee allocations, revenues and receipts of such department or operation derived from its activities conducted in connection with such use of Pledged Facilities, and which the University can lawfully pledge to the security of the Bonds under Ohio Section 3345.11, after paying all other costs and expenses of such activities. Such Facilities Charges are hereby determined to be revenues derived from the operation of the Pledged Facilities.

(8) "Operating and Maintenance Expenses" of the Pledged Facilities shall mean all ordinary and usual reasonable expenditures necessary to the operation, repair, and maintenance of the Pledged Facilities and ordinary replacements of old, damaged, worn out, lost or destroyed equipment, furniture and furnishings including, without limiting the generality of the foregoing, taxes, fees, and expenses of the Trustee and paying agents and any expenses required to be paid by this Resolution or the Trust Agreement; but excluding (i) provision or expenditure for depreciation or extraordinary capital replacements, (ii) expenditures for administration of the University which would not constitute costs of the type included as costs of operation of Pledged Facilities under the present accounting practice of the University, (iii) those expenses of the University athletic department and other departments and operations of the University which are to be provided for from the fee allocations, revenues and receipts from the activities thereof conducted in connection with their use of the Pledged Facilities before payment of the Facilities Charge, (iv) the Facilities Charges, and (v) payments to the Debt Service Fund and Debt Service Reserve Fund.

(9) "Net Income Available for Debt Service" shall mean (a) the Pledged Receipts less the Operating and Maintenance Expenses of the Pledged Facilities during the preceding Fiscal Year as adjusted to reflect the schedule of fees, rates and charges placed in effect since the beginning of said preceding Fiscal Year or to become effective at the beginning of the next semester, quarter or other school period, to reflect any new fees, charges, revenues or receipts lawfully pledged by the Board for inclusion with other Pledged Receipts, to give recognition to anticipated changes in Operating and Maintenance Expenses of the Pledged Facilities, and to eliminate net income from any Pledged Facilities, and to eliminate net income from any Pledged Facilities as to which estimated income is included under clauses (b) or (c) of this paragraph (9); plus (b) the estimated annual net income applicable to any Pledged Facilities which are then under construction or for which a full Fiscal Year's operating experience is not available; plus (c) the estimated annual net income applicable to any Pledged Facilities the cost of which is to be financed in whole or in part by the sale of the Additional Bonds for which the calculation of Net Income Available for Debt Service is then being made; plus (d) the income from investments in the Debt Service Reserve Fund during the preceding Fiscal Year to the extent that the same could have been transferred to the Debt Service Fund at the option of the University pursuant to Section 5 of this Resolution. The "estimated annual net income applicable to any Pledged Facilities" as used in this paragraph (9) means the estimated annual revenues and receipts to be derived by the University from the operation or ownership of, and Facilities Charge applicable to, such Pledged Facilities, less the estimated annual Operating and Maintenance Expenses allocable thereto, in the first full Fiscal Year of operation thereof, and, if such be the case, shall be applied as a negative figure in making the computation under this paragraph.

(10) "Principal and Interest Requirements" shall mean (i) the amount required in each Fiscal Year for paying the principal of and the interest on all Bonds at the time outstanding which shall become due and payable in such Fiscal Year, excepting the principal payment due in any Fiscal Year on term Bonds for which provision has been made for deposits into the Debt Service Fund, and (ii) the amounts required to be deposited in the same Fiscal Year in the Debt Service Fund on account of such term Bonds.

(11) "Special Funds" shall mean the Revenue Fund, the Debt Service Fund, the Debt Service Reserve Fund and the Construction Fund provided for in this Resolution.

(12) "Trustee" refers to the Trustee under the Trust Agreement.

(13) "Original Purchaser" shall mean the original purchaser of the Project Bonds and additionally, where the term is used in connection with all Bonds, the original purchasers of Additional Bonds.

(14) "Paying Agents" shall mean the banks or trust companies designated as the paying agencies for the Bonds pursuant to the resolutions authorizing the issuance or sale thereof and their successors designated pursuant to the Trust Agreement, and shall also mean the Trustee where the context admits.

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(15) "Fiscal Year" shall mean the twelve month period ending on June 30 of each year or such other fiscal year as the University may hereafter adopt for keeping of books and accounts and for the financial reports required hereby.

(16) "Executive" or "Executive Officer" shall mean the President of the University, and "Fiscal Officer" shall mean the Treasurer or the Vice President for Business Affairs of the University. Any reference to an officer of the University or Board in this Resolution shall refer to the person holding such office or, in the event of resignation, absence, incapacity, vacancy in such office, transfer of function or change of title of the office, then the person performing the duties or most of the duties of such office.

Any reference to Section 3347.11 of the Revised Code of Ohio shall mean said section as it now exists and as it is from time to time amended, supplemented or affected by later legislation, provided that the obligation of the University to pay, from the sources herein provided, the principal of and interest on the Bonds and the other payments and deposits as provided herein shall not be impaired.

Section 11. General. The appropriate officers of the University and the Board, and each of them, the architects and engineers employed by the University, and the Trustees and the Paying Agents, are authorized and directed to do all things necessary or proper to carry out the terms and provisions of this Resolution, and the Trust Agreement, and to effect the execution, sale, and delivery of said Project Bonds in accordance therewith. The obligations imposed upon the University under this Resolution or the Trust Agreement are established as duties specifically enjoined upon the University, the Board and the officials of the University by law and resulting from their respective offices, trusts or stations within the meaning of Section 2731.01 of the Revised Code of Ohio. In case any one or more of the covenants, stipulations, obligations, agreements or other provisions of or contained in this Resolution, the Trust Agreement or the Bonds or coupons shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any other provision thereof, but this Resolution, the Trust Agreement, Bonds and Coupons shall be construed and enforced as if such provision, to the extent invalid or illegal, were not contained therein, and each such covenant, stipulation, obligation, agreement or other provision shall be deemed to be made and entered into in the manner and to the full extent permitted by law to accomplish most nearly the intention thereof.

Adopted: _____, 1966.

Chairman of the Board of Trustees

Attest:

Secretary, of the Board of Trustees

After discussion of this Resolution, it was moved by Mr. Galbreath, seconded by Mr. Johnson that the above Bond Resolution be adopted, and on roll call the following votes were recorded: Baxter, Aye; Stocker, Aye; Johnson, Aye; Casto, Aye; Herrold, Aye; Galbreath, Aye; Hall, Aye; Kennedy, Aye. There being no negative votes this Bond Resolution is adopted.

Mr. Millar then presented a Resolution providing for the Issuance of \$6,500,000 Convocation Center Notes of 1966 of The Ohio University for the purpose of constructing and equipping a building to be used for and in connection with an auditorium and athletic purposes. It was explained that this Resolution is to provide for the interim financing for the construction of the Beasley Convocation Center.

After a discussion of this Resolution, it was moved by Mr. Hall, seconded by Mr. Baxter that the following Resolution authorizing the Issuance of Notes for the Interim Financing and the form of Coupon Note and Registered Note be adopted. On roll call the following votes were recorded: Baxter, Aye; Stocker, Aye; Johnson, Aye; Casto, Aye; Herrold, Aye; Galbreath, Aye; Hall, Aye; Kennedy, Aye. There being no dissenting votes this Resolution is adopted.

RESOLUTION

Providing for the issuance of \$6,500,000 Convocation Center Notes of 1966 of The Ohio University for the purpose of constructing and equipping a building to be used for and in connection with an auditorium and athletic purposes.

Whereas, the Board of Trustees (herein called the "Board") of The President and the Trustees of The Ohio University is vested with the control and management of The President and Trustees of The Ohio University (herein called the "University", or when the context admits collectively with the Board called the "University"), under and by virtue of Chapter 3337 of the Revised Code of Ohio; and

WHEREAS, the Board has and does hereby determine and confirm that it is necessary to provide additional student facilities and, accordingly, hereby declares and determines that it is immediately necessary to construct and equip a building, referred to in the plans therefor as a Convocation Center, and facilities to be used for and in connection with an auditorium and athletic purposes on its campus and related facilities to be used in connection therewith (the said building and facilities constructed from the proceeds of the below mentioned Project Bonds and the within authorized notes, excluding the dormitory facilities therein to be paid for from surplus dormitory receipts presently on hand, being herein called the "Project"), the cost of which is presently estimated to be \$6,500,000 (excluding the cost of the dormitory facilities therein, estimated to cost \$1,000,000); and

WHEREAS, the University has determined to borrow the funds to pay the costs of the Project, and to issue its Student Facilities Revenue Bonds (herein called the

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"Project Bonds") in the principal amount of \$6,500,000 pursuant to Section 3345.11 of the Revised Code of Ohio, and pursuant to resolution of the Board duly adopted this day authorizing said Bonds (herein called the "Bond Resolution"); and

WHEREAS, the University has and does hereby determine and confirm that it is necessary to issue notes to pay the interim construction costs prior to the issuance and delivery of said Project Bonds; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The President and Trustees of The Ohio University:

Section 1. It is hereby determined and declared that it is necessary to construct and equip the Project, and to issue notes in the principal sum of \$6,500,000 pursuant to Section 3345.11 of the Revised Code of Ohio for the purpose of paying the Project Costs, as defined in the Bond Resolution.

Section 2. Said notes shall be payable solely from (a) the "Pledged Receipts" after provision for "Operating and Maintenance Expenses", if any, of the "Pledged Facilities", as such terms are defined in the Bond Resolution, subject to the pledge thereof to the Project Bonds upon the issuance of said Bonds; and (b) the proceeds of the sale of bonds or notes to be issued pursuant to Revised Code Section 3345.11 or other authorizing provision of laws; and neither the Board nor the State of Ohio is obligated to pay the principal of or interest on said notes from any other funds or source, nor shall such notes be a claim upon or lien against any other property of the University or the State and said notes are not general obligations of the State or the University, the full faith and credit thereof are not pledged thereto and the noteholders shall have no right to have any taxes levied, collected or applied for or to the payment thereof.

Section 3. Said notes shall be designated "Convocation Center Notes of 1966", shall be dated as determined by the Treasurer, and shall mature two years from their date, with provision for prepayment at par plus accrued interest not less than one year from date of said notes. Said notes shall bear interest payable annually or semi-annually, as determined by the Treasurer, or upon prepayment of principal, at the rate or rates, not exceeding 3.25% per annum, as determined by the Treasurer in his certificate awarding such notes. Said notes shall be in bearer coupon form or in fully registered form without coupons and in the denomination of \$50,000 and any multiples thereof, and may be represented by a single note, all as requested by the Original Purchaser thereof and approved by the Treasurer. Said notes shall be payable as to both principal and interest at the place designated by the Original Purchaser and approved by the Treasurer, and said notes shall be signed by the President and the Treasurer, or by either of such officers, attested by the Secretary of the Board, and shall be impressed with or bear a facsimile of the official seal of the University, and the coupons, if any, pertaining thereto shall be signed by or bear the facsimile signature of the Treasurer. Said notes shall be substantially in the forms attached hereto as Exhibit A and Exhibit B, the terms and covenants of which are incorporated herein, with such changes not detrimental to the University as the President or the Treasurer may approve. If agreeable to the Original Purchaser, prior to delivery of the definitive notes, said notes may be delivered as one or more temporary manuscript notes to be surrendered to the University at the principal office of the Paying Agent when the University shall notify the holder thereof that the definitive notes are available.

Both the principal of and the interest on all coupon notes shall be payable at the principal office of the Paying Agent. Payment of the interest on coupon notes shall be made only upon presentation and surrender of the coupons representing such interest as the same respectively fall due. The principal of all registered notes shall be payable at the principal office of the Paying Agent and payment of the interest on registered notes without coupons shall be made on each interest payment date to the person appearing on the registration books of the University hereinafter provided for as the registered owner thereof, by check or draft mailed by the Paying Agent to such registered owner at his address as it appears on such registration books.

The University shall cause books to be kept by the Paying Agent as note registrar for the registration and transfer of notes as provided in this Resolution.

Title to any coupon note and to any interest coupon shall pass by delivery in the same manner as a negotiable instrument payable to bearer. Any registered note without coupons may be transferred only upon the books kept for the registration and transfer of such notes, upon surrender thereof together with an assignment duly executed by the registered owner or his attorney in such form as shall be satisfactory to the Paying Agent. Upon the transfer of any such registered note the University shall execute in the name of the transferee and deliver a new registered note or notes, without coupons, of any denomination or denominations authorized by this Resolution, in aggregate principal amount equal to the principal amount of such registered note, of the same maturity, and bearing interest at the same rate.

Except as otherwise provided in this Resolution, the University and the Paying Agent may make a charge for every such transfer of notes sufficient to reimburse them for any tax, fee or other governmental charge required to be paid with respect to such transfer, and in addition may charge a sum sufficient to reimburse them for all costs and expenses incurred in connection with such transfer, and such charge or charges shall be paid before any such new note shall be delivered. Neither the University nor the Paying Agent shall be required to transfer any note or notes during the ten (10) days next preceding an interest payment date on the notes.

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As to any registered note without coupons, the person in whose name the same is registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of or on account of the principal of any such note and the interest on any registered note without coupons shall be made only to or upon the order of the registered owner thereof or his legal representative, but such registration may be changed as hereinabove provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon such note, including the interest thereon to the extent of the sum or sums so paid. The University, and the Paying Agent may deem and treat the bearer of any coupon notes and the bearer of any coupon appertaining to any coupon note, as the absolute owner of such note or coupon, as the case may be, whether such note or coupon shall be overdue or not, for the purpose of receiving payment thereof and for all other purposes whatsoever, and neither the University nor the Paying Agent shall be affected by any notice to the contrary.

For the purposes of this resolution, "Paying Agent" shall mean a bank or trust company with its principal office in Ohio designated by the Original Purchaser as the Paying Agent hereunder and approved by the Treasurer.

Section 4. The notes shall be sold by negotiation, solicitation of proposals or advertisement for bids, by the Treasurer upon such terms and conditions, not inconsistent with this resolution, as he may determine, but at a purchase price of not less than par plus accrued interest, if any, and at an interest rate of not exceeding three and one-quarter per centum per annum. The University will provide printed notes at its expense if approved by the Treasurer. The award of the notes by the Treasurer shall be evidenced by a Certificate of Award signed by him (the purchaser designated therein being herein called the "Original Purchaser"), and the President and Treasurer of the University are each authorized to do all things necessary or proper for the delivery of said notes in accordance with such award and this resolution.

Section 5. The President or the Treasurer of the University is hereby authorized to deposit the proceeds of said notes in the Construction Fund to be established under the provisions of the Bond Resolution and to apply and invest the moneys therein as provided in the Bond Resolution.

EXHIBIT A

(Form of Coupon Note)

UNITED STATES OF AMERICA

STATE OF OHIO
THE OHIO UNIVERSITY
CONVOCAION CENTER NOTE OF 1966

No.

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KNOW ALL MEN BY THESE PRESENTS that The President and Trustees of The Ohio University and its Board of Trustees (herein collectively called the University), for value received, hereby promise to pay, solely from the sources hereinafter set forth, to the bearer two years from the date hereof (or earlier as hereinafter referred to), the principal sum of _____ THOUSAND DOLLARS and to pay, solely from said sources, interest thereon from the date hereof at the rate of _____ percent (%) per annum until payment of such principal sum has been made or provided for, such interest to the maturity hereof being payable _____ on _____ and upon the presentation and surrender of the attached interest coupons representing such interest as the same respectively fall due. The interest on this note and the principal hereof are payable in any coin or currency which at the respective dates of payment thereof is legal tender for the payment of public or private debts at the principal office of _____. The principal and interest hereof are payable solely from (a) the "Pledged Receipts" after provision for "Operating and Maintenance Expenses", if any, of the "Pledged Facilities", as such terms are defined in the resolution authorizing the Student Facilities Revenue Bonds of the University (herein called the Project Bonds) duly adopted by said Board of Trustees on January 5, 1966 subject to the pledge thereof to said Project Bonds upon the issuance of said Bonds and (b) the proceeds of the sale of Bonds or the proceeds of the sale of notes issued pursuant to Section 3345.11 of the Revised Code of Ohio or other authorizing provision of law; and neither the State of Ohio nor the University or its Board of Trustees is obligated to pay the same from any other funds or source, nor shall this note be a claim upon or lien against any other property of the State or the University, and this note is not a general obligation of the State or the University and the full faith and credit thereof are not pledged thereto and the noteholders shall have no right to have any taxes levied, collected or applied for the payment hereof.

This note is one of a duly authorized issue of notes in the aggregate principal amount of Six Million, Five Hundred Thousand Dollars (\$6,500,000) issued for the purpose of constructing and equipping a building and facilities to be used for and in connection with an auditorium and athletic purposes on the campus of the University, under authority of, pursuant to and in full compliance with the general laws of the State of Ohio, particularly Section 3345.11 of the Revised Code, and pursuant to a Resolution of the Board of Trustees of said University duly adopted on the 5th day of January, 1966.

In consideration of the loan evidenced by this note, the University and its Board of Trustees covenant and agree that they will do all things necessary to effect the issuance of and delivery, prior to the maturity of this note, of the bonds or notes for the refunding of this note, pursuant to Section 3345.11 of the Revised Code of Ohio or other authorizing provisions of law, in such principal amount as shall be necessary to pay the principal of and interest on this note, that they will do all

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MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

things necessary to sell such bonds or notes at the time provided above and will accept such price and such interest rate as shall be necessary in order to effect such sale, and these obligations are established as duties specifically enjoined by law upon the University, its trustees and officers, and result from their respective offices, trusts or stations within the meaning of Section 2731.01 of the Revised Code of Ohio.

All of the notes of this issue are subject to redemption prior to maturity at the option of the University one year from the date hereof or on any date thereafter at par plus accrued interest to the date of redemption. The call for such redemption shall be made by notice, specifying the date of redemption, published by or on behalf of the University once a week for two consecutive weeks in a financial journal of national circulation, the first such publication to be not less than thirty (30) days prior to the redemption date, provided that such publication shall not be necessary if waived by the holders of all outstanding notes or if such notice shall have been given to them by registered mail. If said notes are duly called for redemption and if on such redemption date moneys for the redemption of all such notes, together with interest to the redemption date, shall be held by _____ so as to be available therefor, then from and after such redemption date such notes shall cease to bear interest and any coupons for interest thereon maturing subsequent to the redemption date shall be void, and such notes shall no longer be deemed to be outstanding.

This note is executed on behalf of said Board of Trustees solely in their capacity as such Trustees and shall not constitute their personal obligation, either jointly or severally, in their individual capacities.

AND IT IS HEREBY CERTIFIED AND RECITED, that all acts, conditions and things necessary to be done precedent to and in the issuance of this note, in order to make it a legal, valid and binding obligation of said University and its Board of Trustees, have happened, been done and performed in regular and due form as required by law.

IN WITNESS WHEREOF, The President and Trustees of The Ohio University and its Board of Trustees, jointly and severally, have caused this note to be signed by the President and the Treasurer of the University, the official seal of the University to be impressed hereon, and to be attested by the Secretary of the Board of Trustees of said University, and the interest coupons hereto attached to bear the facsimile signature of said Treasurer, all as of the _____ day of _____, 1966.

ATTEST:

Secretary of the Board of Trustees

THE PRESIDENT AND TRUSTEES OF
THE OHIO UNIVERSITY

and
THE BOARD OF TRUSTEES OF THE
PRESIDENT AND TRUSTEES OF THE
OHIO UNIVERSITY

President of The Ohio University

(S E A L)

Treasurer of The Ohio University

(Form of Coupon)

No. _____

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On _____, 19____, The President and Trustees of The Ohio University and its Board of Trustees will pay to bearer* at the principal office of _____ upon the presentation and surrender hereof, the sum of _____ Dollars (\$ _____) in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts, solely from the special sources referred to in, and for the interest then due upon its The Ohio University Convocation Center Note of 1966, dated as of _____, 196____, No. _____.

(facsimile signature)

The President and Trustees of
The Ohio University

*On coupons maturing more than a year from date add - - , unless the note mentioned below shall previously become payable as provided therein and provision for payment thereof shall have been made.

EXHIBIT B

(Form of Registered Note)

UNITED STATES OF AMERICA

STATE OF OHIO
THE OHIO UNIVERSITY
CONVOCAION CENTER NOTE OF 1966

No. _____

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KNOW ALL MEN BY THESE PRESENTS that The President and Trustees of The Ohio University and its Board of Trustees (herein collectively called the University) for value received, hereby promise to pay, solely from the sources hereinafter

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set forth, to , or order, two years from the date hereof, the principal sum of DOLLARS and to pay, solely from said sources, interest thereon from the date hereof at the rate of per cent (%) per annum until payment of such principal sum has been made or provided for, such interest to maturity hereof being payable on . The interest on this note and the principal hereof are payable solely from (a) the "Pledged Receipts" after provision for "Operating and Maintenance Expenses", if any, of the "Pledged Facilities", as such terms are defined in the resolution authorizing the Student Facilities Revenue Bonds of the University (herein called the Project Bonds) duly adopted by said Board of Trustees on January 5, 1966 subject to the pledge thereof of said Project Bonds upon the issuance of said Bonds and (b) the proceeds of the sale of bonds or the proceeds of the sale of notes issued pursuant to Section 3345.11 of the Revised Code of Ohio or other authorizing provision of law; and neither the State of Ohio nor the University or its Board of Trustees is obligated to pay the same from any other funds or source, nor shall this note be a claim upon or lien against any other property of the State or the University, and this note is not a general obligation of the State of Ohio or the University, and the full faith and credit thereof are not pledged thereto and the noteholders shall have no right to have any taxes levied, collected or applied for or to the payment hereof.

The interest on this note and the principal hereof are payable in any coin or currency which at the respective dates of payment thereof is legal tender for the payment of public or private debts. The principal is payable on presentation and surrender of this note at the principal office of , and interest is payable to the registered owner hereof at such office or by check or draft mailed to the registered owner at his address as it appears on the registration books of the University kept on its behalf by the Paying Agent as note registrar. This note may be transferred only upon books kept for registration and transfer by the Paying Agent, upon surrender of this note at the principal office of the Paying Agent, together with an assignment duly executed by the registered owner or his attorney in form satisfactory to the Paying Agent. The person in whose name this note is registered shall be deemed and regarded as the absolute owner hereof for all purposes, and payment of or on account of the principal and the interest hereon shall be made only upon the order of such registered owner. All such payments shall be valid and effectual to satisfy and discharge the liability upon this note, including interest, to the extent of the sum or sums so paid.

This note is one of a duly authorized issue of notes in the aggregate principal amount of Six Million Five Hundred Thousand Dollars (\$6,500,000) issued for the purpose of constructing and equipping a building and facilities to be used for and in connection with an auditorium and athletic purposes on the campus of the University, under authority of, pursuant to and in full compliance with the general laws of the State of Ohio, particularly Section 3345.11 of the Revised Code, and pursuant to a Resolution of the Board of Trustees of said University duly adopted on the 5th day of January, 1966.

In consideration of the loan evidenced by this note, the University and its Board of Trustees covenant and agree that they will do all things necessary to effect the issuance of and delivery, prior to the maturity of this note, of the bonds or notes for the refunding of this note, pursuant to Section 3345.11 of the Revised Code of Ohio or other authorizing provisions of law, in such principal amount as shall be necessary to pay the principal of and interest on this note, that they will do all things necessary to sell such bonds or notes at the time provided above and will accept such price and such interest rate as shall be necessary in order to effect such sale, and these obligations are established as duties specifically enjoined by law upon the University, its trustees and officers, and result from their respective offices, trusts or stations within the meaning of Section 2731.01 of the Revised Code of Ohio.

All of the notes of this issue are subject to redemption prior to maturity at the option of the University one year from the date hereof or on any date thereafter at par plus accrued interest to the date of redemption. The call for such redemption shall be made by notice, specifying the date of redemption, published by or on behalf of the University once a week for two consecutive weeks in a financial journal of national circulation, the first such publication to be not less than thirty (30) days prior to the redemption date, provided that such publication shall not be necessary if waived by the holders of all outstanding notes or if such notice shall have been given to them by registered mail. If said notes are duly called for redemption of all such notes, together with interest to the redemption date, shall be held by the Paying Agent so as to be available therefor, then from and after such redemption date such notes shall cease to bear interest and such notes shall no longer be deemed to be outstanding.

This note is executed on behalf of said Board of Trustees of The Ohio University solely in their capacity as such Trustees and shall not constitute their personal obligation, either jointly or severally, in their individual capacities.

AND IT IS HEREBY CERTIFIED AND RECITED, that all acts, conditions and things necessary to be done precedent to and in the issuance of this note, in order to make it a legal, valid and binding obligation of said University and its Board of Trustees, have happened, been done and performed in regular and due form as required by law.

IN WITNESS WHEREOF, The President and Trustees of The Ohio University and its Board of Trustees, jointly and severally, have caused this note to be executed on their behalf by the President and the Treasurer of said University, the official seal of the University to be impressed hereon, and to be attested by the Secretary of the Board of Trustees of the University, as of the day of , 1966.

Attest:

Secretary of the Board of Trustees

THE PRESIDENT AND TRUSTEES OF
THE OHIO UNIVERSITY

and
THE BOARD OF TRUSTEES OF
THE PRESIDENT AND TRUSTEES OF
THE OHIO UNIVERSITY

MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

President of The Ohio University

(S E A L)

Treasurer of The Ohio University

Mr. Millar then presented the following Resolution providing for the assessment and collection of Student Facilities Fees to be pledged to secure the proposed Student Facilities Revenue Bonds of The Ohio University, appropriating funds for purposes of the dormitory facilities in the Convocation Center and other matters related to the Convocation Center and its financing.

There was a discussion of this Resolution and it was then moved by Mr. Hall, seconded by Mr. Stocker, that the following Resolution be adopted. On roll call the following votes were recorded: Baxter, Aye; Stocker, Aye; Johnson, Aye; Casto, Aye; Herrold, Aye; Galbreath, Aye; Hall, Aye; Kennedy, Aye. There being no dissenting votes the Resolution is adopted.

RESOLUTION

Providing for the assessment and collection of Student Facilities Fees to be pledged to secure the proposed Student Facilities Revenue Bonds of The Ohio University, appropriating funds for purposes of the dormitory facilities in the Convocation Center and other matters related to the Convocation Center and its financing.

WHEREAS, this Board of Trustees of The President and Trustees of The Ohio University has this day adopted a resolution (which resolution, as the same may be amended prior to delivery of the hereinafter mentioned Bonds, is herein called "Bond Resolution") authorizing the issuance of Student Facilities Revenue Bonds of the University (herein called "Project Bonds"), and providing for the issuance of additional bonds on a parity therewith (all of said Project Bonds and additional bonds being herein collectively called the "Bonds"); and

WHEREAS, pursuant to the Bond Resolution the University covenants that so long as the Bonds are outstanding the University will fix and adjust the rates, charges and fees comprising the Pledged Receipts, including the Student Facilities Fee, so that receipts from the Student Facilities Fee, together with other Pledged Receipts, will be sufficient to pay the Operating and Maintenance Expenses of the Pledged Facilities and provide for the payment of principal and interest on the Bonds and other payments to Special Funds required by Section 5 of the Bond Resolution; and

WHEREAS, the terms "Pledged Facilities", "Student Facilities Fee", "Facilities Charges", "Pledged Receipts", "Operating and Maintenance Expenses", "Special Funds", "Project" and "Project Costs" shall have the same meaning as used herein as are prescribed for them in Section 10 of the Bond Resolution; and

WHEREAS, Section 5 of the Bond Resolution provides that prior to completion of the Project all or part of the Student Facilities Fees may be deposited to the Construction Fund thereby established for the Project, so long as the Pledged Receipts after such application to the Construction Fund shall be adequate to pay the amounts required under paragraphs First and Second of Section 5 of the Bond Resolution; and

WHEREAS, the University has or will have on hand dormitory and dining hall surplus revenues in sufficient amount and in the time needed to provide for the estimated cost of the dormitory facilities to be included in the Project building but which are not part of the Project as defined in the Bond Resolution and the costs of which are not included in Project costs to be paid from the proceeds of the Project Bonds or interim note financing; and said surplus dormitory and dining hall receipts are and will be available for paying the costs allocable to the aforesaid dormitory facilities under the provisions of Section 3345.07 of the Revised Code of Ohio and the provisions of the Trust Agreement dated as of January 1, 1962 between The First National Bank & Trust Company of Columbus and the University, securing its Housing and Dining Hall Revenue Bonds; and

WHEREAS, this Board desires to make provision with respect to said Student Facilities Fee, Pledged Receipts and surplus dormitory and dining hall revenues, consistent with the Bond Resolution; and does hereby determine that the provisions of this Resolution are consistent therewith and that the Student Facilities Fee herein provided for will be sufficient to satisfy the covenants of the University set forth in the Bond Resolution and the requirements of Revised Code Section 3345.11;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The President and Trustees of The Ohio University, as follows:

Section 1. Levy of Student Facilities Fee. Commencing with the first semester of the 1966-1967 academic year, and until further action by the Board or by the President pursuant to Section 3 hereof, there is hereby levied and assessed and shall be collected a Student Facilities Fee in the amount of \$15 per regular

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semester of the academic year for each full-time student, enrolled at the main campus of the University for the construction, acquisition, equipment, renovation, repair, improvement, remodeling and use of the Pledged Facilities. For purposes of this Section, a full-time student shall include students enrolled for twelve or more credit hours and also all graduate assistants and graduate fellows who are required to pay an Incidental Fee. Until further direction of the Board, said Student Facilities Fee shall be collected as part of the Comprehensive Fee and the Incidental Fee heretofore established, but is hereby specifically allocated therefrom, on a pro-rata basis, to and shall be immediately earmarked for the purposes and applied as herein provided.

Section 2. Application of Student Facilities Fees. The Student Facilities Fees are hereby appropriated to the purposes stated in and shall be applied as provided in the Bond Resolution. Until completion of the Project, the Treasurer of the University is authorized to deposit to the Construction Fund for the Project such portion of the receipts from the Student Facilities Fees as may be needed to pay Project Costs, provided that the Pledged Receipts, after such application to the Construction Fund, shall be adequate to pay the amounts required under paragraphs First and Second of Section 5 of the Bond Resolution. Student Facilities Fees received prior to the issuance of the Project Bonds and not needed to pay Project Costs shall be applied to the payment of interim financing notes, if any, issued to pay Project Costs, and otherwise shall be deposited to the Student Facilities Revenue Fund established under the Bond Resolution.

Section 3. Fixing and Adjusting Fees and Charges. Pursuant to the Bond Resolution, and this Resolution, the President of the University shall from time to time, fix and adjust the Student Facilities Fee, the fee allocations, rates and charges making up the Facilities Charge, and other rentals and charges for the use of or services provided by the Project, as he may determine, consistent with the provisions and covenants of the University in the Bond Resolution, but subject to the continuing authority of the Board to make changes therein consistent with the Bond Resolution, which Student Facilities Fee and Facilities Charges are hereby appropriated and shall be applied as provided for Pledged Receipts under the Bond Resolution.

Section 4. Appropriation of Funds on Hand to Project. The unencumbered moneys presently and from time to time comprising surplus dormitory and dining hall revenues of the University available for such purpose, are hereby appropriated and encumbered to the extent of \$1,000,000 to pay those costs of the Project building (Convocation Center) allocable to the dormitory facilities therein; and the Treasurer is directed to set aside said sum in a separate bookkeeping account therefor, to pay such portions thereof into the deposit account established for the Construction Fund for the Project as may be needed, from time to time, to retransfer from such bookkeeping account to the account from which such sum is hereby appropriated any amount in excess of that needed for the said dormitory facilities on the basis of bids received and architect's or engineer's reports as to the amount of the costs allocable to said dormitory facilities, and to close out such bookkeeping account and transfer the balance thereof, if any, to the account from which the aforesaid appropriation is made hereby when he shall be satisfied, on the basis of architect's or engineer's reports, that such balance will not be needed for the aforesaid purpose; and the Treasurer is further authorized to expend for said costs allocable to the dormitory facilities in the Convocation Center such additional amounts from the available surplus dormitory and dining hall revenues as may be needed to supplement such encumbered amount.

Section 5. Bank Accounts. The President, Vice President for Business Affairs and the Treasurer of the University, or any of them, are hereby authorized to establish such bank accounts and make such withdrawals therefrom and to give such instructions as the officer acting shall from time to time deem advisable in connection with the Bond Resolution and the resolution authorizing notes as aforesaid, and this Board hereby adopts such forms of resolutions as may be required in that connection by any such bank.

Section 6. Regarding Plans, Contracts, and Project Completion. The President, Vice President for Business Affairs, Treasurer, and Business Manager of the University, or any of them, are hereby authorized to cause to be developed plans, specifications and estimates for the Project, in cooperation with the Director of Public Works, State Architect and consulting architects and engineers, and to give approvals, sign contracts and documents and do all other things necessary or incidental to the taking of bids for, the award of, and the execution, implementation and performance of construction contracts for the Project and the dormitory facilities in the Project building, and all things necessary or incidental to acquisition of equipment and furnishings for the Project and said dormitory facilities and the successful completion thereof and placing the same in operation.

Section 7. Concerning Changes in Bond Terms. Prior to the sale of the Project Bonds, the President and the Treasurer of the University are hereby authorized to make changes in the terms and provisions of such bonds, including, without limitation to, reduction of the principal amount of the Bonds with related changes in the maturity schedule thereof, and to solicit offers or bids for the purchase of said Bonds on such terms; provided that such changes shall not be substantially adverse to the University, that the principal amount of said Bonds shall not be increased, that the security for said Bonds shall not be altered, that the maximum maturity, maximum interest rate and the maximum redemption premiums of said Bonds shall not be increased, and that the provisions for method of sale of said Bonds as set forth in the Resolution authorizing such Bonds shall not be altered; and said changes shall be reported to this Board at its next meeting for approval and the Bond Resolution shall be spread on the minutes as so changed. Pursuant to Article VI, Section 5, of the By-laws of the Board of Trustees, the Executive Committee of the Board is hereby vested with full power to take final action, without the necessity of any further approval by the Board, to approve or fix the interest rate of the interim financing of the Project within the maximum rate authorized by the resolution of the Board pertaining

MINUTES—OHIO UNIVERSITY, Board of Trustees —January 5, 1966

thereto, adopted this day, and to take such further action with respect to such interim financing as it shall deem necessary or appropriate.

* * * * *

Mr. Milar then presented a Resolution providing for approval of Bond Resolution and Second Supplemental Trust Agreement between The University and The City National Bank and Trust Company of Columbus authorizing and securing The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds, Series E, and repealing and rescinding the Series E Bond Resolution approved by the Board of Trustees on September 17, 1964.

After discussion of this Resolution it was moved by Mr. Johnson, seconded by Mr. Galbreath, that the following Resolution and Second Supplemental Trust Agreement between The President and Trustees of Ohio University and The City National Bank and Trust Company of Columbus, Ohio, be approved. On roll call the following votes were recorded: Baxter, Aye; Stocker, Aye; Galbreath, Aye; Johnson, Aye; Casto, Aye; Herrold, Aye; Hall, Aye; Kennedy, Aye; There being no dissenting votes the resolution is adopted.

RESOLUTION PROVIDING FOR APPROVAL OF BOND RESOLUTION
AND SECOND SUPPLEMENTAL TRUST AGREEMENT BETWEEN THE
UNIVERSITY AND THE CITY NATIONAL BANK AND TRUST COMPANY
OF COLUMBUS AUTHORIZING AND SECURING THE OHIO UNIVERSITY
AND ITS BOARD OF TRUSTEES HOUSING AND DINING REVENUE
BONDS, SERIES E

WHEREAS, this Board on September 17, 1964 adopted a bond resolution for the issuance and sale of Housing and Dining Revenue Bonds, Series E, and approved a Second Supplemental Trust Agreement securing said Series E Bonds, and as of this date said Series E Bonds have not been issued and said Second Supplemental Trust has not been executed; and

WHEREAS, this Board, at its meeting held November 11, 1965, approved a Supplemental Trust Agreement setting forth certain modifications of the Original Trust Agreement dated January 1, 1962 between the President and Trustees of The Ohio University and its Board of Trustees and The City National Bank and Trust Company of Columbus, and the First Supplemental Trust Agreement between said parties dated as of January 1, 1963, and the bond resolutions constituting parts thereof; and

WHEREAS, said Supplemental Trust Agreement approved November 11, 1965 will be executed by the parties thereto and become effective as a modification of the trust agreements and bond resolutions as aforesaid upon securing the appropriate authorizations from the holders of the Series A, B, C and D Housing and Dining Revenue Bonds; and

WHEREAS, this Board has duly authorized and issued \$7,460,000 Housing and Dining Revenue Bonds, Series F, dated as of June 1, 1965, for the purpose of refunding certain outstanding dormitory bonds which were not issued under the Original Trust Indenture, and the Series F bondholders have consented to the modifications provided in the said Supplemental Trust Agreement approved November 11, 1965; and

WHEREAS, it is necessary to revise and modify the forms and terms of the Series E bond resolution and Second Supplemental Trust Agreement to reflect the issuance of said \$7,460,000 Housing and Dining Revenue Bonds, Series F, dated as of June 1, 1965, and to conform with the said proposed modifications of the Original Trust Agreement dated as of January 1, 1962 and the Original Bond Resolution under which said Series E Bonds are to be issued; and

WHEREAS, a revised and modified form of Second Supplemental Trust Agreement and Bond Resolution for the issuance of Series E Bonds has been presented to this Board and made a part of this Resolution and it is necessary to enact and approve the same, and repeal the Series E bond resolution adopted September 17, 1964:

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the President and Trustees of the Ohio University:

Section 1. That, subject to the provisions of Section 2 hereof, the Second Supplemental Trust Agreement, attached hereto as Exhibit I, is hereby approved in all respects and the Bond Resolution contained in said Supplemental Agreement is hereby adopted and approved.

Section 2. That Section 5 and the reference to 25 per centum in Section 7 of the Bond Resolution in Exhibit I shall not be effective unless the Series A, B, C and D bondholders authorize the modifications set forth in the Supplemental Trust Agreement approved November 11, 1965 and the University and the Trustee enter into said agreement, otherwise the terms of Section 5 shall be the same as Section 5 of the Original Bond Resolution set forth in the Original Trust Agreement dated January 1, 1962 with appropriate changes, if necessary, to make the same applicable to the Series E Bonds and the reference to 25 per centum in Section 7 shall be 35 per centum.

Section 3. That the Chairman of the Board of Trustees, the President of the University, the Vice President for Business Affairs, and the Treasurer, and each of them, are hereby authorized to execute, acknowledge and deliver the said Second Supplemental Trust Agreement to The City National Bank and Trust Company of Columbus, Columbus, Ohio, as Trustee, as may be appropriate, and the Secretary of the Board of Trustees is authorized to seal and attest the same, all with such changes not unfavorable to the University as the

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MINUTES—OHIO UNIVERSITY, Board of Trustees -January 5, 1966

officers acting shall deem advisable or as shall be required by the rules, regulations or practices of the Housing and Home Finance Administrator, or as shall be required to be consistent with the indenture and bond resolution modifications described herein.

Section 4. That the resolution entitled:

"Approval of Bond Resolution and Trust Agreement between The University and The City National Bank and Trust Company of Columbus, Columbus, Ohio authorizing and securing The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds, Series E."

and the Series E Bond Resolution approved by the above entitled resolution adopted by this Board on September 17, 1964, be and the same are hereby repealed and rescinded.

OHIO UNIVERSITY
AND ITS
BOARD OF TRUSTEES
HOUSING AND DINING REVENUE BONDS

SECOND SUPPLEMENTAL TRUST AGREEMENT
between
THE PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY
and
THE CITY NATIONAL BANK AND TRUST COMPANY OF COLUMBUS
Columbus, Ohio
Trustee

Dated as of January 1, 1964

Supplementing

Original Trust Agreement dated as of January 1, 1962
and
First Supplemental dated as of January 1, 1963

Securing

\$3,250,000 Series E Bonds dated January 1, 1964

Additional Parity Bonds as provided herein

THE OHIO UNIVERSITY AND ITS BOARD OF TRUSTEES
HOUSING AND DINING REVENUE BONDS
SERIES E

SECOND SUPPLEMENTAL TRUST AGREEMENT

This Second Supplemental Trust Agreement, dated as of January 1, 1964 (herein called the "Supplement") by and between the PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY (sometimes known as "The Ohio University") and its BOARD OF TRUSTEES (hereinafter sometimes referred to collectively as the "University"), created and existing under the laws of the State of Ohio and located at Athens, Ohio, jointly and severally parties of the first part, and THE CITY NATIONAL BANK AND TRUST COMPANY OF COLUMBUS, Columbus, Ohio, a national banking association organized and existing under and by virtue of the laws of the United States and having its office and place of business in the City of Columbus, county of Franklin and State of Ohio, hereinafter called the "Trustee", as Trustee under the Trust Agreement dated as of January 1, 1962, hereinafter mentioned, party of the second part;

W I T N E S S E T H:

WHEREAS, the University, pursuant to the Original Bond Resolution, passed October 16, 1962, entered into a Trust Agreement dated as of January 1, 1962 with the Trustee under which \$600,000 Series A and \$3,250,000 Series B Construction and Refunding Housing and Dining Revenue Bonds dated January 1, 1962 have been authorized and issued, and as of January 1, 1963, the University entered into a First Supplemental Trust Agreement under which \$600,000 Series C and \$3,000,000 Series D Housing and Dining Revenue Bonds, dated as of January 1, 1963, have been authorized and issued, and as of June 1, 1965 the University entered into a Third Supplemental Trust Agreement under which \$7,460,000 Housing and Dining Revenue Bonds, Series F dated as of June 1, 1965 have been authorized and issued, and under which Additional Bonds (herein called "Additional Bonds") are issuable

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on a parity with the Series A, B, C, D, and F Bonds and other Additional Bonds hereafter issued under certain conditions as provided in the Trust Agreement; and

WHEREAS, pursuant to Section 15.01 of the Trust Agreement dated as of January 1, 1962, appropriate authorizations from the holders of the Series A, B, C, and D Bonds and the approval of the Board of Trustees of the University passed November 11, 1965, the University has entered into a Supplemental Trust Agreement with the Trustee providing for modifications of said Trust Agreement dated as of January 1, 1962, the First Supplemental Trust Agreement and the Bond Resolutions constituting parts thereof (the said Supplemental Trust Agreement, herein, collectively with the Trust Agreement dated as of January 1, 1962, the First Supplemental Trust Agreement, this Second Supplemental Trust Agreement and the Third Supplemental Trust Agreement called the "Trust Agreement"); and;

WHEREAS, the University has in all respects complied with the provisions of the Trust Agreement so as to be entitled at this time to execute and to have authenticated and delivered by the Trustee Additional Bonds consisting of \$3,250,000 Series E Bonds; and

WHEREAS, the University further desires by this Supplement to provide for the issuance under the Trust Agreement of \$3,250,000 of Additional Bonds (herein called the Series E Bonds) as \$3,250,000 Housing and Dining Revenue Bonds, Series E; and

WHEREAS, the University has heretofore duly adopted the Series E Bond Resolution providing for the Series E Bonds and this Supplement, which resolution, collectively with the Original Bond Resolution, is referred to as the Bond Resolution; and

WHEREAS, the Series E Bond Resolution is as follows:

BOND RESOLUTION

Providing for the issuance of \$3,250,000 The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds Series E for the purpose of constructing three new dormitory buildings to provide housing and appurtenant facilities for approximately 733 men and women students, 4 supervisors, and basement car parking for approximately 75 cars, as Additional Parity Bonds pursuant to Bond Resolution adopted October 16, 1962, and Trust Agreement dated as of January 1, 1962.

WHEREAS, the Board of Trustees of The President and Trustees of The Ohio University (herein called the Board) is vested with the government of The President and Trustees of The Ohio University (herein called the "University" or, when the context admits, collectively with the Board called the "University") by Section 3337.01 of the Revised Code of Ohio; and

WHEREAS, by authority of Section 3345.07 of the Revised Code of Ohio, the Board is authorized to construct, equip, maintain and operate upon sites within, or in close proximity to, the campus of the University buildings to be used as dormitories and as other suitable living quarters for students and members of the faculty and servants and wives and families of married students of said University, and as dining halls (including all separate or connected buildings, sites, equipment, structures and utilities to be used in connection with the maintenance or operation of, or in any way supplementing or related to the services or facilities to be provided by such buildings) and to pay for the same out of any funds in its possession derived from the operation of any dormitories, other living quarters or dining halls under its control or out of funds borrowed therefor and to borrow funds for such purposes upon such terms as said Board may deem proper and to issue notes or other written instruments evidencing such indebtedness provided that such indebtedness shall not be a claim against or lien upon any property of the State or any property of or under the control of said Board excepting such parts of the receipts of the operation of any dormitories under control of the Board as it may pledge to secure the payment of such indebtedness and by authority of said Section 3345.07 of the Board is also authorized to issue such notes or other obligations payable as aforesaid in order to retire or refund outstanding notes or other obligations matured or unmatured, to repay moneys previously borrowed or advanced under said section or to reimburse funds of the University for amounts used under said Section 3345.07; and

WHEREAS, the University determined by resolution adopted October 16, 1962 (herein called the Original Bond Resolution, and as the same may be amended or modified, and collectively with this resolution called the Bond Resolution) to provide for the issuance of dormitory revenue bonds and pursuant to the Trust Agreement dated as of January 1, 1962 with The City National Bank and Trust Company of Columbus (herein, with the First, Second and Third Supplemental Trust Agreements as the same may be amended and further supplemented, called the Trust Agreement), to pledge with certain exceptions which are no longer applicable, the net income of all the dormitory facilities now or hereafter under control of the University, including the dining halls constituting part thereof, and to provide in said Trust Agreement for the issuance of such Bonds as from time to time authorized subject to the conditions contained in said Trust Agreement and by the Original Bond Resolution and the Trust Agreement provided for the sale of an initial issue of \$3,850,000 consisting of \$600,000 Series A Bonds and \$3,250,000 Series B Bonds (herein called the Series A and Series B Bonds) and for the issuance from time to time as authorized by the University of Additional Bonds (herein called Additional Bonds, said Series A and B Bonds and Additional Bonds being herein collectively referred to as the Bonds) on a parity with said initial series, of which \$600,000 Series C Bonds, \$3,000,000 Series D Bonds, and \$7,460,000 Series F Bonds have been authorized and issued.

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WHEREAS, there are presently outstanding \$ principal amount of Series A bonds, \$ of Series B Bonds, \$600,000 of Series C Bonds, \$3,000,000 of Series D Bonds and \$7,460,000 of Series F Bonds, aggregating in amount \$; and

WHEREAS, the University has not pledged or encumbered the revenues from its dormitory facilities except as provided in the Trust Agreement; and

WHEREAS, the University has determined to sell an issue of \$3,250,000 of Additional Bonds consisting of Series E Bonds (herein called the Series E Bonds), all as provided in the Trust Agreement; and

WHEREAS, the Board has heretofore determined, and hereby determines and confirms, the necessity of constructing three new dormitory buildings to provide housing and appurtenant facilities for approximately 733 men and women students, 4 supervisors, and basement car parking for approximately 75 cars, which dormitories are located on land owned by the University or by the State of Ohio for the benefit of the University, known as the West Green Dormitory Development and have been designated as Dormitories Nos. 7, 8 and 9, (herein referred to as the "Project"); and

WHEREAS, said Project is to be constructed pursuant to plans prepared by Dan A. Carmichael, Architect, Columbus, Ohio, and approved by the Department of Public Works of Ohio; and

WHEREAS, the University has received estimates from its Architect, and, accordingly, estimates the cost of the Project, including provision for contingencies and interest during construction, will be as follows:

and

WHEREAS, the University has determined to borrow the funds to pay the foregoing costs, excluding the cost of movable equipment, of the Project and has entered into a Loan Agreement, dated as of February 1, 1964, with the United States of America acting through the Housing and Home Finance Administrator (hereinafter called the "Loan Agreement"), under which the United States has agreed to purchase the \$3,250,000 Series E Bonds, if no equal or more favorable bid than the bid of the United States therein provided is received.

Construction \$2,975,000
Architects Fees 175,000
Interest and Contingencies - 100,000
\$3,250,000 (46)

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The President and Trustees of The Ohio University.

Section 1. Purpose of Series E Bonds. It is hereby determined to be necessary to construct the aforesaid Project and to issue \$3,250,000 Housing and Dining Revenue Bonds pursuant to Section 3345.07 of the Revised Code of Ohio and the Trust Agreement dated as of January 1, 1962, as the same may be amended or supplemented, for the purpose of paying the costs of said Project, except the cost of movable equipment, and of all things incidental thereto or incidental to the financing thereof, including repayment, with interest, of moneys previously borrowed or advanced for the Project or restoring amounts used for the Project from other funds of the University available for such purposes. Said Bonds, together with the \$600,000 Series A Bonds, \$3,250,000 Series B Bonds, \$600,000 Series C Bonds, \$3,000,000 Series D Bonds, and \$7,460,000 Series F Bonds, and any other additional Bonds issued pursuant to the Trust Agreement, shall be payable as provided in the Original Bond Resolution from the dormitory and dining hall revenues. Said Project shall be a part of the Housing and Dining System of the University established pursuant to the Trust Agreement.

Section 2. Terms of the Bonds.

(a) Terms of Series E Bonds. Said \$3,250,000 The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds to be issued under this Resolution, the Original Bond Resolution, and the Trust Agreement shall be entitled "The Ohio University and Its Board of Trustees Housing and Dining Revenue Bonds, Series "E" and, except when registered, shall constitute negotiable instruments; shall be issued as coupon bonds dated January 1, 1964 registrable as to principal, in the denomination of \$1,000, or such multiples thereof as specified by the original purchasers; provided, however, that all Bonds of a single maturity must be of the same denomination; or as one or more fully registered Bonds without coupons dated as provided in the Trust Agreement in denominations of \$1,000 or multiples thereof when and as requested by the original Purchasers of such Bond or Bonds; shall be numbered from 1 upward in order of maturity, and in the case of registered bonds of such Series as determined by the Vice President for Business Affairs of the University. Series E Bonds shall bear interest from their date at the rate of 3-5/8% per annum in the case of such Bonds purchased by the United States pursuant to the Loan Agreement, and in the case of Bonds not purchased by the United States under the Loan Agreement, if an equal or more favorable bid is received, at the rate or rates stipulated by the successful bidder in his bid and approved by the President or Vice President for Business Affairs of the University in writing. Interest on the Series E Bonds shall be paid semi-annually on the first days of January and July of each year commencing July 1, 1964, and the Series E Bonds shall mature serially on January 1 in years and amounts as follows:

Year	Amount	Year	Amount
1967-69	\$40,000	1991-93	\$100,000
1970-75	50,000	1994-95	110,000
1976-79	60,000	1996-98	120,000
1980-83	70,000	1999-2000	130,000
1984-87	80,000	2001-2002	140,000
1988-90	90,000	2003-2004	150,000

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The principal and interest of the Series E Bonds shall be payable at the principal office of the Trustee under the Trust Agreement hereinafter provided for (said Trustee at the time of issuance of said Bonds being The City National Bank and Trust Company of Columbus, Columbus, Ohio), or at the option of the holder at the principal office of The Chase Manhattan Bank in the Borough of Manhattan, City and State of New York, except that interest on fully registered Bonds is payable by check as provided in the Trust Agreement and principal on fully registered Bonds may also be payable at such additional place or places, at the option of the holder, as shall be designated by the President and the Vice President for Business Affairs.

Series E Bonds maturing January 1, 1967 through January 1, 1974, inclusive, shall be non-callable. Series E Bonds maturing after January 1, 1974 are subject to call for redemption prior to maturity in whole or in part and in inverse numerical order at the option of the Board on July 1, 1974, or on any interest payment date thereafter at par and accrued interest to the date of redemption plus a redemption premium for each bond as follows:

3% if redeemed July 1, 1974 through January 1, 1979, inclusive,
2-1/2% if redeemed July 1, 1979 through January 1, 1984, inclusive,
2% if redeemed July 1, 1984 through January 1, 1989, inclusive,
1-1/2% if redeemed July 1, 1989 through January 1, 1994, inclusive,
1% if redeemed July 1, 1994 through January 1, 1999, inclusive,
and without premium if redeemed after January 1, 1999

Except for the redemption of Series E Bonds with surplus funds in the Construction Account as provided in Section 4 of this Resolution, funds for the redemption of Bonds prior to maturity shall be applied, as to any Series of Bonds held by the United States of America at the time of such redemption on a pro rata basis (reflecting the proportion of the original amount of such Series of Bonds then held by the United States of America to the total amount of Bonds then outstanding under the original and supplemental Trust Indentures).

Calls for redemption shall be made by notice, specifying the numbers and amount of the Bonds to be called, published by the Trustee on behalf of the University once a week for two consecutive weeks in a financial newspaper of national circulation published in the English language in New York City and in an English language newspaper of general circulation in Columbus, Ohio, the first publication to be not more than forty (40) nor less than thirty (30) days prior to the date of redemption.

Series E Bonds shall be signed by the Chairman of the Board and the President of the University or shall bear the facsimile signatures of said officers, shall be attested by the Secretary of the Board or the Treasurer of the University, and shall be sealed with the seal of the University or a facsimile thereof, and interest coupons attached thereto shall bear the facsimile signature of the Secretary of the Board, or Treasurer of the University.

Series E Bonds and coupons shall be in substantially the form provided in the Trust Agreement with such variations as may be required by the Original Purchasers and approved by the President and Vice President for Business Affairs of the University, provided that such Bonds shall contain no terms or provisions inconsistent with this Resolution, the Original Bond Resolution, the Trust Agreement or the Loan Agreement.

(b) Terms of Additional Bonds. Additional Bonds and their coupons shall be designated, dated and signed, shall be in such form and denomination or denominations and shall have such maturities, interest rates, interest payment dates, redemption provisions, registration provisions, places of payment and other terms, provisions and conditions as may be provided pursuant to the resolution authorizing their issuance; provided, however, that such terms and conditions shall not be inconsistent with this Resolution, the Original Bond Resolution, the Trust Agreement or the then outstanding Bonds; and provided, further, that resolutions authorizing the issuance of Additional Bonds shall provide for the payment of the principal of such Additional Bonds on January 1 of each year in which principal shall become due for the payment of interest on such Additional Bonds on January 1, and July 1 of each year in which interest shall be payable under the terms of said Resolution.

(c) Terms of all Bonds. All Bonds and Coupons shall bear such designations as may be necessary to distinguish them from other series of Bonds and Coupons having different provisions.

All Bonds and Coupons shall be payable in any coin or currency which, on the respective dates of payment, is legal tender for the payment of debts due the United States of America.

In case any officer whose signature, or a facsimile of whose signature, shall appear on any Bonds or Coupons shall cease to be such officer before the issuance, authentication or delivery of such Bonds or Coupons, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until that time. Any Bonds, duly called for redemption and for the retirement of which funds are deposited with the Trustee in an amount equal to the principal, premium if any, and interest to the redemption date, shall cease to bear interest from said redemption date and shall no longer be deemed to be outstanding.

As provided herein, and in the Trust Agreement, the Bonds shall be equally and ratably payable from, and secured by pledge of, the receipts from the operation

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of all Dormitory Facilities of the University now or hereafter under control of the Board after provision for reasonable and proper expenses of operation and maintenance of such dormitory facilities and anything in this Resolution, the Original Bond Resolution, the Bonds, nor the Trust Agreement shall be a claim against or a lien upon any property of the State of Ohio or any property of or under the control of the Board except the portion of said receipts pledged as provided herein; provided, however, that nothing herein shall be deemed to prohibit the University, of its own volition, from using, to the extent it is lawfully authorized to do so, any of its other resources or revenues for the fulfillment of any of the terms, conditions or obligations of the Trust Agreement, this Resolution, the Original Bond Resolution, or any of the Bonds.

Section 3. Issue of Series E Bonds. The Series E Bonds shall be advertised for sale, awarded, issued, authenticated and delivered pursuant to terms and provisions of the Loan Agreement.

Section 4. Allocation of Proceeds of Series E Bonds. The proceeds from the sale of the Series E Bonds shall be allocated and applied by the University as follows:

- (a) The portion representing accrued interest to the Bond and Interest Sinking Fund Account provided for in Section 7.
- (b) To the University the amounts necessary to reimburse the University for amounts expended by it on construction of the Project prior to issuance of the Series E Bonds.
- (c) The balance to the Construction Account to be held by the Trustee to pay all costs of the Project (including in accordance with the Loan Agreement the repayment of any amounts borrowed by the University to pay Project costs and interest thereon). Any moneys remaining in the Construction Account after all costs of the Project have been paid, but not more than \$60,000 shall be returned to the University. Any moneys then remaining in the Construction Account shall be promptly used to the extent possible for the redemption of Series E Bonds, and any residue shall be deposited in the Bond and Interest Sinking Fund Account.

Moneys in the Construction Account shall be expended only for such purposes as shall have been previously specified in the project cost estimates approved by the Housing and Home Finance Agency.

No part of the proceeds of Series E Bonds sold to the United States acting through the Housing and Home Finance Agency shall be used to pay costs (including cost of movable equipment or fees of a financial advisor) which, under the said Loan Agreement as from time to time amended or under the rules, regulations or practices of the Housing and Home Finance Agency, may not be paid from proceeds of bonds purchased by the United States through that agency, and the proceeds of the Series E Bonds purchased by the United States as aforesaid shall be segregated in the Construction Account to the extent necessary to effect the foregoing.

The Vice President for Business Affairs or the Treasurer of the University may make withdrawals from said Construction Account in order to make payments from such account authorized under the foregoing provision of this Section 4. If the payment is to be made with respect to an obligation under a construction contract relating to the Project, such payment shall have been certified as due under such contract by a qualified architect or engineer. If the payment is to be made from proceeds of Series E Bonds sold to the United States acting through the Housing and Home Finance Administrator, then the costs to which such payment is to be applied shall be costs which may be paid from such proceeds under said Loan Agreement as from time to time amended and the rules, regulations and practices of the Housing and Home Finance Agency.

Where the moneys on deposit in the Construction Account exceed the estimated disbursements on account of the Project for the next 90 days the Vice President for Business Affairs or the Treasurer of the University may invest such excess funds in direct obligations of, or obligations the principal of and interest on which are guaranteed by the United States Government which shall mature or which shall be subject to redemption by the holder thereof at the option of such holder, not later than 18 months after the date of such investment. Such investments, the earnings thereon and the proceeds of sale thereof shall constitute part of the Construction Account. The said investments may be sold, exchanged or collected from time to time by the Vice President for Business Affairs or the Treasurer of the University.

Section 5. Additional Bonds. (a) The University shall have the right from time to time to issue Additional Bonds if necessary to pay the costs of completing the Project or any projects for which Additional Bonds are issued, without necessity for compliance with any earnings coverage, or certificate with respect thereto, in connection with Additional Bonds issued for completion of a project.

(b) The University shall also have the right from time to time to issue Additional Bonds on a parity with other Bonds to provide funds for any purpose authorized by Section 3345.07 of the Revised Code of Ohio including, without limiting the generality of the foregoing, acquiring, constructing and equipping Dormitory Facilities and the refunding of bonds and notes issued for any of such purposes. The Trustee shall authenticate and deliver Bonds under this paragraph

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(b) upon (but only upon) receipt of the documents required by the Trust Agreement and also a certificate of the President and the Vice President for Business Affairs of the University (i) showing that the net income available for Debt Service (as defined below) is equal to or greater than one and twenty-five hundredths (1.25) times the Aggregate Average Annual Debt Service Requirements on all Bonds then outstanding under the Trust Agreement and on the Bonds then to be authenticated and delivered, less any Bonds, or portions of fully registered Bonds, which are to be redeemed or retired with the proceeds of such Additional Bonds, or with the proceeds of Additional Bonds theretofore issued or to be issued concurrently with the issuance of such new Additional Bonds; (ii) showing that there were not included in such Net Income Available for Debt Service any receipts against which there is any prior claim other than the use thereof for the Reasonable and Proper Operating and Maintenance Expenses of the Dormitory Facilities; and (iii) furnishing such other information in support of the foregoing as may reasonably be requested by the Trustee. "Net Income Available for Debt Service", as used in this paragraph (b) shall mean (A) the Net Income of the Dormitory Facilities during the preceding fiscal year as adjusted to reflect the schedule of fees, rates, and charges placed in effect since the beginning of said preceding fiscal year or to become effective at the beginning of the next semester, quarter or other school period, to reflect any new fees, revenues or funds pledged or to be pledged by the resolution authorizing such Additional Bonds to secure the payment of all Bonds, to give recognition to anticipated changes in operating and maintenance expenses of the Dormitory Facilities and to eliminate net income from any Dormitory Facilities as to which estimated income is included under clauses (B) or (C) below; plus (B) the estimated annual net income of any of the Dormitory Facilities which are then under construction or for which a full fiscal year's operating experience is not available; plus (C) the estimated annual net income of any Dormitory Facilities the cost of which is to be financed in whole or in part by the sale of the Additional Bonds for which the calculation of the Net Income Available for Debt Service is then being made. "Aggregate Average Annual Debt Service Requirement", as used in this paragraph (b), shall mean the total of the average annual debt service on each series of Bonds computed as to each series by taking the total of the principal and interest maturities on all Bonds of such series (excepting those Bonds or portions of fully registered Bonds which are to be redeemed or retired with the proceeds of such Additional Bonds or with the proceeds of Additional Bonds theretofore issued or to be issued concurrently with the issuance of such new Additional Bonds) for the then current fiscal year ending June 30 and each subsequent fiscal year to and including the fiscal year in which occurs the final principal maturity of said series, subtracting therefrom any funds held and irrevocably committed to the payment of principal of and interest on said Bonds (or a pro-rata portion of funds so held for all Bonds, exclusive of the amount comprising the required reserve in the Bond and Interest Sinking Fund Account provided for in Section 7 of this Resolution), and dividing the resultant figure by the number of said years; provided that the Aggregate Average Annual Debt Service Requirement shall in no case be deemed to exceed the highest aggregate annual principal and interest requirements of all those Bonds with regard to which the computation of the Aggregate Average Annual Debt Service Requirement is being made.

Section 6. Covenants of the University. The University covenants with the holders of the Bonds and with the Trustee under the Trust Agreement that (a) it has or will adopt and will maintain so long as any of the bonds are outstanding such parietal rules, and charge and collect such rental rates and charges, from time to time as may be necessary to assure such occupancy and use of, and receipts from, the Dormitory Facilities as will pay the costs of maintenance and operation and provide for the payment of the principal of and interest on the Bonds and other payments to the Special Funds required by Section 7 of this Resolution; (b) it will not create or permit to be created any charge or lien on the revenues of the Dormitory Facilities equal to or prior to the pledge of such revenues as herein provided; (c) from funds lawfully available, it will cause any project to be constructed from the proceeds of Additional Bonds, to be completed and equipped in an efficient and economical manner with reasonable dispatch, in compliance with all applicable laws, ordinances and regulations, and, if substantial construction is involved, in a manner consistent with the plans and recommendations of responsible architects; (d) subject to the right of abandonment under conditions provided in the Trust Agreement designed to prevent adverse effect of such abandonment on the expected earnings coverage of debt service, it will, from the dormitory receipts pledged under this Resolution and as part of the operating expenses, maintain, preserve and keep the Dormitory facilities in good repair, working order and operating condition and continuously operate the same on a revenue producing basis and will apply the receipts therefrom only as provided in Section 7 of this Resolution and in the Trust Agreement; (e) if requested in writing by the Trustee or the Original purchasers, it will furnish to the Trustee and the Original purchasers of the Bonds within 120 days after the close of each fiscal year an annual report of the accounts (including each Special Fund provided for in Section 7 of this Resolution) and operations of the Dormitory Facilities prepared by a qualified accounting firm operating generally throughout the United States, having a national reputation and approved by the Trustee; (f) it will keep proper books of record and accounts separate from all other records and accounts, in which complete and correct entries will be made of all transactions relating to the Dormitory Facilities and will at all reasonable times permit the Trustee, the Original Purchasers or any holder or holders of 25 per cent of the outstanding Bonds, or their authorized representatives, to inspect the Dormitory Facilities and any books, documents and vouchers relating thereto; (g) it will furnish heat, light, power, water and other necessary services to the Dormitory Facilities at not in excess of reasonable cost; (h) it will maintain insurance such as that presently carried generally on its Dormitory Facilities and, further, will insure the Dormitory Facilities as required by the Trust Agreement and apply the proceeds of such insurance as provided therein; and (i) it will observe and perform all its agreements and obligations provided for by the Loan Agreement, the Bonds, the Trust Agreement, or this Resolution, including deposit in the Construction Account of the sum of \$60,000, or such

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greater amount as is necessary, together with the proceeds of Series E Bonds, to assure completion of the Project.

Section 7. Application of Receipts, Special Funds. There was established by the Original Bond Resolution a Special Fund designated as the "System Revenue Fund Account."

All rentals, charges, income and revenue arising from the operation or ownership of the Dormitory Facilities shall be deposited to the Credit of the System Revenue Fund Account and held in the custody of the Treasurer of the University, separate and apart from all other funds. The System Revenue Account shall be maintained so long as any of the Bonds are outstanding in a bank which is a member of the Federal Deposit Insurance Corporation and shall be expended and used by the Treasurer only in the manner and order specified below.

Current expenses of operation and maintenance of the Dormitory Facilities shall be payable, as a first charge, from the System Revenue Fund Account as the same become due and payable. Current expenses shall include all necessary operating expenses, current maintenance charges, expenses of reasonable upkeep and repairs, properly allocated share of charges for insurance and all other expenses incident to the operation of the System, but shall exclude depreciation, all general administrative expenses of the Borrower and the payment into the "Repair and Replacement Reserve Account" established by the Original Bond Resolution.

The remainder of the System Revenue Fund Account, after providing for payment of Current Expenses, shall be applied as provided in the Original Bond Resolution; namely, as follows:

First: Into the Bond and Interest Sinking Fund Account, to be held by the Trustee as a separate fund and used for the payment of principal and interest on the Bonds, the University shall transfer from the System Revenue Fund Account and deposit to the credit of the Bond and Interest Sinking Fund Account, on or before each June 15 a sum equal to the interest becoming due on all outstanding Bonds on the next following July 1, plus a sum equal to one-half of the principal becoming due on the next following January 1 on all outstanding Bonds, plus a sum equal to one-half of 25 per centum of the aggregate principal and interest on all outstanding Bonds becoming due on the next following July 1 and January 1, and on or before December 15 a sum equal to the interest becoming due on all outstanding Bonds on the next following January 1, plus one-half of the principal on all outstanding Bonds becoming due on the next following January 1, plus one-half of 25 per centum of the aggregate interest and principal due on the next preceding July 1 and the next following January 1 on all outstanding Bonds until the funds and/or investments in the Bond and Interest Sinking Fund Account are sufficient to provide a debt service reserve at least equal to the maximum principal and interest requirements for any consecutive two-year period on all bonds then outstanding, and, thereafter, on or before each June 15 and December 15, such sums as may be necessary to meet the interest on the Bonds due on the next interest payment date and one-half of the principal due on the next following January 1 and maintain the debt service reserve at a sum at least equal to the maximum principal and interest requirements for any consecutive two-year period on all bonds then outstanding.

Second: Into the Repair and Replacement Reserve Account to be held by the Trustee as a separate fund on or before the close of each fiscal year, (1) a sum equal to three per centum (3%) of the cost of the furnishings and movable equipment annually, as may be required to restore and maintain the equipment reserve at an amount at least equal to the cost of the aforesaid furnishings and movable equipment and (2) a sum equal to one-fourth of one per centum (1/4%) of the construction costs of the Dormitory Facilities or such portion thereof as is available for transfer annually for a repairs reserve. All moneys in the Repair and Replacement Reserve Account may be drawn on and used by the University for the purpose of paying the cost of unusual or extraordinary maintenance or repairs, renewals and replacements, and the renovating or replacement of the furniture and equipment not paid as part of the ordinary and normal expense of the operation of the Dormitory Facilities. However, in the event there should be a deficiency in the amount required to be deposited in the Bond and Interest Sinking Fund Account on any deposit date, funds on deposit in the Repair and Replacement Reserve Account shall be transferred to the Bond and Interest Sinking Fund Account to the extent required to eliminate the deficiency in that Account.

Subject to making the foregoing maximum deposits, the Borrower may use the balance of excess funds in the System Revenue Fund Account at the close of each fiscal year (1) to redeem outstanding Bonds on the next interest payment date, in inverse numerical order and in amount of not less than \$5,000 par value at one time, or (2) for any expenditure, including the payment of debt service, in improving or restoring any existing housing and dining facilities or providing any such additional facilities, or (3) for any other lawful purpose.

The Bond and Interest Sinking Fund Account is irrevocably pledged to, and shall be used by the Trustee for, the payment of principal and interest on the Bonds and, until required for such purposes, shall be invested by the Trustee in such direct obligations of the United States as the President and the Vice President for Business Affairs or the Treasurer of the University shall direct in writing addressed to the Trustee, which writing shall determine that the maturity of the respective obligations is not later than the date on which such funds will be required for payment of such principal and interest. The Trustee shall transfer from the Bond and Interest Sinking Fund account to the Paying Agents amounts sufficient to enable said Paying Agents to pay when due principal and interest on the Bonds, or the Trustee shall make such credit arrangements with said Paying Agents as to permit such payments.

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The Repair and Replacement Reserve Account is irrevocably pledged to, and shall be used for, extraordinary repairs and replacements to the Dormitory Facilities, renewals and replacements, and the renovating or replacement of movable equipment and furniture of the Dormitory Facilities or for payment of the principal and interest on the Bonds by transfer to the Bond and Interest Sinking Fund as herein provided. The Trustee shall transfer from the Repair and Replacement Reserve Account to the Bond and Interest Sinking Fund Account such amounts as are from time to time necessary, in addition to the other amounts available therein, without use of the debt service reserve, to provide for the payment, when due, of the principal and interest on the Bonds and such fund shall not be used for repairs or replacement if there is any deficiency in any of the deposits required to be made to the Bond and Interest Sinking Fund Account.

The University may withdraw funds from the Repair and Replacement Reserve Account to pay for repairs or replacements upon delivery to the Trustee of a certificate signed by the President or Vice President for Business Affairs of the University setting forth the sum to be withdrawn and certifying that such repairs or replacements are necessary. Until required for such purposes, the Repair and Replacement Reserve Account may be invested by the Trustee in such direct obligations of the United States as the President and Vice President for Business Affairs or the Treasurer of the University shall direct in writing, which obligations shall mature not more than five years from the date of investment.

Investments made pursuant to this Section 7 of any amounts in any Special Fund created in the Original Bond Resolution and the interest thereon and the proceeds thereof shall constitute part of that Special Fund and be added to that particular fund. Such investments shall be sold, exchanged or collected from time to time as directed by the President and the Vice President for Business Affairs or the Treasurer of the University, and the Trustee shall be under no liability and have no responsibility in connection with such investment, or the sale, exchange or collection thereof, provided the directions of said officers are followed.

Section 8. Trust Agreement. The President of the University and the Chairman of the Board, and each of them, are authorized to execute, acknowledge and deliver, and the Secretary of the Board and the Treasurer of the University, and each of them, are authorized to sign and attest the Second Supplemental Trust Agreement with the Trustee above referred to containing provisions designed to implement the terms, provisions and covenants of this Resolution and in form and substance consistent herewith and satisfactory to the officers executing the same and the Original Purchasers of the Series E Bonds. The terms and provisions of the Trust Agreement are hereby confirmed and adopted and the terms of said Trust Agreement purporting to be applicable to the Series A, B, C and D Bonds or to the Projects to be constructed from the proceeds of the Series A, B, C, and D Bonds shall be deemed equally applicable to the Series E Bonds and the Project covered by this Resolution to the extent that the same are not inconsistent with the terms or provisions of this Resolution and the context so permits.

Section 9. Definitions. When the context so permits, the following terms shall have the following meanings:

"Additional Bonds" shall mean bonds issued pursuant to the Trust Agreement and the Original Bond Resolution in addition to and on a parity with the Series A and B Bonds, and "Bonds" shall mean both the Series A and B Bonds and Additional Bonds; "Dormitory Facilities" shall mean buildings, groups of buildings or parts of or additions to buildings, the sites therefor, and the dining halls constituting part thereof, now or hereafter constructed, acquired by or under the control of the Board and authorized to be constructed, equipped, maintained and operated by Section 3345.07 of the Revised Code of Ohio, including dormitories, dormitory additions and additional dormitories, married student housing facilities or projects, dining halls, whether separate from or located in any of the foregoing, and all separate or connected buildings, sites, equipment, structures and utilities to be used in connection with the operation or maintenance of, or in any way supplementing the services or facilities to be provided by such buildings; "Agreement" or "Trust Agreement" shall refer to the Trust Agreement dated as of January 1, 1962 as from time to time supplemented pursuant to its terms; "Net Income" shall mean the receipts from operation of the applicable dormitory facilities less reasonable and proper operating and maintenance expenses thereof. "Original Purchasers" shall mean the United States of America or such other original purchasers of the Series E Bonds; the "Reasonable and proper Operating and Maintenance Expenses" of the Dormitory Facilities shall mean all ordinary and usual reasonable expenditures necessary to the operation, repair and maintenance of the Dormitory Facilities including, without limiting the generality of the foregoing, taxes, fees and expenses of the Trustee and paying agents and any expenses required to be paid by the Bond Resolution or the Trust Agreement, but excluding provision or expenditure for depreciation or capital replacement, or expenditures for administration or regulation of the occupants of the Dormitory Facilities which do not constitute costs of the type included as costs of operation of dormitories under the present accounting practice of the University, or expenditures for extraordinary repairs or replacements payable from the Repair and Replacement Reserve Account or payments to the Bond and Interest Sinking Fund Account or Repair and Replacement Reserve Account; "Trustee" refers to the Trustee under the Trust Agreement, presently The City National Bank and Trust Company of Columbus, Columbus, Ohio; any reference to an officer of the University or of the Board in this Resolution shall refer to the person holding such office, or in the event of resignation, absence or incapacity or vacancy in such office, then the person performing the duties of such office; any reference to Section 3345.07 of the Revised Code of Ohio shall, where the context permits, mean said section as it now exists and as it is from time to time amended, supplemented or affected by later legislation.

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Section 10. General. The appropriate officers of the University and the Board and the Trustee designated in the Trust Agreement are authorized and directed to do all things necessary or proper to carry out the terms and provisions of this Resolution, the Series E Bonds, the Trust Agreement, and the Loan Agreement, and to effect the execution, authentication, sale and delivery of said Series E Bonds in accordance therewith. The obligations imposed upon the University under this Resolution or the Trust Agreement are established as duties specifically enjoined upon the University, and Board and the officials of the University by law and result from their respective offices, trusts or stations within the meaning of Section 2731.01 of the Revised Code of Ohio. The requirements of this Resolution and the Trusts hereby created are established in furtherance of the application of the borrowed funds and the pledge of receipts for the purpose authorized by Section 3345.07 of the Revised Code of Ohio and constitute terms which the Board has deemed proper under which such funds are borrowed.

WHEREAS, the texts of the Series E Bonds and the coupons, if any, to be attached thereto and the authentication certificate of Trustee to be endorsed thereon are to be substantially in the following forms, with such variations as may be required by the Original Purchasers and approved by the President and Vice President for Business Affairs of the University, provided that such Bonds shall contain no terms or provisions inconsistent with the Bond Resolution or Trust Agreement.

(Form of Coupon Bond)

The form of Coupon Bond shall be identical with the form of Coupon Bond set forth in the Trust Agreement dated as of January 1, 1962 except that it shall be designated "The Ohio University and its Board of Trustees Housing and Dining Revenue Bond, Series E" and there shall be substituted in such form in lieu of the corresponding paragraphs and Trustee's Certificate and corresponding coupon form in said Coupon Bond the following paragraphs and coupon form:

This bond is one of a duly authorized issue of \$3,250,000 of The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds, Series E, issued pursuant to Section 3345.07 of the Revised Code of Ohio and the Resolutions of the Board of Trustees set forth in the Agreement (herein collectively called the "Bond Resolution") for the purpose of providing funds to construct certain new dormitory facilities and secured by Trust Agreement dated as of January 1, 1962, as heretofore and hereafter supplemented in accordance with its terms, between the University and the above-named Trustee (herein, altogether with the Bond Resolution, collectively called the "Agreement").

The University hereby reserves the right to call and redeem the bonds of this Series maturing after January 1, 1974, as a whole, or in part, in inverse numerical order on any interest payment date on or after July 1, 1974 at par and accrued interest to the redemption date, plus redemption premiums as follows: 3% if redeemed July 1, 1974 through January 1, 1979; 2½% if redeemed July 1, 1979 through January 1, 1984; 2% if redeemed July 1, 1984 through January 1, 1989; 1½% if redeemed July 1, 1989 through January 1, 1994; 1% if redeemed July 1, 1994 through January 1, 1999; 0% if redeemed after January 1, 1999.

The Series E Bonds, together with bonds heretofore issued under the Agreement and such Additional Bonds as may be issued on a parity therewith under said Agreement, (herein collectively called the Bonds) are, and are to be, secured only, but equally and ratably without priority one over another by reason of number or of date of Bond, sale, execution or delivery, by the Agreement, creating a prior pledge of the receipts of all Dormitory Facilities (as defined in the Agreement) now or hereafter under the control of the Board of Trustees after provision only for reasonable operating and maintenance expenses thereof.

IN WITNESS WHEREOF, the President and Trustees of The Ohio University and its Board of Trustees, jointly and severally, have caused this Bond to be signed by the facsimile signatures of the Chairman of the Board of Trustees and of the President of the University and to be attested by the Secretary of the Board of Trustees and to bear a facsimile of the seal of the University and the interest coupons attached hereto to bear the facsimile signature of the Secretary of the Board of Trustees of the University, all as of January 1, 1964.

THE PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY
and
THE BOARD OF TRUSTEES OF
THE PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY

By (Facsimile signature of Chairman of the Board)
Chairman of the Board of Trustees

and by (Facsimile signature)
President of the University

Attest:
Secretary of the Board
of Trustees

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MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

(Form of Trustee's Authentication Certificate)

TRUSTEES CERTIFICATE

This Bond is one of the Bonds described in the within mentioned Trust Agreement as supplemented by Second Supplemental Trust Agreement dated as of January 1, 1964.

THE CITY NATIONAL BANK AND TRUST COMPANY
OF COLUMBUS, Columbus, Ohio

Trustee

By _____
Authorized Officer

* * * * *

(Form of Coupon)

On the first day of _____, 19____, (unless the bond designated herein has been duly called for previous redemption and payment thereof duly provided for,) The President and Trustees of The Ohio University and its Board of Trustees, as such Trustees and not individually, will pay to bearer, but only from the sources and in the manner provided in the Trust Agreement dated as of January 1, 1962, and supplement thereto dated January 1, 1964, between the said University and said Board and The City National Bank and Trust Company of Columbus, Columbus, Ohio, as Trustee, and not from the general or ordinary funds of the State of Ohio or said Board or University, on the surrender of this coupon at the principal office of The City National Bank and Trust Company of Columbus, Ohio, or at the option of the holder, at the principal office of The Chase Manhattan Bank in the Borough of Manhattan, City and State of New York _____ dollars (\$) in lawful money of the United States of America, being interest then due on The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds, Series E dated January 1, 1964.

Bond No.

Coupon No.

(Facsimile signature)
Secretary of the Board of Trustees

* * * * *

(Form of Fully Registered Bond of Single Maturity)

The form of Registered Bonds without coupons of single maturity shall be identical with the form of Registered Bond set forth in the Trust Agreement dated as of January 1, 1962 except that it shall be designated "The Ohio University and its Board of Trustees Housing and Dining Revenue Bond, Series E" and there shall be substituted in such form in lieu of the corresponding paragraphs and Trustee's Certificate in said Registered Bond the following paragraphs:

The Bond is one of a duly authorized issue of \$3,250,000 of The Ohio University and its Board of Trustees Housing and Dining Revenue Bonds, Series E, issued and to be issued from time to time, pursuant to Section 3345.07 of the Revised Code of Ohio and the Resolutions of the Board of Trustees set forth in the Agreement (herein collectively called the "Bond Resolution") for the purpose of providing funds to construct certain new dormitory facilities and secured by Trust Agreement dated as of January 1, 1962, as heretofore and hereafter supplemented in accordance with its terms, between the University and the above-named Trustee (herein, together with the Bond Resolution, collectively called the "Agreement").

The University hereby reserves the right to call and redeem the Bonds of this Series maturing after January 1, 1974 as a whole, or in part, in inverse numerical order on any interest payment date on or after July 1, 1973 at par and accrued interest to the redemption date, plus redemption premiums as follows: 3% if redeemed July 1, 1974 through January 1, 1979; 2½% if redeemed July 1, 1979 through January 1, 1984; 2% if redeemed July 1, 1984 through January 1, 1989; 1½% if redeemed July 1, 1989 through January 1, 1994; 1% if redeemed July 1, 1994 through January 1, 1999; 0% if redeemed after January 1, 1999.

The Series E Bonds, together with such bonds heretofore issued under the Agreement and such Additional Bonds as may be issued on a parity therewith under said Agreement, (herein collectively called the "Bonds") are, and are to be, secured only, but equally and ratably without priority one over another by reason of number or date of Bond, sale execution or delivery, by the Agreement, creating a prior pledge of the receipts of

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all Dormitory Facilities (as defined in the Agreement) now or hereafter under the control of the Board of Trustees after provision only for reasonable operating and maintenance expenses thereof.

(Form of Trustee's Authentication Certificate)

TRUSTEE'S CERTIFICATE

This Bond is one of the Bonds described in the within mentioned Trust Agreement as supplemented by Second Supplemental Trust Agreement dated as of January 1, 1964.

THE CITY NATIONAL BANK AND TRUST COMPANY OF COLUMBUS,
Columbus, Ohio

Trustee

By _____
Authorized Officer

(Form of Single Fully Registered Bond covering More
than One Maturity)

The form of Single Fully Registered Bond without coupons shall be identical with the form of Single Fully Registered Bond set forth in the Trust Agreement dated as of January 1, 1962 except that it shall be designated "The Ohio University and its Board of Trustees Housing and Dining Revenue Bond, Series E", bearing interest from January 1, 1964, and there shall be substituted in such form in lieu of the corresponding paragraphs and Trustee's Certificate the following paragraphs:

This Bond, designated The Ohio University and its Board of Trustees Housing and Dining Revenue Bond, Series E (herein referred to as the Bond), is issued in lieu of an issue of a like principal amount of serial coupon bonds of similar designation maturing in the amounts and on the dates of the above installments, bearing interest at the same rate and each in the denomination of \$1,000, and, with the above coupon bonds, is authorized to be issued, pursuant to Section 3345.07 of the Revised Code of Ohio and the Resolutions of the Board set forth in the Agreement (herein collectively called the "Bond Resolution") and the Trust Agreement described below, for the purpose of paying the costs of constructing certain new dormitory facilities and repaying advances made for that purpose and is secured by Trust Agreement dated as of January 1, 1962, as heretofore and hereafter supplemented in accordance with its terms, between the University and The City National Bank and Trust Company of Columbus, Columbus, Ohio, as Trustee (herein collectively called the "Trust Agreement"). This Bond is exchangeable at the sole expense of the University at any time, upon 90 days' notice, at the request of the registered owner hereof and upon surrender of this Bond at the office of the Trustee, together with an assignment and instructions duly executed by the registered owner in such form as shall be satisfactory to the Trustee, for coupon bonds authorized by the Trust Agreement bearing interest payable on the same dates and at the same rate and maturing in the same amounts and on the same dates as the then unpaid installments of this Bond, with coupons attached representing all unpaid interest due or to become due thereon, or for single maturity registered Bonds without coupons authorized by the Trust Agreement bearing interest payable on the same dates and at the same rate and maturing in the same amounts and on the same dates as the then unpaid installments of this Bond.

The Series E Bonds, together with Bonds heretofore issued under the Agreement, and such Additional Bonds as may be issued on a parity therewith under said Agreement, are, and are to be, secured only, but equally and ratably without priority one over another by reason of number or of date of Bond, sale, execution or delivery, by the Trust Agreement, creating a prior pledge of the receipts of all Dormitory Facilities now or hereafter under the control of the Board of Trustees as defined in the Trust Agreement after provisions only for reasonable operating and maintenance expenses thereof.

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MINUTES—OHIO UNIVERSITY, Board of Trustees January 5, 1966

IN WITNESS WHEREOF, the President and Trustees of the Ohio University and its Board of Trustees, jointly and severally, have caused this Bond to be signed by the facsimile signatures of the Chairman of the Board of Trustees and of the President of the University and to be attested by the Secretary of the Board of Trustees and to bear a facsimile of the seal of the University, all as of January 1, 1964.

THE PRESIDENT AND TRUSTEES OF THE OHIO
UNIVERSITY AND THE BOARD OF TRUSTEES OF
THE PRESIDENT AND TRUSTEES OF THE OHIO
UNIVERSITY

(Facsimile signature of Chairman of
the Board of Trustees)

By _____
Chairman of the Board of Trustees

And by _____ (Facsimile signature)
President of the University

Attest:

Secretary of the Board of Trustees

(Form of Trustee's Authentication Certificate)

TRUSTEE'S CERTIFICATE

This Bond is one of the Bonds described in the within mentioned Trust Agreement as supplemented by Second Supplemental Trust Agreement dated as of January 1, 1964.

THE CITY NATIONAL BANK AND TRUST COMPANY OF COLUMBUS,
Columbus, Ohio

Trustee

By _____
Authorized Officer

NOW, THEREFORE, THIS SUPPLEMENTAL TRUST AGREEMENT, WITNESSETH: that in order to secure the payment of the principal of and interest on the Bonds according to their true intent and meaning, and to secure the performance and observance of all covenants and conditions therein and herein, in the Bond Resolution and in the Trust Agreement contained, and for and in consideration of the premises and of the purchase and acceptance of the Bonds by the holders thereof from time to time, and the acceptance by the Trustee of the further trusts hereby created, and for other good and valuable considerations, the receipt of which is hereby acknowledged, the University has executed and delivered this Second Supplemental Agreement.

IN TRUST, NEVERTHELESS, upon the terms and trusts in the Trust Agreement and in this Supplement set forth for the equal and proportionate benefit and security of all present and future holders of the Bonds and appurtenant coupons issued or to be issued under and secured by the said agreements, without preference, priority or distinction, as to lien or otherwise, of any one bond or coupon over any other by reason of priority in the time of the issue or negotiation thereof or otherwise, except as may be otherwise expressly provided in said Trust Agreement.

AND IT IS HEREBY COVENANTED AND DECLARED by the University with the Trustee and its successors in the trust under the Trust Agreement for the benefit of those who shall hold such Bonds and appurtenant coupons at any time issued and outstanding under the Trust Agreement as follows:

Section 1. Incorporation of Bond Resolution. The Series E Bond Resolution is hereby made a part of this Supplement and of the Trust Agreement.

Section 2. Form, Execution and Delivery of Series E Bonds. The Series E Bonds shall be executed, authenticated and delivered as provided herein, and said Series E Bonds, the coupons to be attached thereto, and the certificate of authentication of the Trustee to be endorsed thereon shall be substantially in the form provided herein with any necessary modifications to conform hereto and to any requirements of the Housing and Home Finance Agency if the United States purchases any of said Series E Bonds.

Section 3. Proceeds of Sale. The proceeds from the sale of the Series E Bonds shall be applied as provided in the Bond Resolution.

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MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

Section 4. Concerning the Trustee. The Trustee hereby accepts the trusts hereby declared and provided and agrees to perform the same upon the terms and conditions in the Trust Agreement and in this or any other Supplement set forth.

The Trustee shall not be responsible in any manner whatsoever for or in respect of the validity or sufficiency of this Supplement or the due execution thereof by the University, nor for or in respect of the recitals herein contained, all of which recitals are made by the University solely. In general, each and every term and condition contained in the Original Trust Agreement shall apply to this supplement, with such omissions, variations and modifications thereof as may be appropriate to make the same conform to this Supplement.

In the event of conflict between the terms and conditions of the Original Trust Agreement and this Supplement, the provisions of the Original Trust Agreement shall control except where the provisions of this Supplement conform to the requirements of the Loan Agreement described in the Series E Bond Resolution.

IN WITNESS WHEREOF, The President and Trustees of The Ohio University and its Board of Trustees has caused this Agreement to be signed in their names by the Chairman of the Board and by the President of the University and its corporate seal to be hereunto affixed and the same to be attested by the Secretary of the Board, and The City National Bank and Trust Company of Columbus, Columbus, Ohio, to evidence its acceptance of the trust hereby created, has caused this Agreement to be signed in its name by one of its Vice Presidents and one of its Trust Officers and its corporate seal to be hereunto affixed and the same to be attested by a Trust Officer, all as of the day and year first above written, but actually on the dates of the respective acknowledgments.

(Seal) THE PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY
and
THE BOARD OF AND TRUSTEES OF THE PRESIDENT AND
TRUSTEES OF THE OHIO UNIVERSITY

By
Chairman of the Board

Attest: And by
Secretary President of the University

THE CITY NATIONAL BANK AND TRUST COMPANY OF COLUMBUS,
Columbus, Ohio

(Seal) By
Vice President

Attest: And by
Trust Officer Trust Officer

State of Ohio,

County of Athens, ss:

On this ____ day of _____, 196__, before me a Notary Public in and for said County and State personally appeared _____, Chairman of the Board of Trustees of The President and Trustees of Ohio University, and _____, the President of the University, and acknowledged the execution of the foregoing instrument, and that the same is their voluntary act and deed on behalf of said University and its Board of Trustees and the voluntary and corporate act and deed of said University and Board of Trustees.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal on the day and year aforesaid.

Notary Public

State of Ohio

County of Franklin, ss:

On this ____ day of _____, 196__, before me a Notary Public in and for said County and State personally appeared _____ and _____, Vice President and Trust Officer, respectively, of The City National Bank and Trust Company of Columbus, Columbus, Ohio, the bank which executed the foregoing instrument as Trustee, who acknowledged that the seal affixed to said instrument is the seal of said bank, that they did sign said instrument as such officers, respectively, for and on behalf of said bank and by authority granted in its rules and regulations and by its Board of Directors; that the same is their free act and deed as such officers, respectively, and the free and corporate act and deed of said The City National Bank and Trust Company of Columbus, Columbus, Ohio.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal on the day and year aforesaid.

Notary Public

Mr. Milar was then called upon for a report on land acquisition. He reported that one property on Woodland Avenue, and the Carpenter lot at the rear of the Baker

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MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

Center, had been acquired as authorized by the Board of Trustees and that the Attorney General and the Department of Public Works are preparing appropriation proceedings on three properties on Woodland Avenue, and the Rauch property located at the corner of President and Court Streets.

Mr. Lausche then presented a letter from the Department of Public Works recommending the awarding of contracts for the construction of the Belmont County Branch Campus. After discussion of this letter, it was moved by Mr. Baxter, seconded by Mr. Casto, and unanimously carried that the following contractors be awarded the contracts as indicated below:

<u>Contractor</u>	<u>Bid</u>	<u>Estimate</u>
Paul Contracting Company 2005 Maple Avenue, Zanesville, Ohio		
ITEM #1 - General Contract	\$1,060,000.00	\$1,228,206.00
Alt. G-1 (Ceramic Tile in lieu of Glazed Tile Toilet Room Walls)	-1,950.00	+ 860.00
Alt. G-4 (Prefinished Movable Metal Partitions in lieu of Primed Metal Partitions)	No Change	+ 9,224.00
Alt. G-7 (Addition of Venetian Blinds)	+2,500.00	+ 2,025.00
TOTAL GENERAL CONTRACT	\$1,060,550.00	\$1,240,315.00
The Gesling Company 121 South Columbus Street, Lancaster, Ohio		
ITEM #2 - Plumbing Contract	\$ 70,300.00	\$ 52,710.00
J. P. Loustau Construction Co., Inc. RD 2, Box 239, Triadelphia, West Virginia		
ITEM #3 - Sewage Plant Contract	\$ 67,737.00	\$ 53,900.00
Alfred Gray, Inc. Box 556 - South Belmont St., Bellaire, Ohio		
ITEM #4 - Heating & Air Conditioning Contracts	\$ 251,868.00	\$ 216,237.00
Davison Electric Company 15 South Fifth St., Martins Ferry, Ohio		
ITEM #5 - Electric Contract	\$ 209,450.00	\$ 189,981.00
TOTAL CONTRACTS RECOMMENDED	\$1,659,905.00	\$1,753,143.00
ASSOCIATE ARCHITECT'S FEE:		
\$1,000,000.00 @ 6% =	\$60,000.00	
659,905.00 @ 5 1/8% =	36,294.78	
TOTAL ARCHITECT'S FEE	\$96,294.78	
Less Amount Previously Enc.	-62,400.00	
Additional Amount Required	\$33,894.78	
STATE ARCHITECT'S ADMIN. EXPENSES		
1st Million	\$ 5,500.00	
\$659,905.00 @ .25% =	1,649.76	
TOTAL STATE ARCHITECT	\$ 8,149.76	
Less Amount Previously Enc.	- 715.00	
Additional Amount Required	\$ 7,434.76	
ESTIMATED COST OF BUILT-IN EQUIPMENT	80,000.00	
ESTIMATED FEES ON BUILT-IN EQUIPMENT	4,600.00	
ESTIMATED COST OF LOOSE EQUIPMENT	100,000.00	
* SOIL CONSULTANT & TEST BORINGS	5,310.19	
PROJECT CONTINGENCIES	25,740.27	
TOTAL REQUIRED	\$1,916,885.00	

SUMMARY

TOTAL CONSTRUCTION CONTRACTS	\$1,659,905.00
TOTAL ASSOCIATE ARCHITECT'S FEE	96,294.78
TOTAL STATE ARCHITECT'S FEE	8,149.76
BUILT-IN EQUIPMENT (Estimated)	80,000.00
FEES ON BUILT-IN EQUIPMENT (Estimated)	4,600.00
LOOSE EQUIPMENT (Estimated)	100,000.00
*SOIL CONSULTANT & TEST BORINGS	5,310.19
CONTINGENCIES	25,740.27
TOTAL	\$1,980,000.00

Mr. Lausche then presented a plan for leasing facilities in the lakeview Recreation Center for feeding the students living in that area. There was a general discussion of this proposal and it was then moved by Mr. Galbreath, seconded by Mr. Herrold, and unanimously carried that the Chairman appoint a committee of the Board of Trustees to investigate this feeding problem with authority to do whatever is necessary to alleviate the problem, including the authorization of leasing lakeview properties at a rental if the Committee of the Board of Trustees approve.

MINUTES—OHIO UNIVERSITY, Board of Trustees—January 5, 1966

The Chairman appointed the following committees: Russell Herrold, Joe Hall, John Galbreath, and Don Casto, Chairman.

Mr. Hecht then presented a letter from Dwight Rutherford, President of The Sheltering Arms Hospital Foundation, requesting the Board of Trustees to reserve what is known as land tracts 2 and 3 of the Athens State Hospital Land Transfer for a total medical services center for the University-Athens community. He pointed out this total acreage is 91 acres, but with the development of the Athens Flood Control plan this would probably be reduced to 60 or 70 acres.

There was a discussion of this request, and it was then moved by Mr. Johnson, seconded by Mr. Hall, and unanimously carried that tracts 2 and 3 of the property transferred from the State Hospital be reserved for possible future use of the Sheltering Arms Hospital Foundation.

Mr. Milar then presented a projected enrollment through 1970, which indicated a total head count in 1970 of 17,343 undergraduate students and 2550 graduate students, making a total of 19,917 head count enrollment for 1970. This converted into full-time equivalent enrollment of 18,062 undergraduate students and 1938 graduate students for full-time equivalent enrollment of 20,000.

He also presented a proposed University dormitory construction and private dormitory construction proposal that together will house the projected enrollment in 1970.

Official Forecast of Housing Requirements

	1965	1966	1967	1968	1969	1970
Fall Enrollment	13,951	15,000	16,215	17,446	18,676	19,917
Housing by Type						
Ohio University	8,086	7,974 ^(a)				
Off Campus						
Fraternities & Sororities	926	926				
Bromley	467	579	Same	Same	Same	Same
Athens Apartments	250	250				
Lakeview	232	232				
Other Approved	1,968	1,968				
Other	2,022	2,022				
Total	13,951	13,951	13,951	13,951	13,951	13,951
Additional Requirements						
Due to Enrollment		1,049	2,264	3,495	4,725	5,966
Due to Urban Renewal		350	350	350	350	350
Total Additional Requirements		1,399	2,614	3,845	5,075	6,316
Solutions:						
Unit 10		388	388	388	388	388
Richland Avenue Apartments		216	432	432	432	432
Lakeview (Planned)		795	946	946	946	946
Units 11-15			930 ^(b)	1,208	1,208	1,208
South Green				871	871	871
Beasley Center					350	350
South Green					880	880
South Green						1,241
Solution Totals		1,399	2,696	3,845	5,057	6,316

(a) Minus 112 East State Street Apartments

(b) Double Occupancy 1st year and half commencing February, 1966.

The Secretary then presented 12 proposed Resolutions which would comply with suggestions presented by the Chancellor of the Board of Regents. It was then moved by Mr. Stocker, seconded by Mr. Johnson, and unanimously carried that the following Resolutions be adopted.

BOARD OF TRUSTEE ACTION NECESSARY TO
COMPLY WITH BOARD OF REGENTS SUGGESTIONS

3. An income ordinance setting forth a schedule of fees to be charged students for all purposes, including differentiation between in-state and out-of-state students.

RESOLUTION NO. 1

Suggested amendment to June 5, 1965 action. Amend last paragraph as follows:

After a further discussion of this proposal, it was moved by _____, seconded by _____, and unanimously carried that the \$225.00 semester fee and the \$200.00 non-resident fee be considered a general comprehensive fee and that the administrative officers be authorized to distribute these fees as determined to be in the best interest of the University.

(NOTE: Underlined words have been added.)

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MINUTES—OHIO UNIVERSITY, Board of Trustees- January 5, 1966

5. A general statute providing for the receipt, custody, and appropriate disbursement of all General and Special Income of the college or university from the State Government, the Federal Government, Municipal Government, Gifts, Bequests, Research Grants and Contracts, and other sources.
6. A general statute defining fiscal practices of the College or University, setting forth charge policies for services, designating officials authorized to approve expenditure vouchers, designating officials authorized to sign disbursing checks establishing broad principles of accounting practice, determining depositories for cash accounts, and providing desirable general safeguards in all financial transactions.
7. A general statute defining authority to handle the receipt of collections from students and the public, providing for necessary change or cash funds, and fixing responsibility for custody and accounting of such collection funds.
10. A general statute authorizing and directing the preparation of an annual financial report in appropriate detail, and specifying publication and distribution.

Recommendations 5, 6, 7 and 10 I believe can be combined into two general resolutions. I suggest the following resolutions to cover these requests:

RESOLUTION NO. II

BE IT RESOLVED that the appointment of John F. Milar as Treasurer of Ohio University made by President Alden under his authority as President of Ohio University effective July 1, 1963, is hereby confirmed and that the duties and responsibilities of the Treasurer under the general supervision of the Vice President for Business Affairs are as follows:

- a. He shall be responsible for the receipt, custody and appropriate disbursement of all general and special income of the University from the state government, the federal government or any other governmental agency. This includes appropriations, gifts, bequests, research grants, contracts or any other income from these sources.
- b. He shall be responsible for the receipt, custody and appropriate disbursement of all collections from students and student organizations, including agency funds of student organizations.
- c. He shall be responsible for the receipt, custody and appropriate disbursement of all funds from any source received by any University department including University branches, housing and dining hall receipts, student center receipts, Athletic department receipts or any other departmental receipts.
- d. The Treasurer shall be responsible for keeping all financial records of the University, the records will be kept in the generally accepted manner recommended by the Ohio Board of Regents and the Auditor of State. He shall be responsible to establish all practicable internal audit procedures and shall prepare, publish, and distribute an annual financial report in appropriate detail.

RESOLUTION NO. III

ADDITIONAL RESOLUTION NECESSARY TO CONFORM WITH SUGGESTION NO. 6.

BE IT RESOLVED that administrative action previously taken by the Vice President for Business Affairs, or the Treasurer of Ohio University, or both, opening an account or accounts with the Athens National Bank, Athens, Ohio, is hereby approved and confirmed; and that the Secretary of the Board of Trustees of Ohio University is authorized to sign the Corporate Resolutions authorizing Bank Account Form to carry out this action.

9. A general statute defining all petty cash funds to be maintained in the college or university, specifying appropriate use of such petty cash funds, and fixing responsibility for custody and accounting of such funds.

RESOLUTION NO. IV

In order to operate our overseas project and eliminate the long delay necessary in transmitting salary and other operating checks from Athens, Ohio, to the location of the various projects, the following petty cash funds have been established administratively: Peace Corps for the Cameroons, \$41,000; Western Region of Nigeria, \$17,500; Northern Region of Nigeria, \$20,000; Vietnam Project, \$8,000.

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In addition to the overseas funds, the State Board of Control approve the establishment of a \$12,000 Petty Cash Fund in the Athens National Bank in 1947. This fund is still active for payment of salaries in certain emergencies. The following action is recommended:

BE IT RESOLVED that the administrative action previously taken by the Vice President for Business Affairs and/or the Treasurer of Ohio University in establishing the following Petty Cash Funds is hereby confirmed and approved.

(1) Peace Corps for the Cameroons	\$41,000
(2) Western Region of Nigeria	17,500
(3) Northern Region of Nigeria	20,000
(4) Vietnam Project	8,000
OVERSEAS TOTAL	\$86,500
(5) Athens National Bank	12,000
TOTAL	\$98,500

11. A general statute fixing salary compensation practices and procedures for all employment.

I believe we need the following action:

RESOLUTION NO. V

That all faculty salaries shall be set by the President of the University within the following ranges for the academic year 1965-66:

	Low	High
Professor	\$10,700	\$20,280
Associate Professor	8,400	13,765
Assistant Professor	6,200	11,000
Instructor	5,100	9,200
Miscellaneous Faculty Ranks	6,800	13,200

In unusual circumstances the President may exceed the ceiling designated above; however, the minimums must be adhered to. The President of the University is authorized to determine the annual salary paid to all other administrators. The total salary may include room and board without charge if it is felt beneficial to the University for certain administrators to live in University controlled facilities. The President of the University is responsible for all other salaries, that is, clerical, secretarial, dormitory and other maintenance employees. In determining these salaries, the rates and classifications approved by the State Department of Personnel shall be generally followed. In special cases these rates may be exceeded; however, no salaries may be less than the State Department of Personnel rates.

12. A general statute setting forth standard purchasing practices and procedures, including operation of central stores, distribution arrangements, and charge-out practices.
13. A general statute setting forth standard practices and procedures for the purchasing of printing.

RESOLUTION NO. VI

Resolved that the policies, practices, and functions of the Purchasing Department as set forth in the attached Purchasing Manual are confirmed and approved.

15. A general statute setting forth University policy and practice in the use of institutionally owned motor vehicles (passenger and truck) and airplanes.

RESOLUTION NO. VII

Resolved that all University owned motor vehicles and airplanes are to be used only for official University business, and the President shall specify a definite administrative official to be responsible for the control of all motor vehicles and airplanes, and to carry out this policy.

16. A general statute setting forth college or university policy and practice in providing rent-free housing to members of the staff and in providing rental housing to members of the staff.

RESOLUTION NO. VIII

Resolved that any temporary or excess housing under the control of the University may be rented to faculty, staff, or other employees of the University, by the administrative officials designated by the President. The rate charged shall be comparable to the current rental rates in the City of Athens.

17. A general statute setting forth university practice in providing an entertainment to members of the staff.

RESOLUTION NO. IX

WHEREAS, it is frequently necessary to incur expenses in connection with the entertainment of certain campus visitors, and whereas it is frequently necessary to incur entertainment expenses in connection with the conduct of official business away from the campus. Now, therefore, be it resolved by the Board of Trustees that the following designated university officials be and are hereby authorized to approve expenditures for entertainment: The President, Vice President for Academic Affairs, the Vice President for Development, the Vice President for Business Affairs, Dean of Students, the Dean of the Graduate College, the Dean of the University College, the Dean of the Branches, all Deans of the Academic Colleges, the Treasurer of the University, the Secretary of the Board of Trustees and the Director of Athletics. Provided, however, that expenditures for this purpose shall not exceed the amounts set forth in the university's current operating budget and further provided that expenditures for this purpose shall not be made from state appropriated funds. Be it further resolved that the Board of Trustees hereby authorize the President of the University, the Vice President for Development, and Secretary of the Board of Trustees of the University to maintain a non-resident membership in a club in the City of Columbus, Ohio. The dues for such membership to be paid from University funds other than state appropriated funds.

18. A general statute providing for a perpetual inventory of all real property, including movable equipment, and specifying appropriate safeguards for the protection of property, including insurance coverage, and establishing policies and practices in the case of willful or negligent destruction of property by employees, students, or others.

RESOLUTION NO. X

RESOLVED that a perpetual inventory system of all equipment and buildings be established in compliance with R. C. Section 9.50, and that all equipment items be properly numbered and charged to a specific department, and that the department head is accountable for all equipment in the department.

19. A general statute setting forth college or university policy and practice in the support of student activities where a compulsory fee is charged for the financial benefit of such activities, specifying amount of such financial support, providing for proper obligation and disbursement of such funds, and requiring proper reporting of such funds.

RESOLUTION NO. XI

An Athletic, Lecture and Entertainment Fee has been charged students attending Ohio University since 1918. Since 1936 the distribution of at least part of this fee to various campus organizations has been made by the Campus Affairs Committee. The Board of Trustees in the past have allocated a portion of this fee to the Alumni Association, to the Athletic Department, and to the Convocations Committee, the balance being allocated by Campus Affairs Committee. I can find no official authority from the Board of Trustees for the allocation by the Campus Affairs Committee. I would suggest that the following action be taken:

BE IT RESOLVED that the President is authorized to delegate the distribution of a portion of the comprehensive fee to various campus-wide student organizations under the recommendation of certain designated committees. It is understood that the student organizations receiving the funds from this distribution must be groups which provide opportunities for students to develop a special talent to the benefit of the whole University or which provide recreational programs for students or bring to the campus professional talent and exhibits beneficial to the whole student body.

20. A general statute setting forth college or university policies and practices in providing an agency status for collection, deposit, disbursement, and audit of student activity funds.

At the June 6, 1936, meeting of the Board of Trustees, President James reported that during the year just passed arrangements have been perfected for putting all student organization funds under a central financial control with an auditor responsible to the Treasurer of the University. It is suggested that the following resolution be formally adopted by the Board of Trustees:

Handwritten text, possibly a list or notes, consisting of several lines of cursive script. The text is faint and difficult to decipher, but appears to be organized into a structured format, possibly a table or a list of items. The handwriting is cursive and somewhat illegible due to the quality of the scan.

RESOLUTION NO. XII

That the Students' General Fund audit system as established in 1936 by the President of the University for all student organization funds is hereby approved and the purpose of the system being to provide accountability of funds, to secure uniformity in accounting records, to establish continuity between business officers and their successors, to provide systematic methods for transactions, and to assist the organizations' officials in keeping their activities on a sound business basis. A portion of the expense of operating this system is to be supported by a small audit fee charged to the organizations.

Social fraternities and sororities have the privilege of optional participation in the system but participation is compulsory for all other extra-curricular activities unless exempt by the President of the University.

* * * * *

The Secretary then presented Item 3(t) of the will of W. Ross Dunn:

Item 3(t):

Five (5%) per cent to Ohio University, Athens, Ohio to be used as a partial or complete endowment of a scholarship.

It was pointed out that according to the inventory filed in the Hamilton County Probate Court this bequest would amount to over \$12,000.

It was moved by Mr. Stocker, seconded by Mr. Galbreath, and unanimously carried that this bequest be accepted by Ohio University and that the W. Ross Dunn Memorial Scholarship be established with the funds.

The Chairman then called the roll of Board of Trustee members for comment. Mr. Baxter noted that the presentations by administrators are good and suggested the practice be continued.

Mr. Kennedy and Mr. Hall suggested Board material be sent out as early as possible and that a brief summary of the material be included.

After a discussion, it was decided to hold the next meeting of the Board of Trustees in Athens, Ohio, on March 16, 1966 at 9:30 A. M.

There being no further business the meeting was adjourned.

Edwin L. Kennedy
Edwin L. Kennedy, Chairman
Board of Trustees

Paul R. O'Brien
Paul R. O'Brien, Secretary
Board of Trustees

See page 9: "Official
Forecast of Housing Reg."
which appeared as attachment