



UNIVERSITY OF ARKANSAS

**AUDIT and FISCAL
RESPONSIBILITY COMMITTEE
of the
BOARD OF TRUSTEES**

**FISCAL ONLY
Meeting Agenda**

April 16, 2026

[2404 North University Avenue / Little Rock, Arkansas 72207-3608 / 501-686-2901](http://www.uark.edu)

University of Arkansas, Fayetteville / University of Arkansas at Little Rock / University of Arkansas at Pine Bluff
University of Arkansas for Medical Sciences / University of Arkansas at Monticello/ Division of Agriculture / Criminal Justice Institute
Arkansas Archeological Survey/ Phillips Community College of the University of Arkansas / University of Arkansas Community College at Hope-Texarkana
University of Arkansas Community College at Batesville / Cossatot Community College of the University of Arkansas
University of Arkansas Community College at Morrilton / University of Arkansas at Fort Smith
University of Arkansas – Pulaski Technical College / University of Arkansas Community College at Rich Mountain
Arkansas School for Mathematics, Sciences and the Arts / University of Arkansas Clinton School of Public Service / University of Arkansas Grantham
University of Arkansas East Arkansas Community College

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Audit and Fiscal Responsibility Committee - Special Meeting
University of Arkansas System
Virtual
2026-04-16 10:00 - 11:00 CDT

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UNIVERSITY OF ARKANSAS SYSTEM

Office of the President

April 16, 2026

TO MEMBERS OF THE AUDIT AND
FISCAL RESPONSIBILITY COMMITTEE:

Scott Ford, Chair
Ted Dickey
Ed Fryar
Jeremy Wilson
Chairman Randy Lawson, Ex-Officio

Dear Committee Members:

Chancellor Charles Robinson, University of Arkansas, Fayetteville (UAF), is seeking approval of a resolution to issue bonds in the amount not to exceed \$132,000,000 payable over 30 years with an aggregate true interest cost not to exceed 5.50%. The bonds may be issued in one or more series to differentiate the tax treatment of interest on the bonds for federal income tax purposes or for other reasons deemed necessary or appropriate by the Board. The proceeds of the bonds will be used to primarily fund the following (a) the acquisition, construction, furnishing, and equipping of the Maple Hill Central residence hall (the "Maple Hill Central Project"); (b) the acquisition, construction, equipping, and expansion of district heating distribution material and equipment to serve the Maple Hill District and other related campus district heating capacity improvements and utility infrastructure upgrades (the "Utility Project"); and (c) the acquisition, construction, improvement, renovation, equipping and/or furnishing of other capital improvements and infrastructure and the acquisition of various equipment and/or real property for the Fayetteville Campus.

In addition to the new money financing, Chancellor Charles Robinson is also seeking approval to refund the Various Facility Revenue Bonds (Fayetteville Campus), Refunding and Improvement Series 2016A with outstanding principal of \$41,285,000 with the optional redemption by the Board without penalty on and after November 1, 2026. The purpose of the potential refinancing is for debt service savings.

The bonds are authorized to be refunded if the transaction produces at least a 3% net present value savings. The bonds shall be issued in an aggregate principal amount not greater than the amount needed to accomplish the Refunding and to pay the estimated costs of issuing the Bonds accomplishing the Refunding. The refunded bonds final maturity date will be no later than the

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University of Arkansas East Arkansas Community College

refunded bonds' final maturity date.

PFM Financial Advisers LLC, serving as financial advisor to UA System and UAF for this transaction, issued a Request for Responses to the six Board-qualified underwriting firms. Attached to the supplemental materials for the Fiscal Responsibility agenda is a copy of their summary of the responses for this transaction, as well as the responses to the RFR from the underwriters.

The Underwriter Selection Committee makes the following recommendation to the Committee for the underwriters for this transaction for UAF.

- 1) Bank of America—Senior Manager at a 70% Liability
- 2) Raymond James—Co-Manager at a 30% Liability

Chancellor Robinson and Executive Vice Chancellor for Finance & Administration/CFO Ann Bordelon will be available at the meeting to answer any questions. Attached is the proposed resolution with the underwriter selection to be made by the Board. I recommend approval.

Sincerely,

A handwritten signature in blue ink that reads "JB Silveria". The initials "JB" are written in a large, stylized cursive font, followed by the name "Silveria" in a smaller, more legible cursive script.

Jay B. Silveria
President
Charles E. Scharlau Presidential Leadership Chair

Attachment

RESOLUTION
OF THE BOARD OF TRUSTEES
OF THE UNIVERSITY OF ARKANSAS

AUTHORIZING THE ISSUANCE OF BOARD OF TRUSTEES OF THE UNIVERSITY OF ARKANSAS VARIOUS FACILITY REVENUE BONDS (FAYETTEVILLE CAMPUS) FOR THE PURPOSE OF (A) REFUNDING CERTAIN OUTSTANDING BONDS AND (B) FINANCING ALL OR A PORTION OF THE COSTS OF CAPITAL IMPROVEMENTS FOR THE FAYETTEVILLE CAMPUS OF THE UNIVERSITY OF ARKANSAS; AUTHORIZING THE EXECUTION OF CERTAIN DOCUMENTS; AND PRESCRIBING OTHER MATTERS PERTAINING THERETO.

WHEREAS, the Board of Trustees of the University of Arkansas (the "Board") is authorized under the Constitution and laws of the State of Arkansas, including particularly Arkansas Code of 1987 Annotated, Title 6, Chapter 62, Subchapter 3 (the "Act") to borrow money for the purpose of acquiring, constructing and equipping capital improvements for use by the University of Arkansas System (the "System") and to refund bonds issued under the Act to finance such capital improvements; and

WHEREAS, the Board has previously issued its Various Facility Revenue Bonds (Fayetteville Campus), Refunding and Improvement Series 2016A (the "Series 2016A Bonds"); and

WHEREAS, the Series 2016A Bonds are currently in the outstanding principal amount of \$41,285,000, and the Series 2016A Bonds maturing after November 1, 2026 are subject to optional redemption by the Board without penalty on and after November 1, 2026; and

WHEREAS, it has been found and determined, based on the advice of the staff of the System and the Fayetteville campus of the University of Arkansas (the "Fayetteville Campus"), that the Board can, based on current market conditions, recognize net present value savings by the refunding of all or portions of the outstanding Series 2016A Bonds (the "Refunding"), and that the Refunding should be financed by the Board's Various Facility Revenue Bonds (Fayetteville Campus) (the "Refunding Bonds"), the proceeds of the sale thereof to be used for accomplishing the Refunding and paying the costs of issuing the Refunding Bonds; and

WHEREAS, the Board has determined and hereby finds and declares that there is a need for financing certain capital improvements on or for the Fayetteville Campus, including, but not limited to, the following: (a) the acquisition, construction, furnishing, and equipping of the Maple Hill Central residence hall (the "Maple Hill Central Project"); (b) the acquisition, construction, equipping, and expansion of district heating distribution material and equipment to serve the Maple Hill District and other related campus district heating capacity improvements and utility infrastructure upgrades (the "Utility Project"); and (c) the acquisition, construction, improvement, renovation, equipping and/or furnishing of other capital improvements and infrastructure and the acquisition of various equipment and/or real property for the Fayetteville Campus (collectively with the Maple Hill Central Project and the Utility Project, the "Project"), all of which Project the Board hereby finds and declares is proper and suitable for the Fayetteville Campus and the System and for the Fayetteville Campus's and the System's educational purpose; and

WHEREAS, the staff of the System and the Fayetteville Campus have recommended, and the Board has determined and hereby finds and declares, that the best method of financing all or a portion of the costs of the Project will be through the issuance of its Board of Trustees of the University of Arkansas Various Facility Revenue Bonds (Fayetteville Campus) (the "Improvement Bonds"), which Improvement Bonds will have an aggregate principal amount not to exceed \$132,000,000, the proceeds of the sale thereof to be used to finance costs of the Project, to pay costs of issuing the Improvement Bonds, and to fund capitalized interest (if necessary or desirable); and

WHEREAS, the Refunding Bonds and the Improvement Bonds (collectively, the "Bonds") are to be secured pursuant to a Master Trust Indenture dated as of November 1, 1996, as supplemented by a First Supplement to Master Indenture dated as of May 1, 2011 (collectively, the "Master Indenture"), between the Board and Simmons First National Bank, Pine Bluff, Arkansas (now Simmons Bank), as trustee (the "Trustee"), which Master Indenture may be further supplemented and amended as set forth in a Second Supplement to Master Trust Indenture (the "Supplement to Master Indenture"), as further described in Section 5 hereof; and

WHEREAS, the Bonds are to be issued on the terms and in the form set forth in one or more Series Trust Indentures (the "Series Indentures") between the Board and the Trustee, and each Series Indenture shall contain an indication of the year in which the Bonds issued under such Series Indenture are issued, and may contain a letter designation for each series of the Bonds issued under such Series Indenture which shall be in sequential order after taking into account other bonds previously issued under the Master Indenture in such year; and

WHEREAS, prior to the issuance of the Improvement Bonds, the Fayetteville Campus will obtain, pursuant to Arkansas Code of 1987 Annotated Section 6-62-306, a resolution of the Arkansas Higher Education Coordinating Board giving its advice that the Project is economically feasible; and

WHEREAS, it is anticipated that proceeds of the Improvement Bonds to be issued for the Maple Hill Central Project and the Utility Project will be supplemented with funds from other sources, including reserves and other available funds of the Fayetteville Campus; and

WHEREAS, the Board intends that prior to the issuance of the Improvement Bonds certain costs relating to the Project will be incurred and paid from certain funds and accounts established and administered by the Fayetteville Campus or the System; and

WHEREAS, on September 26, 2025, the Board adopted an intent and reimbursement resolution with respect to the Maple Hill Central Project and the Utility Project; and

WHEREAS, in order to proceed with the financing of the Project and the Refunding, it is necessary for the Board (a) to authorize the issuance and marketing of the Refunding Bonds and the Improvement Bonds; (b) to authorize the President of the System to deem final a Preliminary Official Statement or Preliminary Official Statements for the Refunding Bonds and the Improvement Bonds and to authorize their use; (iii) to authorize the pricing of the Refunding Bonds and the Improvement Bonds and the execution of a Bond Purchase Agreement or Bond Purchase Agreements for the Refunding Bonds and the Improvement Bonds with the Underwriters (as hereinafter defined) in connection therewith; and (iv) to authorize the execution of the Series

Indentures and related documents, all relating to the security and issuance of the Refunding Bonds and the Improvement Bonds;

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ARKANSAS:

Section 1. After receiving advice from and the recommendation of the Vice President for Finance and Chief Financial Officer of the System and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus, all or any portion of the Series 2016A Bonds may be refunded if such refunding would produce an aggregate net present value savings of at least three percent (3%) of the principal balance of the Series 2016A Bonds being refunded. In the event that such net present value savings threshold is met, the Refunding Bonds are hereby authorized to be issued to accomplish the Refunding of the Series 2016A Bonds selected for the Refunding. The Refunding Bonds allocable to the Refunding of the Series 2016A Bonds shall have a final maturity date not later than the final maturity date of the Series 2016A Bonds being refunded. Any Series 2016A Bonds being refunded that mature after November 1, 2026 shall be called for redemption on such date or the earliest practicable date thereafter.

The Refunding Bonds shall be issued in an aggregate principal amount not greater than the amount needed to accomplish the Refunding and to pay the estimated costs of issuing the Refunding Bonds and accomplishing the Refunding, including the payment of fees to Bond Counsel, the Underwriters, the financial advisor and other professionals engaged by or on behalf of the Board to accomplish the issuance of the Refunding Bonds and the Refunding.

In order to finance costs of the Project, to pay the costs of issuing the Improvement Bonds, including the payment of fees to Bond Counsel, the Underwriters, the financial advisor and other professionals engaged by or on behalf of the Board to accomplish the issuance of the Improvement Bonds and the Project, and to fund capitalized interest (if necessary or desirable), the Board hereby approves, authorizes and directs the issuance, execution and delivery of the Improvement Bonds in an aggregate principal amount not to exceed \$132,000,000. The Improvement Bonds shall mature not later than December 1, 2056 and shall have an aggregate true interest cost (after taking into account original issue discount and premium and Underwriters' discount but excluding costs of issuing such Improvement Bonds) not greater than 5.50%.

All Bonds shall have a description in the name that shall indicate the year in which the particular Bonds are issued and may contain a letter designation selected by the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus per series of Bonds, which shall be in sequential order after taking into account other bonds previously issued under the Master Indenture in such year.

The Refunding Bonds and the Improvement Bonds may be combined and issued at one time, or in the alternative and subject to the provisions of Section 5 hereof, all or any portion of the Refunding Bonds and the Improvements Bonds may be issued at separate times; provided, however, there shall be no more than two issues of Bonds authorized under this Resolution. The Bonds issued at the same time may be divided into multiple series if taxable and tax-exempt bonds are being issued, if advantageous for planning purposes or if necessitated for federal income tax purposes, as determined by the President of the System. Each series of an issue may have a series name that reflects that such series is "Refunding" or "Improvement" or "Refunding and

Improvement." If all or any portion of the Bonds are issued as taxable for federal income tax purposes, such Bonds may have a series name that reflects that such series is taxable for federal income tax purposes.

Section 2. All Bonds shall be general obligations only of the Board, and all Bonds shall be secured by a pledge of (a) all tuition and fee revenues collected by the Fayetteville Campus; (b) all sales and services revenues and all auxiliary enterprises revenues (as such terms are used in the context of generally accepted accounting principles) derived from projects funded or refunded with the bonds issued under the Master Indenture; and (c) all surplus sales and services and auxiliary enterprises revenues (as such terms are used in the context of generally accepted accounting principles) derived from residence halls, married student apartments, fraternity and sorority houses, residence dining services, the Arkansas Union, and transit and parking services to the extent such revenues are derived from facilities funded with obligations issued pursuant to the Act (the "Pledged Revenues"); provided, however, that such Pledged Revenues are subject to previous pledges to Existing Obligations as described in Section 6.03 of the Master Indenture and shall not include (A) athletic gate receipts and other revenues derived from intercollegiate athletics at the Fayetteville Campus, or (B) any fees authorized or imposed by the Fayetteville Campus and dedicated to a specific purpose unrelated to obligations issued pursuant to the Act or to facilities funded with such obligations.

Section 3. In order to provide for the issuance of the Bonds and to prescribe the terms under which the Bonds will be secured, executed, authenticated, accepted and held, the Chair, Secretary, and Assistant Secretary of the Board and the President of the System are hereby authorized to execute all documents necessary for the issuance of the Bonds, including, without limitation:

- (a) a Series Indenture for each issue of Bonds to be dated as of the date of the particular Bonds that are part of such issue, between the Board and the Trustee, setting forth the terms and conditions of such particular Bonds and providing for the issuance of the particular Bonds;
- (b) a Bond Purchase Agreement for each issue of Bonds between the Board and the Underwriters, setting forth the purchase price and the other terms and conditions upon which the issue of Bonds will be sold to the Underwriters; and
- (c) a Continuing Disclosure Agreement for each issue of Bonds between the Board and the Trustee, setting forth certain obligations of the Board to make continuing disclosure of financial information and certain events to the secondary municipal marketplace, as set forth in Rule 15c2-12 of the Securities and Exchange Commission.

The Series Indenture, the Bond Purchase Agreement, and the Continuing Disclosure Agreement for an issue of Bonds shall be in substantially the form heretofore distributed to representatives of the System and the Fayetteville Campus and made available to the Board with such changes as shall be approved by the Chair or the President. The Board recognizes that certain revisions may be made to a Series Indenture, a Bond Purchase Agreement and a Continuing Disclosure Agreement prior to the issuance of an issue of Bonds, and hereby authorizes the Chair or President to approve and accept such revisions, the signature of either on a Bond Purchase

Agreement, a Series Indenture, and a Continuing Disclosure Agreement for Bonds to constitute proof of their acceptance of such revisions. Specifically, the President or the Chair is each hereby authorized to accept the final maturity schedule, interest rates, and reoffering yields for each issue of the Bonds if such officer deems such rates, yields, and maturity schedule to be appropriate and within the authority granted by this Resolution and execute a Bond Purchase Agreement with the Underwriters. Prior to the sale of an issue of Bonds, the President or the Chair is hereby authorized to confer with Friday, Eldredge & Clark, LLP, as bond counsel, in allocating the principal amount of such Bonds between tax-exempt bonds and taxable bonds for federal income tax purposes or in determining that the entirety of the Bonds of an issue shall be taxable bonds for federal income tax purposes.

The President is hereby authorized to negotiate an Underwriters' discount with the Underwriters that is not in excess of 0.25% of the par amount of the Bonds of an issue. The purchase price may include original issue premiums and discounts in such amounts as may be approved by the President.

Section 4. The Board hereby authorizes the use of a Preliminary Official Statement in the marketing of each issue of the Bonds and authorizes the production of an Official Statement for each issue of the Bonds. The Preliminary Official Statement is hereby approved in substantially the form heretofore distributed to representatives of the System and the Fayetteville Campus and made available to the Board. The Board recognizes that certain revisions may be made to the Preliminary Official Statement prior to its delivery to prospective purchasers of each issue of the Bonds, and hereby authorizes the Chair or the President to approve and accept such revisions, the signature of either on each such Preliminary Official Statement to constitute proof of acceptance of such revisions. The Board hereby authorizes the President to "deem final" for purposes of Rule 15c2-12 of the Securities and Exchange Commission the Preliminary Official Statement with such revisions as may be accepted by the President. The Board hereby further authorizes and approves the production of a final Official Statement for each issue of the Bonds, and authorizes and directs the President to execute and deliver each Official Statement, in such form as he deems acceptable, in connection with the issuance of each issue of the Bonds.

Section 5. If the President of the System, upon the advice of the Vice President for Finance and Chief Financial Officer of the System or the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus, deems that it is in the best interest of the Board, all or any portion of the Refunding Bonds and the Improvement Bonds may be issued at separate times; provided, however, there shall be no more than two Bond issues authorized under this Resolution. The Series Indenture, the Bond Purchase Agreement, the Continuing Disclosure Agreement, and the Preliminary Official Statement have been prepared and made available to the Board assuming that the Refunding Bonds and the Improvement Bonds will be combined into and sold as one issue at the same time. In the event that the President of the System, as stated in the first sentence of this Section, determines that it is in the best interest of the Board for all or any portion of the Refunding Bonds and the Improvement Bonds to be issued at separate times, the Chair or the President are each authorized to accept a Series Indenture, a Bond Purchase Agreement, a Continuing Disclosure Agreement, and a Preliminary Official Statement for each issue of the Bonds, so long as such documents remain in substantially the form as heretofore distributed to representatives of the System and the Fayetteville Campus and made available to the Board at this meeting, with such changes necessitated by issuing the Bonds at separate times. The signature of the Chair or President on each of such documents shall evidence approval thereof.

Section 6. In its Resolution adopted September 17, 2021, the Board authorized the execution and delivery of the Supplement to Master Indenture. Such authorization is hereby confirmed and ratified. The Supplement to Master Indenture shall be in substantially the form heretofore distributed to representatives of the System and the Fayetteville Campus and made available to the Board with such changes as shall be approved by the then Chair or the then President. The Board recognizes that certain revisions may be made to the Supplement to Master Indenture, and hereby authorizes the then Chair or the then President to approve and accept such revisions, the signature of either on the Supplement to Master Indenture to constitute proof of their acceptance of such revisions.

Section 7. The Chair, Secretary, and Assistant Secretary of the Board, the President of the System, and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus are hereby authorized and directed to do any and all lawful things to effect the execution and delivery of the Bonds, the Master Indenture, the Series Indenture, the Continuing Disclosure Agreement, the Bond Purchase Agreement, and the Supplement to Master Indenture (if such document is executed as contemplated pursuant to Section 6 hereof), and the execution and delivery of all papers, documents, certificates and other instruments of whatever nature that may be necessary or desirable for carrying out the authority conferred by this Resolution or evidencing the authority and its exercise. The Secretary or Assistant Secretary of the Board is hereby authorized to acknowledge and attest the signatures of the Chair and to execute such other documents as may be required in connection with the issuance of the Bonds.

Section 8. The Board hereby expresses its intent to select _____, as underwriters for the sale of the Bonds (collectively, the "Underwriters"). The Board hereby expresses its intent to retain Friday, Eldredge & Clark, LLP as bond counsel ("Bond Counsel"). The President of the System and Vice President for Finance and Chief Financial Officer of the System, in consultation with the Chancellor of the Fayetteville Campus and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus, are authorized to negotiate the terms and conditions of an agreement with Bond Counsel, including a reasonable fee arrangement, and to execute such agreement as they determine is necessary and in the best interest of the System. If such negotiations are unsuccessful, the President of the System and the Vice President for Finance and Chief Financial Officer of the System, in consultation with the Chancellor of the Fayetteville Campus and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus, are hereby authorized to negotiate with another bond counsel. Upon the conclusion of successful negotiations, Bond Counsel will begin documenting the issuance of the Bonds upon such schedule and in such manner as the President of the System shall direct.

Section 9. The Chair of the Board, the President of the System, and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus are each authorized and directed to take all actions and do all things necessary to perform the obligations of the Board under the Bonds, the Master Indenture, the Series Indentures, the Bond Purchase Agreement, and the Continuing Disclosure Agreement. The Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus is specifically authorized and directed to make or cause to be made all payments on the Bonds as required by the Master Indenture and the Series Indentures. It is acknowledged and approved that the obligations of the Chair of the Board, the President of the System, and the Executive Vice Chancellor for Finance and Administration of the Fayetteville Campus under the Bonds, the Master Indenture, the Series Indentures, and the

Continuing Disclosure Agreement may be enforced by mandamus as a remedy under applicable Arkansas statutes. For purposes of this Section, the term "Executive Vice Chancellor for Finance and Administration" shall include any officer who succeeds to the functions and duties normally performed by the Executive Vice Chancellor for Finance and Administration or chief financial officer of the Fayetteville Campus.

Section 10. The President of the System and other appropriate officials are hereby authorized to present such information as they deem appropriate to the Arkansas Higher Education Coordinating Board for its advice with respect to the economic feasibility of the Project.

Section 11. The "official intent" with respect to the Maple Hill Central Project and the Utility Project adopted September 26, 2025 is confirmed.

Section 12. The provisions of this Resolution are hereby declared to be separable and if any provision shall for any reason be held illegal or invalid, such holding shall not affect the validity of the remainder of this Resolution.

Section 13. All resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.

April 16, 2026

TO MEMBERS OF THE AUDIT AND
FISCAL RESPONSIBILITY COMMITTEE:

Scott Ford, Chair
Ted Dickey
Ed Fryar
Jeremy Wilson
Chairman Randy Lawson, Ex-Officio

Dear Committee Members:

Chancellor Charles Robinson, University of Arkansas, Fayetteville (UAF), is seeking approval of a reimbursement resolution to plan to issue bonds in the amount not to exceed \$298.5 million. As UAF has incurred certain costs related to accomplishing the projects described below, the Board expresses its intent to reimburse certain funds and accounts for all such expenditures related to the projects. The Board intends to issue the bonds pursuant to a definitive resolution to be subsequently adopted for this purpose. The proceeds of the bonds will be used to primarily fund the acquisition, construction, furnishing, and equipping of the Maple Hill North residence hall (the "Maple Hill North Project"); the acquisition, construction, and equipping of parking facilities and improvements, including the Razorback Road Parking Garage (the "Parking Project"); the acquisition, construction, furnishing, and equipping of an academic classroom building (the "Classroom Building Project"); and the acquisition, construction, improvement, renovation, equipping and/or furnishing of other capital improvements and infrastructure and the acquisition of various equipment and/or real property for the Fayetteville Campus.

Chancellor Robinson and Vice Chancellor for Finance and Administration Ann Bordelon will be available at the meeting to answer any questions. Attached is the proposed resolution. I recommend approval.

Sincerely,



Jay B. Silveria
President
Charles E. Scharlau Presidential Leadership Chair

Attachment

2404 North University Avenue / Little Rock, Arkansas 72207-3608 / 501-686-2505

RESOLUTION

EXPRESSING THE INTENT OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ARKANSAS TO ISSUE BONDS AND TO REIMBURSE FROM THE PROCEEDS OF BONDS CERTAIN COSTS INCURRED FOR THE PURPOSE OF FINANCING ALL OR A PORTION OF THE COSTS OF CAPITAL IMPROVEMENTS FOR THE FAYETTEVILLE CAMPUS OF THE UNIVERSITY OF ARKANSAS; AND PRESCRIBING OTHER MATTERS PERTAINING THERETO.

WHEREAS, the Board of Trustees of the University of Arkansas (the "Board") is authorized under the Constitution and laws of the State of Arkansas, including particularly Arkansas Code of 1987 Annotated, Title 6, Chapter 62, Subchapter 3 (the "Act") to borrow money for the purpose of acquiring, constructing and equipping capital improvements for use by the University of Arkansas System (the "System"); and

WHEREAS, the Board has determined and hereby finds and declares that there is a need for financing certain capital improvements on or for the Fayetteville campus of the University of Arkansas (the "Fayetteville Campus"), including, but not limited to, the following: (a) the acquisition, construction, furnishing, and equipping of the Maple Hill North residence hall (the "Maple Hill North Project"); (b) the acquisition, construction, and equipping of parking facilities and improvements, including particularly, without limitation, the Razorback Road Parking Garage (the "Parking Project"); (c) the acquisition, construction, furnishing, and equipping of an academic classroom building (the "Classroom Building Project"); and (d) the acquisition, construction, improvement, renovation, equipping and/or furnishing of other capital improvements and infrastructure and the acquisition of various equipment and/or real property for the Fayetteville Campus (together with the Maple Hill North Project, the Parking Project, and the Classroom Building Project, the "Project"), which Project the Board hereby finds and declares is proper and suitable for the Fayetteville Campus and the System and for the Fayetteville Campus's and the System's educational purpose; and

WHEREAS, the Board does not have the funds to accomplish the Project, but can obtain all or a portion of the necessary funds by the issuance of revenue bonds (the "Bonds"), under the authority of the Act; and

WHEREAS, it is anticipated that proceeds of the Bonds to be issued for the Maple Hill North Project, the Parking Project, and the Classroom Building Project will be supplemented with funds from other sources, including reserves and other available funds of the Fayetteville Campus; and

WHEREAS, the Board intends that prior to the issuance of the Bonds certain costs relating to the Project will be incurred and paid from certain funds and accounts established and administered by the Fayetteville Campus or the System; and

WHEREAS, the Board wishes to express its current intent to reimburse certain funds and accounts for all expenditures related to the Project from the proceeds of the Bonds and desires that, with respect to the Bonds, such reimbursement comply with Treasury Regulation Section 1.150-2

(the "Regulation") so that proceeds of the Bonds will be deemed spent when such reimbursement is made; and

WHEREAS, the Board intends to issue the Bonds pursuant to a definitive resolution to be subsequently adopted for this purpose;

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

Section 1. The Board currently contemplates that the Project will include the capital improvement projects described above.

Section 2. The Board intends to issue the Bonds for the purpose of financing and/or reimbursing a portion of the costs of the Project. The Board expects that not to exceed \$298,500,000 in aggregate principal amount of Bonds will be issued for the Project. The proceeds of the Bonds are expected to also provide funds to pay the costs of issuing the Bonds and to fund capitalized interest (if necessary or desirable). The Bonds will not be issued until the final terms of the proposed issuance have been presented to and approved by the Board. The Bonds shall be secured by a pledge of tuition, certain student fees, and certain other auxiliary revenues from the Fayetteville Campus.

Section 3. The Bonds may be issued as part of one or more bond issues to be subsequently presented to and approved by the Board.

Section 4. The President of the System and other appropriate officials are hereby authorized to present such information as they deem appropriate to the Arkansas Higher Education Coordinating Board for its advice with respect to the economic feasibility of the Project.

Section 5. Costs incurred in accomplishing the Project prior to the issuance of the Bonds will be paid from certain funds and accounts established and administered by the Fayetteville Campus or the System. The Board intends to use certain proceeds from the issuance of the Bonds to reimburse such accounts. This Resolution shall constitute an "official intent" for purposes of the Regulation.

Section 6. The provisions of this Resolution are hereby declared to be separable and if any provision shall for any reason be held illegal or invalid, such holding shall not affect the validity of the remainder of this Resolution.

Section 7. All resolutions and parts thereof in conflict herewith are hereby repealed to the extent of such conflict.