

OFFICIAL NOTICE OF SALE

\$4,670,000* GENERAL OBLIGATION DEBT CERTIFICATES (LIMITED TAX), SERIES 2024

**TOWNSHIP HIGH SCHOOL DISTRICT NUMBER 202
COOK COUNTY, ILLINOIS
(EVANSTON)**

SALE DATE AND TIME: MAY 7, 2024; UNTIL 10:00 A.M. CENTRAL TIME

NOTICE IS HEREBY GIVEN that the Board of Education (the “*Board*”) of Township High School District Number 202, Cook County, Illinois (the “*District*”), will receive all-or-none bids electronically via **Parity®** in the manner described below *until 10:00 A.M. Central Time on May 7, 2024* (the “*Sale Date*”), for the purchase of the District’s General Obligation Debt Certificates (Limited Tax), Series 2024 (the “*Certificates*”).

DESCRIPTION OF THE CERTIFICATES

The Certificates are being issued pursuant to the School Code of the State of Illinois, the Local Government Debt Reform Act of the State of Illinois (the “*Debt Reform Act*”), and all laws amendatory thereof and supplementary thereto, and a certificate resolution adopted by the Board on the 8th day of April, 2024, as supplemented by a notification of sale (together, the “*Certificate Resolution*”).

Proceeds of the Certificates will be used to (a) improve sites and alter, repair and equip school buildings and facilities of the District and (b) pay costs associated with the issuance of the Certificates.

In the opinion of Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel (“*Bond Counsel*”), the Certificates are valid and legally binding upon the District and are payable from any funds of the District legally available for such purpose, except that the rights of the owners of the Certificates and the enforceability of the Certificates may be limited by bankruptcy, insolvency, moratorium, reorganization and other similar laws affecting creditors’ rights and by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. **There is no statutory authority for the levy of a separate tax in addition to other District taxes or the levy of a special tax unlimited as to rate or amount to pay the principal and interest due on the Certificates. The amounts payable are not subject to annual appropriation at the discretion of the District.** The District covenants in the Certificate Resolution to budget funds of the District annually and in a timely manner in amounts sufficient to pay debt service when due under the terms of the Certificates. As set forth in the Debt Reform Act, the Certificates are valid and legally binding upon the District whether or not an appropriation

* Preliminary, subject to change.

for debt service thereon is included in any annual or supplemental budget adopted by the District. See “THE CERTIFICATES—Security” in the Preliminary Official Statement, dated April 30, 2024, relating to the Certificates (the “*Preliminary Official Statement*”).

The Certificates will be dated the date of issuance thereof and will mature on December 1 of the years and in the amounts as follows:

YEAR	AMOUNT*
2024	\$280,000
2025	185,000
2026	195,000
2027	205,000
2028	210,000
2029	225,000
2030	785,000
2031	820,000
2032	860,000
2033	905,000

The Certificates will be in fully registered form, without coupons, and will be in denominations of \$5,000 or any integral multiple thereof under a book-entry only system operated by The Depository Trust Company, New York, New York (“*DTC*”). Principal of and interest on the Certificates will be payable by Amalgamated Bank of Chicago, Chicago, Illinois (the “*Registrar*”). *DTC* will act as securities depository for the Certificates. Individual purchases of the Certificates will be made in book-entry form only, in the principal amount of \$5,000 and any integral multiple thereof. Purchasers will not receive certificates representing their interest in the Certificates purchased unless the book-entry system is discontinued. See “BOOK-ENTRY ONLY SYSTEM” in the Preliminary Official Statement.

Interest on the Certificates will be payable each June 1 and December 1, commencing December 1, 2024.

The Certificates are not subject to optional redemption prior to maturity.

BIDDING INSTRUCTIONS

Bids for the Certificates shall be submitted electronically via PARITY pursuant to this Official Notice of Sale until the time set for the sale of the Certificates as specified above, but no bid will be received after the respective time set as specified above for receiving bids for the Certificates. **Any prospective bidder that intends to submit a bid must submit its bid through PARITY. No in-person or faxed bids will be accepted.** Subscription to i-Deal’s PARITY

* The District reserves the right to increase or decrease the principal amount of each maturity of the Certificates on the Sale Date. If any principal amounts are adjusted, the purchase price proposed will be adjusted to maintain the same gross spread per \$5,000 certificate.

Competitive Bidding System is required in order to submit an electronic bid. The District will neither confirm any subscription nor be responsible for the failure of any prospective bidder to subscribe.

An electronic bid made through the facilities of PARITY shall be deemed to incorporate the provisions of this Official Notice of Sale and the Official Bid Form for the Certificates. Any such electronic bid shall be deemed to constitute an irrevocable offer to purchase the Certificates on the terms provided herein and shall be binding upon the Winning Bidder (as hereinafter defined). Bids submitted for the purchase of the Certificates will be accepted or rejected by the District on the Sale Date. The District shall not be responsible for any malfunction or mistake made by, or as a result of the use of, the facilities of PARITY, the use of such facilities being the sole risk of the prospective bidder.

Each proposal must be submitted on the Official Bid Form without alteration or change until 10:00 A.M. Central Time via Parity® in accordance with this Official Notice of Sale. If any provisions of this Official Notice of Sale shall conflict with any instructions or directions set forth in PARITY, the terms of this Official Notice of Sale shall control. For further information about PARITY, potential bidders may contact the Municipal Advisor or Ipreo at 1359 Broadway, 2nd Floor, New York, New York 10018, and by telephone at (212) 849-5021. All costs and expenses incurred by potential bidders in connection with their registration and submission of bids via PARITY (including any legal expenses) are the sole responsibility of the bidders, and the District is not responsible, directly or indirectly, for any of such costs or expenses.

DETERMINATION OF WINNING BID

The Certificates will be awarded to the single and best bidder (the "*Winning Bidder*") whose bid will be determined upon the basis of the lowest True Interest Cost ("*TIC*") at the rates designated in said bid from the dated date to the respective maturity dates after deducting the bid premium or adding the bid discount, if any. The TIC will be calculated as the rate which, when used in computing the present value of all payments of principal of and interest to be paid on the Certificates (commencing December 1, 2024, and semiannually on each June 1 and December 1 thereafter), produces an amount on the date of the Certificates (expected to be May 23, 2024) equal to the purchase price set forth in the bid. In the event of more than one proposal specifying the lowest TIC, the Certificates will be awarded to the bidder whose proposal is selected by lot from among all such proposals.

The District reserves the right to reject any or all bids. The District may also, at its sole discretion, waive any irregularity or informality in any bid.

BIDDING PARAMETERS

Each bid shall provide a schedule of interest rates on the Official Bid Form for the Certificates, as specified below. The bids shall state the rate or rates at which the Certificates shall bear interest in multiples of 1/8 or 1/20 of 1% or both. Certificates maturing in any one year must carry the same interest rate. For the Certificates, zero interest rates or rates higher than 5.00% are not permitted. Contingent bids are not permitted. The bid may provide for term bonds with sinking

fund payments, with the maturities indicated on the Official Bid Form constituting sinking fund and respective final term maturity payments, at a redemption price of 100% of the principal amount thereof.

Each bid, to be considered, must contain a bid for all of the Certificates. **The minimum bid price for the Certificates is \$5,040,000.00.** See “PROCEDURES RELATING TO DELIVERY OF THE CERTIFICATES” below. If the Certificates will be reoffered, the bids must also state the prices (exclusive of accrued interest) at which the bidder reasonably expects that the Certificates of each maturity initially shall be offered to the public (the “*Expected Initial Offering Price*”). Any Official Bid Form which is not fully completed and signed may be rejected at the option of the District.

The District reserves the right to adjust maturities and the aggregate principal amount of the Certificates. If the District elects to do so, it will notify the Winning Bidder of its intention within 60 minutes of the verbal award of the Certificates. The Winning Bidder’s spread, in dollars per Certificate, will be maintained and principal amounts will be adjusted.

Attorneys’ fees, Rating Agency fees, Municipal Advisor fees, the cost of preparing and printing the Certificates, the fees of the Registrar and lessor, the cost of distributing the Official Notice of Sale, the Preliminary Official Statement and the Official Statement and miscellaneous expenses of the District incurred in connection with the offering and delivery of the Certificates shall all be the obligation of the District. The costs of issuance of the Certificates may be distributed by the Winning Bidder on behalf of the District from proceeds of the Certificates, and by submitting this bid, the Winning Bidder agrees to send (an) additional wire(s) at closing to distribute such costs if so requested by the District.

GOOD FAITH DEPOSIT

Although a good faith deposit is not required to submit a bid, the Winning Bidder is required to submit a certified or cashier’s check on a solvent bank or trust company or a wire transfer (instructions for such a wire transfer will be provided by the District at the time of the award) for TWO PERCENT OF PAR payable to the School Treasurer who receives the taxes of the District as evidence of good faith of the Winning Bidder (the “*Deposit*”) not later than 3:30 P.M. Central Time on the next business day following the award. The Deposit of the Winning Bidder will be retained by the District pending delivery of the Certificates. The District may hold the proceeds of the Deposit or invest the same (at the District’s risk) in obligations that mature at or before the delivery of the Certificates, until applied as follows: (a) at the delivery of the Certificates and upon compliance with the Winning Bidder’s obligation to take up and pay for the Certificates, the full amount of the Deposit held by the District, without adjustment for interest, shall be applied toward the purchase price of the Certificates at that time, and the full amount of any interest earnings thereon shall be retained by the District and (b) if the Winning Bidder fails to take up and pay for the Certificates when tendered, the full amount of the Deposit plus any interest earnings thereon will be forfeited to the District as liquidated damages.

ESTABLISHMENT OF ISSUE PRICE

(a) The Winning Bidder shall assist the District in establishing the issue price of the Certificates and shall execute and deliver to the District at the closing of the Certificates an “issue price” or similar certificate setting forth the Expected Initial Offering Prices to the Public or the sales price or prices of the Certificates, together with the supporting pricing wires or equivalent communications, substantially in the form attached hereto as *Exhibit A*, with such modifications as may be appropriate or necessary, in the reasonable judgment of the Winning Bidder, the District and Bond Counsel. All actions to be taken by the District under this Official Notice of Sale to establish the issue price of the Certificates may be taken on behalf of the District by the District’s Municipal Advisor identified herein and any notice or report to be provided to the District may be provided to the District’s Municipal Advisor. Within one hour of the award, the Winning Bidder will confirm to the District the Expected Initial Offering Prices of the Certificates which the Winning Bidder used in formulating its bid.

(b) The District intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining “competitive sale” for purposes of establishing the issue price of the Certificates) will apply to the initial sale of the Certificates (the “*Competitive Sale Requirements*”) because:

- (1) the District shall disseminate this Official Notice of Sale to potential Underwriters in a manner that is reasonably designed to reach potential Underwriters;
- (2) all bidders shall have an equal opportunity to bid;
- (3) the District may receive bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- (4) the District anticipates awarding the sale of the Certificates to the bidder who submits a firm offer to purchase the Certificates at the highest price (or lowest TIC), as set forth in this Official Notice of Sale.

Any bid submitted pursuant to this Official Notice of Sale shall be considered a firm offer for the purchase of the Certificates, as specified in the bid.

(c) In the event that the Competitive Sale Requirements are not satisfied, the District shall so advise the Winning Bidder. In such event, any bid proposal will not be subject to cancellation or withdrawal, and the District agrees to use the rules selected by the Winning Bidder on its bid form to determine the issue price for the Certificates. On the bid form, each bidder must select one of the following rules to establish the issue price of the Certificates: (i) the “10% Test” which will establish the issue price of a maturity of the Certificates as the first price at which 10% of a maturity of the Certificates is sold to the Public or (ii) the “Hold-the-Offering-Price Rule” which will establish the issue price of a maturity of the Certificates as the initial offering price to the Public as of the Sale Date of that maturity, in each case applied on a maturity-by-maturity basis. If the Winning Bidder selects the Hold-the-Offering-Price Rule, the Winning Bidder shall

promptly advise the District, at or before the time of award of the Certificates, which maturities of the Certificates have not satisfied the 10% Test and will be subject to the Hold-the-Offering-Price Rule. *Bidders should prepare their bids on the assumption that some or all of the maturities of the Certificates will be subject to the Hold-the-Offering-Price Rule or the 10% Test as selected on the bid form, in order to establish the issue price of the Certificates.*

(d) *If the Competitive Sale Requirements are not satisfied and the Winning Bidder selects the Hold-the-Offering Price Rule, then the Winning Bidder shall (i) confirm that the Underwriters have offered or will offer the Certificates to the Public on or before the date of award at the offering price or prices (the “Initial Offering Price”), or at the corresponding yield or yields, set forth in the bid submitted by the Winning Bidder, and (ii) agree, on behalf of the Underwriters participating in the purchase of the Certificates, that the Underwriters will neither offer nor sell unsold Certificates of any maturity to which the Hold-the-Offering-Price Rule shall apply to any person at a price that is higher than the Initial Offering Price to the Public during the period starting on the Sale Date (as hereinafter defined) and ending on the earlier of the following:*

(1) the close of the fifth business day after the Sale Date; or

(2) the date on which the Underwriters have sold at least 10% of that maturity of the Certificates to the Public at a price that is no higher than the Initial Offering Price to the Public.

The Winning Bidder will advise the District promptly after the close of the fifth (5th) business day after the Sale Date whether it has sold 10% of that maturity of the Certificates to the Public at a price that is no higher than the Initial Offering Price to the Public. Within one hour of the award, the Winning Bidder will inform the District of the Initial Offering Price for each maturity of the Certificates.

(e) *If the Competitive Sale Requirements are not satisfied and the Winning Bidder selects the 10% Test, until the 10% Test has been satisfied as to each maturity of the Certificates, the Winning Bidder agrees to promptly report to the District the prices at which the unsold Certificates of that maturity have been sold to the Public. That reporting obligation shall continue, whether or not the closing date has occurred, until either (i) all Certificates of that maturity have been sold to the Public or (ii) the 10% Test has been satisfied as to the Certificates of that maturity, provided that, the Winning Bidder’s reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the District or Bond Counsel. In addition, if the 10% Test has not been satisfied with respect to any maturity of the Certificates prior to closing, then the Winning Bidder shall provide the District with a representation as to the price or prices as of the date of closing at which the Winning Bidder reasonably expects to sell the remaining Certificates of such maturity.*

(f) The District acknowledges that, in making the representations set forth above, the Winning Bidder will rely on (i) the agreement of each Underwriter to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Certificates, as set forth in an agreement among Underwriters and the related pricing wires, (ii) in the event a

selling group has been created in connection with the initial sale of the Certificates to the Public, the agreement of each dealer who is a member of the selling group to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Certificates, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an Underwriter or dealer who is a member of the selling group is a party to a third-party distribution agreement that was employed in connection with the initial sale of the Certificates to the Public, the agreement of each broker-dealer that is a party to such agreement to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Certificates, as set forth in the third-party distribution agreement and the related pricing wires. The District further acknowledges that each Underwriter shall be solely liable for its failure to comply with its agreement regarding the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Certificates, and that no Underwriter shall be liable for the failure of any other Underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a third-party distribution agreement to comply with its corresponding agreement to comply with the requirements for establishing issue price of the Certificates, including, but not limited to, its agreement to comply with the Hold-the-Offering-Price Rule, if applicable to the Certificates.

(g) By submitting a bid, each bidder confirms that: (i) any agreement among Underwriters, any selling group agreement and each third-party distribution agreement (to which the bidder is a party) relating to the initial sale of the Certificates to the Public, together with the related pricing wires, contains or will contain language obligating each Underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such third-party distribution agreement, as applicable, (A)(i) to report the prices at which it sells to the Public the unsold Certificates of each maturity allocated to it, whether or not the closing date has occurred, until either all Certificates of that maturity allocated to it have been sold to the Public or it is notified by the Winning Bidder that the 10% Test has been satisfied as to the Certificates of that maturity, provided that, the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the Winning Bidder and (ii) comply with the Hold-the-Offering-Price Rule, if applicable, if and for so long as directed by the Winning Bidder and as set forth in the related pricing wires, which shall be until the 10% Test has been satisfied as to the Certificates of that maturity or until the close of business on the fifth (5th) business day following the award; (B) to promptly notify the Winning Bidder of any sales of Certificates that, to its knowledge, are made to a purchaser who is a Related Party to an Underwriter participating in the initial sale of the Certificates to the Public (each such term being used as defined below); and (C) to acknowledge that, unless otherwise advised by the Underwriter, dealer or broker-dealer, the Winning Bidder shall assume that each order submitted by the Underwriter, dealer or broker-dealer is a sale to the Public, and (ii) any agreement among Underwriters or selling group agreement relating to the initial sale of the Certificates to the Public, together with the related pricing wires, contains or will contain language obligating each Underwriter or dealer that is a party to a third-party distribution agreement to be employed in connection with the initial sale of the Certificates to the Public to require each broker-dealer that is a party to such third-party distribution agreement to (A) report the prices at which it sells to the Public the unsold Certificates of each maturity allocated to it, whether or not the closing date has occurred, until either all Certificates of that

maturity allocated to it have been sold or it is notified by the Winning Bidder or such Underwriter that the 10% Test has been satisfied as to the Certificates of that maturity, provided that the reporting obligation after the closing date may be at reasonable periodic intervals or otherwise upon request of the Winning Bidder or such Underwriter, and (B) comply with the Hold-the-Offering-Price Rule, if applicable, if and for so long as directed by the Winning Bidder or the Underwriter and as set forth in the related pricing wires, which shall be at least until the 10% Test has been satisfied as to the Certificates of that maturity or until the close of business on the fifth (5th) business day following the date of the award.

(h) Sales of any Certificates to any person that is a Related Party to an Underwriter participating in the initial sale of the Certificates to the Public shall not constitute sales to the Public for purposes of this Official Notice of Sale. Further, for purposes of the language under this caption of this Official Notice of Sale, titled “ESTABLISHMENT OF ISSUE PRICE”:

(i) “Public” means any person other than an Underwriter or a Related Party,

(ii) a purchaser of any of the Certificates is a “Related Party” to an Underwriter if the Underwriter and the purchaser/Winning Bidder are subject, directly or indirectly, to (A) more than 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (B) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (C) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other),

(iii) “Sale Date” means the date the Certificates are awarded by the District to the Winning Bidder, such date with respect to the Certificates being May 7, 2024, and

(iv) “Underwriter” means (A) any person that agrees pursuant to a written contract with the District (or with the lead Underwriter to form an underwriting syndicate) to participate in the initial sale of the Certificates to the Public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Certificates to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the Certificates to the Public).

TAX EXEMPTION AND CLOSING TRANSCRIPT

At the time of delivery of the Certificates, Bond Counsel will furnish to the Winning Bidder its approving legal opinion that, subject to compliance by the District with certain covenants, under present law, in the opinion of Bond Counsel, interest on the Certificates is excludible from gross income of the owners thereof for federal income tax purposes and is not includible as an item of tax preference in computing the federal alternative minimum tax for individuals, as more fully discussed under the heading “TAX EXEMPTION” in the Preliminary Official Statement. Interest on

the Certificates is not exempt from present State of Illinois income taxes. The proposed form of opinion of Bond Counsel is set forth in Appendix B to the Preliminary Official Statement.

Bond Counsel will also furnish to the Winning Bidder a complete, certified transcript of all proceedings in connection with the issuance of the Certificates, which shall include a non-litigation certificate of the District affirming that there is no litigation pending or threatened as to the validity of or security for the Certificates.

RATING

Moody's Investors Service, New York, New York, has assigned the Certificates a rating of "Aaa."

BOOK-ENTRY ONLY

The Certificates will be issued as fully-registered Certificates without coupons and, when issued, will be registered in the name of Cede & Co., as nominee for DTC. DTC will act as securities depository for the Certificates. A single Certificate certificate for each maturity of the Certificates will be issued to DTC and immobilized in its custody. Individual purchases may be made in book-entry-only form only through DTC participants, in the principal amount of \$5,000 and integral multiples thereof. Individual purchasers will not receive certificates evidencing their ownership of the Certificates purchased. The Winning Bidder shall be required to deposit the Certificate certificates with DTC as a condition to delivery of the Certificates. The District will make payments of principal and interest on the Certificates to DTC or its nominee as registered owner of the Certificates in same-day funds. Transfer of those payments to participants of DTC will be the responsibility of DTC; transfer of the payments to beneficial owners by DTC participants will be the responsibility of such participants and other nominees of beneficial owners all as required by DTC rules and procedures. No assurance can be given by the District that DTC, its participants and other nominees of beneficial owners will make prompt transfer of the payments as required by DTC rules and procedures. The District assumes no liability for failures of DTC, its participants or other nominees to promptly transfer payments to beneficial owners of the Certificates.

In the event that the securities depository relationship with DTC for the Certificates is terminated and the District does not appoint a successor depository, the District will prepare, authenticate and deliver, at its expense, fully-registered Certificates in the denomination of \$5,000 or an integral multiple thereof in the aggregate principal amount of the Certificates of the same maturities then outstanding to the beneficial owners of the Certificates.

CUSIP NUMBERS

It is intended that CUSIP numbers will be printed on the Certificates, but neither the failure to print or type such number on any Certificates nor any error with respect thereto shall constitute cause for a failure or refusal by the Winning Bidder to accept delivery of and make payment for the Certificates. The Municipal Advisor shall request assignment of CUSIP numbers, and all

expenses related to the assignment or printing of CUSIP numbers, including CUSIP Service Bureau charges for the assignment of said numbers, shall be the responsibility of and shall be paid by the Winning Bidder.

CONTINUING DISCLOSURE

The District covenants and agrees to enter into a written agreement or contract constituting an undertaking (the “*Undertaking*”) to provide ongoing disclosure about the District for the benefit of the beneficial owners of the Certificates on or before the date of delivery of the Certificates as required under Section (b)(5) of Rule 15c2-12 (the “*Rule*”) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934. The Undertaking shall be as described in the Preliminary Official Statement, with such changes as may be agreed to in writing by the Winning Bidder. The District has not failed to comply in all material respects with each and every undertaking previously entered into by it pursuant to the Rule. The Winning Bidder’s obligation to purchase the Certificates shall be conditional upon the District delivering the Undertaking on or before the date of delivery of the Certificates.

OFFICIAL STATEMENT

The District certifies that the Preliminary Official Statement was final as of the date thereof for purposes of the Rule, except for the omission of the offering prices or yields, the interest rates, any other terms or provisions required by the District specified in the bid, ratings, other terms of the Certificates depending on such matters, and the identity of the Winning Bidder. Upon the sale of the Certificates, the District will publish an Official Statement in substantially the same form as the Preliminary Official Statement, subject to minor additions, deletions and revisions as required to complete the Preliminary Official Statement. By submission of its bid, the Winning Bidder will be deemed to have certified that it has obtained and reviewed the Preliminary Official Statement. Promptly after the Sale Date, but in no event later than seven business days after the Sale Date, the District will provide the Winning Bidder with an electronic copy of the final Official Statement. The Winning Bidder agrees to supply to the District all information necessary to complete the Official Statement within 48 hours after the award.

MISCELLANEOUS ITEMS

The District reserves the right to reject any or all bids and to determine the best bid in its sole discretion, and to waive any informality in any bid. Additionally, the District reserves the right to modify or amend this Official Notice of Sale; however, any such modification or amendment shall, to the extent practicable, not be made less than twenty-four (24) hours prior to the date and time for receipt of bids on the Certificates and any such modification or amendment will be announced on the Amendments Page of the Parity® webpage.

By submitting a bid, each bidder makes the representation that it understands that Chapman and Cutler LLP, Chicago, Illinois (“*Chapman*”), serving as Bond Counsel and as Disclosure Counsel to the District, represents the District in the Certificate transaction and, if such bidder has retained Chapman in an unrelated matter, such bidder represents that the signatory to the bid is

duly authorized to, and does consent to and waive for and on behalf of such bidder any conflict of interest of Chapman arising from any adverse position to the District in this matter; such consent and waiver shall supersede any formalities otherwise required in any separate understandings, guidelines or contractual arrangements between the bidder and Chapman.

The Certificates will be delivered to the Winning Bidder against full payment in immediately available funds as soon as they can be prepared and executed, which is expected to be May 23, 2024. Should delivery, however, be delayed beyond forty-five (45) days from the Sale Date for any reason beyond the control of the District except failure of performance by the Winning Bidder, the District may cancel the award or the Winning Bidder may withdraw the Deposit and thereafter the Winning Bidder's interest in and liability for the Certificates will cease.

ADDITIONAL INFORMATION

The Preliminary Official Statement and the Official Bid Form, together with other pertinent information and the Certificate Resolution, may be obtained from the District or from Raymond James & Associates, Inc., Municipal Advisor to the District: Elizabeth Hennessy at (312) 612-7641 or Elizabeth.Hennessy@RaymondJames.com.

BY ORDER OF THE BOARD OF EDUCATION OF TOWNSHIP HIGH SCHOOL DISTRICT NUMBER 202, COOK COUNTY, ILLINOIS, dated this 30th day of April, 2024.

/s/ Kendra Williams

Chief Financial Officer, Township High School
District Number 202, Cook County, Illinois

Raymond James & Associates, Inc.
550 West Washington Street, Suite 1650
Chicago, IL 60661-2511
Attention: Elizabeth Hennessy
TELEPHONE: (312) 612-7641

As of the date of this certificate, for each Maturity of the Certificates, the first price at which at least 10% of such Maturity of the Certificates was sold to the Public is the respective price listed in *Exhibit A* (the “*First Sale Price*”).

3 Bids Not Received – At Least 10% of Certain Maturities Not Sold by Closing; Expected First Sale Price

1. As of the date of this certificate, for each of the _____ Maturities of the Certificates, the first price at which at least 10% of such Maturity of the Certificates was sold to the Public is the respective price listed in *Exhibit A* (the “*First Sale Price*”).

2. Expected First Sale Price.

With respect to each of the _____ Maturities of the Certificates:

(a) As of the date of this certificate, the Purchaser has not sold at least 10% of the Certificates of this Maturity at any price.

(b) As of the date of this certificate, the Purchaser reasonably expects that the first sale to the Public of an amount of Certificates of this Maturity equal to 10% or more of this Maturity will be at or below the Expected Sale Price listed on the attached *Exhibit A* (the “*Expected First Sale Price*”).

3 Bids Not Received – At Least 10% of Certain Maturities Not Sold by Closing; Hold-the-Offering-Price Rule

1. As of the date of this certificate, for each of the General Rule Maturities, the first price at which at least 10% of such Maturity of the Certificates was sold to the Public is the respective price listed in *Exhibit A* (the “*First Sale Price*”).

2. (a) The Purchaser offered the Hold-the-Offering-Price Maturities to the Public for purchase at the respective initial offering prices listed in *Exhibit A* (the “*Initial Offering Prices*”) on or before the Sale Date. A copy of the pricing wire or equivalent communication for the Certificates is attached to this certificate as *Exhibit B*.

(b) As set forth in the Official Notice of Sale and the Official Bid Form, the Purchaser has agreed in writing that, (i) for each Maturity of the Hold-the-Offering-Price Maturities, it would neither offer nor sell any of the Certificates of such Maturity to any person at a price that is higher than the Initial Offering Price for such Maturity during the Holding Period for such Maturity (the “*Hold-the-Offering-Price Rule*”), and (ii) any selling group agreement would contain the agreement of each dealer who is a member of the selling group, and any third-party distribution agreement would contain the agreement of each broker-dealer who is a party to the third-party distribution agreement, to comply with the Hold-the-Offering-Price Rule.

(c) No Underwriter (as defined below) has offered or sold any Certificates of any Maturity of the Hold-the-Offering-Price Maturities at a price that is higher than the respective Initial Offering Price for that Maturity during the Holding Period.

III. DEFINED TERMS

[1. “*General Rule Maturities*” means those Maturities of the Certificates not listed in *Exhibit A* hereto as the “Hold-the-Offering-Price Maturities.”]

[2. “*Hold-the-Offering-Price Maturities*” means those Maturities of the Certificates listed in *Exhibit A* hereto as the “Hold-the-Offering-Price Maturities.”]

[3. “*Holding Period*” means, with respect to a Hold-the-Offering-Price Maturity, the period starting on the Sale Date and ending on the earlier of (i) the close of the fifth business day after the Sale Date (said fifth business day being _____, 2024), or (ii) the date on which the Purchaser has sold at least 10% of such Hold-the-Offering-Price Maturity to the Public at prices that are no higher than the Initial Offering Price for such Hold-the-Offering-Price Maturity.]

4. “*Maturity*” means Certificates with the same credit and payment terms. Certificates with different maturity dates, or Certificates with the same maturity date but different stated interest rates, are treated as separate maturities.

5. “*Public*” means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a Related Party to an Underwriter.

6. A person is a “*Related Party*” to an Underwriter if the Underwriter and the person are subject, directly or indirectly, to (i) more than 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other).

7. “*Sale Date*” means the first day on which there is a binding contract in writing for the sale of a Maturity of the Certificates. The Sale Date of the Certificates is _____, 2024.

8. “*Underwriter*” means (i) any person that agrees pursuant to a written contract with the District (or with the Underwriter to form an underwriting syndicate) to participate in the initial sale of the Certificates to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Certificates to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the Certificates to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Purchaser's interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the District with respect to certain of the representations set forth in its documents and with respect to compliance with the federal income tax rules affecting the Certificates, and by Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel, in connection with rendering its opinion concerning interest on the Certificates, the preparation of Internal Revenue Service Form 8038-G, and other federal income tax advice it may give to the District from time to time relating to the Certificates.

IN WITNESS WHEREOF, I hereunto affix my signature, this ____ day of _____, 2024.

_____,
_____, _____

By: _____
Title: _____

[EXHIBIT B

[PURCHASER'S BID][PRICING WIRE]]

OFFICIAL BID FORM

Board of Education
Township High School District Number 202, Cook County, Illinois

Sale Date and Time: May 7, 2024
10:00 A.M. Central Time

Ladies and Gentlemen:

For the principal amount of \$4,670,000* General Obligation Debt Certificates (Limited Tax), Series 2024 (the “Certificates”), of Township High School District Number 202, Cook County, Illinois (the “District”), legally issued and as described in the Official Notice of Sale, we will pay the District \$_____ (no less than \$5,040,000.00), based on the total principal of \$4,670,000,* provided the Certificates bear the following interest rates (not in excess of 5.00%). In making this offer, we accept the terms and conditions set forth in the Official Notice of Sale, dated April 30, 2024.

HOLD-THE- OFFERING- PRICE MATURITY IF MARKED (*)	MATURITY (DECEMBER 1)	PRINCIPAL AMOUNT*	RATE	EXPECTED INITIAL OFFERING PRICE/YIELD
	2024	\$280,000	%	%
	2025	185,000	%	%
	2026	195,000	%	%
	2027	205,000	%	%
	2028	210,000	%	%
	2029	225,000	%	%
	2030	785,000	%	%
	2031	820,000	%	%
	2032	860,000	%	%
	2033	905,000	%	%

The Certificates are not subject to optional redemption prior to maturity.

We hereby specify that the following Certificates be designated and aggregated into term certificates maturing on December 1 of the following years and in the following amounts (leave blank if no term certificates are specified):

MATURITIES DESIGNATED AND AGGREGATED	YEAR OF TERM CERTIFICATE MATURITY	PRINCIPAL AMOUNT
20__ through 20__	_____	\$ _____
20__ through 20__	_____	_____
(add additional term certificates as appropriate)		

This bid is a firm offer for the purchase of the Certificates identified in the Official Notice of Sale, on the terms set forth in this bid form and the Official Notice of Sale, and is not subject to any conditions, except as permitted by the Official Notice of Sale. By submitting this bid, we confirm that we have an established industry reputation for underwriting new issuances of municipal bonds. If the Competitive Sale Requirements are not met, we select the following rule to establish the issue price of the maturities of the Certificates for which 10% is not sold to the Public on the date hereof, applied on a maturity-by-maturity basis:

* The District reserves the right to increase or decrease the principal amount of each maturity of the Certificates on the Sale Date. If any principal amounts are adjusted, the purchase price proposed will be adjusted to maintain the same gross spread per \$5,000 certificate.

_____ 10% Test: the first price at which 10% of a maturity of the Certificates is sold to the Public for the following maturities: _____

_____ Hold-the-Offering-Price Rule: the Initial Offering Price of that maturity for the following maturities: _____

The Certificates are to be accompanied by the unqualified approving legal opinion of Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel, and a certificate evidencing that no litigation is pending against the District which will affect the validity or security of the Certificates. Attorneys' fees, Rating Agency fees, Municipal Advisor fees, the cost of preparing and printing the Certificates, the fees of the Registrar, the cost of distributing the Official Notice of Sale, the Preliminary Official Statement and the Official Statement and miscellaneous expenses of the District incurred in connection with the offering and delivery of the Certificates shall all be the obligation of the District. The costs of issuance of the Certificates may be distributed by the Winning Bidder on behalf of the District from proceeds of the Certificates and by submitting this bid, we agree to send (an) additional wire(s) at closing to distribute such costs if so requested by the District.

NOT PART OF THE BID:	
Explanatory Note: According to our computation, this bid involves the following:	
Par Amount	\$ _____ *
Reoffering Premium	_____
Original Issue Discount	(_____)
Underwriter's Discount	(_____)
Price for Certificates	\$ _____
TIC: _____ %	
True Interest Cost (from May 23, 2024)	

Respectfully submitted,

Account Manager

(A list of account members is attached.)

By _____

Signature: _____

Print Name: _____

Telephone: _____

Fax: _____

Email: _____

The foregoing offer is hereby accepted this 7th day of May, 2024, by the Board of Education of Township High School District Number 202, Cook County, Illinois, and in recognition thereof is signed by the official of the District empowered and authorized to make such acceptance.

Chief Financial Officer, Township High
School District Number 202, Cook County,
Illinois