

**WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES**

**REGULAR MEETING
June 12, 2009**

I. CALL TO ORDER

Chair Phil Sharpe called the regular meeting of the Board of Trustees of Western Washington University to order at 8:00 a.m., June 12, 2009 in Old Main 340, Western Washington University, Bellingham.

Board of Trustees

Betti Fujikado
Hannah Higgins
Howard Lincoln
Dennis Madsen, Secretary
Kevin Raymond
Phil Sharpe, Chair
John Warner
Peggy Zoro, Vice Chair (via conference phone)

Western Washington University

Bruce Shepard, President
Stephanie Bowers, Vice President for University Advancement
Sherry Burkey, Associate Vice President for University Relations
Paul Cocke, Director, University Communications
Eileen Coughlin, Vice President for Student Affairs & Academic Support Services
Matthew Liao-Troth, President, Faculty Senate
Erik Lowe, President, Associated Students
Dennis Murphy, Provost and Vice President for Academic Affairs
Paula Gilman, Executive Director for University Planning and Budgeting
Elizabeth Sipes, Secretary to the Board of Trustees
Barbara Stoneberg, Administrative Assistant to the President
Steve Swan, Vice President for University Relations
Kathy Wetherell, Interim Vice President for Business & Financial Affairs
Lisa Wochos, Assistant Attorney General

Chair Sharpe announced that an Executive Session will be added to the agenda and held prior to adjournment.

2. APPROVAL OF MINUTES

MOTION 6-1-09

Dennis Madsen moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve the following:

- Board of Trustees Meeting, April 2 & 3, 2009

Motion passed unanimously.

3. RECOGNITIONS AND INTRODUCTIONS

a. Resolution No. 2009-02

Trustee Warner read the Resolution No. 2009-02 Honoring Dr. George Pierce, for his service as Vice President for Business & Financial Affairs.

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009-02
In Appreciation of
Dr. George A. Pierce
Vice President for Business & Financial Affairs

WHEREAS, George Pierce served as the Vice President for Business & Financial Affairs for Western Washington University, from 1989 to 2009, and;

WHEREAS, George Pierce provided strong and dedicated leadership to his division and provided oversight for construction, renovation and maintenance of university buildings and grounds, development and oversight of the capital budget, campus safety, human resources, and environmental health and safety, and;

WHEREAS, under his direction, the university has completed many large capital projects such the new Chemistry, Biology, and Science, Math and Technology Education buildings, the Communications Facility building, the Wade King Student Recreation Center and the Campus Services facility, the Academic Instruction Facility and the renovations of Haggard Hall and the Viking Union, and;

WHEREAS, George Pierce and his staff worked closely with students who led the effort to have Western receive 100 percent of its electricity from renewable resources, and;

WHEREAS, George Pierce provided leadership for important "green campus" objectives and was instrumental in the creation of the Office of Sustainability and the development of the Lincoln Creek Transportation Center, and;

WHEREAS, George Pierce holds a master's degree in Political Science from the New School for Social Research in New York City, and a doctorate in Higher Education Administration from the Claremont Graduate School;

WHEREAS, George Pierce was selected as the "Campus Leader Who Cares" by the Campus Safety Health and Environmental Management Association, and as "Administrator of the Year" by the Western Association of Campus Law Enforcement Administrators, and;

BE IT THEREFORE RESOLVED, that the Board of Trustees of Western Washington University hereby offers thanks and commendation to George Pierce for his many achievements and for his service as Vice President for Business and Financial Affairs.

Dated and signed this 12th day of June, 2009.

b. Resolution 2009-03

Trustee Zoro read Resolution No. 2009-03 Honoring Dr. Al Froderberg

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009-03
DESIGNATING ALBERT J. FRODERBERG
AS ASSOCIATE TO THE UNIVERSITY

WHEREAS, Dr. Albert J. Froderberg, Senior Adviser to the President and Director of Planned Giving, has announced his intention to resign from that position; and

WHEREAS, Dr. Froderberg has served Western Washington University in a variety of increasingly responsible positions since his appointment as a lecturer in the Mathematics Department in 1968; and

WHEREAS, Dr. Froderberg has served Western Washington University in many capacities during his forty-year tenure, including: faculty member, department chair, Faculty Senate president, assistant for state government relations, acting provost, vice president for external affairs; and

WHEREAS, Dr. Froderberg served as acting president and wisely led the university during the difficult time of the 1987 accident that claimed the lives of President G. Robert Ross, Vice President Don Cole, and Jeanene DeLille; and

WHEREAS, Dr. Froderberg has devoted much of his career to expand development efforts, which has generated millions of dollars in private contributions, hundreds of scholarships, faculty grants, and other critical support to Western's academic mission; and

WHEREAS, Dr. Froderberg has stated his desire to continue to support the mission of the University and expand opportunities for the campus community; and

WHEREAS, the Board of Trustees gratefully acknowledge contributions made by Dr. Froderberg and welcome opportunities to continue working with him in his new assignments;

NOW, THEREFORE BE IT RESOLVED, that the Board of Trustees of Western Washington University designates Dr. Albert J. Froderberg as Associate to the University and accepts his volunteer spirit and services in concert with President Bruce Shepard in his efforts to develop, engage, and strengthen relationships with alumni, students, prospective students, faculty, staff, state and local officials, prospective donors to Western and the Western Washington University Foundation, members of the regional community, and all citizens of the State of Washington.

As Associate to the University, Dr. Froderberg is authorized to travel to and represent Western at meetings and events, gather information about how Western can better serve the citizens of the State of Washington, work with Western staff to develop and strengthen relationships identified above, and report to the Board of Trustees at least annually on the extent of his activities.

In consideration for his volunteer services, the Board of Trustees extends to Dr. Froderberg its warm appreciation and hearty gratitude. As a volunteer, Dr. Froderberg will be provided those insurance benefits available to volunteers, will be reimbursed for travel and per diem expenses when such travel occurs on Western's behalf and will have such other benefits and protections as are afforded volunteers. The Vice President for Business and Financial Affairs shall be and is hereby delegated authority directly from the Board of Trustees to lend such review and approvals as may be necessary to give effect to this resolution.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its regular meeting on June 12, 2009.

c. Resolution No. 2009-04

Trustee Lincoln read Resolution No. 2009-04 Congratulating the Western Women's Rowing Team.

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009-04
CONGRATULATING THE WESTERN WOMEN'S ROWING TEAM

WHEREAS, The Western Women's Rowing Team won the program's and school's fifth straight NCAA Division II national championship; and

WHEREAS, it is the first time that a school has won five consecutive titles since the NCAA began a rowing championship in 1997; and

WHEREAS, after winning the NCAA II West Regional title for the fifth straight year, the Vikings' varsity eight and varsity four shells both advanced to the grand finals after qualifying heats, as the eight won the grand final and the four finished second resulting in the NCAA DII National Rowing Championship; and

WHEREAS, the Vikings' varsity eight and varsity four placed first at the Western Intercollegiate Rowing Association Championships; and

WHEREAS, the Vikings' varsity eight, second varsity eight, novice eight, second novice eight, novice four and lightweight four placed first at the Northwest Collegiate Rowing Conference Championships; and won the Team title for the fifth straight year; and

WHEREAS, varsity seven seat Audrey Coon and coxswain Kristy Theodorson were named CRCA All-Americans and Audrey Coon, Madeleine Eckmann, Casey Mapes were named CRCA National Scholar Athletes; and

WHEREAS, the team members distinguished themselves as students in the classroom as well as on the course throughout a rigorous schedule of events; and the entire team demonstrated fine sportsmanship and inspired youth to work hard, play well and enjoy athletic competition; NOW, THEREFORE BE IT RESOLVED, that the Board of Trustees of Western Washington University officially recognizes the Western Women's Rowing Team for its unprecedented

accomplishment and extends to the team the Board's gratitude and best wishes on behalf of the entire University Community.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its regular meeting on June 12, 2009.

d. Resolution No. 2009-05

Trustee Raymond read Resolution No. 2009-05 Congratulating Members of the International Affairs Association.

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009-05
CONGRATULATING THE MEMBERS OF THE ASSOCIATED STUDENTS
INTERNATIONAL AFFAIRS ASSOCIATION

WHEREAS, the Associated Students International Affairs Association attended the annual National Model United Nations Conference in New York; and

WHEREAS, the Western Washington University Model United Nations team represented Ecuador on the General Assembly, and its subcommittees, the United Nations Development Fund for Women, the United Nations High Commissioner for Refugees Executive Committee, the Organization of American States, and the World Trade Organization; and

WHEREAS, team members Amy Bakker and Thomas Kearney, excelled in their positions as Chairs/Rapporteurs for their committee receiving high compliments from the conference staff; and

WHEREAS, the Western Washington University delegation received the "Outstanding Delegation" award, the highest honor given at the conference; and

WHEREAS, the Associated Students International Affairs Association has represented Western Washington University regionally and nationally as an excellent institution;

BE IT THEREFORE RESOLVED, that the Board of Trustees of Western Washington University hereby offers their congratulations to the members of the Associated Students International Affairs Model United Nations Team.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its regular meeting on June 12, 2009.

4. BOARD CHAIR REPORT

a. Resolution No. 2009-06

Chair Sharpe read Resolution No. 2009-06 Recognizing the Service of Board Member Hannah Higgins.

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009 – 06
RECOGNIZING THE SERVICE OF BOARD MEMBER
HANNAH HIGGINS

WHEREAS, HANNAH HIGGINS of Pullman, Washington, has served as a member of the Western Washington University Board of Trustees from July 1, 2008 to June 30, 2009; and

WHEREAS, HANNAH HIGGINS has the distinction of being the eleventh student appointed by the Governor to the Board of Trustees of Western Washington University; and,

WHEREAS, HANNAH HIGGINS brought to the trustee position leadership qualities developed as founder and president of the WWU Bad Manners Club, Treasurer of the WWU Chapter of Engineers Without Borders, participant in The School for International Training's Iceland Program on Renewable Technologies and Resource Economics; and

WHEREAS, HANNAH HIGGINS brought to her appointment as a trustee dedication to the campus community through her service as a student representative on the Presidential Search Advisory Committee; and,

WHEREAS, HANNAH HIGGINS has contributed her time and commitment to the University at considerable personal sacrifice while preparing to earn a Bachelor of Science in Manufacturing Engineering Technology with a minor in Supply Chain Management and Environmental Policy; and,

WHEREAS, HANNAH HIGGINS contributed to the increased stature and the future potential of Western Washington University through her participation in numerous activities and decisions affecting the University;

NOW, THEREFORE BE IT RESOLVED, by the Board of Trustees of Western Washington University that HANNAH HIGGINS be and is hereby honored for outstanding service and dedication to the University and is extended the gratitude and best wishes of the entire University community.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its regular meeting on June 12, 2009.

b. Resolution No. 2009-07

Trustee Madsen read Resolution No. 2009-07 Welcoming Trustee Betti Fujikado.

WESTERN WASHINGTON UNIVERSITY
BOARD OF TRUSTEES
RESOLUTION NO. 2009-07
WELCOMING TRUSTEE BETTI FUJIKADO

WHEREAS, on May 20, 2009, Governor Christine Gregoire appointed Betti Fujikado of Seattle, Washington, to serve a term on the Western Washington University Board of Trustees through September 30, 2012; and

WHEREAS, Betti Fujikado brings to her appointment as a trustee 32 years of experience in business, first as a Certified Public Accountant at Price Waterhouse and in a number of positions, including Chief Financial Officer and Chief Executive Officer; and

WHEREAS, Betti Fujikado brings to her appointment as a trustee her role as a co-founder of Copacino+Fujikado, an award-winning Seattle advertising agency, which has earned recognition for its work for the Seattle Mariners, REI, Safeco Insurance, Premera Blue Cross, United Way of King County, Seattle Children's and numerous other accounts; and

WHEREAS, Betti Fujikado brings to her appointment as a trustee her important role as a philanthropist as a supporter of the Intiman Theatre, DENSHO – The Japanese American Legacy Project, and as a member of the Pike Place Market Board, and other Seattle area nonprofits; and

WHEREAS, Betti Fujikado earned her bachelor's degree in Business Administration from the University of Washington; and

WHEREAS, Betti Fujikado has declared her commitment to serve as a member of the Western Washington University Board of Trustees;

NOW THEREFORE BE IT RESOLVED THAT the Board of Trustees of Western Washington University officially extends hearty congratulations and a warm welcome to Betti Fujikado as she begins her term on the Board.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its regular meeting on June 12, 2009.

Chair Sharpe announced a 5 minute break at 8:30 a.m. Meeting resumed at 8:35 a.m.

5. UNIVERSITY PRESIDENT

a. Success in funding endowments for Student Scholarships

President Shepard said that historically, Western has awarded approximately \$1M in student scholarships. Stephanie Bowers, Vice President for University Advancement, reported that even in the current economy, Western will award 85 - 90% of scholarships next year, due to the support of endowment donors, the Foundation Board, WWU faculty and staff and the improved management of scholarship funds.

b. Student Technology Fee

As a follow-up to the discussion on the Student Technology Fee at the April BOT meeting, President Shepard reported that there are no outstanding issues or problems related to the Student Technology Fee fund.

Shepard also thanked Hannah Higgins for her service on the Board of Trustees and the Presidential Search Advisory Committee

6. ASSOCIATED STUDENTS

- a. Erik Lowe introduced Matt Jarrell, the AS President for 2009-10.
- b. Lowe reported that 97% of WWU students passed a referendum proposing that the WWU administration shift the recipient of the Washington Student Lobby (WSL) donation monies from the WSL to a Legislative Action Fund maintained by the Associated Students for the purpose of more directly representing Western.

MOTION 6-2-09 John Warner moved that Board of Trustees of Western Washington University, upon the request of the Associated Students Board of Directors, authorize the establishment of a student donation process to the Legislative Action Fund via the fee system. The purpose of this fund is to more directly represent WWU students in legislative manners through the decision of the ASWWU. The establishment of this fund system will replace the current Washington Student Lobby (WSL) donation access to the fee system.

Motion passed unanimously.

7. FACULTY SENATE

- a. Matthew Liao-Troth introduced Dan Lerner, Faculty Senate President for the 2009-2010 academic year.
- b. Liao-Troth reported on changes to the Faculty Handbook, Bylaw 7.5 University Planning and Resources Council. The committee will be the common discussion area for Vice Presidents and representatives of the colleges. Membership will include representation from the faculty, students, classified staff and Professional staff. Professor Jeff Newcomer will chair the committee.

ACTION ITEMS

8. CONSENT ITEMS

Approval of the Buchanan Towers Addition Construction Contract Award (PW 528) was removed from the consent agenda to be considered under Item #12.

MOTION 6-3-09 Kevin Raymond moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve the following consent items:

- Approval of Wilson Library Special Collections Construction Contract Award (PW 544)
- Approval of Buchanan Towers Fire Alarm and Sprinkler Consultant Contract Award (PW 595)

- Delegation of Authority to Award Construction Contract for Academic Technology & User Services Remodel (PW 594)
- Delegation of Authority for Award of Construction Contract for Miller Hall Renovation (PW 465)
- Approval of Revised 2008-09 Supplemental Operating Budget
- Approval of Proposed Change to Western's Washington Administrative Code (WAC): Chapter 516-56 WAC, University Housing and Dining
- Approval of Spring Quarter Degrees

Motion passed unanimously.

9. APPROVAL OF THE 2009-11 ACADEMIC YEAR TUITION RATES & 2009-10 OPERATING BUDGET

a. 2009-11 Academic Year Tuition Rates

President Shepard stated that both the tuition rates and operating budget have been given considerable attention this past year. A 14% tuition increase for undergraduate resident students for each of the next two years is being proposed to ensure that WWU students will continue to have access to a quality education. He noted that Western's tuition for undergraduate resident is still below the national average. Shepard said that we may reconsider graduate student tuition rates for the 2nd year of the biennium.

Trustee John Warner said that because of the tuition increase, it is important that Western continues to offer financial aid packets to lower income and middle income students.

MOTION 6-4-09 John Warner moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve 2009-11 tuition rate increases for undergraduate resident students to the legislatively authorized level of fourteen percent (14%) per year; and

Further moved, that tuition rates for the following categories of students be increased by zero percent (0%): undergraduate non-resident students; resident graduate students; and non-resident graduate students, with the proviso that these categories of tuition may be subject to re-evaluation and possible modification in 2010-11.

Motion passed unanimously.

b. 2009-10 Operating Budget

President Shepard said the 2009-11 State Operating budget is the result of an open and transparent budgeting process. In response to a question, Paula Gilman, Executive Director of Planning & Budgeting, said the Federal Stimulus Money of \$8.8 M is assured only for the first year of the biennium. Gilman noted that by adding funding sources such as the self-supporting auxiliaries, grants, contracts, and federal financial aid to the budget, the university's annual budget would be approximately \$240,000,000.

In response to a comment on the probability of future state budget deficits, Gilman said that Western has set up a Budget Contingency Reserve and will be in a better position to handle future budget cuts from the state.

MOTION 6-5-09 Dennis Madsen moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve a 2009-10 State Operating Budget of \$127,700,029 consisting of a State Appropriations in the amount of \$60,351,000; WWU net tuition operating fee revenue of \$59,903,924; administrative services assessment revenue of \$1,233,163, and one-time funds of \$6,310,942.

Motion passed unanimously.

10. APPROVAL OF THE 2009-2011 CAPITAL BUDGET

Kathy Wetherell, Interim Vice President for Business & Financial Affairs, reported that Western received \$79,367,000 in new appropriations and \$21,700,000 for reappropriations (approved projects not completed in the prior biennium.)

MOTION 6-6-09 John Warner moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, accepts the 2009-2011 Capital Budget totaling \$101,067,000 comprised of \$21,700,000 in reappropriations and \$79,367,000 in appropriations, and approves the distribution by major categories.

Motion passed unanimously.

11. APPROVAL OF STUDENT FEES

Eileen Coughlin, Vice President for Student Affairs and Academic Support Services, reviewed changes to the Mandatory Student Fees. These fees come through, and are approved by the student government. (**Att A**)

MOTION 6-7-09 Kevin Raymond moved that the Board of Trustees of Western Washington University, upon the recommendation of the President and the various constituent review committees approve the 2009-10 Mandatory Student Fee levels as proposed in the attached documents for the following fees:

- Services & Activity (S&A) Fee
- Health Service Fee
- Technology Fee
- Non-Academic Building Fee
- Renewable Energy Fee
- Student Recreation Fee (S&A)
- Student Transportation Fee

Motion passed unanimously.

12. APPROVAL OF BUCHANAN TOWERS ADDITION CONSTRUCT CONTRACT AWARD (PW528) AND APPROVAL OF THE HOUSING & DINING BOND RESOLUTION

a. Approval of Buchanan Towers Addition Construction Contract Award (PW528)

Trustee Sharpe recused himself during action on the Buchanan Towers Addition Construction Contract.

MOTION 6-8-09 John Warner moved that the Board of Trustees of Western Washington University, upon the recommendation of the president, award a contract to Ebenal General Inc. of Bellingham, WA in the amount of \$8,419,500 (\$8,310,000 base bid, plus alternates of \$109,500) plus tax for the construction of the Buchanan Towers Addition.

Motion passed unanimously.

Trustee Sharpe rejoined the meeting.

b. Approval of the Housing & Dining Bond Resolution

Kathy Wetherell, Interim V.P. for Business & Financial Affairs, introduced those who have contributed to Resolution 2009-09 -- Susan Musselman, DashenMusselman, Inc., financial advisor; Cynthia Reid, K&L Preston Gates Ellis LLP, university bond counsel; and Keith Morgan and Jane Towery, Piper Jaffray & Co., bond underwriters.

MOTION 6-9-09 Dennis Madsen moved to approve Resolution 2009-09 of the Board of Trustees of Western Washington University; authorizing the issuance and sale of Housing and Dining System Revenue Bonds of the University in the aggregate principal amount of not to exceed \$17,500,000 for the purpose of making capital improvements; providing for the disposition of the bond proceeds; authorizing the sale of the bonds and the preparation of a preliminary official statement; and authorizing the designated university representative to make certain determinations and appointments with respect to the bonds under the terms and conditions set forth herein. **(Resolution 2009-09 - Att. B)**

Motion passed unanimously.

13. RESOLUTION 2009-08 AMENDING THE WWU BOARD OF TRUSTEES RULES OF OPERATION.

The proposed amendments drafted in Board Rules of Operation, Section 020 – Authority, Powers and Duties of the Board, specifically Sections 020(3)m-n), would increase dollar amounts of contract approval for public works. The increases proposed would allow the university to award consultant contracts and public works contracts without having to wait for Board approval at a scheduled Board meeting. The change would expedite the process and the Board would regularly receive a report on what contracts were awarded under this authorization.

It was noted that the current trend is for Boards to have more fiduciary responsibility. The Trustees expressed concern regarding the amount of the increase and that the Board may be relinquishing some of their financial oversight. It was suggested that this could be assigned to the Board Audit Committee.

It was noted that because of the scheduling challenges around Board meetings, some capital projects are unable to be completed in a biennium, and become subject to re-appropriation by the legislature. Wetherell said there is a backlog of projects and because this is the construction season, several projects will be delayed until approval at the August Board meeting.

Several options were suggested including delegation of the Audit Committee Chair to hear the proposed contract on behalf of the Board and who could call a Special Meeting if warranted; and lowering the proposed increase. The Board will discuss the Board Rules of Operation at the September Board Retreat. A Resolution to Amend the Board Rules of Operation will be an agenda item at the October 9 regular meeting of the Board.

Following further discussion of the proposed amendments to the BOT Rules of Operations in Resolution 2009-08, the resolution was withdrawn and no action was taken.

14. APPROVAL OF REVISIONS TO FACULTY HANDBOOK: CONSTITUTION OF THE FACULTY ART. III.I

Matthew Liao-Troth reported on the proposed change to the Faculty Constitution, passed by the Faculty Senate, June 1, 2009.

- III.I The Faculty Senate is empowered to speak and act for the Faculty in University Affairs that are not covered by the contract between Western Washington University and the United Faculty of Western Washington University and the United Faculty of Western Washington with particular responsibility in the areas of curriculum, academic programs, scholarly activities, the education of students, ~~and~~ the mission of the University, and institution and administrative effectiveness.

MOTION 6-10-09 John Warner moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve the proposed addition to the Constitution of the Faculty Senate, Article III.I

Motion passed. Five affirmative. Two negative.

At 10:15 a.m. Chair Sharpe announced a 15 minute break. The meeting resumed at 10:30 a.m.

DISCUSSION ITEMS

15. LEGISLATIVE UPDATE

Sherry Burkey, Associate Vice President for University Relations, highlighted legislative policy issues for the Trustees.

- The System Design Study, led by the HECB, will look at setting degree targets, identifying gaps in access and delivery, location of new campuses, and identifying underserved populations. The study will recommend future directions for higher education in Washington. Provost Murphy is Western's lead on this study.
- The six public four-year institutions have been asked to expand and develop Performance Agreements from September 09 to June 2015.
- HB 1946 requires the HECB to convene a higher education technology transformation task force to prepare a report that includes a plan to improve the efficiency, effectiveness, and quality of education relative to the use of technology in public education.
- The HECB will examine Tuition Policy including high tuition, high aid models, and other potential state tuition policies. The report will be presented to the legislature in November.
- There will be a Performance Audit of the state universities, intended to help create a transparent link between the revenues, expenditures, and outcomes, outlined in the Performance Agreements and the HECB Master Plan.
- As a result of HB 1986 – WWU Pilot Mentoring Project, Cyndie Shepard, Director of Compass 2 Campus, will be meeting with legislators over the summer.

16. WESTERN WASHINGTON UNIVERSITY AT THE WATERFRONT: CHARACTER STUDY

Steve Swan, Vice President for University Relations, updated the Board on the status of Western's potential development of facilities at the waterfront. The attached draft WWU Waterfront Character Study, commissioned by the university, has been a bottom-up process with input from a variety of sources including the city, the port, and a student focus group from an Environmental Sustainability Design class.

Doug Graham, STRATUS, presented a PowerPoint on possible design characteristics of Western facilities on the waterfront.

Swan said the waterfront development is an ongoing process. The character study process will be completed in the fall, following further campus community review in the context of ongoing programmatic and facilities planning. The final document will be brought back to the Board at a future meeting.

In response to a question, Swan said that Bellingham is one of the finalists for possible location for the National Oceanic & Atmospheric Administration (NOAA). The final decision will be made sometime in August.

17. WWU FOUNDATION CAMPAIGN PLANNING

Stephanie Bowers, Vice President for University Advancement, updated the Board on the status of Western's Comprehensive Campaign planning. Bowers announced that Trustee Dennis Madsen has agreed to serve on the Foundation Campaign Planning Committee and Trustee John Warner will join the Western Washington University Foundation Board.

In the fall, the planning committee will meet with the Deans and Provost to discuss campus priorities, to delineate what makes WWU #1, and to set the fund raising goal for a successful campaign.

It was noted that Western's Board of Trustees is a governing board, and is not involved in fund raising for the university. The Board will formally endorse the university pursuing a comprehensive campaign at a future meeting.

COMMITTEE REPORTS

18. BOARD AUDIT COMMITTEE

Howard Lincoln, Chair of the Board Audit Committee reported on the June 11, 2009 Board Audit Committee. The committee:

- Update on the IT Security Audit. The audit will begin in September
- Information on changes to internal auditing standards
- Quarterly audit of President's expenses
- Update on status of ongoing audit projects
- Ongoing process for establishing the 2009-2010 Internal Audit Schedule
- Per Audit Committee Charter, met separately with Internal Auditor and President

19. INFORMATION ITEMS

- **Admissions and Enrollment Planning Report**

Vice President Eileen Coughlin provided a written update on enrollment and admissions.

- **Alumni Association Report**

Vice President Bowers provided a written report on the activities of the Office of Alumni Relations.

- **Development Report**

Vice President Bowers provided a written update on WWU Foundation activities.

- **Major Capital Projects Status Report**

Interim Vice President Wetherell provided a written update on the major capital projects.

- **Professional Leave Report**

Provost Murphy provided a written report on the faculty professional leave proposals that have been approved for the 2009-10 academic year.

- **Tenure and Promotion Report**

Provost Murphy provided a list of faculty granted tenure and/or promotion on March 14, 2009, effective September 2009.

- **Quarterly Grants and Contracts Report**

Provost Murphy provided information on grant awards/totals for the period of July 2008 – March 2009 and grant awards/details for winter quarter 2009.

- **University Relations Report**

Steve Swan, Vice President for University Relations provided a written update on the recent activities of External Affairs. Swan said they received and are reviewing 20 proposals for the RFP that was put out for the Branding Initiative.

20. EXECUTIVE SESSION

At 11:40 a.m. Chair Sharpe announced that the Board would convene in Executive Session for approximately 20 minutes to discuss a personnel matter as authorized in RCW 42.30.110. The Board reconvened in Open Session at 11:57 a.m. No action was taken.

21. MEETING EVALUATION & FUTURE AGENDA TOPICS

- What higher education needs to be, given the environment and how WWU will respond

22. ADJOURNMENT

Meeting adjourned at 12:00 p.m.

23. DATE FOR NEXT REGULAR MEETING: August 13 & 14, 2009

24. LUNCH PRESENTATION

The Board was introduced to the 2009 Presidential Scholar Award recipients.

Attachment A

2009-10 Mandatory Student Fees

Summary of Current and Proposed Mandatory Student Fee Levels

It is proposed to increase two of the seven mandatory student fees for 2009-10 and to decrease the Renewable Energy Fee. (No increase is proposed for the Health, Non-Academic Building, Recreation or Transportation Fees.)
 This proposal constitutes a net average increase of 1.93% for all existing mandatory student fees. Tuition increase for 2009-10 is proposed to be 14% for resident undergraduates.

2009-2010 Mandatory Student Fees - Proposed Increases Effective Fall Quarter*

Fee	Notes	Current	Quarterly Fee			Academic Year Fee			
			Current	Proposed	% Change	Current	Proposed	% Change	
			2008-09	2009-10	Change	2008-09	2009-10	Change	
Service & Activity (S&A) Fee	(1) (2)	\$166.00	\$169.00	\$3.00	1.81%	\$498.00	\$507.00	\$9.00	1.81%
Health Service Fee	No change	\$70.00	\$70.00	\$0.00	0.00%	\$210.00	\$210.00	\$0.00	0.00%
Technology Fee	Spring 2009 student initiative to increase fee passed with 88% approval. \$25/qr for 6+ credits. Students taking 1-5 credits will be charged \$12.50 (no w.)	\$17.00	\$25.00	\$8.00	47.06%	\$51.00	\$75.00	\$24.00	47.06%
Non-Academic Building Renewable Energy Fee	(3)	\$35.00 \$7.00	\$35.00 \$4.00	\$0.00 (\$3.00)	0.00% -42.86%	\$105.00 \$21.00	\$105.00 \$12.00	\$0.00 (\$9.00)	0.00% -42.86%
Student Recreation Fee (S&A)	(1)	\$95.00	\$95.00	\$0.00	0.00%	\$285.00	\$285.00	\$0.00	0.00%
Student Transportation Fee	No change proposed. Note that summer quarter fee is less than academic quarters because the extra late night shuttle service is not provided; the summer rate of \$20 covers just the bus pass.	\$25.00	\$25.00	\$0.00	0.00%	\$75.00	\$75.00	\$0.00	0.00%
Total Mandatory Fees		\$415.00	\$423.00	\$8.00	1.93%	\$1,245.00	\$1,289.00	\$24.00	1.93%

Notes:
 (1) Fee is subject to 3.5% Student Loan Fee deduction.
 (2) Board Covenants pledge a minimum of \$32/qr for student per qr and \$6.40/part-time student per quarter to the Housing & Dining System.
 (3) Net fee revenues (from over enrollment and/or lower than expected energy costs) are held in reserve.

**Attachment B
2009-2010 Mandatory Student Fees**

Fees Proposed to Remain at the Same Level

Proposed Fee Levels: The Health Services, Non-Academic Building, Student Recreation and Transportation Fees are proposed to remain the same for 2009-2010.

Given the significant increase in undergraduate resident tuition (14%), auxiliaries have made every effort to contain costs, adjust service levels where possible, and structure for more efficiency in order to avoid fee increases.

While there continue to be significant fiscal challenges on these budgets, those challenges are being addressed without requiring a fee increase for 2009-10.

Fiscal challenges shared by all auxiliaries include Employer Health care benefit cost increases and increases to shared central administrative expenses. All entities have continued to focus attention on facility, personnel and operating cost control and reduction measures, including extending equipment replacement schedules where possible.

Health Service Fee – Proposed to remain at \$70 per quarter

- The Health Service Fee generated approximately \$2.8 million in 2008-09. The fee supports the Health Center, Prevention and Wellness Services and some Counseling Services.

Non-Academic Building Fee – Proposed to remain at \$35 per quarter

- The Non-Academic Building Fee generated approximately \$1.4 million in 2008-09.
- The fee funds annual bond payments and maintenance and operations costs of the Viking Union facility.
- An advisory committee will be reviewing on an annual basis the service levels and funding sources for the Viking Union, with the likely recommendation that the Non-Academic Building Fee will need to be increased in 2010-11.

Student Recreation Fee – Proposed to remain at \$95 per quarter

- The Student Recreation Fee generated approximately \$3.7 million in 2008-09.
- The fee funds annual bond payments and maintenance/operations of the Wade King Student Recreation Center.

Student Transportation Fee – Proposed to remain at \$25 per academic year quarter and \$20 per summer quarter

- The Student Transportation Fee generated approximately \$1.02 million in 2008-09.
- The fee funds a bus pass for every student paying the fee, WWU Late Night Shuttle (during the academic year), staffing and operational costs of the program, and shuttle bus replacements.
- Cooperative efforts are currently supporting the student-led goal of incorporating the bus pass into the functionality of the Western ID Card, with testing planned for 2010.

**Attachment C
2009-2010 Mandatory Student Fees**

Services & Activities (S & A) Fee

Proposed Fee and Distribution: The Services and Activities (S & A) Fee Committee recommends increasing the 2009-2010 academic year Services & Activities Fee by 2.2% (effectively 1.81% on the entire fee), setting the Summer 2010 rate at 65.15% of the academic year rate, and recommends approval of the distribution of the fees for the 2009-2010 academic year and Summer 2009 as outlined.

Services & Activities Fee Committee Process and Summary

The Services and Activities (S & A) Fee Committee operates under the authority of RCW 28B.15.045 and makes recommendations on the distribution of S & A Fees for the following constituent groups: Housing & Dining, Associated Students, Athletics, Campus Recreation and Department Related Activities (DRAC). In concert with the RCW, the Committee is comprised of 12 members, seven voting and five non-voting. The voting members include one faculty member and six students representing Associated Students, Athletics, Campus Recreation and Department Related Activities. The non-voting members include staff advisors from Associated Students, Athletics, Campus Recreation and Department Related Activities and a designee of the Vice President for Student Affairs who serves as Chair.

The S & A Fee Committee follows an established annual process to prepare its recommendations on the distribution of S & A Fees. This process includes the review of budget requests for each constituent group and an open hearing process to provide input from members of the campus community. The committee is required by policy to maintain a \$10,000 reserve.

Maximum allowed increase for academic year S & A Fees are limited by RCW to the percentages established for tuition increases.

Services & Activities (S & A) Fee

Academic Year 2009-2010

Proposed Fee Increase

Increase the S & A Fee for the 2009-2010 academic year by 2.2%. Per RCW, the rate increase may only apply to the portion of the S & A Fee not already pledged to bond debt (\$32 per quarter per full-time student and \$6.40 per quarter per part-time students.) Therefore, the effective rate of the increase for the 2009-2010 year is 1.81%.

<u>2008-2009</u> <u>Actual</u>	<u>2009-2010</u> <u>Proposed</u>
\$498/year	\$507/year

Proposed Fee Distribution

- I. 3.5% distributed to Student Loan Fee as required by law.
- II. Music Copyright Fee to be allocated in the amount of \$13,043
- III. Housing & Dining to receive minimums as required by bond covenants for debt services. This amounts to \$32 per quarter per full-time student and \$6.40 per quarter per part-time student.

<u>Constituency</u>	<u>2008-2009 Actual</u> <u>Percentage Split</u>	<u>2009-2010 Proposed</u> <u>Percentage Split</u>
Associated Students	50.18%	50.18%
Athletics	25.30%	25.30%
Campus Recreation	6.87%	6.87%
Department Related Activities	17.65%	17.65%
	<u>2008-2009</u> <u>Actual Distribution</u> (Includes Over-Enrollment)	<u>2009-2010</u> <u>Proposed Distribution</u> (Excludes Over-Enrollment)
Gross Fee Revenue	\$5,748,817	\$5,756,946
3.5% Loan Fund	<u>(201,209)</u>	<u>(201,493)</u>
Net Fee Revenue to Distribute	\$5,547,609	\$5,555,453
<u>Distribution</u>		
Music Copyright Fee	\$ 12,380	\$ 13,043
Housing & Dining – per bonds	1,203,514	1,168,375
Associated Students	2,173,655	2,194,709*
Athletics	1,095,924	1,106,477
Campus Recreation	297,589	300,621
Department Related Activities	<u>764,548</u>	<u>772,228</u>
TOTAL	\$4,331,715	\$4,374,035

* From the distribution to the Associated Students the following one-time transfers will be made to provide bridge money for the other constituents to assist them as they trim expenses and transition to reduced programming levels.

- Athletics - \$28,874
- Campus Recreation - \$732
- Department Related Activities - \$5,857

Services & Activities (S & A) Fee

Summer 2010

Proposed Fee Level

As approved by the Board of Trustees in June 2002, the summer rate is set at 65.15% of the academic year rate. Thus, the proposed rate for Summer 2010 is \$11.06.

Summer 2009

Proposed Fee Distribution

The Board approved the Summer 2009 rate of \$10.82 per credit in June 2008. It is proposed that Summer 2009 S & A Fee be split on the following percentage basis after Housing & Dining receives \$32.00 per full-time student and \$6.40 per part-time student.

<u>Constituency</u>	<u>2008 Actual Percentage Split</u>	<u>2009 Proposed Percentage Split</u>
Associated Students	60.45%	60.45%
Campus Recreation	11.17%	11.17%
Department Related Activities	28.38%	28.38%

<u>Constituency</u>	<u>Summer 2008 Actual Distribution</u>	<u>Summer 2009 Proposed Distribution</u>
Housing & Dining	\$ 49,568	\$ 50,996
Associated Students	\$132,073	\$ 137,190
Campus Recreation	\$ 24,404	\$ 25,350
Department Related Activities	<u>\$ 62,005</u>	<u>\$ 64,408</u>
TOTAL	\$268,050	\$277,943

**Attachment D
2009-2010 Mandatory Student Fees**

2009-10 Student Technology Fee

Proposed Fee & Effective Dates: The Associated Students Board recommends an increase in the Student Technology Fee to \$25 per quarter for students taking 6 credits or above and establishment of a \$12.50 amount for students taking 1-5 credits, effective Fall Quarter 2009 for a period of four years (through Summer Quarter 2013.) Authority is delegated to the President to make expenditures through such processes he or she may establish for the purpose of providing students with access to computers and other forms of technology.

The Student Technology Fee exists as an effective means of meeting the direct needs of students in accessing technology on campus at a time when state-allocated equipment funds are inadequate to support the ongoing technological needs of students. Students supported the fee during the Spring 09 student elections with 88% of students voting in the affirmative for the fee. Students continue to recommend that efforts to procure state-allocated funding support continue and remain a priority.

The Student Technology fee is proposed to be raised from \$17 to \$25 per quarter for students taking six credits or more, and to add a \$12.50 per quarter fee for students taking 1-5 credits. The increased fee will generate \$1 million annually and distributions will be targeted approximately as follows:

- \$120,000 for the Student Technology Center (STC)
- \$600,000 for regular upgrades to student computer labs
- \$40,000 for upgrades and maintenance to the wireless network
- \$240,000 for faculty/departmental initiated grant applications

Project Funding Allocations

The Student Technology Fee Committee makes fee allocation recommendations to the President and AS President and is comprised of four (4) students, two (2) faculty, and the Vice Provost for Information and Telecommunication Services.

The Student Technology Fee Project has the following objectives:

1. Broaden or enhance the quality of the student's academic experience through the use of technology in support of the curriculum;
2. Provide additional student access to technological resources and equipment that are needed in support of instruction and to maintain and enhance the technological competency of students as it related to their academic endeavors;
3. Increase the integration of technology into the curriculum.

Fee Comparisons

In comparison with the other public institutions in the state, Western's proposed Technology Fee of \$25 per quarter (\$12.50 per quarter for 1-5 credits) remains at the low end of the range.

- University of Washington: \$40 per quarter
- Washington State University: No mandatory fee, but a pass costing \$20 per semester is required to use the labs on the main campus (includes printing)
- Central Washington University: \$2.50 per credit (maximum of \$25 per quarter for 10 credits or more)
- Eastern Washington University: \$35 per quarter
- The Evergreen State College: There is no college wide fee but course technology fees can range from \$5.00 to \$100.0 depending upon the course.

Western's fee also remains low compared to other institutions across the United States. Data from the 2008 Campus Computing Survey shows that the average annual fee for public universities is \$160.00. Western's annual fee (including summer session) will be \$100.00

	All Institutions	Universities		4-Year Colleges		Community Colleges
		Public	Private	Public	Private	
Number of Institutions	527	75	44	106	177	122
Does your institution have a special computer use/technology fee or annual/term computer use charge for all students? (pct)	55.4	74.7	38.6	70.8	37.5	62.3
Average annual computer use fee (where charged)	\$ 131	\$ 160	\$ 121	\$ 128	\$ 119	\$ 128

source: The 2008 Campus Computing Survey www.campuscomputing.net

Attachment E
2009-2010 Mandatory Student Fees

Renewable Energy Fee

Proposed Fee: Reduce the Renewable Energy Fee to 40 cents per credit per quarter (10 credit maximum, or \$4 per quarter) for 2009-2010 and allow excess funds collected to go toward the cost of sustainable energy projects on campus with the stipulation that students are consulted in the execution of said projects and that these excess funds be used through the current term of the fee (2009-10.)

The Renewable Energy Fee funds 100% renewable electricity. Each year the fee is set at a level that will cover projected expenses (not to exceed \$1.90 per credit or \$19 per quarter for 10 credits or more, per 2004 student initiative language.)

In 2008-09, the 70 cents per credit per quarter fee (\$7 per quarter maximum) generated approximately \$285,000 in revenue. Expenses are projected to total \$205,000. The reserve balance in the Renewable Energy Fee fund is projected to total \$269,000 at June 30, 2009.

In 2008, the Students for Renewable Energy began to re-evaluate the environmental benefit of the money spent, and used a model developed to assess the cost-benefit ratio of RECs. As a result, in 2009 WWU began purchasing RECs from FPL Energy at a cost of \$3.50 per REC. This cost was significantly less than anticipated, resulting in excess funds.

2009-10 Recommendations

The Associated Student Board recommends that the excess funds that have been collected for the Renewable Energy Fee be allowed to go toward the cost of sustainable energy projects on campus with the stipulations that students are consulted in the execution of said projects and that these excess funds be used through the current term of the fee and on condition that the Green Energy Fee being reduced to not to exceed \$4.50 per student for the 2009-2010.

Renewable energy credit rates continue to decline. For 2009-10, 100% renewable electricity is projected to cost \$150,000. A fee level of 40 cents per credit per quarter (\$4 per quarter maximum) would generate \$163,000, so the proposal is to set the 2009-10 fee at this level.

SERIES RESOLUTION

WESTERN WASHINGTON UNIVERSITY

RESOLUTION NO. 2009- 09

A RESOLUTION OF THE BOARD OF TRUSTEES OF WESTERN WASHINGTON UNIVERSITY; AUTHORIZING THE ISSUANCE AND SALE OF HOUSING AND DINING SYSTEM REVENUE BONDS OF THE UNIVERSITY IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$17,500,000 FOR THE PURPOSE OF MAKING CAPITAL IMPROVEMENTS; PROVIDING FOR THE DISPOSITION OF THE BOND PROCEEDS; AUTHORIZING THE SALE OF THE BONDS AND THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT; AND AUTHORIZING THE DESIGNATED UNIVERSITY REPRESENTATIVE TO MAKE CERTAIN DETERMINATIONS AND APPOINTMENTS WITH RESPECT TO THE BONDS UNDER THE TERMS AND CONDITIONS SET FORTH HEREIN.

ADOPTED: JUNE 12, 2009

Prepared by:

K&L PRESTON GATES ELLIS LLP
Seattle, Washington

WESTERN WASHINGTON UNIVERSITY

RESOLUTION NO. 2009-09

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* This Table of Contents and the Cover Page are for convenience of reference and are not intended to be a part of this Series Resolution.

SERIES RESOLUTION

WESTERN WASHINGTON UNIVERSITY

RESOLUTION NO. 2009-___

A RESOLUTION OF THE BOARD OF TRUSTEES OF WESTERN WASHINGTON UNIVERSITY; AUTHORIZING THE ISSUANCE AND SALE OF HOUSING AND DINING SYSTEM REVENUE BONDS OF THE UNIVERSITY IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$17,500,000 FOR THE PURPOSE OF MAKING CAPITAL IMPROVEMENTS; PROVIDING FOR THE DISPOSITION OF THE BOND PROCEEDS; AUTHORIZING THE SALE OF THE BONDS AND THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT; AND AUTHORIZING THE DESIGNATED UNIVERSITY REPRESENTATIVE TO MAKE CERTAIN DETERMINATIONS AND APPOINTMENTS WITH RESPECT TO THE BONDS UNDER THE TERMS AND CONDITIONS SET FORTH HEREIN.

WHEREAS, Western Washington University, a regional university of the State of Washington (the "University"), maintains a housing and dining system (defined in the hereinafter referred to Master Resolution as the "System") which is in need of expansion, renovation and improvement from time to time; and

WHEREAS, the University has authorized the issuance of housing and dining system revenue bonds in one or more series pursuant to Resolution No. 97-09, adopted on December 5, 1997 (the "Master Resolution"); and

WHEREAS, the bonds authorized under the Master Resolution are payable from Net Revenues (as such term is defined in the Master Resolution); and

WHEREAS, the University has issued and has outstanding bonds secured by a parity lien on the revenues of the University (the "Outstanding Parity Bonds"), as follows:

Resolution Number	Date of Issue	Designation	Original Principal Amount	Currently Outstanding	Final Maturity
97-09 and 98-01	2/1/98	Housing and Dining System Junior Lien Revenue Refunding Bonds, 1998 Series A	\$17,225,000	\$12,995,000	10/1/22
97-09 and 99-08	12/1/99	Housing and Dining System Junior Lien Revenue Bonds, Series 1999	\$14,300,000	\$ 420,000	06/1/10
97-09 and 2003-03	5/7/03	Housing and Dining System Revenue and Refunding Bonds, Series 2003	\$15,180,000	\$12,155,000	10/1/23
97-09 and 2005-01	5/24/05	Housing and Dining System Revenue Refunding Bonds, Series 2005	\$12,580,000	\$12,160,000	06/1/26
97-09 and 2006-02	2/23/06	Housing and Dining System Revenue Bonds, Series 2006	\$9,620,000	\$ 8,645,000	04/1/26

; and

WHEREAS, under the terms of the Master Resolution, the University is authorized to issue additional bonds having a parity of lien on Net Revenues with the Outstanding Parity Bonds; and

WHEREAS, it is in the best interest of the University to issue additional bonds under the Master Resolution in one or more series in the aggregate principal amount of not to exceed \$17,500,000 (together, the "Series 2009 Bonds") in order to obtain long term financing for the Buchanan Towers Residence Hall addition; and

WHEREAS, the Board wishes to delegate authority to the Designated University Representative to approve the number of series, final principal amount of the bonds, interest rates, principal maturities and redemption provisions of such bonds to be fixed under such terms and conditions as are approved by this Series Resolution;

WHEREAS, the Series 2009 Bonds authorized herein shall be sold pursuant to a negotiated sale as herein provided;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF WESTERN WASHINGTON UNIVERSITY, as follows:

Section 1. Definitions. Unless otherwise defined herein, the terms used in this Series Resolution, including the preamble hereto, which are defined in the Master Resolution shall have the meanings set forth in the Master Resolution. In addition, the following terms shall have the following meanings in this Series Resolution:

Bond Insurance Policy means the municipal bond insurance policy(ies) issued by the Insurer(s) insuring the payment when due of the principal of and interest on one or more series of the Series 2009 Bonds as provided therein.

Bond Purchase Contract means the contract(s) for the purchase of the Series 2009 Bonds between the Underwriter and University, executed pursuant to Section 15 of this resolution.

Code means the Internal Revenue Code of 1986, as amended, and shall include all applicable regulations and rulings relating thereto.

DTC means The Depository Trust Company, New York, New York, a limited purpose trust company organized under the laws of the State of New York, as depository for the Series 2009 Bonds pursuant to Section 7 hereof.

Future Parity Bonds means those revenue bonds or other revenue obligations which may be issued by the University in the future as Parity Bonds.

Government Obligations means obligations defined as such in Chapter 39.53 RCW as now or hereafter amended.

Insurer means such bond insurance company(ies), if any, from which a Bond Insurance Policy may be acquired for one or more of the Series 2009 Bonds, in accordance with this Series Resolution.

Letter of Representations means a blanket issuer letter of representations from the University to DTC.

MSRB means the Municipal Securities Rulemaking Board or any successor to its functions. Until otherwise designated by the MSRB or the SEC, any information, reports or notices submitted to the MSRB in compliance with the Rule are to be submitted through the MSRB's Electronic Municipal Market Access system ("EMMA"), currently located at www.emma.msrb.org.

Net Proceeds, when used with reference to one or more series of the Series 2009 Bonds, means the face amount of the Series 2009 Bonds, plus accrued interest and original issue premium, if any, and less original issue discount and proceeds deposited into the Series 2009 Reserve Account, if any.

Outstanding Parity Bonds means the outstanding parity bonds identified in the recitals of this Series Resolution.

Parity Bonds means any revenue obligations issued by the University pursuant to the Master Resolution, which Parity Bonds have a lien upon the Net Revenues for the payment of the principal thereof and interest thereon equal to the lien created upon Net Revenues for the payment of the principal of and interest on the Series 2009 Bonds, and the term **Parity Bonds** shall mean and include the Outstanding Parity Bonds, the Series 2009 Bonds and any Future Parity Bonds.

Private Person means any natural person engaged in a trade or business or any trust, estate, partnership, association, company or corporation.

Private Person Use means the use of property in a trade or business by a private person if such use is other than as a member of the general public. Private Person Use includes ownership of the property by the private person as well as other arrangements that transfer to the private person the actual or beneficial use of the property (such as a lease, management or incentive payment contract or other special arrangement) in such a manner as to set the private person apart from the general public. Use of property as a member of the general public includes attendance by the private person at municipal meetings or business rental of property to the private person on a day-to-day basis if the rental paid by such private person is the same as the rental paid by any private person who desires to rent the property. Use of property by nonprofit community groups or community recreational groups is not treated as Private Person Use if such use is incidental to the governmental uses of property, the property is made available for such use by all such community groups on an equal basis and such community groups are charged only a *de minimis* fee to cover custodial and utility expenses.

Qualified Insurance means any non-cancellable municipal bond insurance policy or surety bond issued by any insurance company licensed to conduct an insurance business in any state of the United States (or by a service corporation acting on behalf of one or more such insurance companies) (A) which insurance company or companies, as of the time of issuance of such policy or surety bond, are rated in one of the two highest Rating Categories by Moody's Investors Service and Standard & Poor's Ratings Group or their legal successors for unsecured debt or insurance underwriting or claims paying ability or (B) by issuing its policies causes obligations insured thereby to be rated in one of the two highest Rating Categories.

Qualified Letter of Credit means any irrevocable letter of credit issued by a financial institution, which institution maintains an office, agency or branch in the United States and as of the time of issuance of such letter of credit, is rated in one of the three highest Rating Categories by Moody's Investors Service and Standard & Poor's Ratings Group or their legal successors, if any.

Rating Agency means Moody's Investors Service or Standard & Poor's Ratings Group.

Rating Category means the generic rating categories of the Rating Agency, without regard to any refinement or gradation of such rating category by a numerical modifier or otherwise.

Registered Owner means the person named as the registered owner of a Series 2009 Bond in the Bond Register. The Registered Owner shall be deemed to be the owner of the Series 2009 Bonds, except for the purposes of Section 16 of this Series Resolution.

Registrar means the fiscal agency of the State of Washington, appointed by this Series Resolution for the purposes of registering and authenticating the Series 2009 Bonds, maintaining the Bond Register, and effecting transfer of ownership of the Series 2009 Bonds.

Rule means Rule 15c2-12 adopted by the SEC under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SEC means the United States Securities and Exchange Commission.

Series 2009 Bond Fund means the Western Washington University Housing and Dining System Revenue Bond Fund, Series 2009 created in the office of the Treasurer of the University by Section 8 of this Series Resolution.

Series 2009 Bonds means the Western Washington University, Housing and Dining System Revenue Bonds, Series 2009[] [Taxable] issued in one or more series, authorized to be issued by Section 3 of this Series Resolution.

Series 2009 Debt Service Account means the account of that name created in the Series 2009 Bond Fund by Section 8 of this Series Resolution.

Series 2009 Reserve Account means the account of that name, if any, created in the Series 2009 Bond Fund by Section 8 of this Series Resolution.

Series 2009 Reserve Account Requirement means the amount, if any, specified in the Bond Purchase Contract.

Series 2009 Taxable Bonds means any Series 2009 Bonds determined to be issued on a taxable basis, including any Build America Bonds, pursuant to Section 15 of this Series Resolution.

Series 2009 Tax-Exempt Bonds means any Series 2009 Bonds determined to be issued on a tax-exempt basis pursuant to Section 15 of this Series Resolution.

Surety Bond means the surety bond, if any, issued by the Insurer on the date of issuance and delivery of the Series 2009 Bonds for the purpose of satisfying the Series 2009 Reserve Account Requirement.

Surety Bond Agreement means the agreement pursuant to which the Surety Bond is issued.

System has the meaning given such term in the Master Resolution and in addition, the term *System* shall include all Residence Halls, Birnam Wood Apartments, Dining Commons, Viking Union, Lakewood Recreational Facility and the Commissary.

Term Bonds means any Series 2009 Bonds designated as Term Bonds in the Bond Purchase Contract.

Underwriter means Piper Jaffray & Co., Seattle, Washington.

Rules of Interpretation. In this Series Resolution, unless the context otherwise requires:

(a) The terms “hereby,” “hereof,” “hereto,” “herein,” “hereunder” and any similar terms, as used in this Series Resolution, refer to this Series Resolution as a whole and not to any particular article, section, subdivision or clause hereof, and the term “hereafter” shall mean after, and the term “heretofore” shall mean before, the date of this Series Resolution;

(b) Words of the masculine gender shall mean and include correlative words of the feminine and neuter genders and words importing the singular number shall mean and include the plural number and vice versa;

(c) Words importing persons shall include firms, associations, partnerships (including limited partnerships), trusts, corporations and other legal entities, including public bodies, as well as natural persons;

(d) Any headings preceding the text of the several articles and Sections of this Series Resolution, and any table of contents or marginal notes appended to copies hereof, shall be solely for convenience of reference and shall not constitute a part of this Series Resolution, nor shall they affect its meaning, construction or effect;

(e) All references herein to “articles,” “sections” and other subdivisions or clauses are to the corresponding articles, sections, subdivisions or clauses hereof.

(f) Words importing the singular number include the plural number and vice versa.

In this Series Resolution, the Treasurer is authorized to create a number of "funds" and/or "accounts." In each case, the Treasurer may designate each such fund or account in his or her discretion as a fund or as an account, regardless of its designation in this Series Resolution.

Section 2. Compliance with Parity Conditions. The University has reserved the right pursuant to the Master Resolution to issue Future Parity Bonds upon compliance with certain conditions set forth therein. The University hereby finds and determines, as required by Section 5 of the Master Resolution as follows:

First, the University has not been in default of its covenant under Section 7(a) of the Master Resolution for the immediately preceding year (year ending June 30, 2008); and

Second, there will be at the time of issuance of the Series 2009 Bonds a certificate (prepared as described in subsection 5(b) of the Master Resolution) demonstrating fulfillment of the Additional Bonds Test, commencing with the first full fiscal year following the later of (1) the Date of Commercial Operation of the System to be financed with the proceeds of the Bonds or (2) the date on which any portion of interest on the series of Bonds then being issued no longer will be paid from the proceeds of such series of Bonds.

The limitations contained and the conditions provided in the Master Resolution having been complied with or assured, the payments required herein to be made out of the Net Revenues to pay and secure the principal of and interest on the Series 2009 Bonds shall constitute a lien and charge upon such Net Revenues equal in rank to the lien and charge thereon of the Outstanding Parity Bonds.

The University hereby further covenants and agrees that the Series 2009 Bonds will not be issued and delivered to the purchasers thereof as bonds on a parity with the Outstanding Parity

Bonds until the certificate required herein, in form and contents satisfactory to the University and its counsel, has been filed with the University.

Section 3. Authorization of Project. The System requires additions and certain improvements to its facilities including designing, constructing, acquiring and equipping the Buchanan Hall Residence Towers addition (the "Project"). The University hereby authorizes the undertaking of the Project. To the extent Series 2009 Bond proceeds are available after completion of the Project, they may be used to fund other projects within the System in accordance with the Student Auxiliary Capital Plan as approved by the Board of Trustees.

The total cost of the Project is estimated to be approximately \$14,638,000, \$13,638,000 of which is expected to be paid from proceeds of the Series 2009 Bonds.

Section 4. Authorization of Series 2009 Bonds; Series 2009 Bond Details.

(a) *Authorization of the Series 2009 Bonds.* For the purpose of paying the costs of the Project, paying a portion of the cost of the Surety Bond, if any, that funds the Series 2009 Reserve Account Requirement (or otherwise funding the Series 2009 Reserve Account Requirement), capitalizing interest and paying a proportionate share of the costs of issuance, the University shall issue and sell its housing and dining system revenue bonds in the aggregate principal amount of not to exceed \$17,500,000 (the "Series 2009 Bonds").

(b) *Bond Details.* The Series 2009 Bonds shall be issued in one or more series, designated as "Western Washington University Housing and Dining System Revenue Bonds, Series 2009[___]," with an additional designation of "Taxable" for any series of Series 2009 Taxable Bonds. At the written direction of the Designated University Representative, the Registrar shall designate a particular principal amount of Series 2009 Bonds as a separate series. A series of Series 2009 Bonds shall be identified by the year of issue and sequential letters (e.g.

Series 2009A, Series 2009B). Upon such designation, such Series 2009 Bonds shall be a series for purposes of this resolution, unless and until consolidated or changed to another series designation by written direction of the Designated University Representative. The Series 2009 Bonds of each series shall be registered as to both principal and interest, shall be in the denomination of \$5,000 each, or any integral multiple thereof, provided that no Series 2009 Bond shall represent more than one maturity; shall be numbered separately in the manner and with any additional designation as the Registrar deems necessary for purposes of identification; shall be dated and bear interest at the per annum rates; payable on the dates and maturing in principal amounts set forth in the Bond Purchase Contract, pursuant to Section 15 of this Series Resolution. The Series 2009 Bonds of any of the maturities of each series may be combined and issued as term bonds ("Term Bonds"), subject to mandatory redemption as provided in the Bond Purchase Contract.

Section 5. Right of Prior Redemption and Purchase.

(a) *Optional and Mandatory Redemption.* The Series 2009 Bonds may be subject to optional redemption on the dates, at the prices and under the terms set forth in the Bond Purchase Contract approved by the Designated University Representative pursuant to Section 15. The Series 2009 Bonds may be subject to mandatory redemption to the extent, if any, set forth in the Bond Purchase Contract and as approved by the Designated University Representative pursuant to Section 15.

(b) *Purchase of Series 2009 Bonds.* The Series 2009 Bonds, may be purchased at any time, to the extent that such Series 2009 Bonds are offered to the University at any price deemed reasonable by the Treasurer but only to the extent of Gross Revenue available after providing for the payments required by paragraphs first through sixth of Section 2(a) of the Master Resolution.

(c) *Selection of Series 2009 Bonds for Redemption.* Except to the extent that another method is prescribed in the Bond Purchase Contract, as long as the Series 2009 Bonds are held in book-entry only form, the maturities to be redeemed shall be selected by the University and, within a series and maturity, the selection of Series 2009 Bonds of such series to be redeemed shall be made in accordance with the operational arrangements in effect at DTC. If the Series 2009 Bonds are no longer held in uncertificated form, the selection of such Series 2009 Bonds to be redeemed shall be made as provided in this subsection (c). If the University redeems at any one time fewer than all of the Series 2009 Bonds having the same series and maturity date, the particular Series 2009 Bonds or portions of Series 2009 Bonds of such series and maturity to be redeemed shall be selected by lot (or in such other manner determined by the Registrar) in increments of \$5,000. In the case of a Series 2009 Bond of a denomination greater than \$5,000, the University and Registrar shall treat each Series 2009 Bond as representing such number of separate Series 2009 Bonds each of the denomination of \$5,000 as is obtained by dividing the actual principal amount of such Series 2009 Bond by \$5,000. In the event that only a portion of the principal sum of a Series 2009 Bond is redeemed, upon surrender of the such Series 2009 Bond at the principal office of the Registrar there shall be issued to the Registered Owner, without charge therefor, for the then unredeemed balance of the principal sum thereof, at the option of the Registered Owner, a Series 2009 Bond or Series 2009 Bonds of like series, maturity and interest rate in any of the denominations herein authorized.

(d) *Notice of Redemption*

(1) Official Notice. Unless waived by any owner of Series 2009 Bonds to be redeemed, official notice of any such redemption (which notice, in the case of a conditional redemption, shall state that redemption is conditioned by the Registrar on the receipt of sufficient

funds for redemption) shall be given by the Registrar on behalf of the University by mailing a copy of an official redemption notice by first class mail at least 30 days and not more than 60 days prior to the date fixed for redemption to the Registered Owner of the Series 2009 Bond or Series 2009 Bonds to be redeemed at the address shown on the Register or at such other address as is furnished in writing by such Registered Owner to the Registrar.

All official notices of redemption shall be dated and shall state:

- (A) the redemption date,
- (B) the redemption price,
- (C) if fewer than all Outstanding Series 2009 Bonds are to be redeemed, the identification by series and maturity (and, in the case of partial redemption, the respective principal amounts) of the Series 2009 Bonds to be redeemed,
- (D) that on the redemption date, provided that in the case of optional redemption the full amount of the redemption price is on deposit therefor, the redemption price will become due and payable upon each such Series 2009 Bond or portion thereof called for redemption, and that interest thereon shall cease to accrue from and after said date,
- (E) the place where such Series 2009 Bonds are to be surrendered for payment of the redemption price, which place of payment shall be the principal office of the Registrar, and
- (F) that the notice of redemption may be withdrawn and the proposed redemption of Series 2009 Bonds cancelled if for any reason funds will not be available on the date fixed for redemption.

Unless the University has revoked the notice of redemption, on or prior to any redemption date, the Treasurer shall deposit with the Registrar an amount of money sufficient to

pay the redemption price of all the Series 2009 Bonds or portions of Series 2009 Bonds which are to be redeemed on that date.

Failure to give notice as to redemption of any Series 2009 Bond or any defect in such notice shall not invalidate redemption of any other Series 2009 Bond.

Notwithstanding the foregoing, if the Series 2009 Bonds are then held in book-entry only form, notice of redemption to any Registered Owner or beneficial owner of Series 2009 Bonds, shall be given only in accordance with the operational arrangements then effect at DTC but not less than thirty (30) days prior to the date of redemption.

(2) Effect of Notice; Series 2009 Bonds Due. Official notice of redemption having been given as aforesaid, the Series 2009 Bonds or portions of Series 2009 Bonds so to be redeemed shall, on the redemption date (unless in the case of conditional redemption the conditions have not been fulfilled and the notice or redemption therefore withdrawn), become due and payable at the redemption price therein specified, and from and after such date such Series 2009 Bonds or portions of Series 2009 Bonds shall cease to bear interest. Upon surrender of such Series 2009 Bonds for redemption in accordance with said notice, such Series 2009 Bonds shall be paid by the Registrar at the redemption price. Installments of interest due on or prior to a mandatory redemption date shall be payable as herein provided for payment of interest. Upon surrender for any partial redemption of any Series 2009 Bond, there shall be prepared for the Registered Owner a new Series 2009 Bond or Series 2009 Bonds of the same series and maturity in the aggregate amount of the unpaid principal. All Series 2009 Bonds which have been redeemed shall be canceled and destroyed by the Registrar and shall not be reissued.

(3) Additional Notice. In addition to the foregoing notice, further notice may be given by the University as set out below, but no defect in said further notice nor any failure to

give all or any portion of such further notice shall in any manner defeat the effectiveness of a call for redemption if notice thereof is given as above prescribed. Each further notice of redemption given hereunder shall contain the information required above for an official notice of redemption plus (A) the CUSIP numbers of all Series 2009 Bonds being redeemed; (B) the date of issue of the Series 2009 Bonds as originally issued; (C) the rate of interest borne by each Series 2009 Bond being redeemed; (D) the maturity date of each Series 2009 Bond being redeemed; and (E) any other descriptive information needed to identify accurately the Series 2009 Bonds being redeemed. Each further notice of redemption may be sent at least 30 days before the redemption date to the Insurer, if any, and to each party entitled to receive notice pursuant to Section 16 of this Series Resolution, and to the original purchaser of the Series 2009 Bonds or to its business successors, if any, and to such persons (including securities repositories who customarily at the time receive notices of redemption in accordance with rules promulgated by the SEC) and with such additional information as the Registrar deem appropriate, but such mailings shall not be a condition precedent to the redemption of such Series 2009 Bonds.

(4) Use of CUSIP Numbers. Upon the payment of the redemption price of Series 2009 Bonds being redeemed, each check or other transfer of funds issued for such purpose shall bear the CUSIP number identifying, by maturity, the Series 2009 Bonds being redeemed with the proceeds of such check or other transfer.

(5) Amendment of Notice Provisions. The foregoing notice provisions of this Section 5, including but not limited to the information to be included in redemption notices and the persons designated to receive notices, may be amended by additions, deletions and changes in order to maintain compliance with duly promulgated regulations and recommendations regarding notices of redemption of municipal securities.

Section 6. Place and Medium of Payment. The principal of, premium, if any, and interest on the Series 2009 Bonds shall be payable in lawful money of the United States of America. Interest on the Series 2009 Bonds shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. For so long as all Series 2009 Bonds are in fully immobilized form, such payments of principal and interest thereon shall be made as provided in the operational arrangements of DTC as referred to in the Letter of Representations.

In the event that the Series 2009 Bonds are no longer in fully immobilized form, interest on the Series 2009 Bonds shall be paid by check or draft mailed (or by wire transfer to a Registered Owner of such Series 2009 Bonds in aggregate principal amount of \$1,000,000 or more who so requests) to the Registered Owners of the Series 2009 Bonds at the addresses for such Registered Owners appearing on the Bond Register on the 15th day of the month preceding the interest payment date. Principal and premium, if any, of the Series 2009 Bonds shall be payable upon presentation and surrender of such Series 2009 Bonds by the Registered Owners at the principal office of the Registrar.

Section 7. Registration.

(a) *Registrar/Bond Register.* The University hereby specifies and adopts the system of registration for the Series 2009 Bonds as approved by the State Finance Committee of the State of Washington from time to time. The University shall cause a bond register to be maintained by the Registrar. So long as any Series 2009 Bonds remain Outstanding, the Registrar shall make all necessary provisions to permit the exchange and registration of transfer of Series 2009 Bonds at its principal corporate trust office. The Registrar may be removed at any time at the option of the Treasurer upon prior notice to the Registrar, the Insurer, and a successor Registrar appointed by the Treasurer. No resignation or removal of the Registrar shall be

effective until a successor shall have been appointed and until the successor Registrar shall have accepted the duties of the Registrar hereunder. The Registrar is authorized, on behalf of the University, to authenticate and deliver Series 2009 Bonds transferred or exchanged in accordance with the provisions of such Series 2009 Bonds and this Series Resolution and to carry out all of the Registrar's powers and duties under this Series Resolution. The Registrar shall be responsible for its representations contained in the Certificate of Authentication on the Series 2009 Bonds.

(b) *Registered Ownership.* The University and the Registrar, each in its discretion, may deem and treat the Registered Owner of each Series 2009 Bond as the absolute owner thereof for all purposes (except as provided in Section 16 of this Series Resolution), and neither the University nor the Registrar shall be affected by any notice to the contrary. Payment of any such Series 2009 Bond shall be made only as described in Section 6 hereof, but such Series 2009 Bond may be transferred as herein provided. All such payments made as described in Section 6 shall be valid and shall satisfy and discharge the liability of the University upon such Series 2009 Bond to the extent of the amount or amounts so paid.

(c) *DTC Acceptance/Letter of Representations.* To induce DTC to accept the Series 2009 Bonds as eligible for deposit at DTC, the University has executed and delivered a Letter of Representations to DTC.

Neither the University nor the Registrar will have any responsibility or obligation to DTC participants or the persons for whom they act as nominees (or any successor depository) with respect to the Series 2009 Bonds in respect of the accuracy of any records maintained by DTC (or any successor depository) or any DTC participant, the payment by DTC (or any successor depository) or any DTC participant of any amount in respect of the principal of or interest on

Series 2009 Bonds, any notice which is permitted or required to be given to Registered Owners under this Series Resolution (except such notices as shall be required to be given by the University to the Registrar or to DTC (or any successor depository)), or any consent given or other action taken by DTC (or any successor depository) as the Registered Owner. For so long as any Series 2009 Bonds are held in fully immobilized form hereunder, DTC or its successor depository shall be deemed to be the Registered Owner for all purposes hereunder (except as provided in Section 16 of this Series Resolution), and all references herein to the Registered Owners shall mean DTC (or any successor depository) or its nominee and shall not mean the owners of any beneficial interest in such Series 2009 Bonds.

If any Series 2009 Bond shall be duly presented for payment and funds have not been duly provided by the University on such applicable date, then interest shall continue to accrue thereafter on the unpaid principal thereof at the rate stated on such Series 2009 Bond until such Series 2009 Bond is paid.

(d) *Use of Depository.*

(1) The Series 2009 Bonds shall be registered initially in the name of "CEDE & CO.", as nominee of DTC, with one Series 2009 Bond maturing on each of the maturity dates for the Series 2009 Bonds in a denomination corresponding to the total principal therein designated to mature on such date. Registered ownership of such immobilized Series 2009 Bonds, or any portions thereof, may not thereafter be transferred except (A) to any successor of DTC or its nominee, provided that any such successor shall be qualified under any applicable laws to provide the service proposed to be provided by it; (B) to any substitute depository appointed by the Treasurer pursuant to subsection (2) below or such substitute depository's successor; or (C) to any person as provided in subsection (4) below.

(2) Upon the resignation of DTC or its successor (or any substitute depository or its successor) from its functions as depository or a determination by the Treasurer to discontinue the system of book entry transfers through DTC or its successor (or any substitute depository or its successor), the Treasurer may hereafter appoint a substitute depository. Any such substitute depository shall be qualified under any applicable laws to provide the services proposed to be provided by it.

(3) In the case of any transfer pursuant to clause (A) or (B) of subsection (1) above, the Registrar shall, upon receipt of all outstanding Series 2009 Bonds, together with a written request of the Treasurer, issue a single new Series 2009 Bond for each maturity then outstanding, registered in the name of such successor or such substitute depository, or their nominees, as the case may be, all as specified in such written request of the Treasurer.

(4) In the event that (A) DTC or its successor (or substitute depository or its successor) resigns from its functions as depository, and no substitute depository can be obtained, or (B) the Treasurer determines that it is in the best interest of the beneficial owners of the Series 2009 Bonds that such owners be able to obtain such bonds in the form of Series 2009 Bond certificates, the ownership of such Series 2009 Bonds may then be transferred to any person or entity as herein provided, and shall no longer be held in fully-immobilized form. The Treasurer shall deliver a written request to the Registrar, together with a supply of definitive Series 2009 Bonds, to issue Series 2009 Bonds as herein provided in any authorized denomination. Upon receipt by the Registrar of all then outstanding Series 2009 Bonds together with a written request of the Treasurer to the Registrar, new Series 2009 Bonds shall be issued in the appropriate denominations and registered in the names of such persons as are requested in such written request.

(e) *Registration of Transfer of Ownership or Exchange; Change in Denominations.*

If the Series 2009 Bonds are no longer held in book-entry only form, the transfer of any Series 2009 Bond may be registered and Series 2009 Bonds may be exchanged, but no transfer of any such Series 2009 Bond shall be valid unless such Series 2009 Bond is surrendered to the Registrar with the assignment form appearing on such Series 2009 Bond duly executed by the Registered Owner or such Registered Owner's duly authorized agent in a manner satisfactory to the Registrar. Upon such surrender, the Registrar shall cancel the surrendered Series 2009 Bond and shall authenticate and deliver, without charge to the Registered Owner or transferee therefor, a new Series 2009 Bond (or Series 2009 Bonds at the option of the new Registered Owner) of the same series, date, maturity and interest rate and for the same aggregate principal amount in any authorized denomination, naming as Registered Owner the person or persons listed as the assignee on the assignment form appearing on the surrendered Series 2009 Bond, in exchange for such surrendered and canceled Series 2009 Bond. If the Series 2009 Bonds are no longer held in book-entry only form, any Series 2009 Bond may be surrendered to the Registrar and exchanged, without charge, for an equal aggregate principal amount of Series 2009 Bonds of the same series, date, maturity and interest rate, in any authorized denomination or denominations. The Registrar shall not be obligated to register the transfer or to exchange any Series 2009 Bond during the 15 days preceding the date any such Series 2009 Bond is to be redeemed.

(f) *Registrar's Ownership of Series 2009 Bonds.* The Registrar may become the Registered Owner of any Series 2009 Bond with the same rights it would have if it were not the Registrar, and to the extent permitted by law, may act as depository for and permit any of its officers or directors to act as member of, or in any other capacity with respect to, any committee formed to protect the right of the Registered Owners of Series 2009 Bonds.

(g) *Registration Covenant.* The University covenants that, until all Series 2009 Bonds have been surrendered and canceled, it will maintain a system for recording the ownership of each Series 2009 Bond that complies with the provisions of Section 149 of the Code.

Section 8. Series 2009 Bond Fund. A special fund of the University designated the "Western Washington University Housing and Dining System Revenue Bond Fund, Series 2009" (the "Series 2009 Bond Fund") is hereby authorized to be created in the office of the Treasurer for the purpose of paying and securing the payment of the Series 2009 Bonds. The Series 2009 Bond Fund shall be held separate and apart from all other funds and accounts of the University and shall be a trust fund for the owners, from time to time, of the Series 2009 Bonds. The Series 2009 Bonds shall be obligations only of the Series 2009 Bond Fund and shall be payable and secured as provided herein and in the Master Resolution. The Series 2009 Bonds are not general obligations of the University or of the State of Washington. The Series 2009 Bonds do not constitute an indebtedness of the University within the meaning of the constitutional provisions and limitations of the State of Washington.

(a) *Series 2009 Debt Service Account.* If the Bond Purchase Contract specifies a minimum amount to be held as the Series 2009 Reserve Fund Requirement in the Series 2009 Reserve Account, a Series 2009 Debt Service Account shall be created in the Series 2009 Bond Fund for the purpose of paying the principal of, premium, if any, and interest on the Series 2009 Bonds.

The University hereby irrevocably obligates and binds itself for as long as any Series 2009 Bonds remain Outstanding to set aside and pay into the Series 2009 Debt Service Account from Net Revenues or moneys in the Revenue Fund, on or prior to the respective dates the same become due:

(1) Such amounts as are required to pay the interest scheduled to become due on Outstanding Series 2009 Bonds; and

(2) Such amounts with respect to Outstanding Series 2009 Bonds as are required (A) to pay maturing principal, (B) to make required sinking fund payments, and (C) to redeem Outstanding Series 2009 Bonds in accordance with any mandatory redemption provisions.

In addition, the Board hereby pledges to apply amounts received as a federal interest payment subsidy in connection with any Series 2009 Taxable Bonds for deposit into the Series 2009 Debt Service Account in order to pay the principal of and interest on the Series 2009 Bonds when due, but only if and to the extent necessary for the payment thereof. Such payments shall be deemed to be a part of Gross Revenue.

(b) *Series 2009 Reserve Account.* If the Bond Purchase Contract specifies an amount to be maintained as the Series 2009 Reserve Account Requirement, a Series 2009 Bond Reserve Account (the "Series 2009 Reserve Account") shall be created in the Series 2009 Bond Fund for the purpose of securing the payment of the principal of and interest on Series 2009 Bonds.

The University hereby covenants and agrees that on the date of issuance of the Series 2009 Bonds, it will provide for the funding of the Series 2009 Reserve Account in an amount sufficient to satisfy the Series 2009 Reserve Account Requirement. Such deposit will be made in the form of a Surety Bond, as Qualified Insurance, or in the form of cash or other securities, as necessary. The Designated University Representative is hereby authorized and directed to determine the method of funding of the Series 2009 Reserve Account Requirement.

The University further covenants and agrees that it will maintain the Series 2009 Reserve Account Requirement throughout the term of the Series 2009 Bonds, except for permitted

withdrawals therefrom. The Series 2009 Reserve Account Requirement may be maintained by deposits of cash, a Qualified Letter of Credit or Qualified Insurance, or a combination of the foregoing. In computing the amount on hand in the Series 2009 Reserve Account, Qualified Insurance and/or a Qualified Letter of Credit shall be valued at the face amount thereof, and all other obligations purchased as an investment of moneys therein shall be valued at its market value, and shall be revalued at least once each year. At the time of revaluation of obligations held in the Series 2009 Reserve Account, if it is determined that the balance on hand in the Series 2009 Reserve Account is less than the Series 2009 Reserve Account Requirement, then the University shall transfer sufficient funds to make up this deficiency within one year of the date of such determination.

Whenever there is a sufficient amount in the Series 2009 Bond Fund, including the Series 2009 Reserve Account and the Series 2009 Debt Service Account to pay the principal of, premium, if any, and interest on all outstanding Series 2009 Bonds, the money in the Series 2009 Reserve Account may be used to pay such principal, premium, if any, and interest. Money in the Series 2009 Reserve Account may be withdrawn to redeem and retire, and to pay the interest due to such date of redemption and premium, if any, on any Outstanding Series 2009 Bonds, so long as the moneys left remaining on deposit in the Series 2009 Reserve Account are equal to the Series 2009 Reserve Account Requirement. The University may also transfer out of the Series 2009 Reserve Account any moneys required in order to prevent any Series 2009 Bonds from becoming "arbitrage bonds" under the Code.

If a deficiency in the Series 2009 Debt Service Account shall occur, such deficiency shall be made up from the Series 2009 Reserve Account by the withdrawal of cash therefrom for that purpose and by the sale or redemption of obligations held in the Series 2009 Reserve Account, if

necessary, in such amounts as will provide cash in the Series 2009 Reserve Account sufficient to make up any such deficiency, and if a deficiency still exists immediately prior to an interest payment date and after the withdrawal of cash, the University shall then draw from any Qualified Letter of Credit, Qualified Insurance, or other equivalent credit facility for the Series 2009 Bonds in sufficient amount to make up the deficiency. Such draw shall be made at such times and under such conditions as the agreement for such Qualified Letter of Credit or such Qualified Insurance shall provide. Reimbursement shall be made to the issuer of the Surety Bond in accordance with the terms of the Surety Bond Agreement, and after making necessary provision for the payments required to be made in paragraph First through Third of Section 2(a) of the Master Resolution. Any deficiency created in the Series 2009 Reserve Account by reason of any such withdrawal shall be made up within one year from Qualified Insurance or a Qualified Letter of Credit or out of Net Revenues (or out of any other moneys on hand legally available for such purpose) (in 12 approximately equal installments) after making necessary provision for the payments required to be made into the Series 2009 Debt Service Account within such year.

In making the payments and credits to the Series 2009 Reserve Account required by this Section 8(b), to the extent that the University has obtained Qualified Insurance or a Qualified Letter of Credit for specific amounts required pursuant to this section to be paid out of the Series 2009 Reserve Account, such amounts so covered by Qualified Insurance or a Qualified Letter of Credit shall be credited against the amounts required to be maintained in the Series 2009 Reserve Account by this Section 8(b) to the extent that such payments and credits to be made are insured by an insurance company, or guaranteed by a letter of credit from a financial institution. Such Qualified Letter of Credit or Qualified Insurance shall not be cancellable on less than one year's notice. In the event of any cancellation of the Qualified Insurance, or

Qualified Letter of Credit, for reasons other than insolvency of the issuer of the Qualified Insurance or the Qualified Letter of Credit, the Series 2009 Reserve Account Requirement shall be satisfied within one year of the date of cancellation with Qualified Insurance or another Qualified Letter of Credit, or if the issuer of the Qualified Insurance or the Qualified Letter of Credit shall be insolvent the Series 2009 Reserve Account Requirement shall be satisfied within five years (in 60 approximately equal installments) of the insolvency or cancellation out of Net Revenues (or out of moneys on hand legally available for such purpose) after making necessary provisions for the payments required to be made into the Series 2009 Debt Service Account.

(c) *Pledged Amount.* In Section 7(h) of the Master Resolution, the Board has covenanted and agreed to establish, maintain and collect Services and Activities Fees at least equal to the Pledged Amount. Further, the Master Resolution retains the authority of the Board to increase the "Pledged Amount" to include additional fees specifically pledged to one or more series of Bonds. The Board hereby covenants and agrees that it will allocate such additional portion of the aggregate Services and Activities Fees (imposed by the Board from time to time in the future) as are necessary to meet the required payments into the Series 2009 Debt Service Account to pay the principal of and interest on the Series 2009 Bonds as the same becomes due and payable.

(d) *Lien of Deposits into Series 2009 Bond Fund.* Said amounts so pledged to be paid into the Series 2009 Debt Service Account and Series 2009 Reserve Account with respect to the Series 2009 Bonds are hereby declared to be an equal and prior lien and charge upon the Gross Revenue superior to all other charges of any kind or nature whatsoever, except for Operating Expenses and except that the amounts so pledged are of equal lien to the lien and charge of the

Outstanding Parity Bonds and to any lien which may hereafter be made to pay and secure the payment of the principal of and interest on any Future Parity Bonds.

(e) *Use of Excess Money.* Money in the Series 2009 Bond Fund not needed to pay the interest or principal and interest next coming due on any Outstanding Series 2009 Bonds or to maintain required reserves therefor may be used to purchase or redeem and retire Series 2009 Bonds. Money in the Revenue Fund, the Series 2009 Debt Service Account and the Series 2009 Reserve Account may be commingled for investment purposes and may be invested in any investments legal for the University; subject to the limitations set forth in Section 11 hereof.

Section 9. Application of Proceeds of Series 2009 Bonds. The Treasurer currently maintains funds of the University (together, the "Project Funds") into which the proceeds of the Series 2009 Bonds shall be deposited, based on allocations to each fund made by the Treasurer at the time of closing. Money on hand in the Project Funds shall be used to pay the costs of or reimburse the University for the payments of the costs of the Project and the costs of funding a proportionate share of the Bond Insurance Policy and the Surety Bond, if any, capitalizing interest, and costs of issuance of the Series 2009 Bonds. The Treasurer or his/her designee may invest money in the Project Funds in legal investments for University funds. Earnings on such investments shall accrue to the benefit of fund earning such interest. Any part of the proceeds of the Series 2009 Bonds remaining in the Project Funds after all costs of the Project have been paid (including costs of issuance) may be used for any capital purpose of the System or may be transferred to the Series 2009 Debt Service Account.

Section 10. Defeasance. In the event that money and/or Government Obligations maturing or having guaranteed redemption prices at the option of the owner at such time or times and bearing interest to be earned thereon in amounts (together with such money, if any)

sufficient to redeem and retire part or all of the Series 2009 Bonds in accordance with their terms, are hereafter irrevocably set aside in a special account and pledged to effect such redemption and retirement, then no further payments need be made into the Series 2009 Bond Fund or any account therein for the payment of the principal of and interest on the certain Series 2009 Bonds so provided for, and such Series 2009 Bonds shall then cease to be entitled to any lien, benefit or security of the Master Resolution and this Series Resolution, except the right to receive the funds so set aside and pledged and notices of early redemption, if any, and such Series 2009 Bonds shall no longer be deemed to be Outstanding hereunder, or under any resolution authorizing the issuance of bonds or other indebtedness of the University.

Section 11. Tax Covenants.

(a) *Arbitrage Covenant.* Without limiting the generality of the foregoing, the University covenants that it will not take any action or fail to take any action with respect to the proceeds of sale of the Series 2009 Bonds or any other funds of the University which may be deemed to be proceeds of the Series 2009 Bonds pursuant to Section 148 of the Code and the regulations promulgated thereunder which, if such use had been reasonably expected on the date of delivery of the Series 2009 Bonds to the initial purchasers thereof, would have caused the Series 2009 Bonds as "arbitrage bonds" within the meaning of such term as used in Section 148 of the Code.

The University will comply with the requirements of Section 148 of the Code and the applicable regulations thereunder throughout the term of the Series 2009 Bonds.

(b) *Private Person Use Limitation for Series 2009 Bonds.* The University covenants that for as long as the Series 2009 Bonds are Outstanding, it will not permit:

(2) More than 10% of the Net Proceeds of the Series 2009 Bonds to be used for any Private Person Use; and

(2) More than 10% of the principal or interest payments on the Series 2009 Bonds in a Bond Year to be directly or indirectly: (A) secured by any interest in property used or to be used for any Private Person Use or secured by payments in respect of property used or to be used for any Private Person Use, or (B) derived from payments (whether or not made to the University) in respect of property, or borrowed money, used or to be used for any Private Person Use.

The University further covenants that, if:

(3) More than five percent of the Net Proceeds of the Series 2009 Bonds are to be used for any Private Person Use; and

(4) More than five percent of the principal or interest payments on the Series 2009 Bonds in a Bond Year are (under the terms of this Series Resolution or any underlying arrangement) directly or indirectly: (A) secured by any interest in property used or to be used for any Private Person Use or secured by payments in respect of property used or to be used for any Private Person Use, or (B) derived from payments (whether or not made to the University) in respect of property, or borrowed money, used or to be used for any Private Person Use, then, (i) any Private Person Use of the projects described in subsection (3) hereof or Private Person Use payments described in subsection (4) hereof that is in excess of the five percent limitations described in such subsections (3) or (4) will be for a Private Person Use that is related to the state or local governmental use of the Project, and (ii) any Private Person Use will not exceed the amount of Net Proceeds of the Series 2009 Bonds used for the state or local governmental use portion of the project to which the Private Person Use of such portion of the

Project relates. The University further covenants that it will comply with any limitations on the use of the projects by other than state and local governmental users that are necessary, in the opinion of its bond counsel, to preserve the tax exemption of the interest on the Series 2009 Bonds. The covenants of this section are specified solely to assure the continued exemption from regular income taxation of the interest on the Series 2009 Bonds.

(c) *Designation.* The University hereby designates the Series 2009 Tax-Exempt Bonds as “qualified tax-exempt obligations” for purchase by financial institutions pursuant to Section 265(b)(3) of the Code. The University does not anticipate issuing more than \$30,000,000 of tax-exempt obligations during 2009 (excluding obligations permitted by the Code to be excluded for purposes of the University’s qualification as a qualified small issuer).

Section 12. Form of Series 2009 Bonds and Registration Certificate. The Series 2009 Bonds shall be in substantially the following form, with appropriate or necessary insertions, depending upon the omissions and variations as permitted or required hereby:

[STATEMENT OF INSURANCE, if any]
[to come from insurer]

NO. _____ UNITED STATES OF AMERICA S. _____
STATE OF WASHINGTON
WESTERN WASHINGTON UNIVERSITY
HOUSING AND DINING SYSTEM REVENUE BOND, SERIES 2009[] [TAXABLE]

Maturity Date:

CUSIP No.

Interest Rate:

Registered Owner: Cede & Co.

Principal Amount:

WESTERN WASHINGTON UNIVERSITY, a regional university organized and existing under and by virtue of the laws of the State of Washington (the “University”), promises to pay to the Registered Owner identified above, or registered assigns, on the Maturity Date

identified above, solely from the special fund of the University known as the "Western Washington University Housing and Dining System Revenue Bond Fund, 2009" (the "Series 2009 Bond Fund") created by Resolution No. 2009-___ of the Board of Trustees (together with Resolution No. 97-09, hereinafter collectively referred to as the "Bond Resolution") the Principal Amount indicated above and to pay interest thereon from the Bond Fund from _____, 2009, or the most recent date to which interest has been paid or duly provided for or until payment of this bond at the Interest Rate set forth above, payable on _____ 1, 20___, and semiannually thereafter on the first days of each _____ and _____. Both principal of and interest on this bond are payable in lawful money of the United States of America. Interest shall be paid as provided in the Blanket Issuer Letter of Representations (the "Letter of Representations") by the University to The Depository Trust Company ("DTC"). Principal shall be paid as provided in the Letter of Representations to the Registered Owner or assigns upon presentation and surrender of this bond at the principal office of the fiscal agency of the State of Washington (the "Registrar"). Capitalized terms used in this bond which are not specifically defined have the meanings given such terms in the Bond Resolution.

Reference is hereby made to additional provisions of this bond set forth on the reverse side hereof and such additional provisions shall for all purposes have the same effect as if set forth in this space.

This bond is one of an issue of bonds of the University of like date, tenor and effect, except as number, amount, rate of interest and date of maturity and is issued pursuant to the Bond Resolution.

The bonds of this issue maturing on and prior to _____ 1, 20___ are not subject to redemption prior to their stated maturities. The bonds of this issue maturing on and after _____ 1, 20___ are subject to redemption at the option of the University on and after _____ 1, 20___ in whole or in part on any date (with maturities to be selected by the University), at a price of par plus accrued interest to the date of redemption.

{The University has obligated and bound itself to redeem the bonds of this issue maturing on _____ 1, 20___ by lot (in such manner as shall be determined by the Registrar), at par plus accrued interest in the following amounts on _____ 1 of the following years:

Redemption Years	Redemption Amounts
	\$

*

*Final maturity.]

The bonds of this issue are not private activity bonds. [The bonds of this issue have been designated by the University as "qualified tax-exempt obligations" for investment by financial institutions under Section 265(b) of the Code.]

The University hereby covenants and agrees with the owner and holder of this bond that it will keep and perform all the covenants of this bond and the Bond Resolution.

The University does hereby pledge and bind itself to set aside from such Gross Revenue of the System, and to pay into said Series 2009 Bond Fund and the Series 2009 Reserve Account created therein the various amounts required by the Bond Resolution to be paid into and maintained in said Fund and Account, all within the times provided by said Bond Resolution.

Said amounts so pledged to be paid out of Gross Revenue into said Series 2009 Bond Fund and Series 2009 Bond Reserve Account are hereby declared to be a first and prior lien and charge upon the Gross Revenue, subject to the Operating Expenses of the System and equal in rank to the lien and charge upon such Gross Revenue of the amounts required to pay and secure the payment of the University's Housing and Dining System Junior Lien Revenue Refunding Bonds, 1998 Series A, Housing and Dining System Junior Lien Revenue Bonds, Series 1999, Housing and Dining System Revenue and Refunding Bonds, Series 2003, Housing and Dining System Revenue Refunding Bonds, Series 2005, Housing and Dining System Revenue Bonds, Series 2006 and any revenue bonds of the University hereafter issued on a parity with such bonds and the bonds of this issue.

The University has further bound itself to maintain all of its properties and facilities which contribute in some measure to such Gross Revenue in good repair, working order and condition, to operate the same in an efficient manner and at a reasonable cost, and to establish, maintain and collect rentals, rates and charges in the operation of the System for as long as any bonds of this issue are outstanding that will make available, for the payment of the principal thereof and interest thereon as the same shall become due, Net Revenues (as the same is defined in the Bond Resolution) in an amount equal to or greater than the Rate Covenant.

This bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Resolution until the Certificate of Authentication hereon shall have been manually signed by or on behalf of the Registrar.

It is hereby certified and declared that this bond and the bonds of this issue are issued pursuant to and in strict compliance with the Constitution and laws of the State of Washington and resolutions of the University and that all acts, conditions and things required to be done precedent to and in the issuance of this bond have happened, been done and performed.

IN WITNESS WHEREOF, Western Washington University has caused this bond to be executed by the manual or facsimile signatures of the Chair and Secretary of the Board of Trustees, and a facsimile corporate seal of the University to be imprinted hereon as of the ____ day of _____, 2009.

WESTERN WASHINGTON UNIVERSITY

By /s/ _____
Chair, Board of Trustees

ATTEST:

/s/ _____
Secretary, Board of Trustees

CERTIFICATE OF AUTHENTICATION

Date of Authentication: _____

This bond is one of the bonds described in the within mentioned Bond Resolution and is one of the Housing and Dining System Revenue Bonds, Series 2009[] [Taxable] of Western Washington University, dated _____, 2009.

WASHINGTON STATE FISCAL
AGENCY, Registrar

By _____
Authorized Signer

Section 13. Execution. The Series 2009 Bonds shall be executed on behalf of the University with the manual or facsimile signature of the Chair of its Board, shall be attested by the manual or facsimile signature of the Secretary of the Board and shall have the seal of the University impressed or a facsimile thereof imprinted thereon.

Only such Series 2009 Bonds as shall bear thereon a Certificate of Authentication in the form hereinbefore recited, manually executed by the Registrar, shall be valid or obligatory for any purpose or entitled to the benefits of this Series Resolution. Such Certificate of Authentication shall be conclusive evidence that the Series 2009 Bonds so authenticated have

been duly executed, authenticated and delivered hereunder and are entitled to the benefits of this Series Resolution.

In case either of the officers of the University who shall have executed the Series 2009 Bonds shall cease to be such officer or officers of the University before the Series 2009 Bonds so signed shall have been authenticated or delivered by the Registrar, or issued by the University, such Series 2009 Bonds may nevertheless be authenticated, delivered and issued and upon such authentication, delivery and issuance, shall be as binding upon the University as though those who signed the same had continued to be such officers of the University. Any Series 2009 Bond may also be signed and attested on behalf of the University by such persons as at the actual date of execution of such Series 2009 Bond shall be the proper officers of the University although at the original date of such Series 2009 Bond any such person shall not have been such officer.

Section 14. Defaults and Remedies. The University hereby finds and determines that the failure or refusal of the University or any of its officers to perform the covenants and obligations of this Series Resolution will endanger the operation of the System and the application of Gross Revenue and such other moneys, funds and securities to the purposes herein set forth. Any one or more of the following shall constitute a Default under this Series Resolution:

(a) The University shall fail to make payment of the principal of any Series 2009 Bonds when the same shall become due and payable whether by maturity or scheduled redemption prior to maturity;

(b) The University shall fail to make payments of any installment of interest on any Series 2009 Bonds when the same shall become due and payable; or

(c) The University shall default in the observance or performance of any other covenants, conditions, or agreements on the part of the University contained in this Series Resolution, and such default shall have continued for a period of 90 days.

Upon the occurrence and continuation of any Default, the Registered Owners of the Series 2009 Bonds shall be entitled to exercise the remedies specified in Section 20 of the Master Resolution.

The failure to observe any term of an ongoing disclosure agreement under the Rule shall not constitute a Default hereunder or under the Master Resolution.

Section 15. Sale of Series 2009 Bonds. The Series 2009 Bonds shall be sold in one or more series at negotiated sale to the Underwriter pursuant to the terms of the Bond Purchase Contract. The Board has determined that it would be in the best interest of the University to delegate to the Designated University Representative the authority to determine whether the Series 2009 Bonds shall be issued and sold in one or more series, determine whether any or all of the Series 2009 Bonds shall be issued as Series 2009 Tax-Exempt Bonds or as Series 2009 Taxable Bonds, approve the final interest rates, maturity dates, aggregate principal amount, principal amounts of each maturity, redemption rights and other terms and conditions of the Series 2009 Bonds. The Designated University Representative is hereby authorized to determine whether the Series 2009 Bonds shall be issued and sold in one or more series, determine whether any or all of the Series 2009 Bonds shall be issued as Series 2009 Tax-Exempt Bonds or as Series 2009 Taxable Bonds, approve the final interest rates, maturity dates, aggregate principal amount, principal maturities and redemption rights for the Series 2009 Bonds in the manner provided hereafter so long as (i) the aggregate principal amount of the Series 2009 Bonds does

not exceed \$17,500,000; and (ii) the true interest cost for the Series 2009 Bonds (in the aggregate) does not exceed 7.5%.

In determining the number of series, tax designation, final interest rates, maturity dates, aggregate principal amount, principal maturities and redemption rights of the Series 2009 Bonds, the Designated University Representative, in consultation with University staff and the University's financial advisor, shall take into account those factors that, in his/her judgment, will result in the lowest true interest cost of the Series 2009 Bonds to their maturity, including, but not limited to current financial market conditions and current interest rates for obligations comparable in tenor and quality to the Series 2009 Bonds.

Subject to the terms and conditions set forth in this Section 15, the Designated University Representative is hereby authorized to execute the final form of the Bond Purchase Contract upon his/her approval of the number of series, tax designation, final interest rates, maturity dates, aggregate principal amounts, principal maturities and redemption rights set forth therein. Following the sale of the Series 2009 Bonds, the Designated University Representative shall provide a report to the Board, describing the final terms of the Series 2009 Bonds approved pursuant to the authority delegated in this section.

The authority granted to the Designated University Representative by this Section shall expire 90 days after the date of approval of this Series Resolution. If the sale for the Series 2009 Bonds has not been completed within 90 days after the date of final approval of this resolution, the authorization for the issuance of the Series 2009 Bonds shall be rescinded, and the Series 2009 Bonds shall not be issued nor their sale approved unless such Series 2009 Bonds shall have been re-authorized by resolution of the University. The resolution re-authorizing the issuance and sale of such Series 2009 Bonds may be in the form of a new resolution repealing

this resolution in whole or in part or may be in the form of an amendatory resolution establishing terms and conditions for the authority delegated under this Section.

The Designated University Representative or his/her designee are hereby authorized to review and approve on behalf of the University the preliminary and final Official Statements relative to the Series 2009 Bonds with such additions and changes as may be deemed necessary or advisable to them. The Designated University Representative is hereby further authorized to deem final the Preliminary Official Statement for the Series 2009 Bonds for purposes of compliance with the Rule.

Upon the adoption of this Series Resolution, the proper officials of the University including the Designated University Representative, are authorized and directed to undertake all other actions necessary for the prompt sale, execution and delivery of the Series 2009 Bonds and further to execute all closing certificates and documents required to effect the closing and delivery of the Series 2009 Bonds in accordance with the terms of the Bond Purchase Contract.

Section 16. Undertaking to Provide Ongoing Disclosure.

(a) *Contract/Undertaking.* This section constitutes the University's written undertaking for the benefit of the owners of the Series 2009 Bonds as required by Section (b)(5) of the Rule.

(b) *Financial Statements/Operating Data.* The University agrees to provide or cause to be provided to the Municipal Securities Rulemaking Board ("MSRB"), the following annual financial information and operating data for the prior fiscal year (commencing January 31, 2010 for the fiscal year ending June 30, 2009):

1. Annual financial statements, which may or may not be audited, showing ending fund balances for the System prepared in accordance with generally accepted accounting

principles and generally of the type included in the official statement for the Series 2009 Bonds under the heading "Housing and Dining System Statement of Revenues, Expenses and Changes in Net Assets";

2. The principal amount of outstanding bonds of the System;
3. The debt service coverage for outstanding bonds of the System;
4. Occupancy data of the type shown under the heading "The Housing and Dining System – University Residences - Occupancy" in the Official Statement; and
5. Current room and board rates.

Such annual information and operating data described above shall be provided on or before seven months after the end of the University's fiscal year. The University's current fiscal year ends June 30. The University may adjust such fiscal year by providing written notice of the change of fiscal year to the MSRB. In lieu of providing such annual financial information and operating data, the University may cross-reference to other documents available to the public on the MSRB's internet website and, if such document is a final official statement within the meaning of the Rule, available from the MSRB.

If not provided as part of the annual financial information discussed above, the University shall provide the University's audited annual financial statement prepared in accordance generally accepted accounting principles when and if available to the MSRB.

(c) *Material Events.* The University agrees to provide or cause to be provided, in a timely manner, to the MSRB notice of the occurrence of any of the following events with respect to the Series 2009 Bonds, if material:

- Principal and interest payment delinquencies;
- Non-payment related defaults;

- Unscheduled draws on debt service reserves reflecting financial difficulties;
- Unscheduled draws on credit enhancements reflecting financial difficulties;
- Substitution of credit or liquidity providers, or their failure to perform;
- Adverse tax opinions or events affecting the tax status of the Series 2009 Bonds;
- Modifications to rights of owners;
- Optional, contingent or unscheduled Bond calls other than scheduled sinking fund redemptions for which notice is given pursuant to Exchange Act Release 34-23856;
- Defeasances;
- Release, substitution or sale of property securing the repayment of the Series 2009 Bonds; and
- Rating changes.

Solely for purposes of information, but without intending to modify this agreement, with respect to the notice regarding property securing the repayment of the Series 2009 Bonds, the University will state in its Preliminary and Final Official Statements that there is no property securing the repayment of the Series 2009 Bonds.

(d) *Notice Upon Failure to Provide Financial Data.* The University agrees to provide or cause to be provided, in a timely manner to the MSRB notice of its failure to provide the annual financial information described in subsection (b) above on or prior to the date set forth in subsection (b) above.

(e) *Format for Filings with the MSRB.* All notices, financial information and operating data required by this undertaking to be provided to the MSRB must be in an electronic format as prescribed by the MSRB. All documents provided to the MSRB pursuant to this undertaking must be accompanied by identifying information as prescribed by the MSRB.

(f) *Termination/Modification.* The University's obligations to provide annual financial information and notices of material events shall terminate upon the legal defeasance, prior redemption or payment in full of all of the Series 2009 Bonds. Any provision of this section shall be null and void if the University (1) obtains an opinion of nationally recognized bond counsel to the effect that the portion of the Rule that requires that provision is invalid, has been repealed retroactively or otherwise does not apply to the Series 2009 Bonds and (2) notifies the MSRB of such opinion and the cancellation of this section.

The University may amend this section with an opinion of nationally recognized bond counsel in accordance with the Rule. In the event of any amendment of this section, the University shall describe such amendment in the next annual report, and shall include a narrative explanation of the reason for the amendment and its impact on the type (or in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the University. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given in the same manner as for a material event under Subsection (c), and (ii) the annual report for the year in which the change is made shall present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

(g) *Bond Owner's Remedies Under this Section.* A Bond owner's right to enforce the provisions of this section shall be limited to a right to obtain specific enforcement of the University's obligations hereunder, and any failure by the University to comply with the provisions of this undertaking shall not be a default with respect to the Bonds under this Series Resolution or the Master Resolution.

(h) *Additional Information.* Nothing in this Section 16 shall be deemed to prevent the University from disseminating any other information, using the means of dissemination set forth in this Section 16 or any other means of communication, or including any other information in any annual financial statement or notice of occurrence of a material event, in addition to that which is required by this Section 16. If the University chooses to include any information in any annual financial statement or notice of the occurrence of a material event in addition to that specifically required by this Section 16 the University shall have no obligation under this Series Resolution or the Master Resolution to update such information or to include it in any future annual financial statement or notice of occurrence of a material event.

Section 17. Bond Insurance; Surety Bond.

(a) *Bond Insurance.* The payments of the principal of and interest on the Series 2009 Bonds may be insured by the issuance of the Bond Insurance Policy. The Designated University Representative, with the assistance of the University's financial advisor, is hereby further authorized and directed to solicit proposals from municipal bond insurance companies for the issuance of a Bond Insurance Policy. In the event that the Designated University Representative receives multiple proposals, the Designated University Representative may select the proposal having the lowest cost and resulting in an overall lower interest cost with respect to the Series 2009 Bonds. The Designated University Representative may execute a commitment received from the Insurer selected by the Designated University Representative. The Board further authorizes and directs all proper officers, agents, attorneys and employees of the University to cooperate with the Insurer in preparing such additional agreements, certificates, and other documentation on behalf of the University as shall be necessary in accordance with the terms of an approved commitment or advisable in providing for the Bond Insurance Policy. To the extent

that the Series 2009 Bonds are insured by a Bond Insurance Policy, the Insurer of each maturity of the Series 2009 Bonds so insured shall be deemed to be the Registered Owner of such Series 2009 Bonds for all purposes, including consent, under this Series Resolution and the Master Resolution.

(b) *Surety Bond.* The guarantecing of certain payments into the Series 2009 Reserve Account may be secured by a surety bond (the "Surety Bond"). The Designated University Representative, with the assistance of the University's financial advisor, is hereby further authorized and directed to solicit proposals from municipal bond insurance companies for the issuance of a Surety Bond (the "Surety Bond Provider"). In the event that the Designated University Representative receives multiple proposals, the Designated University Representative may select the proposal having the lowest cost and resulting in an overall lower interest cost with respect to the Series 2009 Bonds. The Designated University Representative may execute a commitment received from the Surety Bond Provider selected by the Designated University Representative. The Board further authorizes and directs all proper officers, agents, attorneys and employees of the University to cooperate with the Surety Bond Provider in preparing such additional agreements, certificates, and other documentation on behalf of the University as shall be necessary or advisable in providing for the Surety Bond.

Section 18. Severability. If any one or more of the covenants or agreements provided in this Series Resolution to be performed on the part of the University shall be declared by any court of competent jurisdiction to be contrary to law, then such covenant or covenants, agreement or agreements, shall be null and void and shall be deemed separable from the remaining covenants and agreements in this Series Resolution and shall in no way affect the validity of the other provisions of this Series Resolution or of any Series 2009 Bonds.

Section 19. Effective Date. This Series Resolution shall be effective immediately upon its adoption.

ADOPTED AND APPROVED by the Board of Trustees of Western Washington University, at a regular meeting held this 12th day of June, 2009.

WESTERN WASHINGTON UNIVERSITY

Chair, Board of Trustees

ATTEST:

Secretary of the Board