PRELIMINARY OFFICIAL STATEMENT DATED __________, 2014

New Issue
Book-Entry Only

Rating:
Moody's: ____
(See "RATING" herein)

Subject to compliance by the Board with certain covenants, in the opinion of Chapman and Cutler LLP, Special Counsel, under present law, the interest portion of each Installment Payment made by the Board to the Trustee for the owners of the Certificates is excludable from gross income of the owners thereof for federal income tax purposes, and is not included as an item of tax preference in computing the federal alternative minimum tax for individuals and corporations, but such interest is taken into account in computing an adjustment used in determining the federal alternative minimum tax for certain corporations. Interest with respect to the Certificates is not exempt from present Illinois income taxes. See "TAX MATTERS" herein for a more complete discussion.

$[AMOUNT]*
CERTIFICATES OF PARTICIPATION
(CAPITAL IMPROVEMENT PROJECTS), SERIES 2014
EVIDENCING PROPORTIONATE INTERESTS IN INSTALLMENT PAYMENTS TO BE MADE BY BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

Dated: Date of Delivery

Due: September 1, as shown on the inside cover

The Certificates of Participation (Capital Improvement Projects), Series 2014 (the "Certificates") are being issued to (i) (a) refinance the cost of an approximate 113,000 square facility (the "Improvements") located on the campus of and for use by Northern Illinois University (the "University") by redeeming all of the Illinois Development Finance Authority Lease Revenue Bonds (Northern Illinois University Naperville Project) Series 1999 (the "Prior Bonds") and (b) [describe retirement of performance contract] and (ii) pay the costs of issuing the Certificates. See "THE IMPROVEMENTS – Refunding Plan" herein. The Certificates are payable solely from (i) an undivided interest in payments (the "Installment Payments") to be made by the Board of Trustees of Northern Illinois University (the "Board") under an Installment Purchase Contract (the "Purchase Contract") with Amalgamated Bank of Chicago, as Trustee (the "Trustee"), (ii) certain funds and accounts held under the Indenture (as defined herein), and (iii) proceeds, if any, from the exercise of remedies by the Trustee under the Indenture.

The Installment Payments will be payable both from State appropriated funds and from budgeted legally available funds of the Board derived from sources other than State appropriations ("Legally Available Nonappropriated Funds") on an annual basis. The Board will covenant under the Purchase Contract to include in each of its annual operating budget appropriation requests to the Illinois General Assembly a request for funds sufficient to pay that portion of the Installment Payments and Additional Payments coming due in the next fiscal year commencing July 1 to be paid from State- appropriated funds. The Board will further covenant to include in each annual operating budget for the University an amount of Legally Available Nonappropriated Funds which, when combined with the State appropriated funds, will be sufficient to make the Installment Payments and Additional Payments when due in each fiscal year.

The term of the Purchase Contract will expire on [September 1, 2024] unless earlier terminated in accordance with the Indenture. In the event of a termination of the Purchase Contract where the Board has not prepaid in full all Installment Payments, all further obligations with respect to the Certificates will be payable solely from such moneys, if any, as may be held by the Trustee as described in the Indenture, in which case there is no assurance of any payment of the principal of or interest on the Certificates. See "Certificate Owners' Risks."

The Certificates are subject to redemption prior to maturity as described herein. See "Description of The Certificates – Redemption."

THE OBLIGATION TO MAKE INSTALLMENT PAYMENTS WILL CONSTITUTE A CURRENT OPERATING EXPENSE OF THE BOARD. THE BOARD WILL APPLY TO THE PAYMENT OF THE INSTALLMENT PAYMENTS SUCH MONEYS AS MAY BE LAWFULLY APPROPRIATED BY THE GENERAL ASSEMBLY FOR SUCH PURPOSE AND LEGALLY AVAILABLE NONAPPROPRIATED FUNDS, INCLUDING MONEYS, IF ANY, HELD BY THE TRUSTEE. THE BOARD HAS NO TAXING POWER. THE BOARD'S OBLIGATION TO MAKE INSTALLMENT PAYMENTS UNDER THE PURCHASE CONTRACT DOES NOT CONSTITUTE A DEBT OF THE BOARD OR THE STATE OF ILLINOIS WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY LIMITATION. THE INSTALLMENT PAYMENTS REQUIRED UNDER THE PURCHASE CONTRACT INCURRED BY THE BOARD ARE NOT SECURED BY THE FULL FAITH AND CREDIT OF THE STATE OF ILLINOIS AND ARE NOT REQUIRED TO BE REPAID AND MAY NOT BE REPAID, DIRECTLY OR INDIRECTLY, FROM TAX REVENUE.

The Certificates offered hereby are issuable as fully registered Certificates through a book-entry system operated by The Depository Trust Company, New York, New York ("DTC"). Details of payment of the Certificates and the book-entry system are described herein. The Certificates will be issued in the denomination of $5,000 or any integral multiple thereof. Interest, at the rates set forth herein, is payable on September 1, 2014 and on each March 1 and September 1 thereafter.

The Certificates are offered when, as and if issued and received by the Underwriters, subject to prior sale, withdrawal or modification of the offer without notice, and to the approval of legality of the Certificates by Chapman and Cutler LLP, Chicago, Illinois, as Special Counsel to the Board, and to certain other conditions. Certain legal matters will be passed upon for the Board by its General Counsel, for the Underwriters by their counsel, Butler Snow LLP, Atlanta, Georgia and for the Trustee by its in house counsel. Longhouse Capital Advisors, LLC La Grange Park, Illinois, is serving as financial advisor to the Board. It is expected that the Certificates will be available for delivery on or about _____, 2014.

[Insert BMO Logo]

[Insert Cabrera Logo]

The date of this Official Statement is _____ __, 2014

* Preliminary, subject to change

MATURITIES, PRINCIPAL AMOUNTS,
INTEREST RATES, PRICES, YIELDS AND CUSIP[1] NUMBERS

$[AMOUNT]*
CERTIFICATES OF PARTICIPATION
(CAPITAL IMPROVEMENT PROJECTS), SERIES 2014
EVIDENCING PROPORTIONATE INTERESTS IN INSTALLMENT PAYMENTS TO BE MADE BY
BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

Year (September 1)	Principal Amount*	Interest Rate	Price	Approx. Yield	Cusip[1]

This Official Statement, which includes the cover page and the appendices hereto, does not constitute an offer to sell or the solicitation of any offer to buy, nor shall there be any sale of any of the Certificates, by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation or sale. No dealer, broker, salesman or other person has been authorized by the Board or the Underwriters to give any information or to make any representations other than those contained in this Official Statement, in connection with the offering of the Certificates, and if given or made, such other information or representations must not be relied upon as having been authorized by any of the foregoing.

The Underwriters have provided the following sentence for inclusion in this Official Statement. The Underwriters have reviewed the information in this Official Statement in accordance with, and as part of, their responsibilities to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Underwriters do not guarantee the accuracy or completeness of such information. The information set forth herein has been obtained from the Board and other sources which are believed by the Board to be reliable. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the Board or the University or the information contained herein since the date hereof.

This Official Statement contains "forward looking statements" within the meaning of the federal securities laws. These forward-looking statements include, among others, statements concerning expectations, beliefs, opinions, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. The forward-looking statements in this Official Statement are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in or implied by such statements.

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[1] Copyright 2014, American Bankers Association. CUSIP data herein is provided by Standard & Poor's, CUSIP Service Bureau, a division of The McGraw-Hill Companies, Inc. The CUSIP numbers are provided for convenience and reference only. Neither the University nor the Underwriter are responsible for the selection or use of the CUSIP numbers, nor is any representation made as to their correctness on the Certificates or as indicated above

* Preliminary, subject to change.

This Official Statement should be considered in its entirety and no one factor considered more or less important than any other by reason of its position in this Official Statement. Where statutes, reports or other documents are referred to herein, reference should be made to such statutes, reports or other documents for more complete information regarding the rights and obligations of parties thereto, facts and opinions contained therein and the subject matter thereof.

IN CONNECTION WITH THIS OFFERING, THE UNDERWRITERS MAY OVER-ALLOT OR EFFECT TRANSACTIONS WHICH STABILIZE OR MAINTAIN THE MARKET PRICE OF THE CERTIFICATES AT A LEVEL ABOVE THAT WHICH MIGHT OTHERWISE PREVAIL IN THE OPEN MARKET. SUCH STABILIZING, IF COMMENCED, MAY BE DISCONTINUED AT ANY TIME. THE UNDERWRITERS MAY OFFER AND SELL THE CERTIFICATES TO CERTAIN DEALERS AND DEALER BANKS AND BANKS ACTING AS AGENTS AT PRICES LOWER THAN THE PUBLIC OFFERING PRICES STATED ON THE COVER PAGE HEREOF AND SUCH PUBLIC OFFERING PRICES MAY BE CHANGED FROM TIME TO TIME BY THE UNDERWRITERS.

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS OFFICIAL STATEMENT. ANY REPRESENTATION TO THE CONTRARY MAY BE A CRIMINAL OFFENSE.

THE CERTIFICATES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, OR THE SECURITIES LAWS OF ANY STATE, AND THE INDENTURE HAS NOT BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON EXEMPTIONS CONTAINED IN SUCH ACTS. THE REGISTRATION OR QUALIFICATION OF THE CERTIFICATES IN ACCORDANCE WITH APPLICABLE PROVISIONS OF LAW OF THE STATES IN WHICH THE CERTIFICATES HAVE BEEN REGISTERED OR QUALIFIED AND THE EXEMPTION FROM REGISTRATION OR QUALIFICATION IN OTHER STATES CANNOT BE REGARDED AS A RECOMMENDATION THEREOF.

For purposes of compliance with Rule 15c2-12 of the United States Securities Exchange Commission, this document constitutes an official statement of the Board with respect to the Certificates that has been deemed "final" by the Board as of its date except for the omission of no more than the information permitted by Rule 15c2-12.

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$[AMOUNT]*
CERTIFICATES OF PARTICIPATION
(CAPITAL IMPROVEMENT PROJECTS), SERIES 2014
EVIDENCING PROPORTIONATE INTERESTS IN INSTALLMENT PAYMENTS TO BE MADE BY
BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

INTRODUCTION

This Official Statement, including the cover and inside cover pages hereof and appendices hereto (the "Official Statement"), is provided to prospective purchasers in connection with the sale and delivery of a portion of the Certificates of Participation (Capital Improvement Projects), Series 2014 (the "Certificates") in the aggregate principal amount of $[Amount]* representing proportionate interests of the registered Owners thereof in payments to be made by the Board of Trustees of Northern Illinois University (the "Board") as installment purchase payments (the "Installment Payments"), pursuant to the provisions of the Installment Purchase Contract dated as of April 1, 2014 (the "Purchase Contract") between Amalgamated Bank, as trustee (the "Trustee"), and the Board, as purchaser. The Certificates are being executed and delivered pursuant to an Indenture of Trust dated as of April 1, 2014 (the "Indenture") between the Board and the Trustee.

The Certificates are being issued to (i) (a) refinance the cost of an approximate 113,000 square facility (the "Improvements") located on the campus of and for use by Northern Illinois University (the "University") by redeeming all of the Illinois Development Finance Authority Lease Revenue Bonds (Northern Illinois University Naperville Project) Series 1999 (the "Prior Bonds") and (b) [describe retirement of performance contract] and (ii) pay the costs of issuing the Certificates. See "THE IMPROVEMENTS – Refunding Plan" herein.

Pursuant to the Indenture, the Trustee will hold for the benefit of the Certificate Owners (i) its rights in and to the Improvements and the Acquisition Agreement dated as of April 1, 2014 between the Trustee and the Board (the "Acquisition Agreement"), (ii) all right, title and interest of the Board in and to the Improvements and the Improvement Contracts, provided that title to and possession of the Improvements now in existence will automatically thereafter vest in the Board without action by the Trustee, and title to the Improvements acquired hereafter will automatically so vest in the Board upon acquisition without action by the Trustee, (iii) all right, title and interest of the Board in the Acquisition Agreement and the Purchase Contract, but excluding certain rights relating to title, use and enjoyment of the Improvements and the right to receive notices and other communications; (iv) the Trustee's right, title and interest in and to the Purchase Contract and the rights to receive moneys payable under it and to bring actions and proceedings under it; and (v) the Board's and the Trustee's right, title and interest in and to amounts on deposit from time to time in the funds and accounts created pursuant to the Indenture (other than Rebate Fund).

Initially capitalized terms used but not otherwise defined in the body of this Official Statement have the meanings set forth in "SUMMARY OF CERTAIN LEGAL DOCUMENTS" in Appendix C hereto.

THE BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

The University is governed by a Board of Trustees (the "Board"), which is comprised of seven voting members appointed by the Governor of the State of Illinois, with the advice and consent of the Illinois Senate, and one voting student member, elected by the students, who serves a one-year term. No more than five of the members appointed by the Governor may be affiliated with the same political party. The Board is responsible for the general supervision and management of the University's educational program, its lands, buildings and other properties, and the control of the revenues and expenditures in support thereof. Additional information regarding the Board and the University is set for in "NORTHERN ILLINOIS UNIVERSITY" in Appendix A hereto.

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*Preliminary, subject to change

DESCRIPTION OF THE CERTIFICATES

General

The Certificates offered hereby will be dated and will mature on the dates and in the amounts set forth on the inside cover page of this Official Statement. The Certificates will be issued in fully registered form through a book-entry system in denominations of $5,000 or any integral multiple thereof.

Each Certificate represents an undivided proportionate interest in the principal portion of the Installment Payments due and payable with respect to the maturity date of such Certificate and in the interest portion of the Installment Payments due and payable semiannually, to and including such Certificate's maturity date, or an earlier redemption date, at the rate, for the Certificates, set forth on the inside cover page of this Official Statement. Interest represented by the Certificates will be payable on each March 1 and September 1, commencing September 1, 2014. The principal represented by the Certificates will be payable when due in accordance with the procedures described herein under "BOOK-ENTRY SYSTEM." Interest will be paid by wire transfer under the circumstances described in the Indenture, or by check or draft of the Trustee mailed to the persons in whose names the Certificates are registered (the "Owners") on the registration books maintained by the Trustee as of the close of business on the fifteenth day of the month prior to each Interest Payment Date (a "Regular Record Date") or, if applicable, a Special Record Date established by the Trustee in accordance with the Indenture.

Each Certificate will accrue interest from the Interest Payment Date next preceding the date of its execution, unless: (i) it is executed prior to ______, 2014, in which event interest with respect thereto shall be payable from the Closing Date; (ii) it is executed on an Interest Payment Date, in which event interest with respect thereto shall be payable from such Interest Payment Date; or (iii) it is executed after a Regular Record Date and before the following Interest Payment Date, in which event interest with respect thereto shall be payable from such Interest Payment Date; provided, however, that if, as of the date of execution of any Certificate, interest is in default with respect to any Outstanding Certificates, interest with respect to such Certificate shall be payable from the Interest Payment Date to which interest has previously been paid or made available for payment with respect to the Outstanding Certificates, unless it is executed after a Special Record Date and before the following Special Interest Payment Date, in which event interest with respect thereto shall be payable from the scheduled Interest Payment Date next preceding such date of execution.

Redemption

Redemption Upon Event of Nonappropriation and Termination of Purchase Contract. The Certificates are subject to redemption, in whole, at the price of 100% of the principal amount thereof, plus accrued interest to the date fixed for redemption, on any date on which the Purchase Contract is terminated by the Board because (i) the General Assembly of the State has made a determination not to appropriate requested funds necessary to make that portion of the Installment Payments due during the then current fiscal year to be paid from State-appropriated funds (an "*Event of Nonappropriation*") and (ii) the Board has determined that there are not sufficient Legally Available Nonappropriated Funds to pay the portion of the Installment Payments coming due during the then current fiscal year and (iii) the Board has exercised its option, pursuant to the Purchase Contract, to prepay the Certificates by the deposit of funds in the Installment Payment Fund sufficient, together with the amounts therein, to redeem such Certificates on such termination date at a price equal to the principal amount thereof plus accrued interest to the redemption date.

The Purchase Contract and the Board's obligations to pay Installment Payments and Additional Payments thereunder are subject to termination 60 days after the Board certifies to the Trustee that the events described in clauses (i) and (ii) of the preceding paragraph have occurred.

Optional Redemption. The Certificates are not subject to optional redemption by the Board prior to maturity.

Mandatory Sinking Fund Redemption. The Certificates maturing on September 1, 20__ are subject to mandatory redemption, in integral multiples of $5,000 selected by lot by the Trustee, at the redemption price of 100% of the principal amount thereof, plus accrued interest to the redemption date, on September 1 of each of the years and in the principal amounts as follows:

Certificates Due
September, 20__

Date	**Principal Amount**

On or prior to the 60th day preceding any sinking fund payment date, the Trustee may, and if directed by the Board will, purchase Certificates of such maturity in an amount not exceeding the amount of such Certificates required to be retired on such sinking fund payment date and at a price not exceeding 100% of the principal amount thereof, plus accrued interest. Any such Certificates so purchased will be canceled and credited against the sinking fund payment required on such next sinking fund payment date.

Effect of Call for Redemption. On the date designated for redemption by notice given as described below, the Certificates so called for redemption shall become and be due and payable at the redemption price provided for redemption of such Certificates on such date. If on the date fixed for redemption moneys for payment of the redemption price and accrued interest are held by the Trustee as provided in the Indenture, interest on the Certificates so called for redemption shall cease to accrue, such Certificates shall cease to be entitled to any benefit or security under the Indenture except the right to receive payment from the moneys held by the Trustee, and the amount of such Certificates so called for redemption shall be deemed paid and no longer Outstanding.

Partial Redemption

Any partial redemption of Certificates shall be made only in authorized denominations The portion of Certificates to be redeemed shall be selected by lot by the Trustee from among all Outstanding Certificates (or, so long as the Book-Entry System is in effect, beneficial ownership interests in the Certificates shall be selected for redemption in accordance with the rules and procedures established by DTC or any successor).

Each Certificate shall be considered separate Certificates of such Series in the minimum authorized denominations for purposes of selecting Certificates of such Series to be redeemed.

Transfer and Exchange

See "BOOK-ENTRY SYSTEM" for a discussion of transfer and exchange of the beneficial ownership interests in the Certificates while they are in the book-entry system described therein.

Payment of the Certificates

The Purchase Contract requires that semiannual Installment Payments are to be made by the Board to the Trustee. Such Installment Payments are designed to be sufficient to meet the principal and interest payments due with respect to the Certificates during the term of the Purchase Contract. The following table shows the principal and interest payments due with respect to the Certificates during each Fiscal Year.

Year Ending (June 30)*	**Principal**	**Interest**	**Total**
2014			
2015			
2016			
2017			
2018			

* Principal matures on the 1st of September preceding the June 30 Fiscal Year end.

[Remainder of Page Intentionally Left Blank]

2019
2020
2021
2022
2023
2024
2025

BOOK-ENTRY SYSTEM

The Depository Trust Company ("DTC"), New York, NY, will act as securities depository for the Certificates (hereinafter referred to in this section (the "Securities"). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Security certificate will be issued for the Securities, each in the aggregate principal amount of such issue, and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). OTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC's records. The ownership interest of each actual purchaser of each Security ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.

To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them. subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Securities may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Securities, such as redemptions, tenders, defaults, and proposed amendments to the Security documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the Securities for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Securities unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures. D'I'C mails an Omnibus Proxy to Issuer as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Redemption proceeds, distributions, and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from Issuer or Agent, on payable date in accordance with their respective holdings shown on DT C's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, Agent, or Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of Issuer or Agent. Disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Securities at any time by giving reasonable notice to the Board. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.

The Board may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered to DTC.

The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that Board believes to be reliable, but the Board takes no responsibility for the accuracy thereof.

SECURITY FOR THE CERTIFICATES

General

Each Certificate evidences and represents an undivided proportionate interest in the Installment Payments required under the Purchase Contract to be paid by the Board to the Trustee. The Board has covenanted under the Purchase Contract to include in each of its annual operating budget appropriation requests to the Illinois General Assembly a request for funds sufficient to pay that portion of the Installment Payments and Additional Payments due and payable during the next occurring fiscal year of the State to be paid from State appropriated funds. The Board has further covenanted to include in each annual operating budget for the University an amount of Legally Available Nonappropriated Funds which, when combined with State appropriated funds, will be sufficient to make the Installment Payments and Additional Payments when due in each fiscal year.

THE BOARD'S OBLIGATION TO MAKE INSTALLMENT PAYMENTS UNDER THE PURCHASE CONTRACT DOES NOT CONSTITUTE A DEBT OF THE BOARD OR THE STATE OF ILLINOIS WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY LIMITATION. THE INSTALLMENT PAYMENTS REQUIRED UNDER THE PURCHASE CONTRACT INCURRED BY THE BOARD ARE NOT SECURED BY THE FULL FAITH AND CREDIT OF THE STATE OF ILLINOIS AND ARE NOT REQUIRED TO BE REPAID, AND MAY NOT BE REPAID, DIRECTLY OR INDIRECTLY FROM TAX REVENUE. PAYMENT OF THE PRINCIPAL AND INTEREST REPRESENTED BY THE CERTIFICATES WILL BE MADE BY THE TRUSTEE SOLELY FROM (A) AMOUNTS DERIVED UNDER THE TERMS OF THE PURCHASE CONTRACT, INCLUDING INSTALLMENT PAYMENTS, AND (B) AMOUNTS FROM TIME TO

TIME ON DEPOSIT WITH THE TRUSTEE OR HELD BY THE BOARD UNDER THE TERMS OF THE INDENTURE.

The Board has the right to terminate the Purchase Contract and its obligation to pay Installment Payments, as described below.

Termination of Purchase Contract

Term of Agreement. The term of the Purchase Contract shall continue until [Date] (the "Expiration Date") unless terminated earlier in accordance with its terms as described below.

Termination of Purchase Contract Upon Nonappropriation and Nonavailability of Funds. The Purchase Contract and the Board's obligation to pay Installment Payments and Additional Payments thereunder is subject to termination 60 days after the Board certifies to the Trustee that the General Assembly of the State has made a determination not to appropriate requested funds necessary to make that portion of the Installment Payments due during the then current fiscal year payable from State appropriated funds (an "Event of Nonappropriation") and the Board has determined that there are not sufficient Legally Available Nonappropriated Funds to pay the portion of the Installment Payments coming due during the then current fiscal year. The termination of the Purchase Contract would be effective on the date that is 60 days following such certification.

Prepayment Options. The Purchase Contract is subject to termination prior to its Expiration Date to the extent the Indenture is discharged by its terms. Such discharge may require that the Board exercise its option to prepay the Installment Payments in whole or in part in connection with an optional redemption of the Certificates as described above under the subheading "DESCRIPTION OF THE CERTIFICATES – Redemption – Optional Redemption."

In addition, on or after an Event of Nonappropriation and determination by the Board of the existence of insufficient Legally Available Nonappropriated Funds, the Board may exercise its option to purchase all of the Improvements by paying the prepayment price of principal and accrued interest on all of the Certificates to the date that the Purchase Contract is to be terminated. See "PURCHASE CONTRACT – Purchase Option; Prepayment" in Appendix C hereto.

In the event the Purchase Contract is terminated, as described under the subheading "– Termination of Purchase Contract Upon Nonappropriation and Nonavailability of Funds," above, and the Board does not exercise its option to prepay the outstanding Certificates in connection therewith, the Board will have no further payment obligations under the Purchase Contract. Upon such termination as a result of an Event of Nonappropriation or upon an Event of Default under the Indenture, the Indenture provides for certain remedies; however, due to the nature of the Improvements, it is unlikely that revenues would result from the exercise of any such remedies and, if any, it is unlikely that they would be sufficient to pay in full or in substantial part the principal of or interest on the outstanding Certificates.

For a further discussion of certain risks associated with the termination of the Purchase Contract, see "CERTIFICATE OWNERS' RISKS – Termination of the Purchase Contract" and "– Limited Nature of the Improvements."

Sources of Payments

The Board is obligated to make Installment Payments either from funds derived from State appropriations or from Legally Available Nonappropriated Funds on an annual basis. The State appropriated funds and the sources of revenue derived from Board activities are more fully described in Appendix A hereto.

State Appropriated Funds

The Illinois Constitution of 1970 requires the General Assembly to appropriate moneys for the purpose of operating and maintaining all State institutions of higher learning. Such moneys are derived from taxation as well as from other sources as determined by the General Assembly to insure the proper maintenance of the institutions. State appropriated funds represent a significant percentage of the Board's overall revenue. For the Fiscal Year ended June 30, 2013, State appropriated funds totaled approximately $239,371,000. This total includes approximately $93,490,000 of Current Operating Funds appropriations for University operations and $143,057,000 million of payments made on behalf of the University by the State. Such payments on behalf are made directly by the State, and not received by the University, for the purposes of State employee benefits including pension, health insurance and other post-employment benefits.

During Fiscal Year 2013, the State of Illinois deferred the release of approved appropriations to its public universities, which delayed the receipt of a portion of approved appropriations until after the June 30 Fiscal Year end. There can be no assurance that the full amount of the approved appropriations will be ultimately received or received in a timely fashion, or that approved appropriations will continue to be made at the current level.

The State Finance Act, 30 ILCS 105/13.5, provides that State appropriations for operations to the Board, and to the boards of all of the other public universities, shall identify the amounts appropriated for personal services, State contributions to social security for Medicare, contractual services, travel, commodities, equipment, operation of automotive equipment, telecommunications, awards and grants, and permanent improvements (each a line item), rather than provide for appropriations in a single, combined amount. The State appropriations to the University for Fiscal Year 2012 were provided as a single, combined amount rather than by line item. The appropriations for Fiscal Year 2013 and Fiscal Year 2014 were identified by line item. If Installment Payments are made from funds derived from State appropriations, the funds would come from the contractual services line item.

The Board is authorized by law to retain all tuition ("Tuition") and fees ("Fees") in its treasury and to credit such amounts to an account known as the University Income Fund and Fees are deposited into the general fund of the University. Outstanding revenue bonds of the Board that have a pledge of Tuition and Fees include the Board's Auxiliary Facilities System ("AFS") Revenue Bonds. Under the bond resolutions for the AFS Revenue Bonds, the Board is also required to transfer pledged Tuition to pay for the operating and maintenance costs for the AFS, to the extent system revenues, and other available funds, are insufficient therefor. The Board retains the option to issue additional bonds with a pledge of Tuition in accordance with the provisions of the resolution authorizing the AFS Bonds. See "NORTHERN ILLINOIS UNIVERSITY" in Appendix A hereto for more information about the AFS. The AFS consists of the existing housing, dining, student union, stadium, field house, student recreation center, multi-purpose facilities and other revenue producing facilities (including equipment) of the University.

Other Legally Available Funds

Legally Available Nonappropriated Funds include any budgeted legally available funds of the Board derived from sources other than State appropriations on an annual basis. Such funds include, but are not limited to, student tuition, subject to prior pledge to the AFS Revenue Bonds as described above, certain fees, self-supporting revenues, certain investment income, and indirect cost recoveries on grants and contracts. None of the net revenues of the AFS are Legally Available Nonappropriated Funds.

Various factors outside the control of the Board may materially affect the funding levels from State appropriations and from the other sources referred to above. Public Act 93-228 amended the Northern Illinois University Law (110 ILCS 685/30), and the laws of all of the other public universities in Illinois, to provide that, subject to certain conditions, for an undergraduate student who is an Illinois resident and who first enrolled at the University after the 2003-2004 academic year, the tuition charged for four continuous academic years following initial enrollment shall not exceed the amount that the student was charged at the time the student enrolled in the University. Public Act 96-1293 further amended the Northern Illinois University Law and the laws of all of the other public universities in Illinois, to provide that an undergraduate student who is an Illinois resident and who has for four continuous academic years been charged no more than the tuition amount charged at the time he or she first enrolled in the University shall be charged tuition not to exceed the amount the University charged students who first enrolled in the University for the academic year following the academic year the student first enrolled in the University for a maximum of two additional continuous academic years.

The General Assembly could further change the process by which it makes appropriations for the Board. Any significant change in the level of State appropriations or Legally Available Nonappropriated Funds, or to the timing or procedure pursuant to which State appropriations are paid to the University, could materially affect the Board's ability to pay Installment Payments.

ESTIMATED SOURCES AND USES OF FUNDS

The estimated sources and uses of funds for the Certificates are as follows:

Sources of Funds	$
Principal Amount of Certificates	
Plus Net Original Issue Premium (Less Discount)	
Total Sources of Funds	
Uses of Funds	
Underwriters' Discount	
Costs of Issuance*	
Total Uses of Funds	$

* Includes Underwriters' discount, legal fees and other costs of issuance

THE IMPROVEMENTS

Purpose

The Board, as agent of the Trustee for such purpose, agrees to refinance the acquisition of the Improvements by redeeming the Prior Bonds as directed by the Board Representative. The Improvements include all property, improvements, equipment, services and facilities sold to the Board pursuant to the Purchase Contract. The Improvements consist of an approximate 113,000 gross square foot facility (the "Building") located on an approximate 11.2 acre site located at 1100 Diehl Road, Naperville, Illinois on the campus of the University. The University presently uses the Building for office, conference and institutional space to the University's Business and Industry unit which serves the Illinois corporate community with a wide variety of employee and management training services. See "NORTHERN ILLINOIS UNIVERSITY -- Naperville Campus" in Appendix A.

The Refunding Plan

Prior Bonds. A portion of the proceeds derived from the sale of the Certificates will be used to refund all of the outstanding Prior Bonds currently outstanding in the aggregate principal amount of $________. The Board has determined that the current refunding the Series 1999 Bonds will reduce the Board's total overall, annual debt service payments. The Prior Bonds will be called for redemption prior to maturity on the date of issuance of the Certificates (the "Prior Bonds Redemption Date") at a redemption price equal to 100% of the par amount of the Prior Bonds to be redeemed, plus accrued interest to the Prior Bonds Redemption Date.

Performance Contract. A portion of the proceeds derived from the sale of the Certificates will be used to retire the outstanding Performance Contract currently outstanding in the aggregate principal amount of $__________. The Board has determined that retiring the Performance Contract will reduce the Board's total overall, annual debt service payments. The Performance Contract will be retired on or about the date of issuance of the Certificates.

CERTIFICATE OWNERS' RISKS

The purchase of the Certificates involves certain investment risks that are discussed throughout this Official Statement. Accordingly, each prospective Certificate Owner should make an independent evaluation of all of the information presented in this Official Statement in order to make an informed investment decision. Certain of these risks include but are not limited to those set forth below.

Limited Obligations

Each Certificate evidences a proportionate interest in the right to receive payments made by the Board under the Purchase Contract. The Board's obligation under the Purchase Contract will be from year to year only, and will not constitute a mandatory payment obligation of the Board in any subsequent fiscal year. Such obligations constitute currently budgeted operating expenditures by the Board and do not constitute a general obligation or other indebtedness of the State or the Board within the meaning of the Constitution or laws of the State.

To the extent that payments to be made by the Board under the Purchase Contract are to be made from appropriated funds of the State, there is no assurance that the State will appropriate funds to the Board on an annual basis sufficient for that purpose.

To the extent that payments to be made by the Board under the Purchase Contract are to be made from Legally Available Nonappropriated Funds, there is no assurance that the Board will budget such funds on an annual basis sufficient for that purpose or that amendments to State law will not limit the funds available to the Board for that purpose.

Termination of the Purchase Contract

As described above under the subheading "SECURITY FOR THE CERTIFICATES – Termination of Purchase Contract," the Purchase Contract is subject to termination prior to the Expiration Date upon the occurrence of certain events. There is no assurance that the Purchase Contract will not be terminated prior to the Expiration Date.

In the event that the Purchase Contract is terminated and the Installment Payments are not prepaid by the Board in whole, the Trustee may use the moneys in the Installment Payment Fund, if any, to make payments on the Certificates. The Trustee may also take such action as may be necessary to enforce the payment of the Board's obligations under the Purchase Contract. Should an Event of Default occur, the Trustee may terminate the Purchase Contract and exercise remedies. No assurance can be made as to the amount of funds available from any source for the payment of the Certificates. Due to the nature of the Improvements, it is unlikely that revenues would result from the Trustee's exercise of such remedies and, if any, would be sufficient to pay in full or in substantial part the principal or interest with respect to the Certificates.

Sources of Payment

The sources of revenue available to make Installment Payments are more fully described under "Security for the Certificates – Sources of Payments" and in Appendix A hereto. Various factors outside the control of the Board may materially alter the funding levels from the State and the timing of the Board's receipt of State appropriated funds.

Delays in Exercising Remedies

The enforceability of the Purchase Contract and Indenture is subject to applicable bankruptcy laws, equitable principles affecting the enforcement of creditors' rights generally and of liens securing such rights, and the police powers of the State of Illinois and its political subdivisions. Because of delays inherent in obtaining judicial remedies, it should not be assumed that these remedies could be accomplished rapidly. Any delays in the ability of the Trustee to pursue remedies may result in delays in payment of the Certificates.

Limited Nature of the Improvements

The Improvements to be refinanced through the issuance of the Certificates constitute facilities that are designed for academic and administrative purposes of the University and not for revenue generation. Due to the limited purpose of the Improvements, it is unlikely that revenues would result from the Trustee's exercise of remedies upon an Event of Default under the Purchase Contract and, if any, it is unlikely that they would be sufficient to pay in full or in substantial part the principal of or interest on the outstanding Certificates.

Destruction of the Improvements

The Purchase Contract requires that the Board maintain property insurance, as well as liability insurance and/or self-insurance of such types and in such amounts as are customary for similar institutions carrying on similar activities. Under the Purchase Contract, upon any damage to or destruction of any portion of the Improvements, the original cost of which, in the aggregate, exceeds $250,000, the Board is required to take certain actions described in "PURCHASE CONTRACT – Damage or Destruction of Improvements" in Appendix C hereto. However, in the event of the destruction of a substantial portion of the Improvements and the occurrence of an Event of Default under the Purchase Contract, revenues resulting from the Trustee's exercise of remedies are likely to be unavailable.

Underfunded State Pensions

The State provides funding for the Teacher's Retirement System of the State of Illinois, the State Universities Retirement System of Illinois ("SURS"), the State Employees' Retirement System of Illinois, the Judges' Retirement System of Illinois and the General Assembly Retirement System State of Illinois (collectively, the "State Pensions") that provide benefits upon retirement, death or disability to employees and beneficiaries. During Fiscal Year 2012 the State Pensions' contribution from General Funds was $4.135 billion, which represented a 12.4% increase over the prior fiscal year. Pension contributions for Fiscal Year 2013 to the State's five pension systems are estimated to total $5.107 billion, from the State's General Funds, an increase of 23.5%. The required annual statutory contributions to the retirement systems, while in conformity with State law, are currently less than the contributions that would otherwise be determined in accordance with the Government Accounting Standards Board.

Legislation enacted in December 2013 reforms the Illinois Pension Code and other laws to address the chronic and serious underfunding of the State Pensions, including SURS. The constitutionality of this legislation has been challenged in the courts and no assurance can be given that, if upheld, the implementation of this legislation will solve the severe underfunding of the State's retirement systems, including SURS. No assurance can be given that the State will make the appropriations necessary to meet the escalating costs of the State Pensions. Additionally, no assurance can be given that future legislation would not require the University to assume part or all of the liability for funding its employees' pensions in the future. See "THE BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY – Retirement Benefits" and " – 2013 State Legislation Modifying Pension Structure" in Appendix A hereto.

THE TRUSTEE

Amalgamated Bank of Chicago is serving as the Trustee. Its corporate trust offices in Chicago, Illinois are located at One West Monroe, Chicago, Illinois 60603. The Trustee will enter into the Acquisition Agreement, Purchase Contract and the Indenture to facilitate the financing of the Improvements. The Trustee is not financially liable for the Installment Payments and the Certificate Owners will have no right to look to the Trustee for payment of the Certificates. The obligations of the Trustee with respect to the Certificates and the Improvements are limited to those specifically provided for in the Purchase Contract and the Indenture.

TAX MATTERS

Federal tax law contains a number of requirements and restrictions that apply to the Certificates, including investment restrictions, periodic payments of arbitrage profits to the United States, requirements regarding the proper use of the Certificate proceeds and the facilities financed therewith and certain other matters. The Board has covenanted to comply with all requirements that must be satisfied in order for the interest on the Certificates to be excludable from gross income for federal income tax purposes. Failure to comply with certain of such covenants could cause interest on the Certificates to become includable in gross income for federal income tax purposes retroactively to the date of issuance of the Certificates.

Subject to the Board's compliance with the above-referenced covenants, under present law, in the opinion of Special Counsel, interest on the Certificates is excludable from the gross income of the owners thereof for federal income tax purposes and is not included as an item of tax preference in computing the federal alternative minimum tax for individuals and corporations, but such interest is taken into account, however, in computing an adjustment used in determining the federal alternative minimum tax for certain corporations.

CHAPMAN AND CUTLER LLP EXPRESSES NO OPINION FOR FEDERAL INCOME TAX PURPOSES AS TO ANY MONEYS RECEIVED IN PAYMENT OF OR WITH RESPECT TO THE CERTIFICATES SUBSEQUENT TO TERMINATION OF THE BOARD'S OBLIGATION UNDER THE PURCHASE CONTRACT.

In rendering its opinion, Special Counsel will rely upon certifications of the Board with respect to certain material facts within the Board's knowledge. Special Counsel's opinion represents its legal judgment based upon its review of the law and the facts that it deems relevant to render such opinion and is not a guarantee of a result.

The Internal Revenue Code of 1986, as amended, (the "Code") includes provisions for an alternative minimum tax ("AMT") for corporations in addition to the corporate regular tax in certain cases. The AMT, if any, depends upon the corporation's alternative minimum taxable income ("AMTI"), which is the corporation's taxable income with certain adjustments. One of the adjustment items used in computing the AMTI of a corporation (with certain exceptions) is an amount equal to 75 percent of the excess of such corporation's "adjusted current earnings" over an amount equal to its AMTI (before such adjustment item and the alternative tax net operating loss deduction). "Adjusted current earnings" would include all tax-exempt interest, including interest on the Certificates.

Ownership of the Certificates may result in collateral federal income tax consequences to certain taxpayers, including, without limitation, corporations subject to the branch profits tax, financial institutions, certain insurance companies, certain S corporations, individual recipients of Social Security or Railroad Retirement benefits and taxpayers who may be deemed to have incurred (or continued) indebtedness to purchase or carry tax-exempt obligations. Prospective purchasers of the Certificates should consult their tax advisors as to applicability of any such collateral consequences.

The issue price (the "Issue Price") for each maturity of the Certificates is the price at which a substantial amount of such maturity of the Certificates is first sold to the public. The Issue Price of a maturity of the Certificates may be different from the price set forth, or the price corresponding to the yield set forth, on the inside cover page hereof.

If the Issue Price of a maturity of the Certificates is less than the principal amount payable at maturity, the difference between the Issue Price of each such maturity, if any, of the Certificates (the "Discount Certificates") and the principal amount payable at maturity is original issue discount.

For an investor who purchases a Discount Certificate in the initial public offering at the Issue Price for such maturity and who holds such Discount Certificate to its stated maturity, subject to the condition that the Board complies with the covenants discussed above: (a) the full amount of original issue discount with respect to such Discount Certificate constitutes interest which is excludable from the gross income of the owner thereof for federal income tax purposes; (b) such owner will not realize taxable capital gain or market discount upon payment of such Discount Certificate at its stated maturity; (c) such original issue discount is not included as an item of tax preference in computing the AMT for individuals and corporations under the Code, but is taken into account in computing an adjustment used in determining the AMT for certain corporations under the Code, as described above; and (d)-the accretion of original issue discount in each year may result in an alternative minimum tax liability for corporations or certain other collateral federal income tax consequences in each year even though a corresponding cash payment may not be received until a later year. Based upon the stated position of the Illinois Department of Revenue, under Illinois income tax law, accreted original issue discount on the Discount Certificates is subject to taxation as it accretes, even though there may not be a corresponding cash payment until a later year. Owners of Discount Certificates should consult their tax advisors with respect to the state and local tax consequences of original issue discount on such Discount Certificates.

Owners of Certificates who dispose of such Certificates prior to the stated maturity (whether by sale, redemption or otherwise), purchase Certificates in the initial public offering, but at a price different from the Issue Price, or purchase Certificates subsequent to the initial public offering should consult their own tax advisors.

If a Certificate is purchased at any time for a price that is less than the Certificate's stated redemption price at maturity, or, in the case of a Discount Certificate, its Issue Price plus accreted original issue discount (the "Revised Issue Price"), the purchaser will be treated as having purchased a Certificate with market discount subject to the market discount rules of the Code (unless a statutory de minimis rule applies). Accrued market discount is treated as taxable ordinary income and is recognized when a Certificate is disposed of (to the extent such accrued discount does not exceed gain realized) or, at the purchaser's election, as it accrues. Such treatment would apply to any purchaser who purchases a Discount Certificate for a price that is less than its Revised Issue Price. The applicability of the market discount rules may adversely affect the liquidity or secondary market price of such Certificate. Purchasers should consult their own tax advisors regarding the potential implications of market discount with respect to the Certificates.

An investor may purchase a Certificate at a price in excess of its stated principal amount. Such excess is characterized for federal income tax purposes as "bond premium" and must be amortized by an investor on a constant yield basis over the remaining term of the Certificate in a manner that takes into account potential call dates and call prices. An investor cannot deduct amortized bond premium relating to a tax-exempt bond. The amortized bond premium is treated as a reduction in the tax-exempt interest received. As bond premium is amortized, it reduces the investor's basis in the Certificate. Investors who purchase a Certificate at a premium should consult their tax advisors regarding the amortization of bond premium and its effect on the Certificate's basis for purposes of computing gain or loss in connection with the sale, exchange, redemption or early retirement of the Certificate.

There are or may be pending in the Congress of the United States legislative proposals, including some that carry retroactive effective dates, that, if enacted, could alter or amend the federal tax matters referred to above or affect the market value of the Certificates. It cannot be predicted whether or in what form any such proposal might be enacted or whether, if enacted, it would apply to securities issued prior to enactment. Prospective purchasers of the Certificates should consult their tax advisors regarding any pending or proposed federal tax legislation. Special Counsel expresses no opinion regarding any pending or proposed federal tax legislation.

The Internal Revenue Service (the "Service") has an ongoing program of auditing tax-exempt obligations to determine whether, in the view of the Service, interest on such tax-exempt obligations is includible in the gross income of the owners thereof for federal income tax purposes. It cannot be predicted whether or not the Service will commence an audit of the Certificates. If an audit is commenced, under current procedures the Service may treat the Board as a taxpayer and the Certificate holders may have no right to participate in such procedure. The commencement of an audit could adversely affect the market value and liquidity of the Certificates until the audit is concluded, regardless of the ultimate outcome.

Payments of interest on, and proceeds of the sale, redemption or maturity of, tax-exempt obligations, including the Certificates, are in certain cases required to be reported to the Service. Additionally, backup withholding may apply to any such payments to any Certificate owner who fails to provide an accurate Form W-9 Request for Taxpayer Identification Number and Certification, or a substantially identical form, or to any Certificate owner who is notified by the Service of a failure to report any interest or dividends required to be shown on federal income tax returns. The reporting and backup withholding requirements do not affect the excludability of such interest from gross income for federal tax purposes.

The interest portion of each Installment Payment for the Certificates is not exempt from present Illinois income taxes. Ownership of the Certificates may result in other state and local tax consequences to certain taxpayers. Special Counsel expresses no opinion regarding any such collateral consequences arising with respect to the Certificates. Prospective purchasers of the Certificates should consult their tax advisors regarding the applicability of any such state and local taxes.

LITIGATION

To the best of the knowledge of appropriate Board officials, there are no lawsuits pending or threatened against the Board that question its right to enter into the financing documents or the validity or enforceability thereof or to consummate the transactions described therein or herein; nor are there lawsuits pending or threatened against the Board that, if decided adversely to the Board, would, individually or in the aggregate, impair the Board's ability to comply with all the requirements set forth in the financing documents or have a material adverse effect upon the financial condition of the University.

LEGAL MATTERS

Certain legal matters incident to the authorization, validity and enforceability of the Purchase Contract and the authorization, issuance and sale of the Certificates are subject to the approving legal opinion of Chapman and Cutler LLP, as Special Counsel ("Special Counsel"), who has been retained by, and acts as, Special Counsel to the Board. The proposed form of such opinion is attached hereto as Appendix D. Special Counsel has not been retained or consulted on disclosure matters and has not undertaken to review or verify the accuracy, completeness or sufficiency of this Official Statement or other offering material relating to the Certificates and assumes no responsibility for the statements or information contained or incorporated in this Official Statement, except that, in its capacity as Special Counsel, Chapman and Cutler LLP has, at the request of the Board, reviewed the statements under the captions "DESCRIPTION OF THE CERTIFICATES" (except for the subcaption "— Payment of the Certificates"), "SECURITY FOR THE CERTIFICATES — General," "SECURITY FOR THE CERTIFICATES — Termination of Purchase Contract", "TAX EXEMPTION" and "SUMMARY OF CERTAIN LEGAL DOCUMENTS" in Appendix C hereto solely to determine whether such descriptions are accurate summaries in all material respects. This review was undertaken solely at the request and for the benefit of the Board. Certain legal matters will be passed upon for the Board by its general counsel and for the Trustee by its in house counsel.

Certain legal matters will be passed on for the Board by its in-house counsel and for the Underwriters by Butler Snow LLP, Atlanta, Georgia.

The various legal opinions to be delivered concurrently with the delivery of the Certificates express the professional judgment of the attorneys or law firms rendering the opinion as to the legal issues explicitly addressed therein. By rendering a legal opinion the attorney or law firm does not become an insurer or guarantor of the transaction opined upon, or of the future performance of parties to such transaction. Nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

PURCHASE

The Underwriters have agreed, subject to certain customary conditions precedent to closing, to purchase the Certificates from the Board at an aggregate purchase price of $__________ (which is equal to the original principal amount of the Certificates, [plus original issue premium/less original issue discount] of $____________, and less an underwriting discount of $____________). The Underwriters will be obligated to purchase all of the Certificates if any Certificates are purchased.

BMO Capital Markets is the trade name for certain markets and investment banking services of Bank of Montreal and its subsidiaries, including BMO Capital Markets GKST Inc. which is a direct, wholly-owned subsidiary of BMO Financial Corp. which is itself a wholly-owned subsidiary of Bank of Montreal.

FINANCIAL ADVISOR

Longhouse Capital Advisors, LLC, La Grange Park, Illinois ("Longhouse Capital Advisors") is serving as Financial Advisor to the Board in connection with the offering of the Series 2014 Certificates. Longhouse Capital Advisors is not obligated and has not undertaken to make an independent verification or assumed any responsibility for the accuracy or completeness of the information contained in this Official Statement.

FINANCIAL STATEMENTS

The financial statements of the University for the year ended June 30, 2013 are set forth in Appendix B hereto. These financial statements have been audited by McGladrey LLP independent auditors, as set forth in their report thereon also set forth in Appendix B hereto.

Audited financial statements for the University for the fiscal years ended June 30, 2012, 2011, 2010 and 2009 are on file with and may be obtained from the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access ("EMMA") system for municipal securities disclosure and such audited financial statements are incorporated in this Official Statement by reference thereto.

RATING

Moody's Investors Service ("Moody's") has assigned the Certificates the rating of "__". Moody's currently views the outlook for this rating as "__________." The Board and the University furnished to Moody's certain information and materials, some of which may not have been included in this Official Statement.

Such rating express only the views of Moody's. An explanation of the significance of rating may be obtained from Moody's. The rating is not a "market" rating nor a recommendation to buy, sell or hold the Certificates, and the rating and the Certificates should be evaluated independently. There is no assurance that the Rating will continue for any given period of time or will not be revised, or withdrawn entirely by Moody's, if, in its judgment, circumstances so warrant. Except as required under the Continuing Disclosure Certificate, the Board undertakes no responsibility either to bring to the attention of the Owners of the Certificates any proposed change in or withdrawal of such rating or to oppose any such revision or withdrawal.

CONTINUING DISCLOSURE

In order to assist the Underwriters in complying with certain provisions of Rule 15c2-12 (the "Rule") adopted by the Securities and Exchange Commission, under the Securities Exchange Act of 1934, the Board has agreed in a Continuing Disclosure Certificate to provide to certain parties certain annual financial information and operating data and notices of certain events (the "Event Notices"). The Event Notices will be filed with the Municipal Securities Rulemaking Board through the operation of the Electronic Municipal Market Access System ("EMMA").

The proposed form of the Continuing Disclosure Certificate is included as Appendix E to this Official Statement. The Continuing Disclosure Certificate may be enforced by any beneficial or registered Owner of Certificates, but the Board's failure to comply will not be a default under the Indenture. A failure by the Board to comply with the Continuing Disclosure Certificate must be reported in accordance with the Rule and must be considered by any broker, dealer or municipal securities dealer before recommending the purchase or sale of the Certificates in the secondary market. Consequently, such a failure may adversely affect the transferability and liquidity of the Certificates and their market price.

The Board inadvertently failed to comply with certain continuing disclosure undertakings in certain respects with respect to the following bond issues as described below.

1) $49,995,000 The Board of Trustees of Northern Illinois University Auxiliary Facilities System Revenue Bonds, Series 1996 (the "Series 1996 Bonds"). In Fiscal Year 2009, the Board failed to file its required continuing disclosure for the Series 1996 Bonds on a timely basis. In addition, the Board failed to file its required continuing disclosure information with EMMA and instead filed the information with one of the National Recognized Municipal Securities Repositories ("NRMSRs"), which was the correct repository for such information prior to 2009. The Series 1996 Bonds were defeased in 2010 so no further continuing disclosure was required.

2) $1,560,000 Illinois Development Finance Authority Revenue Bonds (Illinois Association of School Business Officials Project), Series 1998 (the "Series 1998 IDFA Bonds"). In Fiscal Years 2009-2011, the Board failed to file its required continuing disclosure information with EMMA and instead filed the information with NRMSR's. However, the NRMSR's did not post the Board's filed information because the Board failed to include specific CUSIP numbers for the Series 1998 IDFA Bonds with its submission. In Fiscal Year 2012, the Board did not timely file its required continuing disclosure information.

3) $38,410,000 The Board of Trustees of Northern Illinois University Auxiliary System Revenue Bonds, Series 1999 (the "Series 1999 Bonds"). In Fiscal Years 2009 and 2010, the Board filed its required

continuing disclosure information for the Series 1999 Bonds with the NRMSRs instead of EMMA and the Board failed to timely file the required information in Fiscal Year 2009. The Series 1999 Bonds were defeased prior to Fiscal Year 2011, so no continuing disclosure filings were required for Fiscal Years 2011 and 2012.

4) $20,000,000 Illinois Development Finance Authority Lease Revenue Bonds (Northern Illinois University Naperville Project) Series 1999 (the "Series 1999 IDFA Bonds"). In Fiscal Years 2009 and 2010, the Board filed its required continuing disclosure information but filed the information with the NRMSRs instead of EMMA. However, the NRMSRs did not post the Board's filed information because the Board failed to include specific CUSIP numbers for the Series 1999 IDFA Bonds with its submission. The filling for Fiscal Year 2009 was not made on a timely basis.

5) $76,000,000 Board of Trustees of Northern Illinois University Auxiliary System Facilities System Revenue Bonds, Series 2001 (the "Series 2001 Bonds"). In Fiscal Years 2009 and 2010, the Board filed its required continuing disclosure information for the Series 199 Bonds with the NRMSRs instead of EMMA and the Board failed to timely file the required information in Fiscal Year 2009.

6) $126,025,000 Board of Trustees of Northern Illinois University Auxiliary Facilities System Revenue Bonds, Series 2010 (Build America Program – Taxable) (the "Series 2010 Bonds"). In Fiscal Years 2011 and 2012, the Board failed to timely file its required continuing disclosure information. It filed the information four days past the required deadline in Fiscal Year 2011 and two days past the required deadline in Fiscal Year 2012. In addition, the Board failed to file its required audited financial statements for Fiscal Year 2010.

7) $67,135,000 Board of Trustees of Northern Illinois University Auxiliary Facilities System Revenue Bonds, Series 2011 (Refunding – Tax-Exempt) (the "Series 2011 Bonds"). In Fiscal Years 2011 and 2012, the Board failed to timely file its required continuing disclosure information. It filed the information four days past the required deadline in Fiscal Year 2011 and two days past the required deadline in Fiscal Year 2012. In addition, the Board failed to file its required audited financial statements for Fiscal Year 2010

The Board has filed its required continuing disclosure information for Fiscal Year 2013 on a timely basis. The Board has instituted procedures to assist it in completely and timely filing its required continuing disclosure information. [Summarize]

ADDITIONAL INFORMATION

All of the summaries of the opinions, contracts, agreements, financial and statistical data, and other related documents described in this Official Statement are made subject to the provisions of such documents. These summaries do not purport to be complete statements of such provisions and reference is made to such documents, copies of which are publicly available for inspection at the offices of the University's Office of the Vice President for Finance and Administration.

CERTIFICATION

As of the date hereof, this Official Statement is, to the best of my knowledge, complete and correct in all material respects and does not include any untrue statement of a material fact or omit to state a material fact necessary in order to make the statements made herein, in light of the circumstances under which they were made, not misleading. The preparation of this Official Statement and its distribution have been authorized by the Board of Trustees of Northern Illinois University.

BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

By: ______________________________
Name: ______________________________
Title: ______________________________

APPENDIX A
NORTHERN ILLINOIS UNIVERSITY

APPENDIX B
AUDITED FINANCIAL STATEMENTS FROM THE ANNUAL FINANCIAL REPORT OF NORTHERN ILLINOIS UNIVERSITY FOR THE YEAR ENDED JUNE 30, 2013

APPENDIX C
SUMMARY OF CERTAIN LEGAL DOCUMENTS

APPENDIX D
PROPOSED FORM OF OPINION OF SPECIAL COUNSEL

APPENDIX E
FORM OF CONTINUING DISCLOSURE CERTIFICATE

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