

**SUPPLEMENTAL AND AMENDATORY RESOLUTION
BY THE EXECUTIVE COMMITTEE OF THE STATE BOARD OF TRUSTEES
RATIFYING THE RETENTION OF INCAPITAL, LLC
FOR THE ISSUANCE OF ONE OR MORE SERIES OF STUDENT FEE BONDS**

RESOLUTION NUMBER 2013-62

WHEREAS, the State Board of Trustees, (the “Board”) of The Trustees of Ivy Tech Community College of Indiana (the “College”) has heretofore, by RESOLUTION Number 2013-9, authorized this Executive Committee (the “Committee”) to approve the Plan of Financing (as defined in RESOLUTION Number 2013-9) or any portion thereof, and to authorize the execution and delivery of bonds in one or more series; and

WHEREAS, the Board has heretofore, by RESOLUTION Number 2013-43, approved the Plan of Financing as developed by the Treasurer of the College for (i) refunding the Note (as described in Exhibit A attached to RESOLUTION Number 2013-43), and (ii) providing funding to acquire, construct, renovate and equip projects on various campuses of the College (all as described more particularly in Exhibit B attached to RESOLUTION Number 2013-43); and

WHEREAS, the Board has heretofore, by RESOLUTION Number 2013-43, authorized the Treasurer to retain certain investment bankers in their respective capacities (as listed in Exhibit C attached to RESOLUTION Number 2013-43) and further authorized the Treasurer to select a team of underwriters from such list to implement the Plan of Financing; and

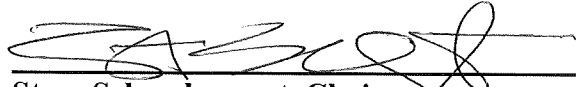
WHEREAS, through negotiations with such investment bankers, the Treasurer determined that the Plan of Financing as approved by RESOLUTION Number 2013-43 was best effectuated with Incapital, LLC (listed as an approved Co-Manager) as Senior Manager for a portion of the College’s Student Fee Bonds, Series R, designated as the “Series R-2 Bonds”; and

WHEREAS, this Committee now desires to ratify and confirm the retention of Incapital, LLC as Senior Manager for the Series R-2 Bonds as set forth below.

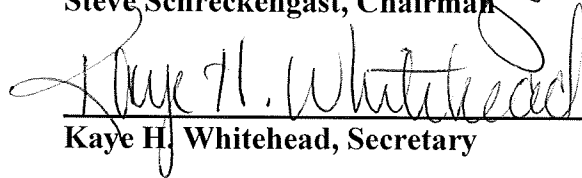
NOW, THEREFORE, BE IT RESOLVED by this Executive Committee as follows:

1. The Executive Committee hereby supplements and amends RESOLUTION Number 2013-43, by ratifying and confirming the retention of Incapital, LLC as Senior Manager for the Series R-2 Bonds, and by ratifying and confirming the execution by the Treasurer of a Bond Purchase Agreement for the Series R-2 Bonds with Incapital LLC.

**EXECUTIVE COMMITTEE,
STATE BOARD OF TRUSTEES
IVY TECH COMMUNITY COLLEGE OF
INDIANA**



Steve Schreckengast, Chairman



Kaye H. Whitehead, Secretary

Dated: November 26, 2013