



April 14, 2015

\$45,000,000
CHF-Cook, L.L.C.

REQUEST	<p>Purpose: Bond proceeds will be issued in one or more series and used by CHF-Cook, L.L.C. (“CHF-Cook” or the “Borrower”), an Alabama limited liability company, to (i) finance the cost of the acquisition, construction, furnishing, and equipping of an approximately 110-unit, 440-bed apartment-style student housing facility (the “Project”), (ii) fund interest on the Bonds for during construction on the Bonds for a period requested by the Borrower, (iii) fund a debt service reserve fund for the benefit of the Bonds, and (iv) pay expenses incurred in connection with the issuance of the Bonds, including bond insurance, all as permitted by the Illinois Finance Authority Act (and collectively, the “Financing Purposes”).</p> <p>The Project will be located on Northeastern Illinois University’s (“NEIU’s” or the “University’s”) main campus in Chicago, Illinois.</p> <p>The Project will be owned by CHF-Cook, L.L.C, an affiliate of Collegiate Housing Foundation (“CHF”), a 501(c)(3) corporation based in Fairhope, AL. The Project will be developed and constructed by an affiliate of American Campus Communities, Inc. (“ACC”) of Austin, TX. (American Campus Communities, Inc. is a publicly-traded real estate investment trust (“REIT”) with share traded under the “ACC” ticker on the New York Stock Exchange.) Day-to-day operations will be managed by an affiliate of ACC that undertakes development consulting and property management services for student housing properties owned by unrelated third-party entities (i.e., entities other than ACC or its affiliates).</p> <p>Program: 501(c)(3) Revenue Bonds (Student Housing Revenue Bonds) Extraordinary Conditions: None. No IFA funds at risk. <i>See NEIU Occupancy Support Contribution Amount – p. 4.</i></p>																
BOARD ACTION	Final Bond Resolution Voting Record (March 10, 2015) – Preliminary Bond Resolution – 10 Yeas; 0 Nays; 0 Abstain; 4 Absent (Fuentes, Gold, Pedersen, Tessler)																
MATERIAL CHANGE	Expanded discussion of the NEIU Occupancy Contribution Commitment.																
JOB DATA	<table border="0"> <tr> <td>N/A (NEIU-669 Current jobs faculty; 891 staff)</td> <td>5-8</td> <td>New jobs projected</td> </tr> <tr> <td>N/A Retained jobs</td> <td>115 (16 months)</td> <td>Construction jobs projected</td> </tr> </table>	N/A (NEIU-669 Current jobs faculty; 891 staff)	5-8	New jobs projected	N/A Retained jobs	115 (16 months)	Construction jobs projected										
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BORROWER DESCRIPTION	<ul style="list-style-type: none"> • Type of entity: CHF-Cook, L.L.C. is an Alabama limited liability company formed in November 2014 for the sole purpose of developing, owning, and operating the subject student housing project located at Northeastern Illinois University. (ACC SC Development, LLC, an affiliate of American Campus Communities, Inc. was selected pursuant to a Request-For-Proposal issued by NEIU in November 2013 to construct and finance the Project as part of a design-development-management team led by American Campus Communities, Inc. CHF-Cook, LLC an affiliate of the Collegiate Housing Foundation of Fairhope, AL is part of the turnkey development/ownership/management team engaged by ACC SC Development, LLC.) • Location: Chicago/Cook/Northeast 																
CREDIT INDICATORS	<ul style="list-style-type: none"> • The Bonds will be sold based on a direct rating of the Project and underwritten by RBC Capital Markets (“RBC” or the “Underwriter”). The Underwriter anticipates a low investment grade rating on the Bonds (e.g., “BBB-” from S&P). • The Bonds will be sold on the basis of the underlying direct rating only of CHF-Cook, L.L.C. (i.e., the Project) and <i>will not</i> be an obligation of Northeastern Illinois University. The project ownership and financing structure is very similar to three prior IFA financings of CHF-owned-and-financed student housing facilities developed at state universities including (1) Northern Illinois University (two projects in 2006 and 2011, respectively) and (2) Illinois State University (2011). 																
STRUCTURE	<ul style="list-style-type: none"> • Publicly offered tax-exempt and taxable, fixed rate bonds with an anticipated term not-to-exceed 32 years. • Security for the Bonds will include revenues collected by NEIU on behalf of the Borrower and deposited with the Trustee, along with various reserve funds and accounts held under the Trust Indenture. There will be a minimum rate covenant applicable to the Borrower to attain 1.20x times Debt Service Coverage and a University Occupancy Contribution Commitment (from University-budgeted funds) to attain minimum 1.0x times coverage. • The Debt Service Reserve Fund will be fully funded at closing in an amount equal to Maximum Annual Debt Service on the Bonds. Deposits to the Repair and Replacement Fund will be made on an annual basis from Project cash flows in an initial amount of \$175 per bed per year. • The Borrower will execute a Security Agreement encumbering all of the Borrower’s rights, title and interest in and to the land and improvements; and an Assignment of Contract Documents, assigning the Borrower’s interest in the development agreement, construction contract and related documents. 																
SOURCES AND USES (PRELIMINARY; SUBJECT TO CHANGE)	<table border="0"> <tr> <td>Sources:</td> <td></td> <td>Uses:</td> <td></td> </tr> <tr> <td>IFA Bonds</td> <td>\$43,000,000</td> <td>Project/Reserves</td> <td>\$44,077,132</td> </tr> <tr> <td>NEIU Equity</td> <td><u>2,000,000</u></td> <td>Costs of Issuance</td> <td><u>922,868</u></td> </tr> <tr> <td>Total</td> <td><u>\$45,000,000</u></td> <td>Total</td> <td><u>\$45,000,000</u></td> </tr> </table>	Sources:		Uses:		IFA Bonds	\$43,000,000	Project/Reserves	\$44,077,132	NEIU Equity	<u>2,000,000</u>	Costs of Issuance	<u>922,868</u>	Total	<u>\$45,000,000</u>	Total	<u>\$45,000,000</u>
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RECOMMENDATION	Credit Review Committee recommends approval.																

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 14, 2015**

Project: CHF-Cook, L.L.C.

STATISTICS

IFA Project:	N-NP-TE-CD-8728	Amount:	\$45,000,000 (not-to-exceed amount)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad Fletcher
Location:	Chicago	County/ Region:	Cook/Northeast

BOARD ACTION

Final Bond Resolution	
Conduit 501(c)(3) Student Housing Revenue Bonds	No IFA funds at risk
Credit Review Committee recommends approval	No extraordinary conditions

VOTING RECORD

Voting Record (March 10, 2015) – Preliminary Bond Resolution – 10 Yeas; 0 Nays; 0 Abstain; 4 Absent (Fuentes, Gold, Pedersen, Tessler)

PURPOSE

To finance the design, development, construction and equipment of an approximately 440-bed student residence facility to be developed on land under a ground lease from Northeastern Illinois University and located on the University's main campus in Chicago, Illinois. The Project will also include a 4,600 SF community center that will feature a fitness center, social lounge, study lounge, management and resident life offices, mailroom, and other amenities (collectively, the "Project"). This project will provide NEIU with its first on-campus housing facility.

The Project will be owned by an affiliate of Collegiate Housing Foundation, a 501(c)(3) corporation based in Fairhope, AL that is engaged in developing 501(c)(3)-owned student housing projects nationally. The Project will be developed and constructed by an affiliate American Campus Communities, Inc. of Austin, TX. Additionally, upon completion, day-to-day operations will be managed by an affiliate of ACC on behalf of the University.

501(c)(3) Bonds are municipal bonds authorized under the Internal Revenue Code that enable 501(c)(3) corporations to finance capital projects furthering support of their mission. The IFA's issuance of these Bonds will convey federal tax-exempt status on interest paid to bondholders, thereby enabling bondholders to accept a below market interest rate that is passed through to the borrower.

Development of this project and selection of the Project Development Team was pursuant to a Request for Proposal for the Design, Development and Management of Student Housing issued by the University in November 2013 (see p. 7).

VOLUME CAP

501(c)(3) Bonds do not require Volume Cap.

SOURCES AND USES OF FUNDS (PRELIMINARY; SUBJECT TO CHANGE)

Sources		Uses:		
	IFA Bonds	\$ 43,000,000	Project Costs	\$ 37,833,236
			Capitalized Interest	3,607,083
			Debt Service Reserve Fund	2,636,813
	NEIU Equity	\$ 2,000,000	Costs of Issuance	922,868
	Total	\$45,000,000	Total	\$ 45,000,000

Note: The amounts reported in the table above are preliminary and subject to change. The Capitalized Interest Fund will be established at an amount sufficient to fund interest expense to February 2017 (i.e., a period 6 months beyond the anticipated August 2016 project completion date, as customary). The Debt Service Reserve Fund will be capitalized at an amount sufficient to cover a minimum of one year’s Maximum Annual Debt Service payments. Taxable Bonds may be issued to finance ineligible costs (and would be expected to total less than \$500,000 if issued). (Any Taxable Series issued in connection with the Project would also be rated by Standard & Poor’s.)

JOBS

Current employment: N/A – New Project
 (NEIU: 669 faculty; 891 Staff) Projected new jobs: 5-8

Jobs retained: N/A Construction jobs: [115 Preliminary] (16 months)

FINANCING SUMMARY

Bondholder’s
 Security/

Credit Ratings: The Borrower and RBC Capital Markets LLC contemplate obtaining a direct rating on the Bonds for sale to investors and currently anticipate that the Bonds will be assigned a low investment grade rating (e.g., “BBB-”) from Standard and Poor’s.

Under this “direct rating” structure, security for the Bonds will include Revenues collected by the University on behalf of the Borrower and deposited with the Trustee and funds and accounts held under the Trust Indenture including (1) Construction Fund and Debt Service Fund/Capitalized Interest Account during the construction phase and (2) a Debt Service Reserve Fund and Repair and Replacement Fund during the operating phase.

The Debt Service Reserve Fund will be fully funded at closing in an amount equal to maximum annual debt service on the Bonds. Additionally, the Repair and Replacement Fund will be capitalized on an annual basis from project cash flows in an initial amount of \$175 per bed per year (and escalating thereafter annually).

The Borrower will be required to execute the following documents: (1) a Security Agreement, encumbering Project Revenues, equipment and inventory; (2) a Leasehold Mortgage and Assignment of Rents and Leases, encumbering all of the Borrower’s rights, title and interest in and to the land and improvements; and (3) an Assignment of Contract Documents, assigning the Borrower’s interest in the development agreement, construction contract and other related agreements.

Limited

Obligations: The Bonds will be limited obligations of the Illinois Finance Authority, the State of Illinois, and its political subdivisions, and will be payable only from revenues of the Project and secured by (i) a Leasehold Mortgage on the land and improvements, (ii) a collateral assignment of Rents and Leases, and (iii) a Security Agreement. Note: the University will, however, have a limited obligation to support the Project as described in the NEIU (Limited) Occupancy Support Contribution section that follows below (p. 4).

Minimum Rate
Covenant

Requirement: Pursuant to terms of the Ground Lease, CHF-Cook, L.L.C. will be subject to a rate covenant to revise rates, fees, and charges as necessary so that Revenue Available for Fixed Charges will be sufficient to meet the minimum 1.20x times minimum Debt Service Coverage requirement specified in the Loan Agreement.

NEIU (Limited)
Occupancy
Support
Contribution

Amount: Pursuant to language contained in the draft documents presented to S&P, including the Ground Lease Agreement between the University and CHF-Cook, L.L.C. (the Borrower), the Property Manager (ACC SC Management, LLC, an affiliate of American Campus Communities, Inc.) will be required to prepare a "Coverage Report" semi-annually that forecasts the anticipated Fixed Charge Coverage Ratio for the Project. The Fall report will be delivered in a timeframe sufficient to enable the University to include any required Occupancy Support Contribution Amount that is necessary to attain minimum 1.0x times debt service coverage for the Project in its annual budget (finalized each September). The University's Occupancy Support Contribution requirement will assure minimum 1.0x times debt service coverage on the Bonds.

Limitation of this Occupancy Support Contribution Requirement: This Contribution is subject to termination and cancellation without penalty, acceleration, or other recoupment in any fiscal year only to the extent to which (i) funds appropriated by the Illinois General Assembly and available for such payments combined with (ii) legally available non-appropriated funds the University are inadequate. Under the Ground Lease, the University agrees that it will prepare its final operating budget to reflect an amount of legally available non-appropriated (i.e., tuition and fees; third party payments) which when combined with budgeted state appropriated funds will be sufficient to pay the University's (and ACC SC Management, LLC's) reasonable estimate of any Occupancy Contribution Amount projected to be payable in any year.

Aside from any Occupancy Support Contribution Amount, the University shall have no liability, express or implied, for the payment of principal of, premium, if any, or interest on the IFA Series 2015 Bonds and other than any required Occupancy Contribution, the University shall not be responsible or liable, expressly or implicitly, for any other obligations of any party, under any of the bond documents, or under any other document delivered in connection with the issuance of the Series 2015 Bonds or for the Project.

Note: S&P is engaged to rate the University's debt (including NEIU's most recent \$15.1 million bond issue that closed in December 2014) and undertakes ongoing surveillance of the University's finances. S&P is currently reviewing the transaction documents including this Occupancy Support Contribution requirement (due from the University) in connection with rating the proposed IFA Series 2015 Bonds. The Underwriter, Borrower, and Financing Team are anticipating S&P to award a low investment grade rating (e.g., "BBB-") on the proposed IFA Series 2015 Bonds.

Bonds will
be Non-Recourse
to IFA, and
the State of
Illinois:

The Bonds will not constitute a debt of IFA, the State of Illinois, or any other political subdivision of the State and payment of the Bonds (and any interest thereon) will not be supported by the taxing powers, full faith and credit, or a moral obligation of the State of Illinois or any political subdivision.

Underlying
NEIU Rating
(Informational
only on this
Project
Financing):

Again, the proposed CHF-Cook, L.L.C. Bonds will be rated strictly as a project financing. The University will not be liable for the IFA Series 2015 Bonds except to the extent that Occupancy Contributions are required (as described on p. 4).

Accordingly, this disclosure of the University's underlying credit rating is informational. The University's underlying long-term rating is "A-" from S&P, as assigned in November 2014, in connection with the University's \$15,160,000 Series 2014 Facilities System Revenue Bonds that were issued in December 2014.

Structure/
Interest Rate:

Again, the expectation is that the Bonds will obtain a low investment grade rating (e.g., BBB-) from S&P and will be sold on a fixed rate basis. Interest rates will be based on market conditions at the time of closing.

Interest will be fully capitalized through February 2017 (i.e., a date six months subsequent to the anticipated August 2016 substantial completion date of the Project).

Maturity: 32 years (not-to-exceed)

Anticipated
Closing Date: May 2015

Rationale: The proposed financing and project will provide for the construction of approximately 440 beds of new student housing on the campus of Northeastern Illinois University ("NEIU") as included in both the University's 2008 Strategic Plan and the University's 2015 Strategic Plan update.

The Project will provide an affordable, on-campus housing option for NEIU's students and will have a positive impact on the surrounding community by enhancing the University's ability to attract and retain students, and in turn provide additional economic activity in the area. In the short-term, the Project will provide a source of construction related jobs. Additionally, this Project is expected to contribute to the general diversity and global character of the student body, bringing additional student diversity by (i) drawing non-commuter students from the larger region (e.g., Suburban Chicago; SE Wisconsin, and NW Indiana) who have not considered NEIU in the past and (ii) international students who are attracted to NEIU in part due to the nearly 30 agreements that NEIU has with higher education institutions around the world.

NEIU issued a Request for Proposal for the Design, Development and Management of Student Housing in November 2013. NEIU's objective was to engage third party professionals to finance and construct university student housing facilities according to NEIU design specifications. The proposed financing will enable NEIU to complete financing and construction of these student housing facilities without issuing its own debt. (See "Background on NEIU Procurement" on p. 7.)

BUSINESS SUMMARY

Background: **CHF-Cook, L.L.C.** (the "LLC" or the "Borrower") is an Alabama Limited Liability Company formed in November 2014 for the sole purpose of owning and developing the subject student housing facility for **Northeastern Illinois University** ("NEIU" or the "University").

The sole Member of the Borrower is the **Collegiate Housing Foundation** (the "Foundation"), an Alabama not-for-profit corporation established in 1996. The Foundation received its 501(c)(3) Determination Letter from the IRS in 1997.

The Foundation is governed by a 6-member Board of Trustees (see Economic Disclosure Statement section on p. 10 for further information).

Background on
the University:

Originally founded in Blue Island, IL in 1867 as Cook County's first teacher training institution, today Northeastern Illinois University is a public, comprehensive university primarily serving the Chicago metropolitan area with a commitment to preparing a diverse community of students for leadership and service. The University serves both a traditional cohort of undergraduate students and also provides extensive opportunities for adult learners and innovations in non-traditional education alternatives.

The University's 67 acre main campus is located on the Northwest Side of Chicago in a residential area. The campus is located approximately 8 miles NW of the Chicago Loop and approximately 9 miles east of O'Hare International Airport. The main campus consists of 18 buildings totaling approximately 1 million SF. The University also has satellite campuses including (1) its new El Centro campus that opened in Fall 2014 (3390 N. Avondale, Chicago - Avondale), (2) the Jacob Carruthers Center for Inner City Studies (700 E. Oakwood, Chicago - Grand Boulevard), (3) the Center for College Access and Success (770 N. Halsted, Chicago - West Town), and (4) the University Center of Lake County in Grayslake (adjacent to the College of Lake County), which enhance NEIU's ability to serve the entire metropolitan area.

NEIU also has more than 75 student organizations on campus including a wide mix of academic, social, cultural, religious, and community service organizations. NEIU's Student Union provides the location for campus dining, study lounges, meeting rooms, and events. The University's Campus Recreation Office coordinates clubs and intramural sports. These campus amenities enhance student life and will further support the University's decision to provide on-campus housing.

NEIU is among the most affordable public universities in Illinois, with full-time tuition costs of approximately \$3,500 per semester for in-state undergraduate students (12 credit hours). A tuition rate guarantee allows tuition rates to remain the same for four consecutive years for newly enrolled students. (Non-resident tuition is set at twice the in-state resident rate.)

University
Enrollment:

As of Fall 2014, the University's enrollment was comprised of approximately 10,275 students, with 57% of the student body female and 43% male, with 106 countries represented in its student body. The University offers more than 80 undergraduate and graduate programs in education, business, the arts, and sciences. The University employs 891 staff and has 669 faculty (and offers students a 16:1 Student to Faculty Ratio).

According to the University, student enrollment at NEIU has experienced slight but consistent declines over the past five years that the University administration attributes to three primary factors:

1. Higher graduation rates for enrolled students: NEIU has graduated its highest number of students, reflecting the Strategic Plan's focus on student success. According to the University, these graduations have reduced headcount more rapidly than in prior years.
2. Demographic Trend: The number of high school graduates has been declining both nationally and within the Chicago metropolitan area, thereby increasing competition for a smaller pool of new, first-year applicants.
3. Student retention: The University reports that student retention from first to second year has declined modestly. The University attributes this decline to the depressed nationally economy and other external factors.

Background on
NEIU

Procurement: In keeping with initiatives outlined in NEIU's 2008 Strategic Plan, the University released a Request for Proposal for the Design, Development and Management of Student Housing in November 2013. Ultimately through the RFP, NEIU sought to find a partner to develop a comprehensive, multi-phased University student housing program intended to include the development of housing both on its main campus as well as on property to be acquired by the University adjacent to the main campus.

As a result of its procurement process, the University selected student housing developer American Campus Communities ("ACC" or the "Developer") to develop its first on-campus housing facility. CHF-Cook, L.L.C. (a limited liability company of which Collegiate Housing Foundation is the sole member) in coordination with the University, and under agreements with the Developer, proposes to finance the design, development, construction and equipment of a 110-unit, 440-bed apartment-style student housing community to benefit students attending the University (the "**Project**").

Description
of the
Controlling Project
Owner of CHF-Cook
(i.e., Manager
or Managing
Member):

The **Collegiate Housing Foundation's** mission is to assist college and universities by financing, owning, and operating student housing facilities on or near their campuses.

Since its founding, the Foundation and its special purpose project affiliates own 44 student housing projects in 22 states, with aggregate Project development costs of over \$1.5 billion.

The Collegiate Housing Foundation develops and finances each project as a stand-alone project-based financing. CHF forms a special purpose entity to serve as the Borrower and Owner of the subject student housing facilities to be developed. The sponsoring college/university benefits since the project can potentially be financed on a revenue basis by prospective users.

As proposed, CHF-Cook, L.L.C. will lease the ground for the underlying project from NEIU. The Facility will be financed with proceeds of a tax-exempt bond issue and is mortgaged as security for the Bondholders (i.e., a leasehold mortgage). Upon completion, an affiliate of American Campus Communities (ACC SC Management, LLC) will manage day-to-day operations of the Project. At such a time as the proposed Bonds are paid in full, the mortgage and ground lease will be cancelled and the Foundation's interest in the facility will be conveyed (i.e., donated) to Northeastern Illinois University.

Prior Bond Issues
Involving CHF
Affiliates, State
Universities,
and IFA:

IFA has previous experience with the Foundation. In 2006, IFA issued \$16.0M of 501(c)(3) Revenue Bonds for CHF-DeKalb, L.L.C., a special purpose entity that was formed by the Foundation to develop, construct, and finance a 120-unit replacement student apartment facility ("Northern View Apartments") at **Northern Illinois University ("NIU")** in DeKalb.

IFA's most recent experience with the Foundation was in connection with separate bond issues in early 2011 involving development of new undergraduate student housing facilities at (i) Northern Illinois University (CHF-DeKalb II, L.L.C.) and (ii) Illinois State University in Normal (CHF-Normal, L.L.C.). The \$132.2M IFA Series 2011 Bonds CHF-DeKalb II Project financed the construction of a new 1008-bed facility at NIU, along with the current refunding of the outstanding balance of the IFA Series 2006 Bonds (the proceeds of which had been used to finance a 120-unit/240-bed on-campus apartment building for families). The \$59.6M IFA Series

2011 Bonds (CHF-Normal) project financed the construction of replacement housing at Illinois State University (228 units/896-beds).

All payments relating to all IFA Bonds issued in connection with all three CHF-owned student housing facilities at NIU and ISU have been current and paid as scheduled. The CHF-DeKalb II, LLC (NIU Project) bonds are rated currently rated Baa3/BBB (Moody's affirmed 4/16/2013; S&P affirmed 5/24/2012) while the CHF-Normal, LLC (ISU Project) bonds are currently rated Baa3/BBB- (Moody's affirmed 4/18/2013; S&P affirmed 4/12/2012).

As with the subject project under development involving NEIU, both Northern Illinois University and Illinois State University engaged American Campus Communities (and CHF) via a Request-for-Proposal procurement process to develop, finance, and construct these privatized student housing projects. (As with the proposed NEIU project, the 2006 and 2011 NIU projects and the 2011 ISU project were constructed on sites owned by the respective universities pursuant to ground lease agreements on each site.)

Description
of the
Developer:

American Campus Communities, Inc. ("ACC" or the "Company") was founded in 1993, is based in Austin, TX and has been publicly traded Real Estate Investment Trust ("REIT") on the New York Stock Exchange (NYSE Ticker: ACC) since 2004. ACC focuses on developing and owning student housing as its sole, core business. **ACC SC Development, LLC** (the "Developer" or "ACC SC") a Delaware Limited Liability company, is an indirect wholly owned subsidiary that is responsible for all third party development projects undertaken by ACC.

Since 1996, ACC has developed student housing properties (with a cost basis exceeding \$4.6 billion) for its own account and its university clients and has acquired in excess of \$4.9 billion in student housing assets. ACC has developed or been awarded the development of 102 privatized student housing communities, consisting of more than 65,600 beds. The Company has designed and programmed a full range of contemporary student communities including modern-day residence halls (traditional and full-service), various styles of apartments, as, well as higher density mid- and high-rise communities.

Each student housing development project that the Company develops has a dedicated ACC construction manager assigned to it responsible for scheduling periodic on-site visits with the University and general contractor.

According to ACC's management, ACC has never missed a Fall occupancy target completion date or exceeded an approved development budget on any student housing project it has developed.

In 2013, Forbes magazine named American Campus Communities, Inc. one of the magazine's "Most Trustworthy Companies" in 2013.

Please see www.americancampus.com for more additional information.

Collegiate
Housing
Foundation:

NEIU engaged American Campus Communities, Inc.'s **ACC SC Development, LLC** affiliate pursuant to a Request for Proposal procurement as required under Illinois law to develop, construct, finance, and manage the subject facility. ACC SC Development engaged the **Collegiate Housing Foundation**, in turn, to be the third-party property owner. Due to CHF's status as a 501(c)(3) entity (and the underlying government-purpose use by the University for student housing), ACC's bid to develop the subject project that was structured with CHF as the project owner, enabled ACC to bid on developing the project based availability of tax-exempt financing, thereby enabling below-market rate financing for the Project.

General

Contractor and

Architect:

In addition to engaging CHF a member of the development team, ACC has engaged **Weis Builders, Inc.** to serve as the General Contractor and **Solomon Cordwell Buenz** as the Architect. Notably, ACC previously engaged Weis Builders, Inc., and Solomon Cordwell Buenz to serve as the General Contractor and Architect, respectively, in connection with the CHF-Normal, L.L.C. project financing.

Overall, Weis Builders has completed over 45 student housing projects totaling over 31,000 beds while Solomon Cordwell Buenz has served as architect on four on-campus development projects with American Campus Communities totaling over 3,500 beds (including Illinois State University) and has designed on-campus academic buildings at major universities nationally.

ACC SC Management,

LLC - Property

Manager:

ACC SC Management, LLC, a Delaware limited liability company (and also an affiliate of American Campus Communities, Inc. and the “**Property Manager**”) will actively manage day-to-day operations at the property and will work with the University to provide residential life services to residents. From 2005-2013, ACC-managed properties have posted average annual occupancy rates of approximately 98%.

Surplus Operating

Cash Flows to

University:

Pursuant to the University’s Ground Lease with CHF-Cook, L.L.C., the University will be entitled to receive surplus cash flows after the payment of operating expenses, debt service, and the funding of the Replacement Reserve by the Property Manager.

Transfer of

Ownership to

NEIU:

Ownership of the Project will be transferred to NEIU at the earlier date of expiration of the Ground Lease or upon repayment of the Bonds.

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

Bond proceeds will be issued in one or more series on behalf of CHF-Cook, L.L.C. (the “**Borrower**”), a single member limited liability company organized and existing under the laws of the State of Alabama, to provide the Borrower with the funds necessary to (i) finance the cost of the acquisition, construction, furnishing and equipping of an approximately 110-unit, 440-bed apartment style student housing facility (the “**Project**”), (ii) fund interest on the Bonds [during construction] for a period requested by the Borrower, (iii) fund a debt service reserve fund for the benefit of the Bonds, if requested by the Borrower and (iv) pay expenses incurred in connection with the issuance of the Bonds, including bond insurance, if requested by the Borrower, and all as permitted under the Illinois Finance Authority Act, as amended (and collectively, the “**Financing Purposes**”).

The Project (a) will be operated by ACC SC Management LLC, a Delaware limited liability company, and (b) is located on land owned by Northeastern Illinois University (the “**University**”) and to be leased to the Borrower. The Project will be located on the current site of parking lot H, on the Access Road that constitutes the western boundary of the main campus of the University with an address of 5500 N. St. Louis Avenue, Chicago, Illinois 60625, and with the residence hall north wall to be located approximately 60-70 feet south of the south wall of the parking ramp facility adjacent to parking lot H.

The Project will be owned by CHF-Cook, L.L.C., a single member limited liability affiliate of Collegiate Housing Foundation (the “**Foundation**”), a 501(c)(3) corporation based in Fairhope, AL. The Foundation is engaged in owning 501(c)(3)-owned student housing projects in support of colleges and universities nationally. The Project will be developed and constructed by an affiliate **American Campus Communities, Inc.** of Dallas, TX (as “**Developer**”). Day-to-day operations will be managed by **ACC SC Management LLC**, a Delaware limited liability company (the “**Property Manager**”) and an affiliate of American Campus Communities, Inc. on behalf of the University.

Estimated project costs are as follows (preliminary, subject to change):

Construction & Equipping (with contingency)	\$36,179,627
Title/Closing Costs/Initial Operations	505,740
Project-Related Soft Costs (Acctg., Legal, Ins., Feas. St.)	<u>1,147,869</u>
Total New Money Project Costs	<u>\$37,833,236</u>

ECONOMIC DISCLOSURE STATEMENT

Applicant: CHF-Cook, L.L.C. (c/o Mr. Leeman Covey, Collegiate Housing Foundation, 411 Johnson Ave., Suite B, P.O. Box 1385, Fairhope, AL 36533-1385; Ph.: 251-928-9340)
e-mail: lcovey@collegiatehousing.org

Applicant

Website: www.collegiatehousing.org

Project Name: NEIU Student Housing

Project Location: Northeastern Illinois University (main campus – 5500 N. St. Louis), Chicago (Cook County), IL 60625-4699

Organization: Alabama Limited Liability Company (November, 2014)

Member: Collegiate Housing Foundation: 100%

- Board of Trustees

- Mr. Leeman H. Covey, President (former VP of Finance, Springhill College, Mobile, AL from 1990-1997; Direct of Fiscal Affairs, City of Mobile, AL 1977-1990)
- Mr. John B. Hicks, Vice President (former Secretary of the Board of Trustees of the University of Alabama System)
- Dr. John Brooks Slaughter, Treasurer
- The Honorable Jack Edwards, Secretary (Member, U.S. House of Representatives, 1965-1985)
- Mr. Thomas M. Daly, Director
- Ms. Linda Flaherty-Goldsmith, Director

Current

Property

Owner: Northeastern Illinois University is the current owner of the project site. The subject property will be ground leased by the Borrower from Northeastern Illinois University.

Project

Developer: **ACC SC Development LLC** is a Delaware limited liability company that is an indirect wholly owned subsidiary of American Campus Communities, Inc. (a publicly traded company: the NYSE Ticker Symbol is "ACC").

Shareholders of 5.0% or more (SEC ownership threshold) as pursuant to SEC disclosure included: (1) **FMR, LLC**, 245 Summer St., Boston, MA 02210, as an institutional holder (8.34% ownership interest as of 12/31/2014) and (2) **Capital Research Global Investors**, 333 S. Hope Street, Los Angeles, CA 90071, is an institutional holder (8.11% ownership interest as of 12/31/2014), and (3) **Vanguard Specialized REIT Index Fund**, 100 Vanguard Blvd., Malvern, PA 19355 is a mutual fund holder (with a posted 7.44% ownership interest as of 10/31/2014).

PROFESSIONAL & FINANCIAL

Borrower:	CHF-Cook, L.L.C., c/o Collegiate Housing Foundation	Fairhope, AL	Leeman Covey
Ground Lessor:	Northeastern Illinois University	Chicago, IL	
Auditor:	Wilkins Miller	Fairhope, AL	
Borrower's Counsel:	Hand Arendall, LLC	Mobile, AL	Ginger Gaddy
	Foley & Lardner, LLP	Chicago, IL	Heidi Jeffrey

Developer / Property Manager:	ACC SC Development LLC, and ACC SC Management LLC (c/o American Campus Communities, Inc.)		
Developer's Counsel:	Glast, Phillips & Murray, P.C.	Austin, TX	Brian Winger
Underwriter:	RBC Capital Markets, LLC	Dallas, TX	Craig Warner
		Baltimore, MD	Michael Baird,
			Sara Russell
Underwriter's Counsel:	Ballard Spahr LLP	Baltimore, MD	Teri Guarnaccia
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Andrea G. Bacon
Bond Trustee:	Regions Bank	Birmingham, AL	Lyn Cone
Bond Trustee's Counsel:	Tanner and Guin, LLC	Tuscaloosa, AL	J. Marland Hayes
Rating Agency:	Standard & Poor's	Dallas, TX	Biana Gaytan-Burrell
Architect:	Solomon Cordwell Buenz	Chicago, IL	Brett Boaz
General Contractor:	Weis Builders, Inc.	Chicago, IL	
Market Study:	Danter Company, LLC	Columbus, OH	
IFA Counsel:	Ice Miller LLP	Chicago, IL	Jim Snyder,
			Patra Geroulis
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago, IL	James Beck

LEGISLATIVE DISTRICTS

Congressional:	5
State Senate:	8
State House:	15

PROJECT LOCATION

Northeastern Illinois University's main campus is located approximately 8 miles NW of the Chicago Loop and approximately 9 miles east of O'Hare International Airport as indicated in the map presented below.

