



\$34,210,000 – FINAL ISSUANCE AMOUNT – CLOSED 7/25/2017

PAB CONDUIT

May 11, 2017

\$45,000,000

Three Crowns Park

REQUEST	<p>Purpose: Bond proceeds will be used by Three Crowns Park (the “Borrower”) to: (i) refund the Series 2006A&B Bonds, (ii) fund a debt service reserve fund, and (iii) pay certain expenses incurred in connection with the issuance of the Bonds.</p> <p>Program: Conduit 501(c)(3) Revenue Bonds</p> <p>Extraordinary Conditions: Waiver of the \$100,000 bond denomination requirement pursuant to Section K2(c) of the Bond Program Handbook (bonds are being refunded and sold in denominations of less than \$100,000 for savings).</p>																																
BOARD ACTIONS	<p>Final Bond Resolution Voting Record - February 9, 2017 – Preliminary Bond Resolution – 10 Yeas; 0 Nays; 0 Abstain; 5 Absent (Knox, Poole, Yonover, O’Brien, Funderburg); 0 Vacancies.</p>																																
MATERIAL CHANGES	<ul style="list-style-type: none"> • Elimination of new money portion of financing. • Addition of unaudited 9 months financial ending 12/31/2016. 																																
JOB DATA	<table border="0"> <tr> <td>140 FTEs</td> <td>Current jobs</td> <td>0</td> <td>New jobs</td> </tr> <tr> <td>N/A</td> <td>Retained jobs</td> <td>N/A</td> <td>Construction jobs</td> </tr> </table>	140 FTEs	Current jobs	0	New jobs	N/A	Retained jobs	N/A	Construction jobs																								
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DESCRIPTION	<ul style="list-style-type: none"> • Location (Evanston/Cook County/Northeast Region) • Three Crowns Park is a not-for-profit corporation organized by the Swedish community, which owns and operates a continuing care retirement community in Evanston, Illinois. Three Crowns Park offers the full continuum of care through its residential programs and health care facilities. It is the mission of Three Crowns Park to provide high quality retirement housing and health care options that foster security, dignity, independence, and promote personal growth. • The Three Crowns Park campus includes 116 independent living units, 37 assisted living units, 17 memory support beds and 49 nursing care beds. 																																
SECURITY/MATURITY	<ul style="list-style-type: none"> • Security: The 2017 bondholders will have a gross revenue pledge of The Three Crowns Park and a mortgage on the property. • Maturity: No later than 2057 (40 years). 																																
CREDIT INDICATOR	<ul style="list-style-type: none"> • The underwritten Bonds will not be rated. 																																
STRUCTURE	<ul style="list-style-type: none"> • The Plan of Finance contemplated the issuance of tax-exempt fixed rate bonds to be sold in a public underwriting by Zeigler. 																																
SOURCES AND USES ESTIMATED	<table border="0"> <thead> <tr> <th colspan="2">Sources:</th> <th colspan="2">Uses:</th> </tr> </thead> <tbody> <tr> <td>IFA Bonds</td> <td>\$35,465,000</td> <td>2006 Refunding Escrow (Cash)</td> <td>\$35,936,071</td> </tr> <tr> <td>2006A Debt Service Reserve Fund</td> <td>2,660,273</td> <td>Debt Service Reserve Fund</td> <td>2,524,788</td> </tr> <tr> <td>2006B Debt Service Reserve Fund</td> <td>270,078</td> <td>Costs of Issuance</td> <td><u>885,563</u></td> </tr> <tr> <td>2006A Principal Fund</td> <td>275,000</td> <td></td> <td></td> </tr> <tr> <td>2006A Interest Fund</td> <td>631,071</td> <td></td> <td></td> </tr> <tr> <td>2006B Interest Fund</td> <td><u>45,000</u></td> <td></td> <td></td> </tr> <tr> <td>Total</td> <td>\$ <u>39,346,422</u></td> <td>Total</td> <td>\$ <u>39,346,422</u></td> </tr> </tbody> </table>	Sources:		Uses:		IFA Bonds	\$35,465,000	2006 Refunding Escrow (Cash)	\$35,936,071	2006A Debt Service Reserve Fund	2,660,273	Debt Service Reserve Fund	2,524,788	2006B Debt Service Reserve Fund	270,078	Costs of Issuance	<u>885,563</u>	2006A Principal Fund	275,000			2006A Interest Fund	631,071			2006B Interest Fund	<u>45,000</u>			Total	\$ <u>39,346,422</u>	Total	\$ <u>39,346,422</u>
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RECOMMENDATION	<p>Credit Review Committee recommends approval.</p>																																

**ILLINOIS FINANCE AUTHORITY
 BOARD SUMMARY
 May 11, 2017**

Project: Three Crowns Park

STATISTICS

Project Number: 12380	Amount: \$45,000,000 (not-to-exceed)
Type: 501(c)(3) Revenue Bonds	IFA Staff: Pam Lenane
Location: Evanston	County/Region: Cook/Northeast

BOARD ACTION

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

Extraordinary Conditions: Waiver of the \$100,000 bond denomination requirement pursuant to Section K2(c) of the Bond Program Handbook (bonds are being refunded and sold in denominations of less than \$100,000 for savings).

VOTING RECORD

Final Bond Resolution
 Voting Record - February 9, 2017 – Preliminary Bond Resolution – 10 Yeas; 0 Nays; 0 Abstains; 5 Absents (Knox, Poole, Yonover, O’Brien, Funderburg); 0 Vacancies

PURPOSE

Bond proceeds will be used by **Three Crowns Park** (the “**Borrower**”) to: (i) refund the Series 2006A&B Bonds, (ii) fund a debt service reserve fund, and (iii) pay certain expenses incurred in connection with the issuance of the Bonds.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bonds that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA’s issuance will convey federal tax-exempt status on interest paid to bondholders, thereby reducing the Borrower’s interest expense.

VOLUME CAP

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:		Uses:	
IFA Bonds	\$34,465,000	2006 Refunding Escrow (Cash)	\$35,936,071
2006A Debt Service Reserve Fund	2,660,273	Debt Service Reserve Fund	2,524,788
2006B Debt Service Reserve Fund	270,078	Costs of Issuance	<u>885,563</u>
2006A Principal Fund	275,000		
2006A Interest Fund	631,071		
2006B Interest Fund	<u>45,000</u>		
Total	<u>\$39,346,422</u>	Total	<u>\$39,346,422</u>

JOBS

Current employment:	140 FTEs	New jobs:	0
Jobs retained:	N/A	Construction jobs:	N/A

FINANCING SUMMARY

Security: The 2017 bondholders will have a gross revenue pledge of Three Crowns Park under a Master Trust Indenture and a mortgage on the property.

Credit Enhancement: None.

Structure: Three Crowns Park contemplates the issuance of approximately \$39.815 million of tax-exempt fixed rate non-investment grade bonds to be sold in a public underwriting by Zeigler

Interest Rate: To be determined at pricing based on market conditions.

Underlying Ratings: The Bonds will not be rated.

Maturity: No later than 2057 (40 years).

Estimated Closing Date: June, 2017

PROJECT SUMMARY

Bond proceeds will be used by **Three Crowns Park** (the “**Borrower**”) to: (i) refund the Series 2006A&B Bonds, (ii) fund a debt service reserve fund, and (iii) pay certain expenses incurred in connection with the issuance of the Bonds.

BUSINESS SUMMARY

Three Crowns Park is a not-for-profit corporation organized by the Swedish community, which owns and operates a continuing care retirement community in Evanston, Illinois. Three Crowns Park offers the full continuum of care through its residential programs and health care facilities. It is the mission of Three Crowns Park to provide high quality retirement housing and health care options that foster security, dignity, independence, and promote personal growth.

The Three Crowns Park campus includes 116 independent living units, 37 assisted living units, 17 memory support beds and 49 nursing care beds.

ECONOMIC DISCLOSURE STATEMENT

Applicant: Three Crowns Park

Site Address: Three Crowns Park
2323 McDaniel Avenue
Evanston, IL 60201

Contact: Dennis Trautvetter
Chief Financial Officer
Three Crowns Park
2323 McDaniel Avenue
Evanston, IL 60201-2570
847/328-8700
DTrautvetter@threecrownsark.com

Website: www.threecrownsark.com

Project name: Three Crowns Park

Organization: 501(c)(3) Not-for-Profit Corporation

State: Illinois

Board of Directors - 501(c)(3) Corporation:

Board Member

Janet Goelz Hoffman
David Feinstein
Nancy Flowers

David Johnson
Phil Hemmer
Ellen Browne
Pricilla Andre
Kathleen Gillespie
David Johnson
James E. Elsass
Barbara Schleck

Occupation

Attorney, Katten Muchin Rosenman LLP
Principal Consulting Actuary, Cheiron, Inc.
Community Education Program Manager, Rainbow Hospice and Palliative Care
Vice President and Chief Operating Officer, Lake Star Consulting, Inc.
Executive Director, Three Crowns Park
Retired, Vice President of Aging Services, Parkside Senior Services
Retired, Librarian, Northwestern University
Retired, Head of Senior Living Executive Search, Witt Kieffer
Vice President and Chief Operating Officer, Lake Star Consulting, Inc.
Retired, Budget Director, Northwestern University
Retired, Executive Director, Cook County Court Watchers

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Chuhak & Tecson	Chicago	Andrew Tecson
Bond Counsel:	Chapman and Cutler LLP	Chicago	John Bibby
Underwriter	Ziegler	Chicago	Steve Johnson
Underwriter's Counsel:	Dentons	Chicago	Kathryn Ashton
Bond Trustee:	Wells Fargo	Chicago	Scott Wells
Issuer's Counsel:	Quarles & Brady LLP	Chicago	Mary Ann Murray
Issuer's Financial Advisor:	Sycamore Advisors LLC	Chicago	Diana Hamilton, Courtney Tobin

LEGISLATIVE DISTRICTS

Congressional: 9
State Senate: 9
State House: 17

SERVICE AREA

Three Crowns Park has historically drawn its residents from a primary market area located in nine zip codes that extend five miles to the north, four miles to the south, three miles to the west, and two miles to the east of the Community in the City of Evanston. Evanston is the first suburb north of Chicago and is part of Chicago's affluent North Shore region. The zip codes included in the primary market area are 60025, 60035, 60076, 60091, 60093, 60201, 60202, and 60660.

Admission sources for both the sheltered care/assisted living units and the nursing care beds include family members, physicians, social workers, community outreach programs, local churches and area hospitals. The City of Evanston is served by the following three hospitals: Evanston Hospital, St. Francis Hospital (both located in Evanston), and Skokie Hospital (located in Skokie).