

**MINUTES OF THE JANUARY 9, 2007 MEETING OF THE BOARD OF DIRECTORS  
OF THE ILLINOIS FINANCE AUTHORITY**

The Board of Directors (the "Board") of the Illinois Finance Authority (the "IFA"), pursuant to notice duly given, held a Board Meeting at 11:30 a.m., on January 9, 2007 at the Mid America Club, 200 E. Randolph Drive, 80<sup>th</sup> floor, Chicago, Illinois:

**Members present:**

David C. Gustman, Chair  
Magda M. Boyles  
James J. Fuentes  
Edward H. Leonard, Sr.  
Terrence M. O'Brien  
Andrew W. Rice  
Juan B. Rivera  
Lynn F. Talbott  
Bradley A. Zeller

**Members absent:**

Ronald E. DeNard  
Demetris A. Giannoulis  
Dr. Roger D. Herrin  
Martin H. Nesbitt  
Joseph P. Valenti

**Members participating by  
telephone:**

Michael W. Goetz

**GENERAL BUSINESS**

**Call to Order and Roll Call**

Chairman Gustman called the meeting to order at 11:35 a.m. with the above members present. Chairman Gustman noted that this was a less robust meeting as far as number of projects seeking approval and thanked everyone for attending and continuing to support the state by providing projects and business for the IFA and, in turn, increasing economic development in the State. Chairman Gustman asked Carla Burgess Jones, Secretary, to call the roll. Ms. Burgess Jones called the roll. There being nine (9) members physically present and one (1) member participating via telephone, Ms. Burgess Jones declared a quorum present.

**Interim Executive Director's Report**

Chairman Gustman welcomed everyone present and asked Interim Executive Director Rendleman to give her report. Interim Executive Director Rendleman welcomed everyone and announced that the Board would be approving over \$267 million in projects. Ms. Rendleman also noted that IFA has continued to remain self-funded. Interim Executive Director Rendleman also noted that the IFA has equity of around \$90 million. Ms. Rendleman thanked professionals in the public finance community for their continued support of the IFA.

## Acceptance of Financial Statements

Financial statements for the five-month period ending November 30, 2006 were accepted by the Board. Chairman Gustman noted that the financial statements are reviewed by the Board at the 8:30 a.m. meeting of the Committee of the Whole of the Board and also noted that the Board receives board packages for review a week prior to the meeting which allows the Board time to review pertinent information in advance of the Board Meeting.

## Minutes

Chairman Gustman asked Carla Burgess Jones, Secretary to take a roll call vote for approval of the minutes of the December 5, 2006 Meeting of the Board. Motion moved by Ms. Talbott and seconded by Mr. O'Brien. Minutes of the December 5, 2006 Meeting of the Board were approved with 10 ayes, 0 nays, and 0 abstentions.

## Projects

Chairman Gustman asked Interim Executive Director Rendleman to present the projects for consideration to the Board. Chairman Gustman reminded everyone that the Board considered each of the projects to be presented in detail at the 8:30 a.m. meeting of the Committee of the Whole of the Board. Director Rendleman presented the following projects for Board approval:

- No. 1:        **A-LL-TX-6277 – David H. Borrowman Farms Inc.**  
Request for approval of the issuance of a participation loan in an amount not-to-exceed \$30,000 to provide permanent financing for the purchase and construction of new grain storage. (07-01-01).
- No. 2:        **A-SG-TX-GT-6281 – Gregory L. Husser and Cynthia Eileen Meyers**  
Request for approval of the issuance of a specialized livestock guarantee in an amount not-to-exceed \$292,000 to provide financing for the purchase of 110 milk cows with offspring, machinery, equipment and down payment assistance for contract sale due to the seller on real estate and buildings. (07-01-02).

Chairman Gustman asked if the Board had any questions with respect to Project nos. 1 and 2. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Projects nos. 1 and 2. Leave was granted. Project nos. 1 and 2 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 3

**Renewable Energy Group**

**EZ-I-EZ-TE-CD-6219 – Empowerment Zone Bonds**

**TX-I-TRB-TX-CD-6220 – Taxable Revenue Bonds**

Request for preliminary approval of the issuance of Empowerment Zone Revenue Bonds in an amount not-to-exceed \$30,000,000 and the issuance of Taxable Revenue Bonds in an amount not-to-exceed \$20,000,000 to finance the construction of a 60 million-gallon capacity bio-diesel plant adjacent to Bunge North America's soybean oil processing plant located in Cairo, Illinois. The project is expected to create 35 new jobs and 567 construction jobs. (07-01-03).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 6. Funding Manager Steven Trout introduced representatives from Oppenheimer & Co. and other representatives of the project. The guests thanked the Board and IFA for consideration of the project. Chairman Gustman asked if the Board had any questions with respect to Project no. 3. Member Goetz noted that the project team had worked diligently with the local labor unions to enter into a project labor agreement. There being no further questions or comments, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 3. Leave was granted. Project no. 3 was approved with 10 ayes, 0 nays, and 0 abstentions.

No. 4:

**A-FB-TE-CD-6266 – Richard and Janet Reed**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$200,000 for the purchase of 70 acres of farmland in Morrisonville, Illinois. (07-01-04).

**A-FB-TE-CD-6267 – Daniel and Natalie Stine**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$215,000 for the purchase of 180 acres of farmland in Farina, Illinois. (07-01-04).

**A-FB-TE-CD-6268 – Helen D. Jones**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$162,000 for the purchase of approximately 151 acres of farmland in Biggsville, Illinois. (07-01-04).

**A-FB-TE-CD-6269 – Michael Timmerman**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$250,000 for the purchase of approximately 80 acres of farmland in Breese, Illinois. (07-01-04).

**A-FB-TE-CD-6270 – Matthew Timmerman**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$250,000 for the purchase of approximately 80 acres of farmland in Breese, Illinois. (07-01-04).

**A-FB-TE-CD-6272 – Gregory Husser**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$212,500 for the purchase of approximately 15 acres of farmland in Sublette, Illinois. (07-01-04).

**A-FB-TE-CD-6273 – Cynthia Meyers**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$212,500 for the purchase of approximately 15 acres of farmland in Sublette, Illinois. (07-01-04).

**A-FB-TE-CD-6274 – Joseph and Chandra Paschal**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$250,000 for the purchase of approximately 85 acres of farmland in Rock Falls, Illinois. (07-01-04).

**A-FB-TE-CD-6275 – Austin Meyer**

Request for approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$180,000 for the purchase of approximately 118 acres of farmland in Hillsboro, Illinois. (07-01-04).

Chairman Gustman asked if the Board had any questions with respect to Project no. 4. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 4. Leave was granted. Project no. 4 was approved with 10 ayes, 0 nays, and 0 abstentions.

**No. 5: N-NP-TE-CD-6198 – Near North Health Service Corporation**

Request for final approval of the issuance of Conduit 501(c)(3) Bonds in an amount not-to-exceed \$5,200,000 to refinance prior bonds (issued by the Illinois Development Finance Authority) and pay costs of issuance. (07-01-05).

Chairman Gustman asked if the Board had any questions with respect to Project no. 5. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 5. Leave was granted. Project no. 5 was approved with 10 ayes, 0 nays, and 0 abstentions.

**No. 6: N-NP-TE-CD-6143 – North American Spine Society**

Request for final approval of the issuance of Conduit 501(c)(3) Revenue Bonds in an amount not-to-exceed \$13,000,000 to finance acquisition and construction, to refinance existing debt and to pay bond issuance costs for a project located in Burr Ridge, Illinois. This project is expected to create 20 new jobs and 60 construction jobs. (07-01-06).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 6. Funding Manager Sharnell Curtis Martin introduced Eric Muehlbauer, Executive Director of the North American Spine Society, Nick Knorr (representing the Underwriter, Harris Bank, N.A.) and Julie Seymour (representing Bond Counsel, Ungaretti & Harris). Mr. Muehlbauer thanked the Board and IFA for consideration of the project. Chairman Gustman asked if the Board had any questions with respect to Project no. 6. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Valenti and seconded by Mr. Fuentes. Chairman Gustman asked Secretary Burgess Jones to take a roll call vote. Chairman Gustman abstained from voting on this project because his law firm represents the borrower in the project. Project no. 6 was approved with 9 ayes, 0 nays, and 1 abstention (Gustman).

**No. 7: N-NP-TE-CD-6271 – Fenwick High School.**

Request for preliminary approval of the issuance of Conduit 501(c)(3) Revenue Bonds in an amount not-to-exceed \$15,000,000 to finance construction and acquisition of equipment and land, finance a capitalized interest account and to pay certain bond issuance costs for a project located in Oak Park, Illinois. This project is expected to create 1 new job and 100 construction jobs. (07-01-07).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 7. Funding Manager Sharnell Curtis Martin introduced Janice Reedus, Vice President of Administration and Finance of Fenwick High School and Star Lanigan, Comptroller of Fenwick High School. Ms. Reedus thanked the Board and IFA for consideration of the project and explained the importance of the project to Fenwick High School. Chairman Gustman asked if the Board had any questions with respect to Project no. 6. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Goetz and seconded by Mr. Zeller. Chairman Gustman asked Secretary Burgess Jones to take a roll call vote. Project no. 7 was approved with 10 ayes, 0 nays, and 0 abstentions.

**No. 8: N-NP-TE-CD-7002 – LHC, LLC**

Request for preliminary approval of the issuance of Conduit 501(c)(3) Revenue Bonds in an amount not-to-exceed \$20,000,000 to i) finance the acquisition of a 7.75 acre site located in West Dundee, ii) finance the construction and equipping of a 105,600 square foot ice skating facility, iii) fund a Capitalized Interest Reserve and iv) capitalize a Debt Service Reserve. This project is expected to create 23 new jobs over 2 years and 300 construction jobs over 6 months. (07-01-08).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 8. Funding Manager Steve Trout introduced Michael Durkin, President of The Leafs Hockey Club, Inc. and John Willett, Treasurer of The Leafs Hockey Club, Inc. Mr. Durkin thanked the Board and IFA for consideration of the project and gave a brief presentation of the project, including its purpose. Chairman Gustman asked if the Board had any questions with respect to Project no. 8. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 8. Leave was granted. Project no. 8 was approved with 10 ayes, 0 nays, and 0 abstentions.

- No. 9:**            **N-NP-TE-CD-644 – Chicago Charter School Foundation**  
Request for final approval of the issuance of Conduit 501(c)(3) Revenue Bonds in an amount not-to-exceed \$52,000,000 to i) advance refund a prior series of bonds, ii) finance the purchase and renovation of buildings located on various campuses, iii) fund a debt service reserve fund, iv) fund capitalized interest and v) pay for bond issuance costs. This project is expected to create 210 new jobs within 2 years and 67 construction jobs over 6 months. (07-01-09).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 9. Funding Manager Townsend Albright introduced Theresa Nelson, Chief Operating Officer for the Chicago Charter School Foundation. Ms. Nelson thanked the Board and the IFA for consideration of the project and explained the use of the bond proceeds and provided artist renderings of the project

Chairman Gustman once again stated that the Board reviews all projects in detail at the Committee of Whole Meeting. Chairman Gustman asked if the Board had any questions with respect to Project no. 9. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 9. Leave was granted. Project no. 9 was approved with 10 ayes, 0 nays, and 0 abstentions.

- No. 10:**            **B-LL-TX-6279– P & P Press, Inc.**  
Request for approval of the issuance of a participation loan in an amount not-to-exceed \$600,000 to finance the acquisition of new printing equipment. The project is expected to create 4 new jobs. (07-01-10).
- No. 11:**            **I-IR-TE-CD-6191 – John Hofmeister & Son, Inc.**  
Request for preliminary approval of the issuance of Industrial Revenue Bonds in an amount not-to-exceed \$4,000,000 to finance land acquisition, building construction and machinery and equipment acquisition and installation. This project is expected to create 65 new jobs over 2 years and 6 construction jobs over a 6-month period. The project will require \$4,000,000 of IFA Volume Cap. (07-01-11).
- No. 12:**            **I-ID-TE-CD-6276 – 2643 Chicago Ave., LLC**  
Request for preliminary approval of the issuance of Industrial Revenue Bonds in an amount not-to-exceed \$4,000,000 to finance i) the acquisition of a 1-acre site and 60,000 square-foot industrial building, ii) renovations to the building and iii) the purchase and installation of printing and information technology equipment. This project is expected to create 19 new jobs over 2 years and 5 construction jobs. (07-01-12).

- No. 13:**        **I-ID-TE-CD-6120 – Aurora Bearing Company**  
Request for final approval of the issuance of Conduit Industrial Revenue Bonds in an amount not-to-exceed \$9,000,000 to finance the acquisition and conversion of a 206,000 square foot industrial building. This project is expected to create 50 new jobs and 40 construction jobs. (07-01-13).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project nos. 10 through 13. Chairman Gustman asked if the Board had any questions with respect to Project nos. 10 through 13. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 10 through 13. Leave was granted. Project nos. 10 through 13 were approved with 10 ayes, 0 nays, and 0 abstentions.

- No. 14:**        **E-PC-TE-CD-6265 – Roosevelt University**  
Request for preliminary approval of the issuance of Conduit 501(c)(3) Revenue Bonds and Refunding Bonds in an amount not-to-exceed \$67,900,000 to finance the acquisition and expansion of leased space that houses certain Roosevelt University facilities and to refund prior bonds, if necessary. This project is expected to create 23 new jobs and 25-40 construction jobs over 6-12 months. (07-01-14).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 14. Funding Manager Rich Frampton introduced Beth Reissenweber, Associate Vice-President of Roosevelt University. Ms. Reissenweber gave a brief description of the project. Chairman Gustman asked if the Board had any questions with respect to Project no. 14. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 14. Leave was granted. Project no. 14 was approved with 10 ayes, 0 nays, and 0 abstentions.

- No. 15:**        **E-PC-TE-CD-6243 – Elmhurst College**  
Request for preliminary approval of the issuance of Conduit 501(c)(3) Revenue Bonds in an amount not-to-exceed \$25,000,000 to finance the construction of a new, 170-bed semi-suite style student housing facility and an adjacent parking lot as well as other campus improvements and costs of issuance. This project is expected to create 5 new jobs and 75 construction jobs over 21 months. (07-01-15).

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 14. Funding Manager Rich Frampton introduced Denise Jones, Vice-President of Finance of Elmhurst College. Ms. Jones gave a brief description of the project. Ms. Jones also explained that the project was a "green" project and described the "LEAD" certification process. Chairman Gustman asked if the Board had any questions with respect to Project no. 15. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 15. Leave was granted. Project no. 15 was approved with 10 ayes, 0 nays, and 0 abstentions.

Resolutions/Project Revisions/Amendatory Resolutions

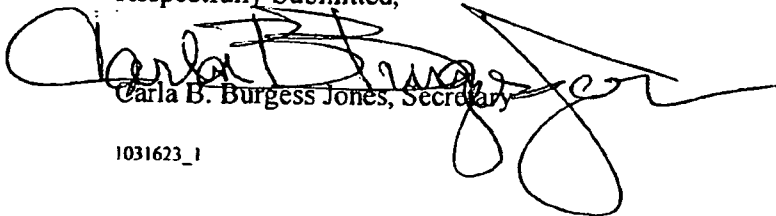
- No. 16: Amendatory Resolution to extend the original expiration date of IFA commitment to purchase a Participation Loan from Farm Credit Services of Illinois in the amount of \$1,000,000 This project was withdrawn and was not considered by the Board. (07-01-16).
- No. 17: Amendatory Resolution relating to the issuance by the IFA of not to exceed \$5,500,000 aggregate principal amount of its Bond Anticipation Notes, Series 2006 (Tallgrass at Mill Creek Project), for the purpose of approving Friendship Village of Mill Creek, NFP, doing business as Tallgrass at Mill Creek, as the borrower of the proceeds of the Notes; and related matters.  
Request to amend and restate a resolution to provide for the loan to be made to an affiliate of the original borrower. (07-01-17).

Chairman Gustman asked if the Board had any questions with respect to Amendatory Resolution No. 17. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Amendatory Resolution No. 17. Leave was granted. The resolution was approved with 10 ayes, 0 nays, and 0 abstentions.

Chairman Gustman asked if there was any other business to come before the Board. Interim Executive Director Rendleman stated that the selection of the professionals that responded to the IFA's RFQ for Senior Financial Advisors was complete. Interim Executive Director Rendleman announced that D.A. Davidson & Co. and Scott Balice Strategies, L.L.C. were selected as senior financial advisors to the IFA pursuant to the RFQ process.

There being no further business Chairman Gustman requested a motion to adjourn. Upon a motion by Ms. Talbott and seconded by Mr. Leonard, the meeting adjourned at approximately 12:40 p.m.

Respectfully Submitted,



Carla B. Burgess Jones, Secretary

1031623\_1