

**MINUTES OF THE MAY 12, 2009 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 May 12, 2009 at the Michael A. Bilandic Building, 160 N. LaSalle Street, 5<sup>th</sup> Floor, Room C-500, Chicago, IL 60601.

**Members present:**

William A. Brandt, Jr., Chairman  
Michael W. Goetz, Vice Chairman  
Dr. William J. Barclay  
Ronald E. DeNard  
James J. Fuentes  
Terrence M. O’Brien  
Juan B. Rivera  
Dr. Roger D. Herrin

**Members absent:**

April D. Verrett  
Edward H. Leonard, Sr.

**Vacancies:**

4

**Members participating by  
telephone:**

Bradley A. Zeller\*

\* Mr. Zeller was only present on the phone for the Silver Cross Hospital Resolution. He was absent from all other votes.

**GENERAL BUSINESS**

*Call to Order, Establishment of Quorum and Roll Call*

Chairman Brandt called the meeting to order at 12:01 p.m. with the above members present. Chairman Brandt welcomed members of the Board and all guests and asked the Assistant-Secretary, Kara Nystrom-Boulahanis to call the roll. There being eight (8) members physically present, and one (1) member on the phone, Ms. Nystrom-Boulahanis declared a quorum present.

*Acceptance of Financial Statements and Minutes*

Financial statements for the period ending April 30, 2009 and minutes for the April 14, 2009 meeting of the Board of Directors were presented to members of the Board and accepted by the Board. Chairman Brandt stated that the Authority’s financial statements and minutes were reviewed at the regularly scheduled Committee of the Whole Meeting held today at 8:30 a.m. Chairman Brandt requested a motion to approve the March 31, 2009 Financial Statements and April 14, 2009 Board of Directors meeting minutes. The motion was moved by Vice Chairman Goetz and seconded by Mr. O’Brien. The March 31, 2009 Financial Statements and April 14, 2009 minutes were unanimously approved by members of the Board.

*Executive Director’s Remarks*

Director Filan announced that at today’s meeting five (5) financings and one (1) Beginning Farmer Bond will be presented to members of the board for approval.

Director Filan reported that IFA Staff and Chairman Goetz attended both State House and Senate appropriations hearings last week. Additionally, IFA Staff met with consultants from the U.S. Department of Energy in Pittsburg, PA last week.

Finally, Director Filan reported that the IFA’s Energy Initiative booth at the American Wind Energy Association Conference Windpower Expo in Chicago from May 4<sup>th</sup> to the 7<sup>th</sup> was a success.

*Project Approvals*

Chairman Brandt asked Mr. Rich Frampton to present the projects for consideration to the Board. Chairman Brandt announced that projects being presented today for approval were thoroughly reviewed at the Committee of the Whole Meeting held at 8:30 a.m. today.

Mr. Frampton presented the following projects for board approval:

**No. 1: A-FB-TE-CD-8238 – Jason W. Kane**

Request for final approval of the issuance of Beginning Farmer Bonds in an amount not-to-exceed \$250,000 for the purchase of 188 acres of farmland. This project is located in Smithshire, Illinois (Warren County).

**No. 2: A-DR-GT-8239 – Mark and Karen Donoho**

Request for final approval of the issuance of Agri-Debt Guarantee in an amount not-to-exceed \$487,000. The proposed loan will refinance and restructure various existing debts for the borrower. This project is located in Bluford, IL (Jefferson County)

**No. 3: I-ID-TE-CD-8071 – C&L Tiling, Inc.**

Request for preliminary approval of the issuance of Industrial Revenue Bonds in an amount not-to-exceed \$4M. Bond proceeds will be used to finance (i) construction of a 3,000 square foot addition to the Company's existing 32,000 square foot manufacturing facility (\$959,400), (ii) acquisition of new machinery and equipment to expand their operations (\$2,960,600). This project is expected to create 24 new jobs and 50 construction jobs. This project is located in Timewell, Illinois (Brown County).

No guests attended with respect to Project Nos. 1, 2 and 3. Chairman Brandt asked if the Board had any questions with respect to Project Nos. 1, 2 and 3. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Project Nos. 1, 2 and 3. Leave was granted. Project Nos. 1, 2 and 3 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**No. 4: N-NP-TE-CD-8235 – Notre Dame College Prep**

Request for final approval of the issuance of 501(c)3 Bonds in an amount not-to-exceed \$16.5M. Bond proceeds will be used to refund existing bonds, refinance existing debt, finance construction and to pay certain bond issuance costs. This project is expected to create 50 new jobs and 40-50 construction jobs. This project is located in Niles, Illinois.

Chairman Brandt asked if there were any guests attending the meeting with respect to Project No. 4. Ms. Sharnell Curtis-Martin, Senior Funding Manager, introduced Chuck McNulty, CFO, Notre Dame, Chris Nowatowski, Borrower's Counsel and Board Member, Sone Pogrud & Korey, and John Sassaris, Senior Vice President, MB Financial. Mr. McNulty thanked the Board for its consideration, and described Notre Dame College Prep. They have seen a significant increase in the student population over the past 4 to 5 years, requiring an upgrade to their facilities. Mr. McNulty shared that the project has four components: refunding existing bonds and 3 construction projects. The new project will allow the borrower add new classrooms, artificial turf and track, baseball field, locker rooms, administrative offices, and a field house.

Chairman Brandt asked if the Board had any questions for Mr. McNulty. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Project No. 4. Leave was granted. Project No. 4 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**No. 5: N-NP-TE-CD-828 – Near North Montessori School**

Request for preliminary approval of the issuance of 501(c)3 Revenue Bonds in an amount not-to-exceed \$12M. Bond proceeds will be used to finance construction, renovations, purchase equipment and furnishings and to pay certain bond issuance costs. This project is expected to create 5 new jobs and 84 construction jobs. This project is located in Chicago, Illinois.

Chairman Brandt asked if there were any guests attending the meeting with respect to Project No. 5. Ms. Sharnell Curtis-Martin, Senior Funding Manager introduced Ms. Linda Rudnick, Finance Director and Ms. Mieko Yoshita, Operations & Facilities Director. Ms. Rudnick thanked the Board for their consideration.

Chairman Brandt asked if the Board had any questions for Ms. Rudnick. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Project No. 5. Leave was granted. Project No. 5 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**No. 6: H-HO-TE-CD-8237 – Passavant Memorial Area Hospital**

Request for final approval of the issuance of 501(c)3 Bonds in an amount not-to-exceed \$2.195M. Bond proceeds will be used to fund upgrades of lighting, electrical, and HVAC systems, resulting in a yearly reduction of approximately 19% in utility costs. This project is located in Chicago, Illinois.

No guests attended with respect to Project No. 6. Chairman Brandt asked if the Board had any questions or comments with respect to Project No. 6. Mr. DeNard commented that this was an excellent project and the Diversity Committee would be interested in having the utilities speak on this kind of project at an upcoming seminar. Chairman Brandt then requested leave to apply the last unanimous vote in favor of Project No. 6. Leave was granted. Project No. 6 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**Resolutions / Amendatory Resolutions**

**No. 7: Silver Cross Hospital.** A Request to Authorize Amendments to the Final Bond Resolution to Increase the Initial Maximum Fixed Rate Yield from 8.00% to 8.50% and start date of principal amortization from August 15, 2014 to August 15, 2030.

No guests attended with respect to Amendatory Resolution No. 7. Chairman Brandt asked if the Board had any questions with respect to Amendatory Resolution No. 7. There being none, Chairman Brandt asked Secretary Nystrom-Boulahanis to take a roll call vote. Resolution No. 7 received final approval with 8 ayes, 0 nays, and 1 abstention. Mr. Fuentes abstained from voting on Amendatory Resolution No. 7 because he has previously worked with Silver Cross Hospital.

**No. 8: DePaul University.** A Request to Authorize the Execution and Delivery of Amendments to the Loan Agreements and to Authorize the Executions and Delivery of any other Necessary Documents Required to Effect Such Amendments; and Authorize and

Approve Related Matters for IFA Series 2004C Bonds, IFA Series 2005A-B-C Bonds, IFA Series 2008 Bonds.

No guests attended with respect to Amendatory Resolution No. 8. Chairman Brandt asked if the Board had any questions with respect to Amendatory Resolution No. 8. There being none, Chairman Brandt asked Secretary Nystrom-Boulahanis to take a roll call vote. Amendatory Resolution No.8 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**No. 9:**           **Provena Health Project.** A Resolution Authorizing Amendments to the Final Bond Resolution to include in the refinancing of the Series 1998C Bonds in the uses of proceeds.

**No. 10:**          **Blackhawk Biofuels.** A resolution with respect to the Agri-Industry Loan Guarantee for Blackhawk/REG.

No guests attended with respect to Resolutions/Amendatory Resolutions Nos. 9 and 10. Chairman Brandt asked if the Board had any questions with respect to Resolutions/Amendatory Resolutions 9, and 10. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Resolutions/Amendatory Resolutions Nos. 9 and 10. Leave was granted. Resolutions/Amendatory Resolutions Nos. 9 and 10 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**Other Business**

Chairman Brandt asked if there was any other business to come before the Board. There being none, Chairman Brandt requested a motion to adjourn. Upon a motion by Mr. Goetz and seconded by Mr. O'Brien, the meeting adjourned at approximately 12:32 p.m.

Respectfully Submitted,

Kara Nystrom-Boulahanis, Assistant Secretary